



福田實業(集團)有限公司
Fountain Set (Holdings) Limited

(Incorporated in Hong Kong with limited liability) (Stock Code: 420)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 6 JUNE 2025

All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2025 AGM.
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References are made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**AGM Notice**”) of Fountain Set (Holdings) Limited (the “**Company**”) both dated 14 May 2025 in relation to, inter alia, the proposals on re-election of the directors of the Company (“**Director(s)**”), the granting of general mandate to issue new shares and to repurchase shares of the Company (the “**Share(s)**”), and renewal of financial services agreement. Terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM held on 6 June 2025 (the “**2025 AGM**”).

As at the date of the 2025 AGM, there were a total of 1,225,026,960 issued ordinary Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2025 AGM.

COFCO (being the holding company of COFCO Finance) and its associates were interested in 485,092,000 Shares, representing approximately 39.60% of the issued Shares, and are required to abstain from voting on the resolutions numbered 7(i) and (ii) approving the 2028 Financial Services Agreement (relating to the Deposit Services) and the continuing connected transactions of the Deposit Services (including the Deposit Annual Caps) at the 2025 AGM. The total number of Shares entitling the Shareholders to vote for or against the resolutions numbered 7(i) and (ii) was therefore 739,934,960.

Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting at the 2025 AGM. No parties have indicated in the Circular that they intend to vote against or to abstain from voting on the Proposed Resolutions at the 2025 AGM.

Boardroom Share Registrars (HK) Limited, the Company’s share registrar, was appointed and acted as the scrutineer for the vote-taking at the 2025 AGM.

Set out below are the poll results in respect of all the Proposed Resolutions put to the vote of the 2025 AGM:

Ordinary Resolutions		Number of Votes (Approximate %) ^(Note 1)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries, the directors' report and the independent auditor's report for the year ended 31 December 2024 (the "Year").	499,498,892 (99.9391)	304,557 (0.0609)
2.	To approve the payment of a final dividend of HK1.16 cents per Share and a special dividend of HK4.34 cents per Share in the capital of the Company for the Year.	499,803,449 (100.0000)	0 (0.0000)
3.	(A) To re-elect Mr. YAU Hang Tat, Andrew as an executive Director.	499,439,120 (99.9271)	364,329 (0.0729)
	(B) To re-elect Dr. YEN Gordon as a non-executive Director.	498,747,714 (99.7888)	1,055,735 (0.2112)
	(C) To re-elect Mr. WONG Kwong Chi as an independent non-executive Director.	499,577,693 (99.9548)	225,756 (0.0452)
	(D) To re-elect Mr. YIN Jian as an executive Director.	499,439,120 (99.9271)	364,329 (0.0729)
	(E) To re-elect Ms. ZHOU Jing as a non-executive Director.	499,439,120 (99.9271)	364,329 (0.0729)
	(F) To re-elect Mr. NG Kwok Tung as an independent non-executive Director.	499,403,414 (99.9200)	400,035 (0.0800)
	(G) To re-elect Mr. YING Wei as an independent non-executive Director.	499,577,693 (99.9548)	225,756 (0.0452)
4.	To authorise the Board to fix the Directors' remuneration.	498,173,449 (99.6739)	1,630,000 (0.3261)
5.	To re-appoint SHINEWING (HK) CPA Limited as the independent auditor of the Company in respect of the Company's financial statements for the year ending 31 December 2025 and to authorise the Board to fix its remuneration.	499,803,449 (100.0000)	0 (0.0000)
6.	(A) To grant a general mandate to the Directors to buy back Shares as set out in ordinary resolution 6(A) of the AGM Notice ^(Note 2) .	499,803,449 (100.0000)	0 (0.0000)
	(B) To grant a general mandate to the Directors to allot, issue and deal with additional Shares as set out in ordinary resolution 6(B) of the AGM Notice ^(Note 2) .	493,502,000 (98.7392)	6,301,449 (1.2608)

	(C) To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares as set out in ordinary resolution 6(C) of the AGM Notice ^(Note 2) .	493,502,000 (98.7392)	6,301,449 (1.2608)
7.	(i) To approve, confirm and ratify the 2028 Financial Services Agreement (relating to the Deposit Services), the form and substance thereof and the provision of the Deposit Services by COFCO Finance to the Group pursuant to the 2028 Financial Services Agreement subject to the Deposit Annual Caps; and	10,904,000 (74.1191)	3,807,449 (25.8809)
	(ii) To authorise any one or more of the Directors to sign and execute such other documents or supplemental agreements or deeds for and on behalf of the Company and to do all such things and take all such actions as he/she/they may consider necessary, desirable or expedient for the purpose of carrying out or giving effect to or otherwise in connection with the 2028 Financial Services Agreement (relating to the Deposit Services) and the continuing connected transactions of the Deposit Services (including the Deposit Annual Caps).	10,904,000 (74.1191)	3,807,449 (25.8809)
As more than 50% of the votes were cast in favour of each of the above resolutions, all of them were duly passed by the Shareholders as ordinary resolutions of the Company.			

Note 1: The number of votes and the approximate percentage of the total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2025 AGM in person, by authorised representative or by proxy.

Note 2: For the full text of the relevant resolutions, please refer to the AGM Notice as contained in the Circular, which can be viewed at and downloaded from the respective websites of the Company (www.fshl.com) and the Stock Exchange (www.hkexnews.hk).

The Company would like to report that Mr. LIU Xianfu, Dr. YEN Gordon, Dr. LI Gang, Mr. YAU Hang Tat Andrew, Mr. ZHANG Zheng, Ms. ZHOU Jing, Mr. NG Kwok Tung, Mr. William LAM and Mr. WONG Kwong Chi attended the 2025 AGM in person; Mr. YIN Jian and Mr. YING Wei attended the 2025 AGM by video conference.

By Order of the Board
Fountain Set (Holdings) Limited
LIU Xianfu
Chairman and Chief Executive Officer

Hong Kong, 6 June 2025

As at the date of this announcement, the Board comprises 5 executive Directors, namely Mr. LIU Xianfu (Chairman and Chief Executive Officer), Dr. LI Gang, Mr. YAU Hang Tat Andrew, Mr. YIN Jian and Mr. ZHANG Zheng; 2 non-executive Directors, namely Dr. YEN Gordon (Non-executive Vice Chairman) and Ms. ZHOU Jing; and 4 independent non-executive Directors, namely Mr. NG Kwok Tung, Mr. YING Wei, Mr. William LAM and Mr. WONG Kwong Chi.