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## UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED

### 環球實業科技控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1026)**

**(1) POLL RESULTS OF ANNUAL GENERAL MEETING;  
(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
AND  
(3) NON-COMPLIANCE OF THE LISTING RULES**

The Board is pleased to announce that all the Resolutions set out in the AGM Notice were duly passed by way of poll by the Shareholders at the AGM held on 31 December 2025.

As disclosed in the Previous Announcement, Mr. David Tsoi did not stand for re-election and retired as an INED, the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee of the Company, taking effect at the conclusion of the AGM on 31 December 2025.

Reference is made to: (1) the announcement (the “**Previous Announcement**”) of Universal Technologies Holdings Limited (the “**Company**”) dated 8 December 2025 in relation to the retirement of Mr. David Tsoi (“**Mr. Tsoi**”) as an independent non-executive Director (“**INED**”); and (2) the Company’s circular (the “**AGM Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting of the Company (the “**AGM**”) both dated 8 December 2025. Unless the context otherwise requires, capitalised terms in this announcement shall have the same meanings as defined in the AGM Circular and the Previous Announcement.

#### **(1) POLL RESULTS OF THE AGM**

The Board is pleased to announce that all the proposed resolutions (the “**Resolutions**”) set out in the AGM Notice were duly passed by way of poll by the Shareholders at the AGM held on 31 December 2025.

Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer for the purpose of the poll taking at the AGM. The poll results in respect of the Resolutions proposed at the AGM were as follows:

<b>Ordinary Resolutions</b> <i>(Note)</i>		<b>Number of Votes Cast (%)</b>	
		<b>For</b>	<b>Against</b>
1	To receive, consider and adopt the audited financial statements and the reports of the directors and auditors for the eighteen months ended 30 June 2025.	2,112,870,800 (100%)	0 (0%)
2(a)	To re-elect Ms. Zhu Fenglian as a Director.	2,111,140,800 (99.92%)	1,730,000 (0.08%)
2(b)	To re-elect Mr. Chen Jinyang as a Director.	2,112,870,800 (100%)	0 (0%)
2(c)	To authorise the Board to fix the Directors' remuneration.	2,112,870,800 (100%)	0 (0%)
3	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the auditor of the Company and to authorize the Board to fix auditor's remuneration.	2,112,870,800 (100%)	0 (0%)
4	To grant the Issue Mandate to the Directors to issue, allot and deal with additional Shares not exceeding 20% of the issued share capital of the Company as at the date of passing this Resolution.	2,111,140,800 (99.92%)	1,730,000 (0.08%)
5	To grant the Buy-back Mandate to the Directors to buy back shares not exceeding 10% of the issued share capital of the Company as at the date of passing this Resolution.	2,112,870,800 (100%)	0 (0%)
6	To extend the Issue Mandate by the number of the Shares bought-back by the Company under the Buy-back Mandate.	2,111,140,800 (99.92%)	1,730,000 (0.08%)

*Note:* The full text of the Resolutions proposed at the AGM is set out in the AGM Notice.

As more than 50% of the votes from the Shareholders who attended and voted at the AGM were cast in favour of each of the Resolutions at the AGM, all the Resolutions were duly passed as ordinary resolutions of the Company.

The number of issued Shares as at the date of the AGM was 5,513,000,000, being the total number of Shares entitling the Shareholders to attend and vote for or against any of the Resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Resolutions at the AGM among the aforesaid Shares, whether pursuant to the Rule 13.40 of the Listing Rules or otherwise. There were no Shareholders who are required under the Listing Rules to abstain from voting at the AGM. None of the Shareholders has stated their intention in the AGM Circular to vote against or to abstain from voting on the Resolutions at the AGM.

The following Directors, namely, Mr. Chen Jinyang, Ms. Zhu Fenglian, Mr. Xuan Zhensheng, Mr. Chen Lang, Mr. Yeung Kin Chung Clifton, M.H., Mr. David Tsoi and Mr. Chao Pao Shu George attended the AGM in person or via real-time communication facilities.

## **(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

As disclosed in the Previous Announcement, Mr. David Tsoi did not stand for re-election and retired as an INED, the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee of the Company, taking effect at the conclusion of the AGM on 31 December 2025. The Board expresses its sincere gratitude to Mr. Tsoi for his valuable contributions to the Company during his tenure of service.

## **(3) NON-COMPLIANCE OF THE LISTING RULES**

As a result of the retirement of Mr. Tsoi, (i) the number of INEDs has fallen short of the minimum requirement of three as prescribed under Rule 3.10(1) of the Listing Rules; (ii) the Board does not have at least one INED having appropriate professional qualifications or accounting or related financial management expertise (the “**INED with Financial Qualification**”) as required under Rule 3.10(2) of the Listing Rules; (iii) the number of Audit Committee members has fallen short of the minimum requirement of three as prescribed under Rule 3.21 of the Listing Rules; (iv) the Audit Committee does not have at least one INED with Financial Qualification as required under Rule 3.21 of the Listing Rules; (v) the chair of the Audit Committee is temporarily vacant, resulting in the Audit Committee not being chaired by an INED as required under Rule 3.21 of the Listing Rules; and (vi) the Nomination Committee does not comprise a majority of INEDs as required under Rule 3.27A of the Listing Rules.

The Company considers that the failure to meet the rule requirements above is temporary in nature, and is in the process of identifying suitable candidate(s) to fill the vacancy to ensure re-compliance of the relevant rules as soon as practicable but in any event within three months from the first date of non-compliance. Further announcement(s) will be made by the Company as and when appropriate.

By Order of the Board  
**UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED**  
**Chen Jinyang**  
*Chairman and Chief Executive Officer*

Hong Kong, 31 December 2025

*As at the time of making of this announcement, the Board of Directors of the Company comprises three executive Directors namely Mr. Chen Jinyang (Chairman and Chief Executive Officer), Ms. Zhu Fenglian and Mr. Xuan Zhensheng; one non-executive Director namely Mr. Chen Lang; and two independent non-executive Directors namely Mr. Yeung Kin Chung Clifton, M.H. and Mr. Chao Pao Shu George.*