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Haosen Fintech Group Limited

浩森金融科技集團有限公司

(incorporated in Cayman Islands with limited liability)

(Stock code: 3848)

PROPOSED SUBDIVISION OF SHARES

PROPOSED SHARE SUBDIVISION

The Board proposes to subdivide each of the existing issued and unissued Shares of par value of HK$0.01 each in the share capital of the Company into five (5) Subdivided Shares of par value of HK$0.002 each. The Share Subdivision will become effective upon the fulfilment of the conditions set out in the section headed "Conditions of the Share Subdivision" below.

The Shares are currently traded on the Stock Exchange in board lot size of 1,000 Shares. Upon the Share Subdivision becoming effective, the board lot size of the Subdivided Shares for trading on the Stock Exchange will remain as 1,000 Subdivided Shares.

GENERAL

The Share Subdivision is subject to approval by the Shareholders at the forthcoming EGM. A circular containing, amongst others, further details of the Share Subdivision and notice of the EGM will be despatched to the Shareholders in due course.

PROPOSED SUBDIVISION OF SHARES

The Board proposes to subdivide each of the existing issued and unissued Shares of par value of HK$0.01 each in the share capital of the Company into five (5) Subdivided Shares of par value of HK$0.002 each.

Effect of the Share Subdivision

As at the date of this announcement, the authorised share capital of the Company is HK$200,000,000 divided into 20,000,000,000 Shares of par value of HK$0.01 each, of which 156,417,000 Shares of par value of HK$0.01 each have been issued and are fully paid or credited as fully paid.

Upon the Share Subdivision becoming effective, the authorised share capital of the Company will be HK$200,000,000 divided into 100,000,000,000 Subdivided Shares of par value of HK$0.002 each, of which 782,085,000 Subdivided Shares will be in issue and fully paid or credited as fully paid, assuming that no further Shares are issued or repurchased prior to the Share Subdivision becoming effective.

The Shares are currently traded in board lot size of 1,000 Shares. Upon the Share Subdivision becoming effective, the board lot size of the Subdivided Shares for trading on the Stock Exchange will remain as 1,000 Subdivided Shares.

All Subdivided Shares will be identical in all respects and rank *pari passu* with each other in all respects as to all future dividends and distributions which are declared, made or paid after the effective date of the Share Subdivision., and the Share Subdivision will not result in any change in the relevant rights of the Shareholders. As the Share Subdivision will not result in any odd lots or fractional shares, no odd lots arrangement for matching the sale and purchase of odd lots will be made.

Proposed Final Dividends for the year ended 31 December 2025

Reference is made to the announcement of the Company dated 19 March 2026 and the circular of the Company dated 30 April 2026, which discloses, among other things, that the Board recommends the payment of a final dividend HK$0.03 per Share to the Shareholders for the year ended 31 December 2025, subject to the Shareholders' approval at the coming AGM and that the dividend warrants of the recommended final dividend are expected to be despatched to the Shareholders on or before 26 June 2026. The ordinary resolution for declaration of the final dividend was passed by the Shareholders at the AGM held on 22 May 2026.

The Board wishes to clarify that the Share Subdivision would have no effect on the distribution of the final dividend, as the effective date of the Share Subdivision is expected to fall after the record date for determining Shareholders' entitlement to the final dividend. Accordingly, the final dividend will be payable by reference to the Company's issued Shares as at the record date, and Shareholders' entitlements would remain unaffected by the Share Subdivision.

Securities Convertible or Exchangeable into Shares

As at the date of this announcement, the Company has no outstanding share options granted under the 2017 Share Option Scheme and 12,000,000 outstanding share options granted under the 2023 Share Option Scheme. The Company has no outstanding share awards granted under the 2019 Share Award Scheme and 2023 Share Award Scheme. The 2017 Share Option Scheme and 2019 Share Award Scheme were terminated on 30 June 2023 and no further option or award may be granted under those schemes. The total number of options and awards available for grant under the scheme mandate limit of the Share Schemes was 3,658,300, and the total number of options and awards available for grant under the service providers sub-limit was 1,565,830. Upon the Share Subdivision becoming effective, pro-rata adjustments will be made to the exercise prices and the number of outstanding share options. The Company will make further announcement(s) and inform each of the grantees of the share options regarding the adjustments to be made pursuant to the respective terms and conditions of the Share Schemes.

Save as disclosed above, as at the date of this announcement, the Company does not have any options outstanding under any share option scheme of the Company or any other derivatives, options, warrants and conversion rights or other similar rights which are convertible or exchangeable into Shares.

Conditions of the Share Subdivision

The Share Subdivision is conditional upon:

(a) the passing by the Shareholders at the EGM of an ordinary resolution approving the Share Subdivision;

(b) the Stock Exchange granting the listing of, and permission to deal in, the Subdivided Shares and any new Subdivided Share which may be issued upon the exercise of the share options and share awards granted or to be granted from time to time under the Share Schemes; and

(c) the compliance with all relevant procedures and requirements under the laws of the Cayman Islands (where applicable) and the Listing Rules to effect the Share Subdivision.

The Share Subdivision will become effective after the conditions of the Share Subdivision above are fulfilled.

Listing Application

An application will be made by the Company to the Stock Exchange for the listing of, and the permission to deal in, (i) the Subdivided Shares; and (ii) any new Subdivided Share which may be issued upon the exercise of the share options and share awards granted or to be granted from time to time under the Share Schemes.

Subject to the granting of the listing of, and permission to deal in, the Subdivided Shares on the Stock Exchange, the Subdivided Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Subdivided Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

No part of the securities of the Company is listed or dealt in or on which listing or permission to deal is being or is proposed to be sought on any other stock exchanges other than the Stock Exchange and no such listing permission to deal in is being or currently proposed to be sought from any other stock exchanges.

Exchange of Share Certificates

Subject to the Share Subdivision having become effective, the existing share certificates will only be valid for delivery, trading and settlement purposes for the period up to 4:10 p.m. on Monday, 10 August 2026 and thereafter will not be accepted for delivery, trading and settlement purposes. However, the existing share certificates will continue to be good evidence of legal title to the Subdivided Shares on the basis of one (1) Share for five (5) Subdivided Shares.

Upon the Share Subdivision becoming effective, the Shareholders can submit their existing certificates for the Shares to the Company's branch share registrar and transfer office, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, in exchange for the new share certificates for the Subdivided Shares free of charge between 9:00 a.m. and 4:30 p.m. on any Business Day from Tuesday, 7 July 2026 to Wednesday, 12 August 2026 (both days inclusive). After the expiry of such period, the existing certificates for the Shares will be accepted for exchange only on payment of a fee of HK$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each existing share certificate cancelled or new share certificate issued (whichever number of share certificates involved is higher). It is expected that the new share certificates for the Subdivided Shares will be available for collection within a period of 10 Business Days after the submission of the existing share certificates for the Shares to Tricor Investor Services Limited for exchange. The new share certificates will be green in colour so as to be distinguished from the existing share certificates which are blue in colour.

REASON FOR THE SUBDIVISION OF SHARES

The proposed Share Subdivision will increase the number of Shares in issue and reduce the nominal value and trading price of each Share. In this regard, the Board is of the view that the Share Subdivision is likely to enhance the trading liquidity of the Shares, reduce the barriers to investment, and therefore may attract more investors to trade in the Shares. Based on the closing price of HK$11.22 per Share as at 29 May 2026 (being the last trading

day prior to the release of this announcement), (i) the market value per board lot of 1,000 Shares is HK$11,220; and (ii) the value of each board lot of 1,000 Subdivided Shares, with a theoretical adjusted price of approximately HK$2.244 per Subdivided Share assuming the Share Subdivision had already become effective, would be approximately HK$2,244.

As a result, the Share Subdivision is expected to result in downward adjustment to the trading price of each Share and the market value per board lot of Shares. Given the prevailing market conditions, a more liquid market will provide more flexibility for investors to trade in the shares of the Company, which will in turn facilitate the Company's growth and development in the future.

As at the date of this announcement, the Directors confirm that the Company (i) does not have any agreement, arrangement, understanding, intention, negotiation (concluded or otherwise) on any potential equity fund raising activities; and (ii) has no intention to carry out other corporate action which may have an effect of undermining or negating the intended purpose of the Share Subdivision in the coming twelve (12) months.

Having considered the Company's current plan in relation to all corporate actions and equity fund raising activities for the next twelve (12) months, the Directors are of the view that the Share Subdivision is reasonable and sufficient and in the best interests of the Company and Shareholders as a whole. In the event that any future opportunity of equity fundraising for the Group's business development arises, the Company will make further announcement(s) as and when appropriate.

While expenses will be incurred by the Company in relation to the Share Subdivision, the implementation of the Share Subdivision will not alter or affect the underlying assets, business operations, management or the financial position of the Company or the proportionate interest of the Shareholders.

EXPECTED TIMETABLE

The expected timetable for the implementation of the Share Subdivision is set out below:

Expected date of despatch of the Circular (including the notice of the EGM) and the related form of proxy to the Shareholders)	On or before Wednesday, 17 June 2026
Latest date and time for lodging transfer documents in order to qualify for attending and voting at the EGM	4:30 p.m. on Friday, 26 June 2026

Register of members of the Company closed for determining entitlements to attend and vote at the EGM . . . . . Monday, 29 June 2026 to Friday, 3 July 2026 (both days inclusive)

Latest time for the lodging of the form of proxy for the EGM . . . . . 11:00 a.m. on Tuesday, 30 June 2026

Expected date and time of the EGM . . . . . 11:00 a.m. on Friday, 3 July 2026

Announcement of voting results of the EGM. . . . . .Friday, 3 July 2026

The following events are conditional upon the fulfilment of the conditions for the implementation of the Share Subdivision as set out in the section headed "Conditions of the Share Subdivision" above.

The effective date of the Share Subdivision. . . . . Tuesday, 7 July 2026

Dealings in Subdivided Shares commence. . . . . 9:00 a.m. on Tuesday, 7 July 2026

Original counter for trading in board lots of 1,000 Shares temporarily closes. . . . . 9:00 a.m. on Tuesday, 7 July 2026

Temporary counter for trading in board lots of 5,000 Subdivided Shares (in form of existing share certificate) opens . . . . . 9:00 a.m. on Tuesday, 7 July 2026

First day of free exchange of existing share certificates for the new share certificates for the Subdivided Shares commences. . . . . Tuesday, 7 July 2026

Original counter for trading in board lots of 1,000 Subdivided Shares (in the form of new share certificates) re-opens. . . . . 9:00 a.m. on Tuesday, 21 July 2026

Parallel trading in Subdivided Shares (in the form of new and existing share certificates) commences . . . . . 9:00 a.m. on Tuesday, 21 July 2026

Temporary counter for trading in Subdivided Shares in board lots of 5,000 Subdivided Shares (in the form of existing share certificates) closes . . . . . 4:10 p.m. on Monday, 10 August 2026

Parallel trading in Subdivided Shares (in the form of new and existing share certificates) ends . . . . . 4:10 p.m. on Monday, 10 August 2026

Last day for free exchange of existing share certificates for new share certificates for the Subdivided Shares . . . . . 4:30 p.m. on Wednesday, 12 August 2026

Dates or deadlines specified in this announcement are indicative only and may be varied by the Company. Any consequential changes to the expected timetable will be published or notified to the Shareholders as and when appropriate.

GENERAL

The Share Subdivision is subject to approval by Shareholders at the forthcoming EGM.

A circular containing, amongst others, further details of the Share Subdivision and notice of the EGM will be despatched to the Shareholders in due course.

DEFINITIONS

Unless otherwise defined, the following expressions in this announcement have the following meanings:

"2017 Share Option Scheme"	the share option scheme adopted by the Company on 19 June 2017 and terminated on 30 June 2023;
"2019 Share Award Scheme"	the share award scheme adopted by the Company on 6 November 2019 and terminated on 30 June 2023;
"2023 Share Award Scheme"	the share award scheme adopted by the Company on 30 June 2023;
"2023 Share Option Scheme"	the share option scheme adopted by the Company on 30 June 2023;
"Board"	the board of Directors;

"Business Day(s)"	any day(s) (other than a Saturday, Sunday or public holiday) on which licensed banks are generally open for business in Hong Kong throughout their normal business hours;
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC;
"Circular"	a circular containing, amongst others, further details of the Share Subdivision, including the notice of EGM, which will be despatched to the Shareholders in due course;
"Company"	Haosen Fintech Group Limited, an exempted company incorporated in Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange (stock code: 3848);
"Director(s)"	the director(s) of the Company;
"EGM"	the extraordinary general meeting of the Company to be convened to consider, if thought fit, approve, among others, the Share Subdivision;
"Group"	the Company and its subsidiaries;
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong;
"HKSCC"	Hong Kong Securities Clearing Company Limited;
"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;
"Share(s)"	existing share(s) of par value of HK$0.01 each in the share capital of the Company prior to the Share Subdivision becoming effective;
"Share Schemes"	the 2019 Share Award Scheme, the 2023 Share Award Scheme, the 2017 Share Option Scheme and the 2023 Share Option Scheme;
"Share Subdivision"	the proposed subdivision of each issued and unissued Share into five (5) Subdivided Shares;

"Shareholder(s)"	holder(s) of the Share(s) or Subdivided Share(s), as the case may be;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited; and
"Subdivided Share(s)"	share(s) of par value of HK$0.002 each in the share capital of the Company upon the Share Subdivision becoming effective.

By Order of the Board
Haosen Fintech Group Limited
LO Wai Ho
Chairman and Executive Director

Hong Kong, 29 May 2026

As at the date of this announcement, the Board comprises Mr. LO Wai Ho as executive Director; Mr. WU Jiaqi as non-executive Director; and Mr. KAM Wai Man, Ms. CHAN Sze Wan, Stephenie and Mr. LAU Hong Yiu as independent non-executive Directors.