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(1) INSIDE INFORMATION CLARIFICATION ANNOUNCEMENT IN RELATION TO THE APPOINTMENT OF AN EXECUTIVE DIRECTOR; AND

(2) NON-COMPLIANCE WITH THE LISTING RULES

This announcement is made by Carry Wealth Holdings Limited (the "Company", together with its subsidiaries, the "Group") pursuant to Rule 13.09(2)(a) and Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

(1) CLARIFICATION

Reference is made to (i) the announcement of the Company dated 16 November 2026 entitled "Appointment of Executive Director" (the "Appointment Announcement"); and (ii) the list of directors and their roles and functions of the Company dated 16 November 2026 (the "Director List").

The board of directors of the Company (the "Board") wishes to clarify that the appointment of Ms. Hu Dongmei ("Ms. Hu") as an executive director of the Company as referred to in the Appointment Announcement has not been approved by the Board, and therefore has not taken effect.

Accordingly, Ms. Hu has not become, and is not, a director of the Company. Shareholders and potential investors should disregard the Appointment Announcement and the Director List to the extent they stated or implied that Ms. Hu had been appointed as a director of the Company, or that such appointment had taken effect from 16 November 2026.

The statements in the Appointment Announcement that Ms. Hu "has been appointed as an executive Director with effect from 16 November 2026", and the inclusion of Ms. Hu as an executive Director in

the Director List and in the Board composition stated in the Appointment Announcement, were not accurate. This clarification is made in accordance with Rule 2.13 of the Listing Rules.

The Company will publish a corrected list of directors and their roles and functions as soon as practicable.

CURRENT COMPOSITION OF THE BOARD

As at the date of this announcement, the Board comprises Ms. Chan Wai Ying as executive Directors; and Ms. Li Qian (Suspension of Duties), Mr. Lee Chan Wah (Suspension of Duties) and Mr. Meng Xiangying as independent non-executive Directors. Ms. Hu is not a member of the Board.

The Company will make further announcement(s) as and when appropriate in accordance with the Listing Rules.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

(2) NON-COMPLIANCE WITH LISITNG RULES

Following the suspension of duties of (i) Ms. Li as the independent non-executive Director, lead independent non-executive Director and the chairman of the Audit Committee and, a member of each of the Remuneration Committee and the Nomination Committee; and (ii) Mr. Lee as the independent non- executive Director, a member of the Audit Committee, and a chairman of each of the Remuneration Committee and the Nomination Committee, the Company is not in compliance with the following Listing Rules:

(i) the requirement under Rule 3.10(1) of the Listing Rules which stipulates that the board must includeat least three independent non-executive directors;

(ii) the requirement under Rule 3.10(2) of the Listing Rules which stipulates that at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise;

(iii) the requirement under Rule 3.21 of the Listing Rules which stipulates that the audit committee must comprise a minimum of three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under rule 3.10(2). The majority of the audit committee members must be independent non-executive directors of the listed issuer. The audit committee must be chaired by an independent non-executive director;

(iv) the requirement under Rule 3.25 of the Listing Rules which stipulates that the remuneration committee must be chaired by an independent non-executive director and comprising a majority of independent non-executive directors; and

(v) the requirement under Rule 3.27A of the Listing Rules which stipulates that the nomination committee must be chaired by the chairman of the board or an independent non-executive director and comprise a majority of independent non-executive directors.

In order to comply with the Listing Rules, the Company will make its best endeavour to identify suitable candidate(s) for the position of INED on the Board as soon as possible. Further announcement will be made by the Company as and when appropriate.

By Order of the Board
Carry Wealth Holdings Limited
Chan Wai Ying
Executive Director

Hong Kong, 17 November 2026

As at the date of this announcement, the Board comprises Ms. Chan Wai Ying as executive Directors and Ms. Li Qian (Suspension of Duties)*, Mr. Lee Chan Wah* (Suspension of Duties)*, and Mr. Meng Xiangying as independent non-executive Directors.*