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ALLEGRO CULTURE LIMITED

律齊文化有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock code: 550)

(I) POLL RESULTS OF THE SPECIAL GENERAL MEETING AND (II) CONTINUED SUSPENSION OF TRADING

Reference are made to the notice (the “**SGM Notice**”) and circular (“**Circular**”) of Allegro Culture Limited (“**Company**”) both dated 11 July 2025, in respect of the special general meeting of the Company convened to be held on 31 July 2025 (the “**SGM**”). Unless otherwise defined or the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

(I) POLL RESULTS OF THE SPECIAL GENERAL MEETING

The Board is pleased to announce that the proposed resolution (“**Resolution**”) as set out in the SGM Notice was duly passed by way of poll by the Independent Shareholders at the SGM held on 31 July 2025. Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, acted as scrutineer for the vote-taking at the SGM. The poll results in respect of the Resolution are as follows:

ORDINARY RESOLUTION		FOR	AGAINST
		Number of Shares (%)	Number of Shares (%)
1.	<p>THAT:</p> <p>(a) the promotion cooperation framework agreement dated 15 April 2025 (the “Promotion Cooperation Framework Agreement”) entered into between SZ Allegro and Kingkey Group in relation to the provision of advertising and promotional services (copy of which have been produced at the Meeting marked “A” and signed by the chairman of the Meeting for the purpose of identification) and the terms thereof and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p>	<p>140,044,628 (100%)</p>	<p>0 (0%)</p>

ORDINARY RESOLUTION		FOR	AGAINST
		Number of Shares (%)	Number of Shares (%)
	<p>(b) the annual caps for the Promotion Cooperation Framework Agreement and the transactions contemplated thereunder for the financial years ending 31 December 2025, 31 December 2026 and 31 December 2027 be and are hereby approved; and</p> <p>(c) any one director of the Company be and is hereby authorised to do all such things and acts as he/she may in his/her discretion consider as necessary, expedient or desirable for the purpose of or in connection with the implementation of the Promotion Cooperation Framework Agreement and the transactions contemplated thereunder, including but not limited to the execution of all such documents under seal where applicable, as he/she considers necessary or expedient in his/her opinion to implement and/or give effect to the Promotion Cooperation Framework Agreement and the transactions contemplated thereunder.</p>		

Notes:

1. The percentage of votes is based on the total number of Shares in respect of votes cast by the Shareholders at the SGM in person or by corporate representative or proxy.
2. Ms. Yiu Sze Wai attended the SGM in person. All the other Directors attended the SGM by way of electronic means.

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.

As at the date of the SGM, the total number of issued Shares was 455,534,000 Shares. As stated in the Circular, Upsky Global Limited is interested in 123,037,657 Shares, representing approximately 27.55% of the total issued share capital of the Company. Upsky Global Limited is wholly-owned by Mr. Chen. Accordingly, Upsky Global Limited is deemed to have material interest in the Promotion Cooperation Framework Agreement and the transactions contemplated thereunder, including the Proposed

Annual Caps. Upsky Global Limited and its associates had abstained from voting on the proposed resolution at the SGM as required under the Listing Rules. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolution proposed at the SGM was 322,496,343 Shares. There were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) as at the date of the SGM and as such no voting rights of treasury shares have been exercised at the SGM. There were no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the SGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the proposed resolution at the SGM as set out in Rule 13.40 of the Listing Rules. Saved as disclosed herein, there was no Shareholder was required to abstain from voting at the SGM under the Listing Rules and there was no party who had stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolution at the SGM.

(II) CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange of Hong Kong Limited has been suspended with effect from 9:00 a.m. on Tuesday, 2 April 2024 and will remain suspended until further notice.

Shareholders and potential investors should accordingly exercise caution when dealing in the securities of the Company.

By order of the Board
Allegro Culture Limited
Yiu Sze Wai
Executive Director

Hong Kong, 31 July 2025

As at the date of this announcement, the Board comprises Ms. Yiu Sze Wai as executive Director; Ms. Chung Anita Mei Yiu and Ms. Sun Jing as non-executive Directors; and Ms. Tang Po Lam Paulia, Mr. Chan Chiu Hung, Alex, Mr. Li Chaobo and Ms. Yang Wanning as independent non-executive Directors.