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China Cultural Tourism and Agriculture Group Limited

中國文旅農業集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 542)

(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 30 OCTOBER 2025;

AND

(2) EFFECTIVE DATE OF THE SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE

Reference is made to the circular (the “**Circular**”) of China Cultural Tourism and Agriculture Group Limited (the “**Company**”) dated 10 October 2025 and the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of the Company dated 10 October 2025. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The board of directors (the “**Board**”) of the Company is pleased to announce that the resolution as set out in the Notice (the “**Resolution**”) was duly passed by the Shareholders by way of poll at the EGM as an ordinary resolution of the Company. The poll results in respect of the Resolution are as follows:

Ordinary Resolution	Number of votes cast (percentage of total number of votes cast)	
	For	Against
To approve the consolidation of every five (5) issued and unissued ordinary shares with a par value of HK\$0.01 each in the share capital of the Company into one (1) ordinary share with a par value of HK\$0.05.	2,680,475,152 (100.00%)	0 (0.00%)

Notes:

- (1) The full text of the Resolution is set out in the Notice.
- (2) The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the EGM in person, by authorised corporate representative or by proxy.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution of the Company.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, as at the date of the EGM:

- (i) the total number of issued Shares was 7,687,158,040, among which 32,504,000 Shares were treasury Shares held or deposited with CCASS. No voting rights of the treasury Shares were exercised at the EGM, and no repurchased Shares which were pending cancellation and should be excluded from the total number of issued Shares for the purpose of the EGM. As such, the total number of Shares entitling the holders to attend and vote for or against the Resolution was 7,654,654,040 Shares (excluding treasury Shares), representing approximately 99.58% of the Shares in issue as at the date of the EGM;
- (ii) there was no Share entitling the holder to attend and abstain from voting in favour of the Resolution as set out in Rule 13.40 of the Listing Rules at the EGM;
- (iii) none of the Shareholders were required under the Listing Rules to abstain from voting; and
- (iv) none of the Shareholders has stated his/her/its intention in the Circular to vote against the Resolution or to abstain from voting on the Resolution at the EGM.

Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for vote-taking at the EGM.

Among the Directors, Mr. YANG Lijun (Chairman) attended the EGM in person, Mr. TAM Ka Wai, Mr. WONG Yuk Lun, Alan, Ms. CHAN Hoi Ling, Ms. TSUI Wai Ting Rosalie and Mr. TSANG Ho Pong attended the EGM by electronic means.

SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE

The Board is also pleased to announce that all the conditions precedent to the Share Consolidation have been fulfilled, and the Share Consolidation will become effective on Monday, 3 November 2025. Dealings in the Consolidated Shares will commence at 9:00 a.m. on Monday, 3 November 2025. Please refer to the Circular for details on the trading arrangement, the free exchange of share certificates and matching services for odd lots in connection with the Share Consolidation and Change in Board Lot Size.

Shareholders should note that upon the Share Consolidation and the Change in Board Lot Size becoming effective, new share certificates for the Consolidated Shares in the colour of yellow will be issued to the Shareholders in order to distinguish them from the existing share certificates for the Existing Shares in the colour of orange.

By order of the Board
China Cultural Tourism and Agriculture Group Limited
YANG Lijun
Chairman

30 October 2025

As at the date of this announcement, the Board comprises Mr. YANG Lijun (Chairman) and Mr. TAM Ka Wai being the executive Directors, Mr. WONG Yuk Lun, Alan being the non-executive Director; and Ms. CHAN Hoi Ling, Ms. TSUI Wai Ting Rosalie and Mr. TSANG Ho Pong being the independent non-executive Directors.