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CARRY WEALTH HOLDINGS LIMITED
恒富控股有限公司
(Incorporated in Bermuda with limited liability)
Website: http://www.carrywealth.com
(Stock Code: 643)

PROPOSED ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS OF THE COMPANY

This announcement is made by Carry Wealth Holdings Limited (the "**Company**") pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The board (the "**Board**") of directors (the "**Directors**") of the Company proposes to amend the existing Bye-Laws of the Company (the "**Existing Bye-Laws**") in order to, amongst others, (i) enable the Company to hold hybrid and electronic meetings; (ii) permit electronic voting; (iii) permit the Company to hold treasury shares; (iv) align with the requirements of the "Consultation Conclusions to Proposals to Further Expand the Paperless Listing Regime and Other Rule Amendments" published by The Stock Exchange of Hong Kong Limited on 24 January 2025; (v) enable the Company to address uncertificated securities market regime pursuant to the Securities and Futures (Uncertificated Securities Market) Rules (Chapter 571AS of the Laws of Hong Kong) made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (vi) make consequential and certain housekeeping amendments (collectively, the "**Proposed Amendments**"). In view of the number of the Proposed Amendments, the Board proposes that a new Bye-Laws which consolidate all the Proposed Amendments be adopted as the amended and restated Bye-Laws (the "**New Bye-Laws**") in substitution for and to the exclusion of the Existing Bye-Laws.

The Proposed Amendments and the proposed adoption of the New Bye-Laws are subject to approval of the shareholders of the Company (the "**Shareholders**") by way of special resolution at the forthcoming annual general meeting of the Company (the "**AGM**").

The AGM will be convened to consider, among other things, and, if thought fit, approve the Proposed Amendments and the adoption of the New Bye-Laws. A circular of the Company containing, among others, (i) details of the Proposed Amendments and the proposed adoption of the New Bye-Laws; and (ii) a notice convening the AGM and the relevant proxy form are expected to be despatched to the Shareholders in due course.

By order of the Board of
Carry Wealth Holdings Limited
Mr. Zhang ZiXing
Chairman and Executive Director

Hong Kong, 7 May 2026

As at the date hereof, the Board comprises Mr. Zhang ZiXing, Mr. Yu Baosen and Mr. Lee Chi Ho as executive Directors and Mr. Yang Jusheng, Mr. Lam Chi Wing and Ms. Li Qian as independent non-executive Directors.