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Planetree International Development Limited

梧桐國際發展有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 613)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 MAY 2026 AND POSITIVE PROFIT ALERT SUPPLEMENTAL INFORMATION

Reference is made to the circular of Planetree International Development Limited (the “**Company**”) dated 29 April 2026 (the “**Circular**”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 27 May 2026 (the “**AGM**”) were duly passed by the Shareholders and the poll results in respect of the resolutions are as follows:

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		FOR	AGAINST
1.	To consider and receive the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2025 together with the reports of Directors and auditor thereon.	344,886,592 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of Votes (approximate %)	
		FOR	AGAINST
2.a.	To re-elect the retiring directors of the Company (“ Directors ”):		
	(i) To re-elect Mr. Wong Kin Chun, Gilbert as an executive Director.	344,886,592 (100%)	0 (0%)
	(ii) To re-elect Mr. Lam Hiu Lo as an executive Director.	111,268,057 (77.76%)	31,814,800 (22.24%)
	(iii) To re-elect Mr. Ma Ka Ki as an independent non-executive Director.	344,886,592 (100%)	0 (0%)
	(iv) To re-elect Mr. Zhang Shuang as an independent non-executive Director.	344,886,592 (100%)	0 (0%)
2.b.	To authorise the board of Directors (the “ Board ”) to fix remuneration of Directors.	344,886,592 (100%)	0 (0%)
3.	To re-appoint Forvis Mazars CPA Limited as auditor of the Company; and authorise the Board to fix their remuneration.	344,886,592 (100%)	0 (0%)
4.	To give a general mandate to Directors to issue Shares as set out in Resolution 4 of the Notice of AGM.	344,886,592 (100%)	0 (0%)
5.	To give a general mandate to Directors to repurchase Shares as set out in Resolution 5 of the Notice of AGM.	344,886,592 (100%)	0 (0%)
6.	To extend the general mandate granted to Directors to issue Shares as set out in Resolution 6 of the Notice of AGM.	344,886,592 (100%)	0 (0%)
As more than 50% of the valid votes were cast in favour of each of the resolutions above, all the above resolutions were duly passed as ordinary resolutions of the Company.			

Note: The full text of each of resolutions 4 to 6 is set out in the Notice of AGM dated 29 April 2026.

As at the date of the AGM, the total number of Shares of the Company in issue was 1,149,633,210, which was the total number of Shares entitling holders to attend and vote for or against the resolutions at the AGM.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions at the AGM. No parties had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

All Directors attended the AGM in person or by electronic means. The Company's Hong Kong branch share registrar, Tricor Investor Services Limited, acted as scrutineer for the vote-taking at the AGM.

POSITIVE PROFIT ALERT SUPPLEMENTAL INFORMATION

Reference is made to the Company's positive profit alert announcement dated 6 March 2026 (the "**Profit Alert**") and the 2025 annual results announcement dated 30 March 2026 (the "**Results Announcement**"). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Profit Alert and the Results Announcement.

As disclosed in the Profit Alert, the Group's expected profit before tax of approximately HK\$30 million for FY2025 was based on a preliminary assessment of the unaudited consolidated management accounts and the information reasonably available to the Board at the time of publication. By that time, the Company had completed a draft set of unaudited management accounts for FY2025 (the "**Company's Unaudited Management Account FY2025**") which had been submitted to the external auditor of the Company (the "**External Auditor**") as part of the ongoing audit process. The Profit Alert was prepared based on management's preliminary assessment of the Company's Unaudited Management Account FY2025 and the information reasonably available to the Board at that time. Based on such preliminary assessment, the management was confident that the Group had turned from a loss before tax of approximately HK\$212 million in the previous year to a profit position FY2025, with expected profit of not less than approximately HK\$30 million.

During the subsequent finalisation stage of the audit, certain items were reclassified by the External Auditor in accordance with applicable accounting standards. These reclassifications did not arise from changes in the Group's underlying business performance, cash flows or operations, but from the finalisation of accounting presentation and classification upon completion of the audit procedures. As a result of such reclassification, the audited profit before tax for FY2025 was finalised at approximately HK\$114 million, as disclosed in the Results Announcement. The Profit Alert was prepared in good faith based on the information reasonably available to the Board at the relevant time.

The variance was primarily attributable to the reclassification of a loss of approximately HK\$83 million attributable to an associate from the line item "Share of result of associates" to the line item of "Share of other comprehensive expense of associates". The loss of approximately HK\$83 million attributable to an associate arose from a fair value loss on an equity investment held by the associate for FY2025 (the "**Fair Value Loss of Equity Investment FY2025**"). Under the *Hong Kong*

Financial Reporting Standard 9: Financial Instruments, such investment constitutes a financial asset and is required to be classified as either (i) a financial asset measured at fair value through profit or loss, or (ii) a financial asset measured at fair value through other comprehensive income (“**Designated FVOCI**”).

During the audit finalization process, following the discussion with the associate’s management regarding the nature, purpose and holding intention of the relevant investment and the discussion with the External Auditor, it was determined that the associate’s investment should be classified as Designated FVOCI in accordance with *Hong Kong Financial Reporting Standard 9: Financial Instruments*. Accordingly, the associate’s fair value loss was recognized in other comprehensive expense.

Pursuant to the *Hong Kong Accounting Standard 28: Investments in Associates*, the investor is required to recognize its share of the associate’s other comprehensive income in its own other comprehensive income. As a result, the loss of approximately HK\$83 million which arose from items recognized by the associate in other comprehensive income was reclassified from “Share of result of associates” to “Share of other comprehensive expense of associates”.

The Company noted that the presentation of the associate’s fair value movement in its unaudited management accounts FY2025 (the “**Associate’s Management Account FY2025**”) was not aligned with the prior-year audited classification. The Company’s Unaudited Management Account FY2025 was prepared on a preliminary basis with reference to the Associate’s Management Account FY2025, which recognized the Fair Value Loss of Equity Investment FY2025 as a loss for the year before tax. At the material time, the audit of the Company was ongoing and the relevant accounting treatment had not yet been finalised with the External Auditor.

In addition, there were changes in accounting personnel at the associate during FY2025, and the Associate’s Management Account FY2025 was prepared under the then finance team’s preliminary assessment. As a result, the Associate’s Management Account FY2025 adopted a presentation of the fair value movement through profit or loss, which differed from the prior-year audited classification. Accordingly, based on the best information reasonably available to the Board at the material time (including the Associate’s Management Account FY2025), the Company reflected the Fair Value Loss of Equity Investment FY2025 under “share of results of associates” in the profit or loss of the Company’s Unaudited Management Account FY2025 as a provisional presentation at the management-account stage. The Profit Alert was prepared based on management’s preliminary assessment of the Company’s Unaudited Management Account FY2025 and the information reasonably available to the Board at that time, in order to make a timely disclosure to the market prior to completion of the audit.

During the subsequent audit finalisation process, the nature, purpose and holding intention of the relevant investment were further assessed and, following discussions with the associate's management, the Fair Value Loss of Equity Investment FY2025 was reclassified from "share of result of associates" to "share of other comprehensive expense of associates", consistent with the prior-year audited treatment. The Company understands that such reclassification arose from audit finalisation of accounting presentation and classification, rather than from changes in the Group's underlying business performance, cash flows or operations.

The Company has reviewed the circumstances giving rise to the inconsistency at the management-account stage and will strengthen its internal review and governance procedures for significant judgemental accounting presentation / classification matters in future reporting and disclosures. In particular, the Company will (i) implement explicit year-on-year consistency checks against prior audited classification for material or non-routine items, with documented rationale for any proposed departure; (ii) require enhanced documentation and internal sign-offs (including escalation to senior finance management and, where appropriate, the audit committee) for significant classification judgments affecting market disclosures; (iii) engage with the associate's finance team at an earlier stage to confirm the nature, purpose and holding intention of key investments and to align the proposed accounting presentation, including requiring the associate to provide supporting analysis for material fair value movements; and (iv) consult the Company's External Auditor on a timely basis on material judgemental items during the preparation of management accounts and before issuance of any market announcement, so that any classification issues are identified and resolved as early as practicable.

By order of the Board
Planetree International Development Limited
Cheung Ka Yee
Executive Director

Hong Kong, 27 May 2026

As at the date of this announcement, the Board comprises the following directors:

Executive Directors:

Mr. Cheung Ting Kee (*Vice Chairman*)
Ms. Cheung Ka Yee
Mr. Lam Hiu Lo
Mr. Wong Kin Chun, Gilbert

Independent Non-executive Directors:

Mr. Chan Sze Hung
Mr. Chung Kwok Pan
Mr. Ma Ka Ki
Mr. Zhang Shuang

Non-executive Director:

Dr. Chuang Henry Yueheng (*Chairman*)