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HONGKONG CHINESE LIMITED
香 港 華 人 有 限 公 司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 655)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Hongkong Chinese Limited (the "Company") will be held at Concord Room, 8th Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Monday, 8 June 2026 at 10:15 a.m. for the following purposes:

1. To receive and adopt the audited Financial Statements of the Company, the Report of the Directors and the Independent Auditor's Report for the year ended 31 December 2025.

2. A. To consider the re-election of Dr. Stephen Riady as a Director of the Company;

   B. To consider the re-election of Mr. Edwin Neo as a Director of the Company;

   C. To consider the re-election of Mr. John Luen Wai Lee as a Director of the Company; and

   D. To authorise the Board of Directors of the Company to fix the Directors' remuneration.

3. To consider the re-appointment of Ernst & Young as the Auditor of the Company and to authorise the Board of Directors of the Company to fix its remuneration.

4. As special business, to consider and, if thought fit, pass the following resolutions as Ordinary Resolutions:

   A. "THAT:

      (a) subject to paragraphs (c) and (d) of this resolution, the exercise by the Directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with

* *For identification purpose only*

additional shares in the capital of the Company and to make or grant offers, agreements and options (including warrants, bonds, debentures and other securities which carry rights to subscribe for or are convertible into shares of the Company), which would or might require the exercise of such powers be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall be in addition to any other authorisation given to the Directors of the Company and shall authorise the Directors of the Company during the Relevant Period to make or grant offers, agreements and options (including warrants, bonds, debentures and other securities which carry rights to subscribe for or are convertible into shares of the Company), which might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors of the Company pursuant to paragraphs (a) and (b) above, otherwise than pursuant to: (i) a Rights Issue (as hereinafter defined); (ii) the exercise of any options granted under any share option scheme of the Company; (iii) an issue of shares upon exercise of subscription rights pursuant to warrants (if any) issued by the Company; or (iv) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company, shall not exceed 20% of the total number of shares of the Company in issue as at the date of passing of this resolution, and the said approval shall be limited accordingly;

(d) the Company may not issue securities convertible into shares for cash consideration unless the initial conversion price is not lower than the Benchmarked Price (as hereinafter defined) of the shares at the time of the relevant placing, and the Company may not issue warrants, options or similar rights to subscribe for (i) any new shares of the Company or (ii) any securities convertible into new shares of the Company, for cash consideration; and

(e) for the purpose of this resolution:

"Benchmarked Price" means the higher of:

(a) the closing price on the date of the relevant placing agreement or other agreement involving the proposed issue of securities under the general mandate in this resolution; and

(b) the average closing price in the 5 trading days immediately prior to the earlier of:

(i) the date of announcement of the placing or the proposed transaction or arrangement involving the proposed issue of securities under the general mandate in this resolution;

(ii) the date of the placing agreement or other agreement involving the proposed issue of securities under the general mandate in this resolution; and

(iii) the date on which the placing or subscription price is fixed;

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable law, the Bye-laws or any constitutional document of the Company to be held; or

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

"Rights Issue" means an offer by way of rights to holders of shares whose names appear on the Register of Members of the Company on a fixed record date which enables those holders to subscribe shares in proportion to their then shareholdings (subject to such exclusions or other arrangements as the Directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory applicable to the Company)."

B. "THAT:

(a) subject to paragraph (b) of this resolution, the exercise by the Directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase issued shares of the Company on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), or on any other stock exchange on which the shares of the Company are or may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and/or the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the aggregate number of shares of the Company which may be repurchased by the Company pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the total number of shares of the Company in issue as at the date of passing of this resolution, and the said approval shall be limited accordingly; and

(c) for the purpose of this resolution:

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable law, the Bye-laws or any constitutional document of the Company to be held; or

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting."

C. "THAT conditional on the passing of the resolutions set out in paragraphs 4A and 4B of the notice convening this meeting, the general mandate granted to the Directors of the Company and for the time being in force to exercise the powers of the Company to allot, issue and deal with additional shares of the Company and to make or grant offers, agreements and options which might require the exercise of such powers pursuant to the resolution set out in paragraph 4A of the notice convening this meeting be and is hereby extended by the addition to the aggregate number of shares of the Company which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors of the Company pursuant to such general mandate of the aggregate number of shares of the Company repurchased by the Company under the authority granted pursuant to the resolution set out in paragraph 4B of the notice convening this meeting, provided that such extended number of shares shall not exceed 10% of the total number of shares of the Company in issue as at the date of passing of this resolution."

5. As special business, to consider and, if thought fit, pass the following resolution as an Ordinary Resolution:

"THAT conditional on the passing of the resolutions set out in paragraph 6 of the notice convening this meeting and the registration of the Company as a public company limited by shares under Section 820C(1) of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) ("Section 820C(1)"):

(a) the contributed surplus account of the Company, as it shall stand at the close of the date immediately prior to the date on which the Company is registered under Section 820C(1) (the "Date of Re-domiciliation"), be eliminated and that such amount be transferred, credited and applied to the profit and loss appropriation account of the Company on the Date of Re-domiciliation (the "Elimination and Application"); and

(b) any one of the Directors or the Company Secretary of the Company be and is hereby authorised to do all such acts and things and execute all documents on behalf of the Company necessary to effect or expedient to give effect to or in

connection with the implementation of the Elimination and Application, and if required, to make relevant registrations and filings in accordance with the requirements of the applicable laws in Bermuda and Hong Kong."

6. As special business, to consider and, if thought fit, pass the following resolution as a Special Resolution:

"THAT:

(a) subject to the obtaining of all necessary governmental and regulatory consents, the change of the domicile of the Company from Bermuda to Hong Kong (the "Change of Domicile") by way of application to the Companies Registry in Hong Kong (the "Companies Registry") as a public company limited by shares in accordance with the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the "Companies Ordinance") under the laws of Hong Kong, and discontinuation of the Company as an exempted company under the laws of Bermuda be and is hereby approved;

(b) conditional upon the registration of the Company as a public company limited by shares under Section 820C(1) of the Companies Ordinance ("Section 820C(1)"), the articles of association set out in Appendix I to the circular of the Company dated 15 May 2026 and in the form produced to this meeting marked "A" and initialled by the Chairman of this meeting for the purpose of identification, be and are hereby approved and adopted as the new articles of association of the Company (the "Adoption of New Articles") in substitution for and to the exclusion of the existing Memorandum of Association and Bye-laws of the Company, with effect from the date on which the Company is registered under Section 820C(1) (the "Date of Re-domiciliation");

(c) conditional upon the registration of the Company as a public company limited by shares under Section 820C(1) and the approval from the Companies Registry, the Chinese name "香港華人有限公司" be adopted as the Chinese name of the Company with effect from the Date of Re-domiciliation (the "Adoption of Chinese Name"); and

(d) any one of the Directors or the Company Secretary of the Company be and is hereby authorised to do all such acts and things and execute all documents on behalf of the Company necessary to effect or expedient to give effect to or in connection with the implementation of the Change of Domicile, the Adoption of New Articles and the Adoption of Chinese Name, and to make relevant registrations and filings in accordance with the requirements of the applicable laws in Bermuda and Hong Kong."

By Order of the Board
HONGKONG CHINESE LIMITED
Millie Luk
Secretary

Hong Kong, 15 May 2026

Registered Office:
Clarendon House
Church Street
Hamilton HM 11
Bermuda

Principal Place of Business:
40th Floor
Tower Two
Lippo Centre
89 Queensway
Hong Kong

Note:

1. Any member entitled to attend and vote at the meeting is entitled to appoint another person as his/her proxy to attend and vote in his/her stead in accordance with the Bye-laws of the Company. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf in accordance with the Bye-laws of the Company. A proxy need not be a member of the Company.

2. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority, must be delivered to Tricor Investor Services Limited, the Company's Hong Kong Branch Share Registrar, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong (the "Branch Share Registrar"), not less than 48 hours (that is, 10:15 a.m. on Saturday, 6 June 2026) before the time appointed for the holding of the meeting or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or any adjourned meeting thereof should they so wish and in such event, the instrument appointing the proxy shall be deemed to be revoked.

3. The Register of Members of the Company will be closed from Wednesday, 3 June 2026 to Monday, 8 June 2026 (both dates inclusive) during which period no transfer of shares will be registered, for the purpose of ascertaining members' entitlement to attend and vote at the meeting. In order to be entitled to attend and vote at the meeting, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Branch Share Registrar not later than 4:30 p.m. on Tuesday, 2 June 2026.

4. **(i) If Typhoon Signal No. 8 is hoisted or a Black Rainstorm Warning Signal or "extreme conditions caused by a super typhoon" announced by the Hong Kong Government is in force on the date of the meeting, the meeting will be held as scheduled. Members should make their own decision as to whether they would attend the meeting under bad weather conditions and if they should choose to do so, they are advised to exercise care and caution.**

   (ii) If Typhoon Signal No. 9 or above is hoisted at any time after 8:15 a.m. on the date of the meeting, then the meeting will be postponed and the members will be informed of the date, time and venue of the postponed meeting by a supplementary notice to be posted on the websites of the Company (www.hkchinese.com.hk) and The Stock Exchange of Hong Kong Limited (www.hkexnews.hk).

5. Should there be any discrepancies between the English and the Chinese versions, the English version shall prevail.

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.