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**NOTICE ON  
THE STOCK EXCHANGE OF HONG KONG LIMITED**



**AMTD GROUP INC.**  
**(formerly AMTD GROUP COMPANY LIMITED)**  
**(the "Issuer")**  
*(Incorporated in the British Virgin Islands with limited liability)*

**U.S.\$218,285,000 Fixed Rate Notes due 8 March 2025**  
**(ISIN: XS1957476952; Common Code: 195747695)**  
**(Stock Code: 5861)**

**U.S.\$500,000,000 Fixed Rate Notes due 8 September 2025**  
**(ISIN: XS1960218508; Common Code: 196021850)**  
**(Stock Code: 5876)**

**(together, the "Notes")**

**under the U.S.\$1,000,000,000 Medium Term Note Programme**

The Issuer hereby announces that it is requesting the holders (the "**Noteholders**") of each series of the presently outstanding Notes to enter into extraordinary resolutions given by way of electronic consents (the "**Extraordinary Resolutions**"), and if they think fit, to make certain adjustments in relation to the Notes and its underlying documentation as fully described in the notice of extraordinary resolutions by way of electronic consents made available to the Noteholders through Euroclear Bank SA/NV and Clearstream Banking S.A. The Extraordinary Resolutions include, *inter alia*, a provision for the delisting of the Notes from The Stock Exchange of Hong Kong Limited.

**Indicative Timetable**

Set out below is an indicative timetable showing one possible outcome for the timing of the Extraordinary Resolutions, which will depend, among other things, on the rights of the Issuer to extend, waive any condition of, amend and/or terminate the requests as described in the Extraordinary Resolutions and the passing of each Extraordinary Resolution. Accordingly, the actual timetable may differ from the timetable below.

**EVENT****DATE**

Request to approve Extraordinary Resolutions delivered to the Clearing Systems for communication to Noteholders: 12 December 2024

Deadline for receipt by the Information and Tabulation Agent of valid Instructions in favour of the Extraordinary Resolutions (the "**Receipt Deadline**"), though if the Noteholders of one more than half in nominal amount of the Securities outstanding vote in favour and pass the Extraordinary Resolutions prior to such date, the Issuer may proceed prior to such deadline date with providing notification to Noteholders that such resolutions are passed and have become effective.: 5:00 p.m. Central European Time on 30 December 2024

If both resolutions are passed, the date on which the Extraordinary Resolutions become effective (the "**Effective Date**") and notification of such result to Noteholders: No later than the fifth day following the passing of the resolution.

If only one resolution is passed, the Issuer will by notice to the Clearing Systems communicate to Noteholders whether the relevant Extraordinary Resolution will proceed to become effective on the Effective Date.

Instructions must be delivered in minimum denominations of U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof. Each Instruction will be irrevocable.

**Information and Tabulation Agent**

The Issuer has retained Morrow Sodali Ltd, trading as Sodali & Co ("**Sodali & Co**" or the "**Information and Tabulation Agent**") to act as Information and Tabulation Agent for the purposes of the Extraordinary Resolutions. The Information and Tabulation Agent will assist the Noteholders that require assistance in connection with the Extraordinary Resolutions. The Issuer has agreed to pay the Information and Tabulation Agent a customary fee for its services in connection with the Extraordinary Resolutions.

The Information and Tabulation Agent is the agent of the Issuer and owes no duty to any Noteholder.

The Information and Tabulation Agent can be contacted via email: [amtd@investor.sodali.com](mailto:amtd@investor.sodali.com); or via telephone: +852 2319 4130 (in Hong Kong) or +44 20 4513 6933 (in London).

**THIS ANNOUNCEMENT RELATES TO THE DISCLOSURE OF INFORMATION THAT QUALIFIED OR MAY HAVE QUALIFIED AS INSIDE INFORMATION WITHIN THE MEANING OF ARTICLE 7(1) OF THE MARKET ABUSE REGULATION (EU) 596/2014 ("MAR").**

**FOR THE PURPOSES OF MAR AND ARTICLE 2 OF COMMISSION IMPLEMENTING REGULATION (EU) 2016/1055, THIS ANNOUNCEMENT IS MADE BY DR. FERIDUN HAMDULLAHPUR, DIRECTOR OF THE ISSUER.**

By Order of the Board  
**AMTD GROUP INC.**  
Dr. Feridun Hamdullahpur  
Director

12 December 2024

*As at the date of this announcement, the directors of the Company are Dr. Feridun Hamdullahpur and Mr. Marcellus Wong.*