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## **TOP FORM INTERNATIONAL LIMITED**

**黛麗斯國際有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 333)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 3 DECEMBER 2025, CHANGES OF DIRECTORS AND CHANGES IN COMPOSITION OF THE BOARD COMMITTEES**

Reference is made to announcement of the Company dated 25 September 2025 (the “**Announcement**”) in relation to the proposed appointment of independent non-executive director, the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Top Form International Limited (the “**Company**”) dated 28 October 2025. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcement, Circular and the Notice.

#### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that all the resolutions proposed at the AGM as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 3 December 2025. The poll results in respect of all the resolutions at the AGM are set out as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive the audited consolidated financial statements and the reports of the directors (the “ <b>Directors</b> ”) and auditors for the year ended 30 June 2025.	172,507,070 (100%)	0 (0%)

\* for identification purposes only

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	(a) To re-elect Mr. Wong Kai Chi, Kenneth as an executive Director.	172,507,070 (100%)	0 (0%)
	(b) To re-elect Ms. Lien Van de Velde as a non-executive Director.	172,507,070 (100%)	0 (0%)
	(c) To appoint Mr. Frederic Robert Francis Lemoine as an independent non-executive Director.	172,507,070 (100%)	0 (0%)
	(d) To authorise the board of Directors (the “ <b>Board</b> ”) to fix the remuneration of the Directors.	172,507,070 (100%)	0 (0%)
3.	To re-appoint SHINEWING (HK) CPA Limited as auditors of the Company and to authorise the Board to fix their remuneration.	172,507,070 (100%)	0 (%)
4.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	172,507,070 (100%)	0 (0%)
5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	172,507,070 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	172,507,070 (100%)	0 (0%)

*Note:* Please refer to the Notice and the Circular for the full text of the above resolutions.

As a majority of the votes were cast in favour of each of the proposed ordinary resolutions numbered 1 to 6, all of the resolutions were duly passed at the AGM as ordinary resolutions of the Company by way of poll.

As at the date of the AGM, the total number of shares of the Company in issue was 301,052,675 shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolution proposed at the AGM. There were (a) no treasury shares (including any treasury shares held or deposited with the Central Clearing and Settlement System) held by the Company as at the date of the AGM and as such no voting rights of treasury shares have been exercised at the AGM; and (b) no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the AGM. There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company's branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

All Directors attended the AGM either in person or by electronic means, except Mr. Leung Ying Wah, Lambert who was unable to attend the AGM due to other business engagement.

## **CHANGES OF DIRECTORS**

As disclosed in the Announcement and the Circular, Mr. Leung Ying Wah, Lambert (“**Mr. Leung**”) retired as an independent non-executive Director at the conclusion of the AGM as he has reached retirement age and would like to devote more time to his family. Mr. Leung has confirmed to the Board that he has no disagreement with the Board and that there is no matter in relation to his retirement that needs to be brought to the attention to the Shareholders or the Stock Exchange.

The appointment of Mr. Frederic Robert Francis Lemoine (“**Mr. Lemoine**”) as an independent non-executive Director of the Company was approved at the AGM to fill up the vacancy opened from the retirement of Mr. Leung. The biographical details of Mr. Lemoine and his information required to be disclosed under Rule 13.51(2) of the Listing Rules were set out in the Announcement and Circular of the Company. Save as disclosed in the Announcement and the Circular, there is no information relating to Mr. Lemoine which is required to be disclosed under Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Leung for his valuable contributions to the Group during his tenure of office. The Board would also like to express its warmest welcome to Mr. Lemoine.

## **CHANGES IN COMPOSITION OF THE BOARD COMMITTEES**

The Board further announces that, with effect from the conclusion of the AGM:

1. Mr. Leung ceased to be the chairman of Audit Committee and a member of each of the Compensation Committee and the Nomination Committee following his retirement as an independent non-executive Director;
2. Mr. Tai Lun, Paul is redesignated as the chairman of Audit Committee; and
3. Mr. Lemoine is appointed as a member of each of the Audit Committee, Compensation Committee and Nomination Committee.

By Order of the Board  
**Top Form International Limited**  
**Wong Chung Chong**  
*Chairman*

Hong Kong, 3 December 2025

*As at the date of this announcement, the Board comprises Mr. Wong Chung Chong, Mr. Wong Kai Chung, Kevin and Mr. Wong Kai Chi, Kenneth as executive Directors; Mr. Herman Van de Velde and Ms. Lien Van de Velde as non-executive Directors; and Ms. Leung Churk Yin, Jeanny, Mr. Wang Man Hon, Sidney, Mr. Tai Lun, Paul and Mr. Frederic R. F. Lemoine as independent non-executive Directors.*