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## **BOCOM INTERNATIONAL HOLDINGS COMPANY LIMITED**

### **交銀國際控股有限公司**

*(incorporated in Hong Kong with limited liability)*

**(Stock Code: 3329)**

### **CONTINUING CONNECTED TRANSACTIONS REVISION OF ANNUAL CAPS UNDER THE EXISTING FINANCIAL SERVICES FRAMEWORK AGREEMENT**

References are made to the Relevant Disclosure in relation to, among other things, the Existing Financial Services Framework Agreement.

On 25 September 2025, the Board resolved to increase the annual cap in respect of securities brokerage settlement and subscription of new shares for the year ending 31 December 2025 to HK\$80.5 million, while the annual caps for the remaining items under the Existing Financial Services Framework Agreement for the year ending 31 December 2025 shall remain unchanged.

As at the date of this announcement, BOCOM is the ultimate controlling Shareholder holding approximately 73.14% of the issued Shares and hence a connected person of the Company. Therefore, the transactions contemplated under the Existing Financial Services Framework Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules. Pursuant to rule 14A.54 of the Listing Rules, the Company must re-comply with the announcement and independent shareholders' approval requirements before the current annual caps under the Existing Financial Services Framework Agreement are exceeded.

As the highest applicable percentage ratio in respect of the Proposed Revised Annual Caps is 5% or more, the Proposed Revised Annual Caps (including the proposed revised annual caps for securities brokerage settlement and subscription of new shares) will be subject to the reporting, announcement, annual review and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

An Independent Board Committee has been established to advise the Independent Shareholders on the terms of the Proposed Revised Annual Caps. The Independent Financial Adviser has also been appointed to advise the Independent Board Committee and the Independent Shareholders in this regard.

The Company will convene the EGM for the purpose of considering, and if thought fit, approving the Proposed Revised Annual Caps.

A circular containing, among others, (i) further information on the Existing Financial Services Framework Agreement (and the Proposed Revised Annual Caps); (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; and (iv) the notice of the EGM and other information as required under the Listing Rules, will be despatched to the Shareholders on or before 13 October 2025 pursuant to rule 14A.68(11) of the Listing Rules.

## INTRODUCTION

References are made to (i) the announcement dated 31 May 2022 and the circular dated 2 June 2022 in relation to, among other things, the Existing Financial Services Framework Agreement (the “**Relevant Disclosure**”).

As set forth in the Relevant Disclosure, the current annual caps for the revenue transactions under the Existing Financial Services Framework Agreement for the year ending 31 December 2025 comprise (i) securities brokerage settlement and subscription of new shares; (ii) investment advisory and management services; (iii) underwriting, sponsoring, securities issuance and advisory services and (iv) interest on deposits. Such current annual caps have been approved by the Shareholders in the extraordinary general meeting held on 29 June 2022.

On 25 September 2025, the Board resolved to increase the annual cap in respect of securities brokerage settlement and subscription of new shares for the year ending 31 December 2025 to HK\$80.5 million, while the annual caps for the remaining items of the revenue transactions under the Existing Financial Services Framework Agreement for the year ending 31 December 2025 shall remain unchanged.

## PRINCIPAL TERMS OF THE EXISTING FINANCIAL SERVICES FRAMEWORK AGREEMENT

The principal terms of the Existing Financial Services Framework Agreement are summarised below.

**Date:** 25 April 2017

**Parties:** (1) the Company  
(2) BOCOM

**Term:** Three years with the initial term ended on 31 December 2019, automatically renewable for successive periods of three years thereafter, subject to compliance with the then applicable requirements of the Listing Rules

**Scope of Service:** All existing and future provision of financial services between members of the Group and members of the BOCOM Group. For details, please refer to the Relevant Disclosure.

In respect of the Proposed Revised Annual Caps:

*Securities brokerage settlement and subscription of new shares services provided by the Group to the BOCOM Group*

Each of BOCOM (Hong Kong Branch) and BOCOM (Hong Kong) will, among other things, refer no less than 90% in terms of transaction value of the securities brokerage transactions on the Stock Exchange of its customers to the Group for securities trading and, brokerage settlement and pay commission to the Group. The BOCOM Group also uses broker number under the Exchange Participantship of the Group for subscription of new shares by its customers. The Group will on-pay the entire gross brokerage commission received therefrom to the BOCOM Group.

**General Terms:**

At any time during the term of the Existing Financial Services Framework Agreement, the relevant member of the Group and the relevant member of the BOCOM Group may from time to time enter into definitive agreements in relation to any transaction(s) under the Existing Financial Services Framework Agreement upon, and subject to, the terms and conditions in compliance with those of the Existing Financial Services Framework Agreement.

The transactions under the Existing Financial Services Framework Agreement shall be conducted:

- (a) in the ordinary and usual course of business of the Group and the BOCOM Group;
- (b) on an arm's length basis;
- (c) on normal commercial terms or better to the Group;
- (d) on terms no less favourable than those offered by the BOCOM Group to independent third parties for similar or comparable transactions (in respect of provision of financial services by the BOCOM Group to the Group);
- (e) on terms no less favourable than those offered by the Group to independent third parties for similar transactions (in respect of the provision of financial services by the Group to the BOCOM Group);
- (f) in accordance with the specified pricing policies; and
- (g) in compliance with, among other things, the Listing Rules and applicable laws and regulations.

**Pricing Policies:**

In respect of the Proposed Revised Annual Caps:

*Securities brokerage settlement and subscription of new shares services provided by the Group to the BOCOM Group*

The fees and commissions payable by the BOCOM Group to the Group for securities brokerage settlement and subscriptions of new shares are normally in the region of 0.01%, with applicable premium upon reaching certain trading volume thresholds, which are in turn determined by arm's length negotiation after taking into account factors including the prevailing market rates and the rates normally applicable to independent third parties for similar types of transactions at the time of the transaction, the expected significant trading volume of and revenue from the securities brokerage transactions to be referred by the BOCOM Group to the Group for securities trading and brokerage settlement, the scope and extent of the services to be provided by the Group, the fact that the transactions involve customers of the BOCOM Group but not customers of the Group and the insignificant marketing expenses and efforts required of the Group, the fact that the orders will be placed through the trading system of the BOCOM Group but not that of the Group and the immaterial additional costs to the Group for permitting the BOCOM Group to use the broker number under the Exchange Participantship of the Group for subscription of new shares by its customers as the human resources and infrastructure required have already been put in place by the Group for the purposes of conducting other businesses of the Group.

For details, please refer to the Relevant Disclosure.

## TRANSACTION AMOUNTS AND ANNUAL CAPS

### (A) Historical Transaction Amounts

The historical annual caps and transaction amounts in respect of the transactions under the Existing Financial Services Framework Agreement for the two years ended 31 December 2024 and six months ended 30 June 2025 are as follows:

|                                                                                        | Year ended 31 December |                     | 2024         |                     | Six months ended 30 June |                     |
|----------------------------------------------------------------------------------------|------------------------|---------------------|--------------|---------------------|--------------------------|---------------------|
|                                                                                        | 2023                   |                     | 2024         |                     | 2025                     |                     |
|                                                                                        | Annual Caps            | Transaction Amounts | Annual Caps  | Transaction Amounts | Annual Caps              | Transaction Amounts |
| <i>(HK\$ million)</i> (Approximate)                                                    |                        |                     |              |                     |                          |                     |
| <b><i>Revenue received by the Group from the BOCOM Group in respect of:</i></b>        |                        |                     |              |                     |                          |                     |
| Securities brokerage settlement and subscription of new shares                         | 27.5                   | 4.6                 | 33.0         | 5.5                 | 39.6                     | 21.7                |
| Investment advisory and management services                                            | 89.9                   | 9.2                 | 93.4         | 2.5                 | 97.0                     | 6.4                 |
| Underwriting, sponsoring, securities issuance and advisory services                    | 74.1                   | 0                   | 74.1         | 0.3                 | 74.1                     | 0.3                 |
| Interest on deposits                                                                   | 90.0                   | 16.8                | 108.0        | 12.4                | 125.0                    | 3.5                 |
| <b>Total</b>                                                                           | <b>281.5</b>           | <b>30.6</b>         | <b>308.5</b> | <b>20.7</b>         | <b>335.7</b>             | <b>31.9</b>         |
| <b><i>Fees and commissions paid by the Group to the BOCOM Group in respect of:</i></b> |                        |                     |              |                     |                          |                     |
| On-payment of securities brokerage commission for subscription of new shares           | 3.4                    | 0.1                 | 3.7          | 0.1                 | 4.1                      | 0.1                 |
| Customer referral services                                                             | 37.6                   | 2.7                 | 46.9         | 4.7                 | 58.7                     | 3.1                 |
| Fund product distribution services                                                     | 15.6                   | 0.0                 | 21.3         | –                   | 27.9                     | –                   |
| Miscellaneous banking and financial services                                           | 19.8                   | 2.8                 | 25.2         | 2.5                 | 31.5                     | 1.4                 |
| <b>Total</b>                                                                           | <b>76.4</b>            | <b>5.6</b>          | <b>97.1</b>  | <b>7.3</b>          | <b>122.2</b>             | <b>4.6</b>          |

None of the actual transaction amounts during the relevant periods exceeded the annual caps as set out in the Relevant Disclosure. The Company expects that none of the existing annual caps for the year ending 31 December 2025 will be exceeded as at the date of the EGM.

## **(B) Proposed Revised Annual Caps**

The current annual caps for the revenue transactions under the Existing Financial Services Framework Agreement for the year ending 31 December 2025 comprise (i) securities brokerage settlement and subscription of new shares; (ii) investment advisory and management services; and (iii) underwriting, sponsoring, securities issuance and advisory services; and (iv) interest on deposits. Such current annual caps have been approved by the Shareholders in the extraordinary general meeting held on 29 June 2022. The Board proposed to increase the annual caps in respect of securities brokerage settlement and subscription of new shares for the year ending 31 December 2025 to HK\$80.5 million, while the annual caps for the remaining items of the revenue transactions under the Existing Financial Services Framework Agreement for the year ending 31 December 2025 shall remain unchanged.

The current and the proposed revised annual caps for the revenue transactions under the Existing Financial Services Framework Agreement for the year ending 31 December 2025 are as follows:

| <b>Year ending 31 December 2025</b>                                                                               |                            |                                         |
|-------------------------------------------------------------------------------------------------------------------|----------------------------|-----------------------------------------|
| <b>Revenue received by the Group<br/>from the BOCOM Group<br/>in respect of: (HK\$ million)<br/>(Approximate)</b> | <b>Current annual caps</b> | <b>Proposed revised<br/>annual caps</b> |
| (1) Securities brokerage settlement and<br>subscription of new shares                                             | 39.6                       | 80.5                                    |
| (2) Investment advisory and management services                                                                   | 97.0                       | 97.0<br>(unchanged)                     |
| (3) Underwriting, sponsoring, securities issuance<br>and advisory services                                        | 74.1                       | 74.1<br>(unchanged)                     |
| (4) Interest on deposits                                                                                          | 125.0                      | 125.0<br>(unchanged)                    |
| <b>Total</b>                                                                                                      | <b>335.7</b>               | <b>376.6</b>                            |

### **Expenditure transactions under the Existing Financial Services Framework Agreement**

The current annual caps for the expenditure transactions representing the fees and commissions to be paid by the Group to the BOCOM Group under the Existing Financial Services Framework Agreement for the year ending 31 December 2025 shall remain unchanged.

### **Basis of determination of Proposed Revised Annual Caps**

The Proposed Revised Annual Caps for securities brokerage settlement and subscription of new shares have been determined with reference to the average daily turnover of the Hong Kong stock market for the first five months of 2025 as published by the Stock Exchange and the market share of BOCOM (Hong Kong Branch) during the same period, the trend of BOCOM's growing client base which leads to an anticipated increase in market activity as evidenced by the annual report of BOCOM for the year ended 31 December 2024 and the interim results announcement of BOCOM for the six months ended 30 June 2025, and the introduction of a new commission arrangement by the Group in March 2025 which is expected to enhance revenue generation of the Group.

## **REASONS FOR AND BENEFITS OF THE PROPOSED REVISED ANNUAL CAPS**

The Proposed Revised Annual Caps for securities brokerage settlement and subscription of new shares are based on the Group's expectation of a substantial increase in transaction volume. This is based on historical transaction amounts, anticipated increases in market activity, and expected growth in the client base. The Proposed Revised Annual Caps also take into account the introduction of a new commission arrangement by the Group in March 2025, under which commission income will be calculated based on the actual brokerage settlement and subscription amounts, which is expected to enhance revenue generation and better align the Group's income with transaction performance. The Proposed Revised Annual Caps will provide flexibility to accommodate potential new product offerings, promote collaboration with the BOCOM Group, and enable both parties to respond swiftly to market opportunities.

## **MEASURES TO SAFEGUARD SHAREHOLDERS' INTERESTS**

In order to further safeguard the interests of the Shareholders as a whole, the Group has implemented the following internal approval and monitoring procedures in relation to the Transactions:

- (a) before confirming the pricing and the terms of the Transactions, the Group will review and consider the pricing offered to or quoted by, as the case may be, two or more independent third parties in respect of transactions of a similar nature and scale in order to determine whether the proposed pricing and terms of the Transactions are fair, reasonable and no less favourable to the Group than those quoted by independent third parties to the Group or no more favourable to the BOCOM Group than those offered by the Group to independent third parties, as the case may be. If no pricing quoted by or offered to independent third parties can be obtained for the purpose of the above comparison, the relevant continuing connected transaction will have to be separately considered and approved by the head of the relevant business unit in order to ensure that the pricing will be fair and reasonable to the Group;
- (b) the Group has adopted internal guidelines which provide that if the value of any Transaction is expected to exceed certain thresholds, the relevant staff must report the Transaction to the Company Secretary and the Legal and Compliance Department of the Company (directly or through the head of the relevant business unit) in order for the Company to commence the necessary additional assessment and approval procedures and ensure that the Company will comply with the applicable requirements under Chapter 14A of the Listing Rules; and
- (c) the Company will provide information and supporting documents to the independent non-executive Directors and the auditors in order for them to conduct an annual review of the Transactions entered into by the Company. In accordance with the requirements under the Listing Rules, the independent non-executive Directors will provide an annual confirmation to the Board as to whether the Transactions have been entered into in the ordinary and usual course of business of the Group, are on normal commercial terms and are in accordance with the agreements governing them on terms that are fair and reasonable and in the interests of the Shareholders as a whole, and the auditors will provide an annual confirmation to the Board as to whether anything has come to their attention that causes them to believe that the Transactions have not been approved by the Board, or not in accordance with the pricing policies of the Group in all material respects, or not entered into in accordance with the relevant agreement governing the Transactions in all material respects or have exceeded the annual caps.

The Company will continue to follow ongoing monitoring procedures, including compiling year-to-date transaction amount by the designated staff member of the Finance and Accounting Department on a monthly basis.

If the value of any proposed connected transaction is anticipated to exceed the proposed annual caps, the relevant staff responsible for overseeing the connected transactions will report the proposed transaction to the Company Secretary and the Legal and Compliance Department of the Company in order for the Company to commence the necessary additional assessments and approval procedures and ensure that the Company will comply with the applicable requirements under Chapter 14A of the Listing Rules.

In addition to the procedures adopted above, in accordance with the Company's existing internal approval and monitoring procedures in relation to continuing connected transactions, the Company will provide information and supporting documents to the independent non-executive Directors and the auditors in order for them to conduct an annual review of the Transactions entered into with the BOCOM Group. In accordance with the requirements under the Listing Rules, the independent non-executive Directors will provide an annual confirmation to the Board as to whether the said Transactions have been entered into in the ordinary and usual course of business of the Group, are on normal commercial terms and are in accordance with the agreements governing them on terms that are fair and reasonable and in the interests of the Company and Shareholders as a whole, and the auditors will provide an annual confirmation to the Board as to whether anything has come to their attention that causes them to believe that the Transactions have not been approved by the Board, are not in accordance with the pricing policies of the Group in all material respects, are not entered into in accordance with the relevant agreement governing the transactions in all material respects or have exceeded the annual caps for such transactions.

## **INFORMATION ON THE GROUP**

The principal activity of the Company is investment holding. The Group is principally engaged in securities brokerage, margin financing, corporate finance and underwriting, investment and loans, and asset management and advisory businesses. The regulated activities carried out by the Company's licensed subsidiaries include dealing in securities and futures and advising on securities and futures contracts, providing securities margin financing, advising on corporate finance and providing asset management services.

As at the date of this announcement, BOCOM Nominee, a subsidiary of BOCOM, holds approximately 73.12% of the issued Shares on trust for BOCOM whereas Expectation Investment, a subsidiary of BOCOM, holds approximately 0.02% of the issued Shares. BOCOM, together with its associates, hold approximately 73.14% of the issued Shares.

## **INFORMATION ON BOCOM GROUP**

BOCOM is a state-owned joint-stock commercial bank registered in the PRC, with its A shares listed on the Shanghai Stock Exchange and H shares listed on the Stock Exchange. BOCOM provides the customers with comprehensive financial services, including deposits and loans, supply chain finance, cash management, international settlement and trade financing, investment banking, asset custody, wealth management, bank cards, private banking, treasury businesses, etc. In addition, the BOCOM Group is involved in businesses such as financial leasing, fund, wealth management, trust, insurance, overseas securities, and debt-to-equity swap through wholly-owned or controlling subsidiaries.

## **LISTING RULES IMPLICATIONS**

As at the date of this announcement, BOCOM is the ultimate controlling Shareholder holding approximately 73.14% of the issued Shares and hence a connected person of the Company. Therefore, the transactions contemplated under the Existing Financial Services Framework Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules. Pursuant to rule 14A.54 of the Listing Rules, the Company must re-comply with the announcement and independent shareholders' approval requirements before the current annual caps under the Existing Financial Services Framework Agreement are exceeded.

As the highest applicable percentage ratio in respect of the Proposed Revised Annual Caps is 5% or more, the Proposed Revised Annual Caps (including the proposed revised annual caps for securities brokerage settlement and subscription of new shares) will be subject to the reporting, announcement, annual review and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

An Independent Board Committee has been established to advise the Independent Shareholders on the terms of the Proposed Revised Annual Caps. The Independent Financial Adviser has also been appointed to advise the Independent Board Committee and the Independent Shareholders in this regard.

## **BOARD APPROVAL**

The Directors (excluding the independent non-executive Directors, who will give their opinion after considering the advice from the Independent Financial Adviser in respect of the Proposed Revised Annual Caps) are of the view that the Proposed Revised Annual Caps are fair and reasonable in so far as the Company and the Independent Shareholders are concerned.

Mr. XIAO Ting is an executive director and the chairman of the board of directors of BOCOM (Hong Kong) and Ms. ZHU Chen is a director of BOCOM Leasing. Accordingly, these non-executive Directors have abstained from voting on relevant Board resolution in respect of the Proposed Revised Annual Caps.

Save as disclosed above, none of the Directors has a material interest in the Proposed Revised Annual Caps and none of them has abstained from voting on the relevant Board resolution.

## **GENERAL**

The Company will hold the EGM for the purpose of considering, and if thought fit, approving the Proposed Revised Annual Caps.

A circular containing, among others, (i) further information on the Existing Financial Services Framework Agreement (and the Proposed Revised Annual Caps); (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; and (iv) the notice of the EGM and other information as required under the Listing Rules, will be despatched to the Shareholders on or before 13 October 2025 pursuant to rule 14A.68(11) of the Listing Rules.

## DEFINITIONS

The following terms have the following meanings in this announcement, unless the context otherwise requires:

|                               |                                                                                                                                                                                                                                                                                                                                         |
|-------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| “applicable percentage ratio” | has the same meaning ascribed to it under the Listing Rules                                                                                                                                                                                                                                                                             |
| “associate(s)”                | has the same meaning ascribed to it under the Listing Rules                                                                                                                                                                                                                                                                             |
| “Board”                       | the board of directors of the Company                                                                                                                                                                                                                                                                                                   |
| “BOCOM”                       | Bank of Communications Co., Ltd., a joint stock limited liability company incorporated in the PRC, the A shares of which are listed and traded on Shanghai Stock Exchange (Stock Code: 601328) and the H shares of which are listed and traded on the Stock Exchange (Stock Code: 3328), and being the ultimate controlling Shareholder |
| “BOCOM (Hong Kong)”           | Bank of Communications (Hong Kong) Limited, a member of the BOCOM Group                                                                                                                                                                                                                                                                 |
| “BOCOM (Hong Kong Branch)”    | the Hong Kong branch of BOCOM                                                                                                                                                                                                                                                                                                           |
| “BOCOM Group”                 | BOCOM and its subsidiaries (excluding the Group)                                                                                                                                                                                                                                                                                        |
| “BOCOM Leasing”               | Bank of Communications Financial Leasing Co., Ltd., a member of the BOCOM Group                                                                                                                                                                                                                                                         |
| “BOCOM Nominee”               | Bank of Communications (Nominee) Company Limited, a company incorporated in Hong Kong with limited liability and a subsidiary of BOCOM and a shareholder of the Company holding Shares on trust for BOCOM                                                                                                                               |
| “Company”                     | BOCOM International Holdings Company Limited, a company incorporated in Hong Kong with limited liability, the issued Shares of which are listed and traded on the Main Board of the Stock Exchange (stock code: 3329)                                                                                                                   |
| “connected person”            | has the same meaning ascribed to it under the Listing Rules                                                                                                                                                                                                                                                                             |
| “controlling shareholder”     | has the same meaning ascribed to it under the Listing Rules                                                                                                                                                                                                                                                                             |
| “Director(s)”                 | the director(s) of the Company                                                                                                                                                                                                                                                                                                          |
| “EGM”                         | the extraordinary general meeting of the Company to be held for the purpose of considering and, if thought fit, approving the Proposed Revised Annual Caps                                                                                                                                                                              |

|                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|---------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| “Exchange Participantship”                        | has the same meaning ascribed to it under the Rules of the Stock Exchange                                                                                                                                                                                                                                                                                                                                                                 |
| “Existing Financial Services Framework Agreement” | the financial services framework agreement dated 25 April 2017 (and renewed on 1 January 2020 and 1 January 2023) entered into between the Company and BOCOM in relation to the provision of financial services between members of the Group and members of the BOCOM Group                                                                                                                                                               |
| “Expectation Investment”                          | Expectation Investment Limited, a company incorporated in Hong Kong with limited liability, an indirect subsidiary of BOCOM and a shareholder of the Company                                                                                                                                                                                                                                                                              |
| “Group”                                           | the Company and its subsidiaries                                                                                                                                                                                                                                                                                                                                                                                                          |
| “HK\$”                                            | Hong Kong dollar, the lawful currency of Hong Kong                                                                                                                                                                                                                                                                                                                                                                                        |
| “Hong Kong”                                       | the Hong Kong Special Administrative Region of the PRC                                                                                                                                                                                                                                                                                                                                                                                    |
| “Independent Board Committee”                     | the independent committee established by the Board, consisting of all independent non-executive Directors (i.e. Mr. MA Ning, Mr. LIN Zhijun and Mr. PU Yonghao) to advise the Independent Shareholders on the Proposed Revised Annual Caps                                                                                                                                                                                                |
| “Independent Financial Adviser”                   | Altus Capital Limited, a corporation licensed to carry out Type 4 (advising on securities), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), being the independent financial adviser appointed to advise the Independent Board Committee and the Independent Shareholders on the Proposed Revised Annual Caps |
| “Independent Shareholders”                        | the Shareholders other than BOCOM and its associates                                                                                                                                                                                                                                                                                                                                                                                      |
| “Listing Rules”                                   | the Rules Governing the Listing of Securities on the Stock Exchange                                                                                                                                                                                                                                                                                                                                                                       |
| “PRC” or “China”                                  | the People’s Republic of China                                                                                                                                                                                                                                                                                                                                                                                                            |
| “Proposed Revised Annual Caps”                    | the proposed revised annual caps for the revenue transactions of securities brokerage settlement and subscription of new shares for the year ending 31 December 2025 as set out in the section headed “Proposed Revised Annual Caps” in this announcement                                                                                                                                                                                 |
| “Relevant Disclosure”                             | has the meaning as ascribed to it under the section headed “Introduction” of this announcement                                                                                                                                                                                                                                                                                                                                            |

|                   |                                                                                       |
|-------------------|---------------------------------------------------------------------------------------|
| “Share(s)”        | the ordinary share(s) of the Company                                                  |
| “Shareholder(s)”  | the holder(s) of Shares                                                               |
| “Stock Exchange”  | The Stock Exchange of Hong Kong Limited                                               |
| “subsidiary(ies)” | has the same meanings ascribed to it under the Listing Rules                          |
| “Transaction(s)”  | transaction(s) contemplated under the Existing Financial Services Framework Agreement |

By Order of the Board  
**BOCOM International Holdings Company Limited**  
**YI Li**  
*Company Secretary*

Hong Kong, 25 September 2025

*As at the date of this announcement, the Board comprises Mr. XIAO Ting and Ms. ZHU Chen as Non-executive Directors; Mr. XIE Jie, Mr. WANG Xianjia and Mr. TAN Yueheng as Executive Directors; and Mr. MA Ning, Mr. LIN Zhijun and Mr. PU Yonghao as Independent Non-executive Directors.*