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EMPIRE CHARM LIMITED
(Incorporated in the British Virgin Islands with limited liability)

HENGDELI HOLDINGS LIMITED
亨得利控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3389)

JOINT ANNOUNCEMENT

VOLUNTARY UNCONDITIONAL GENERAL CASH OFFER BY GUOTAI JUNAN SECURITIES (HONG KONG) LIMITED AND CMBC SECURITIES COMPANY LIMITED

ON BEHALF OF EMPIRE CHARM LIMITED TO ACQUIRE ALL OF THE ISSUED SHARES OF HENGDELI HOLDINGS LIMITED (OTHER THAN THOSE ALREADY BENEFICIALLY OWNED BY EMPIRE CHARM LIMITED AND MS. FUNG)

(1) CLOSE OF THE OFFER AND THE RESULTS OF THE OFFER AND (2) PUBLIC FLOAT REQUIREMENTS

Joint Financial Advisers to the Offeror

Independent Financial Adviser to the Independent Board Committee

Reference is made to: (i) the joint announcement issued by Empire Charm Limited (the "**Offeror**") and Hengdeli Holdings Limited (the "**Company**") dated 28 November 2025 in relation to the Offer (the "**Joint Announcement**") and (ii) the composite document jointly despatched by the Offeror and the Company and which is published on the websites of the Stock Exchange and the Company on 2 January 2026 (the "**Composite Document**"). Unless otherwise specified herein, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

CLOSE OF THE OFFER AND THE RESULTS OF THE OFFER

As at 4:00 p.m. on Friday, 23 January 2026 (being the Closing Date as stated in the Composite Document), valid acceptances of the Offer had been received in respect of 995,708,828 Shares (the "**Acceptance Shares**"), representing approximately 22.61% of the issued Shares as at the date of this joint announcement.

The Offeror announces that the Offer closed at 4:00 p.m. on Friday, 23 January 2026 and is not revised or extended.

SETTLEMENT OF CONSIDERATION

The amount due to an accepting Offer Shareholder (less seller's ad valorem stamp duty in respect of the acceptance of the Offer) will be despatched, by a cheque or a banker's cashier order, to such Offer Shareholder by ordinary post at his/her/its own risk as soon as possible, but in any event no later than seven (7) Business Days after the date of receipt by the Share Registrar of all the relevant documents to render the acceptance under the Offer complete and valid. No fractions of a cent will be payable and the amount of cash consideration payable to an Offer Shareholder who accepts the Offer will be rounded up to the nearest cent.

The latest date for despatch of cheques for payment of the amounts due in respect of valid acceptances received under the Offer at or before 4:00 p.m. on the Friday, 23 January 2026 will be Tuesday, 3 February 2026.

For details, please refer to the section headed "Appendix I — Further Terms of the Offer" to the Offer Document.

INTERESTS OF THE OFFEROR AND THE OFFEROR CONCERT PARTIES

Immediately before the commencement of the Offer Period, the Offeror and the Offeror Concert Parties owned a total of 2,721,395,344 Shares (representing approximately 61.79% of the issued Shares as at the date of this joint announcement). Upon the completion of the transfer of the Acceptance Shares to the Offeror, the Offeror and the Offeror Concert Parties will hold an aggregate of 3,553,576,752 Shares, representing approximately 80.69% of the issued Shares as at the date of this joint announcement.

During the Offer Period and up to the date of this joint announcement:

(a) other than the Acceptance Shares, none of the Offeror and the Offeror Concert Parties acquired or agreed to acquire any Shares or rights over Shares; and

(b) none of the Offeror and the Offeror Concert Parties borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) in the Company.

PUBLIC FLOAT OF THE COMPANY

Immediately after the close of the Offer and as at the date of this joint announcement, assuming the completion of the transfer of the Acceptance Shares to the Offeror, a total of 1,288,242,207 Shares, representing approximately 29.25% of the total issued Share, are held by the public (as defined in the Listing Rules). Accordingly, as at the date of this joint announcement, the Company continues to satisfy the minimum public float requirement of 25% as set out under Rule 8.08 of the Listing Rules.

By Order of the board of
Empire Charm Limited
Cheung Wing Lun Tony
Sole director

By Order of the Board of
Hengdeli Holdings Limited
Lee Shu Chung, Stan
Executive Director

Hong Kong, 23 January 2026

As at the date of this joint announcement, the executive Directors are Mr. Cheung Wing Lun Tony (Chairman) and Mr. Lee Shu Chung, Stan; the non-executive Director is Mr. Shi Zhongyang; and the independent non-executive Directors are Mr. Cai Jianmin, Mr. Liu Xueling and Ms Qian Weiqing.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the sole director of the Offeror in his capacity as director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Mr. Cheung Wing Lun Tony.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group) and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the Directors in the capacity as Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.