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China Vered Financial Holding Corporation Limited

中微金融控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 245)

PROPOSED AMENDMENT OF ARTICLES OF ASSOCIATION AND ADOPTION OF NEW ARTICLES OF ASSOCIATION

This announcement is made by China Vered Financial Holding Corporation Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of the directors of the Company (the “**Board**”) announces that a special resolution will be proposed at the forthcoming annual general meeting of the Company to be held in June 2026 (the “**AGM**”) to consider and approve the adoption of the amended and restated articles of association of the Company (the “**New Articles of Association**”) in substitution for and to the exclusion of the existing articles of association of the Company (the “**Existing Articles of Association**”), incorporating the certain amendments (the “**Proposed Amendments**”) to the Existing Articles of Association for the purposes of, among others:

- (i) aligning with the statutory changes due to the Companies Ordinance (Cap. 622 of the Laws of Hong Kong) replacing the previous Companies Ordinance (Cap. 32 of the Laws of Hong Kong, now retitled as Companies (Winding Up and Miscellaneous Provisions) Ordinance), by (a) removing the memorandum of association of the Company and integrating the mandatory clauses from the memorandum of association to the Existing Articles of Association; (b) removing references to par value, nominal share capital, authorised share capital, unissued shares, share premium and/or capital redemption reserve; (c) simplifying the provisions relating to various ways to alter the Company’s capital; (d) removing the provisions relating to the issue of bearer warrants, conversion of shares into stock and a subscription right reserve due to the repeal of such powers to issue bearer warrants and stock and the abolition of par value; (e) updating the provisions relating to general meetings and minimum notice period; and (f) revising the thresholds necessary for demanding a poll from 10% to 5% of the total voting rights of the members having the right to vote at a general meeting;

- (ii) aligning with the latest amendments to the Companies Ordinance (Cap. 622 of the Laws of Hong Kong) and the Listing Rules by (a) allowing the Company to hold repurchased shares as treasury shares and to sell or transfer treasury shares; (b) allowing the Company's general meetings to be held in the form of hybrid meetings or virtual meetings and providing for voting by electronic means; and (c) implementing the latest regulatory requirements in relation to electronic dissemination of corporate communication by listed issuers;
- (iii) preparing for the upcoming implementation of the uncertificated securities market initiative by (a) providing for the uncertificated shareholding arrangements; and (b) providing that corporate action proceeds may be received by the shareholders of the Company by electronic means; and
- (iv) making consequential and other housekeeping amendments to the Existing Articles of Association.

A circular of the AGM containing, among others, details of the Proposed Amendments and the proposed adoption of the New Articles of Association, together with a notice of the AGM will be despatched to the shareholders of the Company as soon as practicable.

By Order of the Board
China Vered Financial Holding Corporation Limited
Ng Kian Guan
Chairman

Hong Kong, 21 April 2026

As at the date of this announcement, the Board comprises (1) Mr. Li Feng and Mr. Xie Fang as executive directors of the Company; (2) Mr. Ng Kian Guan and Ms. Sun Haoshu as non-executive directors of the Company; and (3) Mr. Cheng Tai Sheung, Mr. Ko Ming Tung, Edward, Mr. Sun Junchen, and Mr. Wong Ka Wai as independent non-executive directors of the Company.