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BISON FINANCE GROUP LIMITED

貝森金融集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 888)

- (1) PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS AND
ADOPTION OF THE NEW BYE-LAWS;
(2) PROPOSED CHANGE OF COMPANY NAME; AND
(3) PROPOSED ADOPTION OF THE NEW BYE-LAWS
WITH THE NEW COMPANY NAME**

PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS AND ADOPTION OF THE NEW BYE-LAWS

The board (the “**Board**”) of directors (the “**Directors**”) of Bison Finance Group Limited (the “**Company**”) proposes to amend the existing bye-laws of the Company (the “**Existing Bye-laws**”) and to adopt a set of amended and restated bye-laws (the “**New Bye-laws**”) for the purpose of, among others, (i) to reflect and align with the latest regulatory requirements of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on treasury shares and expanded paperless listing regime and the electronic dissemination of corporate communications; and (ii) to incorporate other consequential and housekeeping amendments relating to the above amendments to update or clarify provisions of the Existing Bye-laws where it is considered fit and desirable (collectively, the “**Proposed Amendments**”).

PROPOSED CHANGE OF COMPANY NAME

The Board further proposes to change the English name of the Company from “Bison Finance Group Limited” to “BlockFin Holdings Limited” and its secondary name in Chinese from “貝森金融集團有限公司” to “鏈信控股有限公司” (the “**Proposed Change of Company Name**”, “BlockFin Holdings Limited” and “鏈信控股有限公司” collectively as the “**New Company Name**”).

PROPOSED ADOPTION OF THE NEW BYE-LAWS WITH THE NEW COMPANY NAME

Subject to the adoption of the New Bye-laws and the Proposed Change of Company Name becoming effective, the Board further proposes to further amend the New Bye-laws to a set of amended and restated bye-laws under the New Company Name (the “**New Bye-laws with New Company Name**”) to reflect the adoption of the New Company Name.

GENERAL

The Company will convene and hold a special general meeting of the Company (the “**SGM**”) for the shareholders of the Company (the “**Shareholders**”) to consider and, if thought fit, approve special resolutions with regard to (i) the Proposed Amendments to the Existing Bye-laws and the proposed adoption of the New Bye-laws; (ii) the Proposed Change of Company Name; and (iii) subject to the adoption of the New Bye-laws and the Proposed Change of Company Name becoming effective, the proposed adoption of the New Bye-laws with New Company Name.

A circular containing, among other things, details of (i) the Proposed Amendments to the Existing Bye-laws and the proposed adoption of the New Bye-laws; (ii) the Proposed Change of Company Name; and (iii) subject to the adoption of the New Bye-laws and the Proposed Change of Company Name becoming effective, the proposed adoption of the New Bye-laws with New Company Name, together with a notice convening the SGM approving the same and related proxy form will be despatched to the Shareholders as required by the Listing Rules as soon as practicable.

PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS AND ADOPTION OF THE NEW BYE-LAWS

The Board proposes to amend the Existing Bye-laws and to adopt the New Bye-laws.

The major areas of the Proposed Amendments include:

- (i) updating and bringing the Existing Bye-laws to reflect and align with the latest regulatory requirements in relation to treasury shares and the relevant amendments made to the Listing Rules which came into effect on 11 June 2024;
- (ii) updating and bringing the Existing Bye-laws to reflect and align with the latest regulatory requirements in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers and the relevant amendments made to the Listing Rules which came into effect on 31 December 2023; and
- (iii) incorporating other consequential and housekeeping amendments which are in line with the above amendments to the Existing Bye-laws.

In view of the number of amendments proposed to be made to the Existing Bye-laws, the Board proposes that the New Bye-laws which consolidate all the Proposed Amendments to the Existing Bye-laws, upon approved, be adopted as the bye-laws of the Company in substitution for, and to the exclusion of, the Existing Bye-laws.

The Proposed Amendments and the adoption of the New Bye-laws are subject to the passing of a special resolution by the Shareholders at the forthcoming SGM.

PROPOSED CHANGE OF COMPANY NAME

The Board further proposes to change the English name of the Company from “Bison Finance Group Limited” to “BlockFin Holdings Limited” and its secondary name in Chinese from “貝森金融集團有限公司” to “鏈信控股有限公司”.

Conditions of the Proposed Change of Company Name

The Proposed Change of Company Name is subject to following conditions having been satisfied:

- (i) the passing of a special resolution by the Shareholders at the forthcoming SGM to approve the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in Bermuda having approved the Proposed Change of Company Name by issuing the certificate of incorporation on change of name and the certificate of secondary name.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect upon the date on which the Registrar of Companies in Bermuda enters the new English name and the new secondary name in Chinese of the Company into the register of companies maintained by the Registrar of Companies in Bermuda in place of the existing English name and secondary name in Chinese of the Company. The Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong thereafter.

Reasons for the Proposed Change of Company Name

The Board received a notification letter that the license granted by the owner of the trademarks bearing the names “Bison” and “貝森” currently used by the Company and its subsidiaries (the “Group”) shall expire by the end of December 2025. The Board considers that the Proposed Change of Company Name would avoid any breach or infringement of the aforementioned trademarks by the Group.

The Board considers that the Proposed Change of Company Name will better reflect the future business development of the Group. The Board believes that the Proposed Change of Company Name can provide the Company with a new corporate image and identity which will benefit the Company’s future business development and is in the interests of the Company and the Shareholders as a whole.

Effect of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. All existing share certificates of the Company in issue bearing the Company’s existing name shall, upon the Proposed Change of Company Name becoming effective, continue to be evidence of legal title to such shares of the Company and will remain valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of the Company’s existing share certificates for new share certificates bearing the New Company Name. Once the Proposed Change of Company Name becomes effective, all new share certificates of the Company will be issued under the New Company Name.

In addition, subject to the confirmation to be issued by the Stock Exchange, the English and Chinese stock short names for trading in the shares of the Company will also be changed after the Proposed Change of Company Name becomes effective.

PROPOSED ADOPTION OF THE NEW BYE-LAWS WITH THE NEW COMPANY NAME

Subject to the adoption of the New Bye-laws and the Proposed Change of Company Name becoming effective, the Board further proposes to further amend the New Bye-laws to a set of amended and restated bye-laws under the New Company Name to reflect the adoption of the New Company Name.

The adoption of the New Bye-laws with New Company Name is subject to following conditions having been satisfied:

- (i) the adoption of the New Bye-laws becoming effective;
- (ii) the Proposed Change of Company Name becoming effective; and
- (iii) the passing of a special resolution by the Shareholders at the forthcoming SGM to approve the proposed amendments to the New Bye-laws to reflect the New Company Name.

Reason for the proposed adoption of the New Bye-laws with New Company Name

The adoption of the New Bye-laws with New Company Name is solely to reflect and align with the Proposed Change of Company Name in the Company's constitutional document to avoid causing confusion to the Shareholders and the public.

GENERAL

The Company will convene and hold the SGM for the Shareholders to consider and, if thought fit, approve special resolutions with regard to (i) the Proposed Amendments to the Existing Bye-laws and the proposed adoption of the New Bye-laws; (ii) the Proposed Change of Company Name; and (iii) subject to the adoption of the New Bye-laws and the Proposed Change of Company Name becoming effective, the proposed adoption of the New Bye-laws with New Company Name.

A circular containing, among other things, details of (i) the Proposed Amendments to the Existing Bye-laws and the proposed adoption of the New Bye-laws; (ii) the Proposed Change of Company Name; and (iii) subject to the adoption of the New Bye-laws and the Proposed Change of Company Name becoming effective, the proposed adoption of the New Bye-laws with New Company Name, together with a notice convening the SGM approving the same and related proxy form will be despatched to the Shareholders as required by the Listing Rules as soon as practicable.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder has a material interest in the Proposed Amendments and the proposed adoption of the New Bye-laws, the Proposed Change of Company Name and the proposed adoption of the New Bye-laws with New Company Name. Accordingly, no Shareholder will be required to abstain from voting on the relevant resolutions to be proposed at the forthcoming SGM.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the forthcoming SGM, the effective date of the Proposed Change of Company Name, the new English and Chinese stock short names of the Company for trading of its shares on the Stock Exchange and other relevant information as and when appropriate.

By Order of the Board
Bison Finance Group Limited
ZHU Dong
Executive Director

Hong Kong, 22 October 2025

As at the date of this announcement, the Board comprises Mr. SUN Lei (Chairman) and Mr. ZHU Dong as executive Directors; Dr. YUAN HaiHai as non-executive Director; and Dr. QI Daqing, Mr. CHEN Yigong and Mr. FENG Zhonghua as independent non-executive Directors.