THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in **Hopson Development Holdings Limited** (the "**Company**"), you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

合生創展集團有限公司*

HOPSON DEVELOPMENT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 754)

website: http://www.irasia.com/listco/hk/hopson

PROPOSALS FOR
(1) ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND REPORTS OF DIRECTORS AND AUDITOR
AND
(2) RE-APPOINTMENT OF AUDITOR
AND
NOTICE OF ADJOURNED ANNUAL GENERAL MEETING

Capitalised terms used in the lower portion of the cover and the first page of this circular shall have the same respective meanings as those defined in the section headed "Definitions" of this circular.

A notice convening the Adjourned AGM to be held at Unit 4903–10, 49/F., The Center, 99 Queen's Road Central, Central, Hong Kong on Friday, 4 December 2026 at 10:30 a.m. is set out on pages 6 to 7 of this circular.

Whether or not you are able to attend the Adjourned AGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for the Adjourned AGM or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude you from attending and voting in person at the Adjourned AGM or any adjournment thereof (as the case may be) should you wish and in such event, the form of proxy shall be deemed to be revoked.

* *for identification purposes only*

13 November 2026

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In this circular, the following expressions have the following meanings unless the context requires otherwise:

"2025 Annual Results"	the annual results of the Group for FY2025
"2025 Annual Report"	the annual report of the Company for FY2025
"2026 AGM"	the 2026 annual general meeting of the Company held on 30 June 2026
"Adjourned AGM"	the adjourned 2026 AGM of the Company to be held at Unit 4903–10, 49/F., The Center, 99 Queen's Road Central, Central, Hong Kong on Friday, 4 December 2026 at 10:30 a.m. or any adjournment thereof
"AGM Circular"	the circular of the Company dated 5 June 2026 in relation to the 2026 AGM
"Auditor"	the auditor of the Company for the time being
"Audit Committee"	the audit committee of the Company
"Board"	the board of Directors
"Company"	Hopson Development Holdings Limited, a company incorporated in Bermuda with limited liability and whose Shares are listed on the main board operated by the Stock Exchange
"Director(s)"	director(s) from time to time of the Company
"FY2025"	the financial year ended 31 December 2025
"Group"	the Company and its subsidiaries from time to time
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
"PRC"	the People's Republic of China excluding, for the purpose of this circular, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

"Share(s)"	ordinary share(s) of HK$0.1 each in the share capital of the Company (or of such other nominal amount as comprising the ordinary share capital of the Company as shall result from a sub-division or a consolidation of the share capital of the Company from time to time)
"Shareholder(s)"	shareholder(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited



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Executive Directors:
CHU Kut Yung *(Chairman)*
ZHANG Fan *(Co-president)*
AU Wai Kin
BAO Wenge
LUO Taibin

Independent Non-executive Directors:
TAN Leng Cheng, Aaron
CHING Yu Lung
IP Wai Lun, William

Principal Office:
Unit 4903–10
49/F., The Center
99 Queen's Road Central
Central
Hong Kong

Registered Office:
Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

13 November 2026

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR
(1) ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND REPORTS OF DIRECTORS AND AUDITOR
AND
(2) RE-APPOINTMENT OF AUDITOR
AND
NOTICE OF ADJOURNED ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to provide the Shareholders with the notice of the Adjourned AGM and the information regarding the resolutions to be proposed at the Adjourned AGM involving (1) the adoption of audited consolidated financial statements of the Group together with reports of the Directors and the Auditor for FY2025; and (2) the re-appointment of Auditor and authorising the Board to fix its remuneration.

* *for identification purposes only*

(1) ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL STATEMENT OF THE GROUP TOGETHER WITH THE REPORTS OF THE DIRECTOR AND THE AUDITOR FOR FY2025

References are made to (i) the announcements of the Company dated 31 March 2026, 24 August 2026 and 30 September 2026 regarding, among others, the Company's then delay in the publication of the 2025 Annual Results and despatch of the 2025 Annual Report, and the announcement of the Company dated 28 October 2026 in relation to its publication of the 2025 Annual Results; and (ii) the AGM Circular, in relation to, among others, postponement in adoption of the audited consolidated financial statements of the Group together with the reports of the Directors and the Auditor for FY2025.

Owing to the delay in the publication of the 2025 Annual Results, the Company was not able to despatch the 2025 Annual Report as at the latest practicable date of the AGM Circular. Accordingly, an adjourned AGM was expected to be convened by the Board for the Shareholders to consider and adopt the audited consolidated financial statements of the Group together with the reports of the Directors and the Auditor for FY2025. The 2025 Annual Report has been despatched and disseminated to the Shareholders on 13 November 2026.

(2) RE-APPOINTMENT OF AUDITOR

Crowe (HK) CPA Limited, which has been formally appointed as the Auditor on 25 June 2026 and has audited the consolidated financial statements of the Group for FY2025, will retire as the Auditor at the Adjourned AGM and, being eligible, offer itself for re-appointment.

The Board, upon the recommendation of the Audit Committee, proposes to re-appoint Crowe (HK) CPA Limited as the Auditor to hold office until the conclusion of the next annual general meeting of the Company and authorise the Board to fix its remuneration. The estimated audit fee for audit services in respect of the relevant reporting period is approximately HK$9,100,000, which was determinated after due consideration and arm's length negotiations between the Company and the Auditor with reference to the Group's business scale, the expected audit scope, audit timetable, and the Auditor's resources required.

(3) ADJOURNED AGM

The notice convening the Adjourned AGM is set out in Appendix I to this circular. At the Adjourned AGM, ordinary resolutions will be proposed to approve (i) the adoption of the audited consolidated financial statements of the Group together with the reports of the Directors and the Auditor for FY2025; and (ii) the re-appointment of the Auditor and authorising the Board to fix its remuneration.

A form of proxy for use at the Adjourned AGM is enclosed with this circular. Whether or not you intend to attend the Adjourned AGM, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon to the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre,

183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Adjourned AGM (i.e. not later than Wednesday, 2 December 2026 at 10:30 a.m. (Hong Kong time)) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting at the Adjourned AGM (as the case may be) should you so wish and in such event, the form of proxy shall be deemed to be revoked.

Pursuant to rule 13.39(4) of the Listing Rules, any votes of the Shareholders at a general meeting must be taken by poll. Accordingly, the resolutions to be considered, and, if thought fit, approved at the Adjourned AGM will be voted by way of poll by the Shareholders.

(4) RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

(5) RECOMMENDATION

The Directors consider that the proposed resolutions regarding (i) the adoption of the audited consolidated financial statements of the Group together with the reports of the Directors and the Auditor for FY2025; and (ii) the re-appointment of the Auditor and authorising the Board to fix its remuneration are in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the proposed resolutions.

Yours faithfully,
By order of the Board
CHU Kut Yung
Chairman

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NOTICE IS HEREBY GIVEN that the adjourned annual general meeting of the shareholders of Hopson Development Holdings Limited (the "**Company**") will be held at Unit 4903–10, 49/F., The Center, 99 Queen's Road Central, Central, Hong Kong on Friday, 4 December 2026 at 10:30 a.m. for the purpose of considering and, if through fit, passing (with or without amendments) the following resolutions:

ORDINARY RESOLUTIONS

1. To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor of the Company for the year ended 31 December 2025.

2. To re-appoint Crowe (HK) CPA Limited as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.

By order of the Board
Hopson Development Holdings Limited
Chu Kut Yung
Chairman

Hong Kong, 13 November 2026

* *for identification purposes only*

Principal office:
Unit 4903–10
49/F., The Center
99 Queen's Road Central
Central
Hong Kong

Notes:

1. Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint a proxy to attend and vote in his/her stead. Any such member who is a holder of two or more shares may appoint more than one proxy to attend and vote in his/her stead. A proxy need not be a member of the Company but must be present in person to represent the member.

2. In order to be valid, the instrument appointing a proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or other authority, must be deposited at the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the said meeting (i.e. not later than Wednesday, 2 December 2026 at 10:30 a.m. (Hong Kong time)) or adjourned meeting (as the case may be).

3. The register of members of the Company will be closed from Tuesday, 1 December 2026 to Friday, 4 December 2026 (both days inclusive) during which period no transfer of shares will be effected. In order to determine the entitlement to attend and vote at the adjourned annual general meeting, all transfers of shares accompanied by the relevant share certificates, must be lodged with the Company's Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Monday, 30 November 2026. The record date for determining the shareholders' eligibility to attend and vote at the adjourned annual general meeting is Friday, 4 December 2026.

4. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.