Grace Wine Holdings Limited
怡園酒業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8146)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 5 JUNE 2026 AND AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

References are made to (i) the notice dated 17 April 2026; (ii) the circular (the "**Circular**") dated 17 April 2026; (iii) the supplemental notice (the "**Supplemental Notice**") dated 18 May 2026; and (iv) the supplemental circular (the "**Supplemental Circular**") dated 18 May 2026 of the annual general meeting (the "**AGM**") of Grace Wine Holdings Limited (the "**Company**"). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular and the Supplemental Circular.

(1) POLL RESULTS OF THE AGM

The Board is pleased to announce that all proposed resolutions (the "**Resolutions**") as set out in the Supplemental Notice were duly approved by the Shareholders by way of poll at the AGM held on 5 June 2026. The Directors, namely Mr. Liu Yunqiang, Ms. Judy Chan, Ms. Xiong Xia, Mr. Zhao Mingjun, Mr. Zhao Guodong, Mr. Leung Ming Shu, Dr. Wang Renrong and Dr. Xu Yan attended the AGM in person or by telephone means and Dr. Cheung Chai Hong was unable to attend the AGM due to his other business commitment.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed by the Company as the scrutineer for the vote-taking at the AGM.

The poll results in respect of each of the Resolutions are as follows:

ORDINARY RESOLUTIONS				Number of votes (%)	
				For	Against
1.	To receive and consider the audited consolidated financial statements of the Company for the year ended 31 December 2025 and the report of the directors and the independent auditor's report.			191,977,422 (99.99%)	1,000 (0.01%)
2.	(a)	(i)	To appoint Mr. LIU Yunqiang as an executive Director.	191,977,422 (99.99%)	1,000 (0.01%)
		(ii)	To re-elect Mr. ZHAO Mingjun as an executive Director.	191,977,422 (99.99%)	1,000 (0.01%)
		(iii)	To re-elect Ms. XIONG Xia as an executive Director.	191,977,422 (99.99%)	1,000 (0.01%)
		(iv)	To re-elect Ms. Judy CHAN as an executive Director.	191,977,422 (99.99%)	1,000 (0.01%)
		(v)	To re-elect Mr. ZHAO Guodong as a non-executive Director.	191,977,422 (99.99%)	1,000 (0.01%)
		(vi)	To re-elect Mr. LEUNG Ming Shu as an independent non-executive Director.	191,977,422 (99.99%)	1,000 (0.01%)
		(vii)	To re-elect Dr. WANG Renrong as an independent non-executive Director.	191,977,422 (99.99%)	1,000 (0.01%)
		(viii)	To re-elect Dr. XU Yan as an independent non-executive Director.	191,977,422 (99.99%)	1,000 (0.01%)
	(b)	To authorise the Board to fix the remuneration of the Directors.		191,976,422 (99.99%)	2,000 (0.01%)
3.	To re-appoint Ernst & Young as auditor of the Company for the ensuing year and to authorise the Board to fix the remuneration of auditor.			191,977,422 (99.99%)	1,000 (0.01%)
4.	To grant a general mandate to the Directors to allot and issue new ordinary shares of the Company (Ordinary Resolution No. 4 of the Notice).			191,977,422 (99.99%)	1,000 (0.01%)
5.	To grant a general mandate to the Directors to repurchase ordinary shares of the Company (Ordinary Resolution No. 5 of the Notice).			191,977,422 (99.99%)	1,000 (0.01%)
6.	To extend the general mandate granted to the Directors to issue new ordinary shares of the Company (Ordinary Resolution No. 6 of the Notice).			191,976,422 (99.99%)	2,000 (0.01%)

SPECIAL RESOLUTION		Number of votes (%)	
		For	Against
7.	To approve the Proposed M&A Amendments and to adopt the New Articles of Association.	191,977,422 (99.99%)	1,000 (0.01%)

Note: The full text of each of the Resolutions was set out in the Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1 to 6, these Resolutions were duly passed as Ordinary Resolutions of the Company at the AGM.

As more than 75% of the votes were cast in favour of the Resolution numbered 7, this Resolution was duly passed as Special Resolution of the Company at the AGM.

As at the date of the AGM, the total number of issued Shares was 813,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against all Resolutions at the AGM. No Shareholders were required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM and no Shareholders were entitled to attend and abstain from voting in favour of the Resolutions at the AGM pursuant to rule 17.47A of the GEM 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.

Reference is made to the Supplemental Circular, whereby Dr. CHEUNG Chai Hong has retired as non-executive Director with effect from the conclusion of the AGM. Details of his retirement can be referred to in the Supplemental Circular.

(2) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The resolution in respect of the Proposed M&A Amendments has been approved by the Shareholders by way of a special resolution at the AGM. As such, the New Articles of Association shall be effective from 5 June 2026. The full text of the New Articles of Association has been published on the websites of the Stock Exchange and the Company.

By order of the Board
Grace Wine Holdings Limited
Liu Yunqiang
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 5 June 2026

As at the date of this announcement, the executive Directors are Mr. LIU Yunqiang, Ms. Judy CHAN, Ms. XIONG Xia and Mr. ZHAO Mingjun, the non-executive Director is Mr. ZHAO Guodong, and the independent non-executive Directors are Mr. LEUNG Ming Shu, Dr. WANG Renrong and Dr. XU Yan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page on the Stock Exchange's website at www.hkexnews.hk for at least 7 days from the day of its posting. This announcement will also be published on the Company's website at www.gracewine.com.hk.