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中銀香港(控股)有限公司

BOC HONG KONG (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

Stock Codes: 2388 (HKD counter) and 82388 (RMB counter)

**COMPLETION OF CONNECTED TRANSACTIONS IN RELATION
TO**

**(1) PROPOSED ACQUISITION OF THE ENTIRE SHARE CAPITAL
OF BOCI PRIVATE BANK; AND**

**(2) PROPOSED DISPOSAL OF THE ENTIRE SHARE CAPITAL
OF PO SANG SECURITIES**

Reference is made to the announcement of BOC Hong Kong (Holdings) Limited (the "**Company**") dated 24 January 2025 with respect to (i) the proposed acquisition by BOCHK (being a wholly-owned subsidiary of the Company) of the entire share capital of BOCI Private Bank; and (ii) the proposed disposal by BOCHK of the entire share capital of Po Sang Securities (the "**Announcement**"). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION

The Board is pleased to announce that, as of the date of this announcement, all of the conditions precedent set out in each of the Acquisition Agreement and the Disposal Agreement have been satisfied. Completion of the Proposed Acquisition and the Proposed Disposal will take place on 30 January 2026 (the "**Completion Date**") in accordance with the terms and conditions of the Acquisition Agreement and the Disposal Agreement, respectively.

Upon completion of the Proposed Acquisition, BOCHK will own all the issued shares of BOCI Private Bank, which will become an indirect wholly-owned subsidiary of the Company. The assets, liabilities and financial results of BOCI Private Bank will be consolidated into the financial statements of the Company and its subsidiaries (the "**Group**").

Upon completion of the Proposed Disposal, BOCHK will cease to own any of the issued shares of Po Sang Securities, which will no longer be a direct subsidiary of BOCHK and an indirect subsidiary of the Company. The assets, liabilities and financial results of Po Sang Securities will no longer be consolidated into the financial statements of the Group. As a result of the Proposed Disposal, it is estimated that the Group will record a gain (unaudited) of approximately HK\$49 million, which is calculated based on the consideration for the Proposed Disposal of RMB410 million (equivalent to approximately HK\$449 million based on the agreed exchange rate in respect of the Disposal Agreement), less the estimated net asset of Po Sang Securities as of the Completion Date and the estimated transaction costs for the Proposed Disposal, the latter of which are immaterial. The actual gain from the Proposed Disposal to be

recognised in the consolidated income statement of the Group shall be subject to review and final audit by the auditor of the Group and may be different from the estimated gain disclosed above. The Group intends to apply the majority of the sales proceeds from the Proposed Disposal for its general working capital, with the remaining allocated for payment of the transaction costs for the Proposed Disposal.

TRANSITIONAL SERVICES AGREEMENTS

To facilitate a smooth transition after completion of the Proposed Acquisition, BOCI (as the holding company of BOCI Asia, the seller under the Proposed Acquisition) and BOCI Private Bank will, on the Completion Date, enter into a transitional services agreement to provide for the transitional arrangements for an initial period of two (2) years commencing from the Completion Date (which is extendable) and on arm's length terms with respect to certain support services and operational transactions that will continue to take place between BOCI (and its group of companies) and BOCI Private Bank.

To facilitate a smooth transition after completion of the Proposed Disposal, BOCHK and Po Sang Securities will, on the Completion Date, enter into a transitional services agreement to provide for the transitional arrangements for an initial period of two (2) years commencing from the Completion Date (which is extendable) and on arm's length terms with respect to certain support services and operational transactions that will continue to take place between BOCHK (and its group of companies) and Po Sang Securities.

The support services and operational transactions under the above transitional services agreements are expected to constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules and either fall within the ambit of the continuing connected transactions set forth in the announcement of the Company dated 30 December 2025 or otherwise exempt from compliance with connected transaction requirements pursuant to Rule 14A.76 of the Listing Rules.

By Order of the Board
HUANG Xuefei
Company Secretary

Hong Kong, 28 January 2026

As at the date of this announcement, the Board comprises Mr GE Haijiao (Chairman), Mr ZHANG Hui* (Vice Chairman), Mr SUN Yu (Vice Chairman and Chief Executive), Mr CAI Zhao*, Madam CHENG Eva**, Dr CHOI Koon Shum**, Madam FUNG Yuen Mei Anita**, Mr LAW Yee Kwan Quinn**, Professor LEE Sunny Wai Kwong**, Mr LIP Sai Wo** and Professor MA Si Hang Frederick**.*

* *Non-executive Director*

** *Independent Non-executive Director*