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## **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

At the annual general meeting of Graphex Group Limited (the “**Company**”) held on Friday, 27 June 2025 (the “**AGM**”), all proposed resolutions as set out in the notice of the AGM dated 30 April 2025 were taken by poll. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the circular of the Company dated 30 April 2025.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in relation to all the resolutions proposed at the AGM are as follows:

Ordinary resolutions		Number of votes cast and percentage of total number of votes cast	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the directors and the auditors of the Company for the year ended 31 December 2024	315,340,944 (99.85%)	479,500 (0.15%)
2.	(a) To re-elect Ms. Tam Ip Fong Sin as an Independent Non-executive Director of the Company	314,965,464 (99.73%)	854,980 (0.27%)
	(b) To re-elect Mr. Wang Yuncai as an Independent Non-executive Director of the Company	314,979,624 (99.73%)	840,820 (0.27%)
	(c) To re-elect Mr. Liu Kwong Sang as an Independent Non-executive Director of the Company	314,980,624 (99.73%)	839,820 (0.27%)
	(d) To re-elect Mr. Tang Zhaodong as an Independent Non-executive Director of the Company	7,504,318 (2.38%)	308,316,126 (97.62%)
3.	To authorize the board of directors of the Company (the “ <b>Board</b> ”) to fix the remuneration of all the directors of the Company for the year ending 31 December 2025	315,021,664 (99.75%)	798,780 (0.25%)
4.	To re-appoint Crowe (HK) CPA Limited as the auditors of the Company for Hong Kong financial reporting purpose and to authorize the Board to fix their remuneration for the year ending 31 December 2025	315,151,224 (99.79%)	669,220 (0.21%)
5.	To appoint SFAI Malaysia PLT as the auditors of the Company for the U.S. financial reporting purpose and to authorize the Board to fix their remuneration	315,150,044 (99.79%)	670,400 (0.21%)
6.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the aggregate nominal amount of the existing issued share capital	313,981,904 (99.42%)	1,838,540 (0.58%)
7.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares in the Company not exceeding 20% of the aggregate nominal amount of the existing issued share capital	313,663,324 (99.32%)	2,157,120 (0.68%)

8.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with shares by the number of shares repurchased	313,745,704 (99.34%)	2,074,740 (0.66%)
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As more than 50% of the votes were cast in favour of the above resolutions (save for resolution numbered 2(d)), they were duly passed as ordinary resolutions at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 938,987,722 shares, which was the total number of shares of the Company entitling the holders to attend and vote on all resolutions proposed at the AGM. No Shareholder was entitled to attend but was required to abstain from voting in favour at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholders have stated their intention in the circular to vote against or to abstain from voting on any of the resolutions at the AGM. It was noted that there were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM.

The following Directors attended the AGM, namely Mr. Lau Hing Tat Patrick, Mr. Chan Yick Yan Andross and Mr. Liu Kwong Sang.

## **RETIREMENT OF DIRECTOR**

As resolution numbered 2(d) regarding the re-election of Mr. Tang Zhaodong as a non-executive director of the Company was not passed at the AGM, Mr. Tang Zhaodong retired by rotation as an independent non-executive director of the Company and ceased to be a member of the Board at the conclusion of the AGM held on 27 June 2025 in accordance with the Bye-laws of the Company.

By Order of the Board  
**Graphex Group Limited**  
**Lau Hing Tat Patrick**  
*Chairman*

Hong Kong, 27 June 2025

*As at the date of this announcement, the executive Directors are Mr. Lau Hing Tat Patrick, Mr. Chan Yick Yan Andross and Mr. Qiu Bin; the non-executive Director is Mr. Ma Lida; and the independent non-executive Directors are Ms. Tam Ip Fong Sin, Mr. Wang Yuncai and Mr. Liu Kwong Sang.*