

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CHINA TANGSHANG HOLDINGS LIMITED

中國唐商控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 674)

CLARIFICATION ANNOUNCEMENT IN RELATION TO NOTICE OF ANNUAL GENERAL MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of China Tangshang Holdings Limited (the “**Company**”) refers to the circular (the “**Circular**”) of the Company dated 19 August 2026 in relation to, among other things, (1)-(3) proposed re-election of retiring directors and continuous appointment of independent non-executive directors serving more than nine years; (4) re-appointment of the auditors (5) amendments to the existing bye-laws and the adoption of new bye-laws (6) proposed general mandates to issue and buy-back shares and (7) notice of annual general meeting (the “**AGM Notice**”) of the Company dated 19 August 2026. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the AGM Notice.

The Company noted an inadvertent clerical error in the English and Chinese version of the AGM Notice and would like to clarify that the ordinary resolutions numbered 5-7 and special resolution numbered 8 therein should read as follows (with the correction underlined for easy reference):

7. “**THAT:**

- (a) subject to paragraph (c) of this resolution, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with additional shares of the Company (the “**Shares**”), to grant rights to subscribe for or convert any securities (including bonds, warrants, debentures, notes) into Shares and to make or grant offers, agreements and options which would or might require the exercise of such powers be and is hereby generally and unconditionally approved;

- (b) the approval in paragraph (a) of this resolution shall be in addition to any other authorisation given to the Directors and shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the total number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) of this resolution, otherwise pursuant to:
 - (i) a Rights Issue (as defined below);
 - (ii) the grant or exercise of options under any share option scheme of the Company;
 - (iii) the exercise of rights of subscription or conversion under the terms of any securities issued by the Company which are convertible or exercisable into Shares; or
 - (iv) any scrip dividend scheme or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the bye-laws of the Company from time to time,

shall not exceed 20% of the total number of the issued Shares as at the date of the passing of this resolution and the said approval shall be limited accordingly; and

- (d) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earlier 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 the bye-laws of the Company or any applicable laws of Bermuda to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of Shares open for a period fixed by the Directors to holders of Shares or any class thereof on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares or class thereof (subject to such exclusions or other arrangements as the Directors 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 regulatory body or any stock exchange in, any territory outside Hong Kong).”

8. **“THAT:**

- (a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as defined below) of all powers of the Company to buy back its own Shares, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the total number of Shares which may be bought back by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period (as defined below) shall not exceed 10% of the total number of the issued Shares as at the date of the passing of this resolution and the said approval shall be limited accordingly; and
- (c) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earlier 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 the bye-laws of the Company or any applicable law to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.”

9. **“THAT** conditional upon the passing of resolutions numbered 7 and 8 as set out in the notice convening the Meeting (the **“Notice”**), the general mandate referred to in the resolution numbered 7 as set out in the Notice be and is hereby extended by the addition to the total number of Shares which may be allotted and issued by the Directors pursuant to such general mandate of an amount representing the total number of the Shares bought back by the Company pursuant to the general mandate referred to in the resolution numbered 8 above, provided that such amount shall not exceed 10% of the total number of the issued Shares as at the date of the passing of this resolution.”

SPECIAL RESOLUTION

The following resolution No. 10 will be proposed to be considered as special business and, if thought fit, passed with or without amendments, as a special resolution of the Company:

10. “**THAT** the proposed amendments to the existing bye-laws of the Company (the “**Bye-laws**”) set out in Appendix III to the circular of the Company dated 19 August 2026 (the “**Circular**”) be and are hereby approved; and the amended and restated bye-laws of the Company (the “**New Byelaws**”) in the form produced to the Meeting, a copy of which has been produced to the Meeting marked “**A**” and signed by the chairman of the Meeting for the purpose of identification, which incorporates all the proposed amendments mentioned in the Appendix III to the Circular, be and is hereby approved and adopted in substitution for and to the exclusion of the Bye-laws with immediate effect after the close of the Meeting and that any one of the Directors be and is hereby authorised to do all things necessary to implement the adoption of the New Bye-laws.”

Save as disclosed above, all other information stated in the Circular, the AGM Notice and the Proxy Form remains unchanged. This clarification announcement is supplemental to and should be read in conjunction with the AGM Notice and the Proxy Form. The Company will not publish revised AGM Notice and in that connection, the existing Proxy Form in the form as it is now (including those Proxy Forms already lodged by the Shareholders) will continue to be valid. Shareholders are advised to follow the resolution numbers as printed on the Proxy Form when submitting their voting instructions.

By Order of the Board
China Tangshang Holdings Limited
Chen Weiwu
Chairman

Hong Kong, 20 August 2026

As at the date of this announcement, the Executive Directors are Mr. Chen Weiwu (the Chairman), Mr. Zhou Houjie and Mr. Jiang Ruowenhao; and the Independent Non-executive Directors are Mr. Chen Youchun, Ms. Lui Mei Ka and Mr. Zhou Xin.