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True Partner
Capital Holding

TRUE PARTNER CAPITAL HOLDING LIMITED

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 8657)

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by True Partner Capital Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.50(1) of Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) in relation to the proposed amendments to the existing second amended and restated memorandum and articles of association of the Company (the “**Existing Memorandum and Articles of Association**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to make certain amendments to the Existing Memorandum and Articles of Association (the “**Proposed Amendments**”), for the purpose of, inter alia, (i) bringing the Existing Memorandum and Articles of Association in line with the latest regulatory requirements, including the relevant requirements of the GEM Listing Rules in connection with hybrid meetings and electronic voting requirements, treasury shares and the electronic dissemination of corporate communications by listed issuers; (ii) preparing for the uncertificated securities market regime; and (iii) making certain other housekeeping changes to enable the Company to conduct general meetings and handle other corporate affairs more efficiently; and to adopt the third amended and restated Memorandum and Articles of Association incorporating and consolidating all the Proposed Amendments (the “**New Memorandum and Articles of Association**”). The Board is of the view that the Proposed Amendments are in the interests of the Company and its shareholders (the “**Shareholder(s)**”) as a whole.

The Proposed Amendments and the adoption of the New Memorandum and Articles of Association are subject to the consideration and approval by the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the “AGM”). A circular containing, among others, details of the Proposed Amendments and the adoption of the New Memorandum and Articles of Association together with a notice convening the AGM will be dispatched to the Shareholders as soon as practicable.

By order of the Board
True Partner Capital Holding Limited
Chan Heng Fai Ambrose
Chairman

Hong Kong, 21 May 2026

As at the date of this announcement, the Board comprises Mr. Chan Heng Fai Ambrose, Mr. Ralph Paul Johan van Put, Mr. Tobias Benjamin Hekster, Mr. Lui Wai Leung Alan and Mr. Lim Sheng Hon Danny, each as an executive Director, and Mr. Wu William Wai Leung, Ms. Wong Hiu Pan and Mr. Wong Tat Keung, each as an independent non-executive Director.

For the purpose of the GEM Listing Rules, this announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement 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 announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange of Hong Kong Limited website at www.hkexnews.hk for a minimum period of seven days from the date of its publication. This announcement will also be published on the Company’s website at www.truepartnercapital.com.