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HONGKONG CHINESE LIMITED

香 港 華 人 有 限 公 司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 655)

(1) PROPOSED CHANGE OF DOMICILE; (2) PROPOSED ADOPTION OF NEW ARTICLES OF ASSOCIATION; (3) PROPOSED ADOPTION OF CHINESE NAME; AND (4) PROPOSED ELIMINATION AND APPLICATION OF CONTRIBUTED SURPLUS

PROPOSED CHANGE OF DOMICILE

The Board proposes to change the domicile of the Company from Bermuda to Hong Kong by way of application to the Companies Registry for re-domiciliation from Bermuda to Hong Kong, and application for de-registration in Bermuda after obtaining the certificate of re-domiciliation from the Companies Registry.

PROPOSED ADOPTION OF THE NEW ARTICLES

In connection with the Change of Domicile, the Company proposes to adopt the New Articles in compliance with the laws of Hong Kong to replace the Memorandum of Association and Bye-laws, effective from the Date of Re-domiciliation.

PROPOSED ADOPTION OF THE CHINESE NAME

As at the date of this announcement, the Chinese Name of the Company is for identification purpose only and has not been registered by the Company in Bermuda as its secondary name. The Company proposes that the Chinese Name be adopted as the Chinese name of the Company effective from the Date of Re-domiciliation.

PROPOSED ELIMINATION AND APPLICATION OF CONTRIBUTED SURPLUS

The Company proposes that, subject to the conditions set out hereunder, the credit balance of the contributed surplus account of the Company as at the Contributed Surplus Determination Date be eliminated and applied by way of transferring the balance to the profit and loss appropriation account of the Company upon the Company's re-domiciliation as a Hong Kong-incorporated company.

GENERAL

The resolutions for considering and, if thought fit, approving the Change of Domicile, the Adoption of the New Articles, the Adoption of the Chinese Name and the Elimination and Application will be put forward at the AGM. A circular containing, among other things, details of (i) the Change of Domicile; (ii) the Adoption of the New Articles; (iii) the Adoption

of the Chinese Name; (iv) the Elimination and Application; and (v) the notice convening the AGM will be despatched to the Shareholders in due course.

Shareholders and potential investors of the Company should note that the Change of Domicile, the Adoption of the New Articles, the Adoption of the Chinese Name and the Elimination and Application are conditional upon satisfaction of the respective conditions precedent as set out in this announcement. Accordingly, the Change of Domicile, the Adoption of the New Articles, the Adoption of the Chinese Name and the Elimination and Application may or may not proceed.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company. If they are in any doubt, they should consult their professional advisers.

PROPOSED CHANGE OF DOMICILE

The Board proposes to change the domicile of the Company from Bermuda to Hong Kong by way of application to the Companies Registry for re-domiciliation from Bermuda to Hong Kong, and application for de-registration in Bermuda after obtaining certificate of re-domiciliation from the Companies Registry.

Effect of the Change of Domicile

Other than the relevant expenses to be incurred, the Change of Domicile will not alter the underlying assets, investments, management or financial position of the Company, nor the proportionate interests of the Shareholders.

The re-domiciliation of the Company from Bermuda to Hong Kong does not create a new legal entity or prejudice or affect the business continuity of the Company. Upon successful registration as a re-domiciled company under the Companies Ordinance, the Company in general would be regarded as a Hong Kong-incorporated company, and the Company will adopt its existing principal place of business in Hong Kong as its registered office in Hong Kong.

Besides, the Change of Domicile will not involve the withdrawal of listing of the Shares, any issue of new Shares, any transfer of assets of the Company or any change in the existing shareholding of the Company. Implementation of the Change of Domicile will not affect the listing status of the Company on the Stock Exchange.

The existing share certificates for the Shares will continue to be valid and effective as documents of title and for trading and settlement purpose after the Change of Domicile becomes effective. In general, unless otherwise specified, the existing share certificate(s) held by the Shareholders is/are not required to be exchanged for new share certificate(s).

Conditions of the Change of Domicile

The Change of Domicile is conditional upon:

(i) the passing of special resolutions by the Shareholders at the AGM to approve the Change of Domicile and the Adoption of the New Articles;

(ii) the compliance with the relevant requirements under the Listing Rules and the relevant legal procedures and requirements under the laws of Bermuda and Hong Kong in respect of the Change of Domicile; and

(iii) the obtaining of all necessary approvals from the relevant regulatory authorities or otherwise as may be required in respect of the Change of Domicile, if required (including but not limited to receiving the certificate of re-domiciliation issued by the Companies Registry).

PROPOSED ADOPTION OF THE NEW ARTICLES

In connection with the Change of Domicile, the Company proposes to adopt the New Articles in compliance with the laws of Hong Kong to replace the Memorandum of Association and Bye-laws, effective from the Date of Re-domiciliation.

Conditions of the Adoption of the New Articles

The Adoption of the New Articles is conditional upon the passing of special resolutions by the Shareholders to approve the Change of Domicile and the Adoption of the New Articles at the AGM, and the Company receiving a certificate of re-domiciliation from the Companies Registry.

PROPOSED ADOPTION OF THE CHINESE NAME

As at the date of this announcement, the Chinese Name of the Company is for identification purpose only and has not been registered by the Company in Bermuda as its secondary name. The Company proposes that the Chinese Name be adopted as the Chinese name of the Company effective from the Date of Re-domiciliation.

Conditions of the Adoption of the Chinese Name

The Adoption of the Chinese Name is conditional upon the passing of special resolutions by the Shareholders to approve the Change of Domicile, the Adoption of the New Articles and the Adoption of the Chinese Name at the AGM, the Company receiving a certificate of re-domiciliation from the Companies Registry and the approval from the Companies Registry.

PROPOSED ELIMINATION AND APPLICATION OF CONTRIBUTED SURPLUS

As at the date of this announcement, the Company's contributed surplus account had a credit balance of approximately HK$2,025,056,000. As the term is neither defined nor referred to under the Companies Ordinance, the Company proposes that, subject to the conditions set out hereunder, the credit balance of the contributed surplus account of the Company as at the Contributed Surplus Determination Date be eliminated and applied by way of transferring the balance to the profit and loss appropriation account of the Company, which would facilitate the payment of dividends as and when the Directors consider appropriate in future.

Effects of the Elimination and Application

Implementation of the Elimination and Application will not, in itself, alter the underlying assets, investments, management or financial position or the proportionate interest of the Shareholders, other than related expenses incurred which are immaterial. The Directors consider that the Elimination and Application will not have a material adverse effect on the financial position of the Group.

Conditions of the Elimination and Application

(i) the passing of a special resolution by the Shareholders to approve the Change of Domicile at the AGM;

(ii) the passing of an ordinary resolution by the Shareholders to approve the Elimination and Application at the AGM;

(iii) the Board confirming that on the date the Elimination and Application is to take effect, there should be no reasonable grounds for believing that the Company is or after the Elimination and Application would be unable to pay its liabilities as they may become due; and

(iv) the Company becoming a re-domiciled company under the Companies Ordinance.

Assuming the above conditions are fulfilled, it is expected that the Elimination and Application will become effective upon the Company's re-domiciliation as a Hong Kong-incorporated company.

REASONS FOR THE CHANGE OF DOMICILE, ADOPTION OF THE NEW ARTICLES, ADOPTION OF THE CHINESE NAME AND THE ELIMINATION AND APPLICATION

The Board believes that the Change of Domicile reflects a strategic decision to align the Company's place of incorporation with its listing venue and its core management functions, which are centered in Hong Kong. By relocating its domicile to Hong Kong, the Company intends to benefit from the city's status as a leading international financial center and its robust, transparent regulatory framework under the Companies Ordinance, which will streamline administrative processes and reduce the costs and burdens associated with maintaining a dual-jurisdictional structure. The Board considers that operating under a single legal and judicial regime will enhance corporate governance efficiency, strengthen the Company's corporate image among high-quality institutional investors, and provide greater flexibility in capital management. Furthermore, the Adoption of the New Articles is necessary to ensure compliance with the legal requirements of Hong Kong and the Adoption of the Chinese Name is appropriate for the Hong Kong environment following the Change of Domicile. Lastly, the transfer of the balance of the contributed surplus to the profit and loss appropriation account of the Company would facilitate the payment of dividends as and when the Directors consider appropriate in future. Accordingly, the Board is of the view that the re-domiciliation and the matters in connection therewith are in the interests of the Company and its Shareholders as a whole.

GENERAL

The special resolutions for considering and, if thought fit, approving the Change of Domicile, the Adoption of the New Articles and the Adoption of Chinese Name will be put forward at the AGM. An ordinary resolution for considering and, if thought fit, approving the Elimination and Application will be put forward at the AGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on any of the resolutions to be proposed at the AGM. A circular containing, among other things, details of (i) the Change of Domicile; (ii) the Adoption of the New Articles; (iii) the Adoption of Chinese Name; (iv) the Elimination and Application and the matters in connection therewith (including the expected timetable for the Change of Domicile and the matters in connection therewith); and (v) the notice convening the AGM, will be despatched to the Shareholders in due course.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company. If they are in any doubt, they should consult their professional advisers.

DEFINITIONS

In this announcement, unless the context otherwise requires, the words and expressions below shall have the following meanings when used herein:

"Adoption of the New Articles"	the proposed adoption of the New Articles in compliance with the laws of Hong Kong to replace the Memorandum of Association and Bye-laws;
"Adoption of the Chinese Name"	the proposed adoption of the Chinese Name;
"AGM"	the annual general meeting of the Company to be convened on 8 June 2026 for the purpose of considering and, if thought fit, approving, among others, the Change of Domicile, the Adoption of the New Articles, the Adoption of the Chinese Name and the Elimination and Application;
"Board"	the board of Directors;
"Change of Domicile"	the proposed change of domicile of the Company from Bermuda to Hong Kong pursuant to the Companies Ordinance and as a limited company thereunder;
"Chinese Name"	香港華人有限公司;
"Companies Ordinance"	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong);
"Companies Registry"	the Companies Registry in Hong Kong;
"Company"	Hongkong Chinese Limited (香港華人有限公司*), a company incorporated under the laws of Bermuda with limited liability, whose shares are listed on the Main Board of the Stock Exchange (stock code: 655);
"Contributed Surplus Determination Date"	the date immediately prior to the Date of Re-domiciliation;
"Date of Re-domiciliation"	the date of issuance of the certificate of re-domiciliation by the Companies Registry;
"Director(s)"	the director(s) of the Company;
"Elimination and Application"	the proposed elimination of the contributed surplus account of the Company and application of the credit balance of the contributed surplus account of the Company by way of transferring to the profit and loss appropriation account of the Company;

"Group"	the Company and its subsidiaries;
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"Memorandum of Association and Bye-laws"	the existing memorandum of association and bye-laws of the Company;
"New Articles"	the articles of association of the Company proposed to be adopted by the Company, effective from the Change of Domicile becoming effective;
"Share(s)"	the ordinary share(s) of the Company;
"Shareholder(s)"	the holder(s) of the Share(s); and
"Stock Exchange"	The Stock Exchange of Hong Kong Limited.

By Order of the Board
HONGKONG CHINESE LIMITED
Davy Kwok Fai Lee
Chief Executive Officer

Hong Kong, 21 April 2026

As at the date of this announcement, the Board of Directors of the Company comprises eight directors, of which Dr. Stephen Riady (Chairman), Mr. John Luen Wai Lee (Deputy Chairman), Mr. Davy Kwok Fai Lee (Chief Executive Officer) and Mr. Brian Riady as executive Directors, Mr. Leon Nim Leung Chan as non-executive Director and Mr. King Fai Tsui, Mr. Edwin Neo and Ms. Min Yen Goh as independent non-executive Directors.

** For identification purpose only*