THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in HKC International Holdings Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, licensed securities dealer, or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

香港通訊

HKC INTERNATIONAL HOLDINGS LIMITED
香 港 通 訊 國 際 控 股 有 限 公 司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 248)

PROPOSALS FOR
(1) RE-ELECTION OF RETIRING DIRECTORS
(2) RENEWAL OF THE GENERAL MANDATE TO ISSUE SHARES
(3) RE-APPOINTMENT OF AUDITOR
AND
(4) NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of HKC International Holdings Limited to be held at 14/F., Block B, Vita Tower, 29 Wong Chuk Hang Road, Hong Kong on Friday, 28 August 2026 at 4:30 p.m. is set out on pages 13 to 16 of this circular. Whether or not you are able to attend the meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting should you so wish.

* *For identification purposes only*

22 July 2026

CONTENTS

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"AGM"	the annual general meeting of the Company to be convened and held at 14/F., Block B, Vita Tower, 29 Wong Chuk Hang Road, Hong Kong on Friday, 28 August 2026, the notice of which is set out on pages 13 to 16 of this circular
"Articles of Association"	the articles of association of the Company as amended from time to time
"Board"	the board of Directors
"Business Day"	a day on which the Stock Exchange is open for the business of dealing in securities
"Company"	HKC International Holdings Limited, a company incorporated in Cayman Islands with limited liability, whose shares are listed on the Main Board of the Stock Exchange
"Director(s)"	director(s) of the Company
"General Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise the power of the Company to allot, issue or otherwise deal with Shares the aggregate nominal amount of which shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue as at the date of passing of the enabling resolution at the AGM
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Latest Practicable Date"	17 July 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information herein
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Share(s)"	ordinary share(s) of HK$0.08 each in the share capital of the Company
"Shareholder(s)"	holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"%"	per cent

EXPECTED TIMETABLE

	2026
Latest time for lodging transfer forms of Shares for entitlement to attend and vote at the AGM	4:30 p.m. on Tuesday, 25 August
Closure of register of members to ascertain Shareholders' entitlement to attend and vote at the AGM	Wednesday, 26 August to Friday, 28 August (both days inclusive)
Latest time and date for lodging proxy forms for the AGM	4:30 p.m. on Wednesday, 26 August
Record date for determining entitlement to attend and vote at the AGM	Friday, 28 August
AGM	4:30 p.m. on Friday, 28 August
Publication of poll results of AGM	Friday, 28 August

香港通訊

HKC INTERNATIONAL HOLDINGS LIMITED
香港通訊國際控股有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 248)

Executive directors:
Chan Chung Yee, Hubert
(Chairman & Chief Executive Officer)
Chan Chung Yin, Roy
Chan Ming Him, Denny
Wu Kwok Lam
Ip Man Hon
Lam Man Hau
Wan Man Lai, Polly

Independent non-executive directors:
Chu Chor Lup
Chiu Ngar Wing
Law Ka Hung
Wong Kwok Leung

Registered office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands
British West Indies

Principal place of business in Hong Kong:
14/F., Block B, Vita Tower
29 Wong Chuk Hang Road
Hong Kong

22 July 2026

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR
(1) RE-ELECTION OF RETIRING DIRECTORS
(2) RENEWAL OF THE GENERAL MANDATE TO ISSUE SHARES
(3) RE-APPOINTMENT OF AUDITOR
AND
(4) NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to give you notice of the AGM to be convened for the purpose of considering and, if thought fit, passing resolutions to approve, inter alia, the re-election of retiring directors, the re-appointment of auditor and the renewal of the General Mandate to issue shares.

* *For identification purposes only*

RE-ELECTION OF RETIRING DIRECTORS

In accordance with the Articles of Association of the Company, at least one-third of the directors shall retire from office by rotation at each annual general meeting provided that every director shall be subject to retirement by rotation at least once every three years. A retiring director shall be eligible for re-election. Any director appointed to fill a causal vacancy or as an addition to the Board shall hold office until the next annual general meeting of the Company and shall then be eligible for re-election at that meeting but shall not be taken into account in determining the directors or the number of directors who are to retire by rotation at that meeting.

Pursuant to Article 108 of the Articles of Association and the corporate governance code under the Listing Rules, Mr. Chan Chung Yee Hubert, Mr. Chan Chung Yin Roy, Mr. Lam Man Hau, Dr. Chu Chor Lup ("**Dr. Chu**"), Dr. Law Ka Hung ("**Dr. Law**") and Mr. Wong Kwok Leung will retire by rotation and being eligible for re-election at the forthcoming AGM. All of them have offered themselves for re-election.

Pursuant to the Code Provision B.2.3 of the Corporate Governance Code contained in Appendix C1 of the Listing Rules, if an independent non-executive director serves more than nine years, his further appointment should be subject to a separate resolution to be approved by shareholders. Since their appointment, Dr. Chu and Dr. Law have been serving as independent non-executive directors for 25 years and 14 years respectively. The Company has received from them annual confirmations of independence pursuant to Rule 3.13 of the Listing Rules.

The Board accepted the recommendations made by the Nomination Committee and considers that Dr. Chu and Dr. Law are independent in accordance with the independence guidelines set out in the Listing Rules and will continue to bring valuable business experience, knowledge and professionalism to the Board. The Nomination Committee has also taken into account the skill mix and the diverse qualifications of the retiring directors. Details and brief biography of each of them are set out in Appendix to this circular.

RE-APPOINTMENT OF AUDITOR

The appointment of the current auditor of the Company, SHINEWING (HK) CPA LIMITED will expire at the conclusion of the AGM. SHINEWING (HK) CPA LIMITED has offered themselves for re-appointment as the auditor of the Company until the conclusion of the next annual general meeting of the Company subject to the passing of the relevant ordinary resolution at the AGM and the agreement on the remuneration with the Directors.

After discussion with SHINEWING (HK) CPA LIMITED, and taking into account of, among other things, the business scale and industry of the Group, audit timetable, and assuming that there is no material variation on the scope of the audit work for the year ending 31 March 2027, the Board estimates that the fee of the audit services for the year ending 31 March 2027 would be HK$600,000.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Wednesday, 26 August 2026 to Friday, 28 August 2026 (both days inclusive) during which period no transfers of shares will be registered. In order to qualify for attending and voting at the forthcoming AGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar (the "**Branch Share Registrar**"), Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 25 August 2026.

RENEWAL OF THE GENERAL MANDATE TO ISSUE SHARES

At the AGM of the Company held on 29 August 2025, the Directors were granted a General Mandate to allot, issue and deal with shares up to a maximum of 20% of the issued share capital of the Company at the date of passing of the resolution. This mandate will expire at the conclusion of the forthcoming AGM. A resolution set out as resolution 4 in the notice of the AGM will be proposed to renew this mandate. The Board wishes to state that they have no immediate plan to issue any new shares.

As at the Latest Practicable Date, the number of shares in issue was 233,499,610 shares. On the basis of such figure and assuming there is no issue of shares prior to the date of the AGM, the Company would be allowed under the General Mandate to issue shares to allot and issue up to 46,699,922 shares representing 20 per cent of the issued share capital of the Company.

AGM

A notice convening the AGM to be held at 14/F., Block B, Vita Tower, 29 Wong Chuk Hang Road, Hong Kong on Friday, 28 August 2026 at 4:30 p.m. is set out on pages 13 to 16 of this circular. Ordinary resolutions will be proposed at the AGM to approve, among other things, the re-election of the retiring directors, the re-appointment of auditor and the renewal of the General Mandate to issue shares.

A form of proxy for use at the AGM is enclosed with this circular. If you are unable to attend the AGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and deposit the same at the office of the Branch Share Registrar, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong no less than 48 hours before the time for holding the AGM or any adjournment thereof. Completion and return of a form of proxy will not prelude a shareholder from attending in person and voting at the AGM or any adjournment thereof, should he so wish.

All the resolutions proposed to be approved at the AGM will be taken by poll.

RECOMMENDATIONS

The Board believes that the re-election of the retiring directors, the re-appointment of auditor and the renewal of the General Mandate to issue shares are in the interests of the Company and the Shareholders and accordingly recommends you to vote in favour of all the relevant resolutions to be proposed at the AGM.

Yours faithfully
HKC International Holdings Limited
Chan Chung Yee, Hubert
Chairman

EXECUTIVE DIRECTORS

Mr. CHAN Chung Yee, Hubert ("**Mr. Chan H**"), aged 66, joined the Group in 1987. He is the chairman and chief executive officer of the Company and is responsible for the formulation of corporate strategies and business development of the Group and effective running of the Board. He has over 30 years of experience in the information and communications technology industry. Mr. Chan H obtained a Bachelor's Degree in Industrial Engineering from the University of Hong Kong, an Executive Master of Business Administration from the Hong Kong University of Science and Technology and a DBA from the Hong Kong Polytechnic University. Mr. Chan H is also very active in promoting the telecommunications industry in Hong Kong. He is the former Chairman of the Communications Association of Hong Kong from 2006 to 2012.

Mr. Chan H has entered into a letter of appointment with the Company for a term of three years in relation to his appointment as an executive director. Mr. Chan H is entitled to a monthly salary of HK$89,918 and a discretionary bonus to be determined by the Board. The remuneration of Mr. Chan H was determined with reference to the prevailing market conditions and the terms of the Company's remuneration policy.

Mr. Chan H has not held any directorship in other listed companies in Hong Kong in the last three years. He is the elder brother of Mr. Chan Chung Yin, Roy and does not have any relationship with any other directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Mr. Chan H is interested in 142,997,292 shares of the Company, representing approximately 61.24% of the issued share capital of the Company as at the Latest Practicable Date.

There is no information in relation to Mr. Chan H that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules.

Save as disclosed above, there are no other matters concerning the re-election of Mr. Chan H that need to be brought to the attention of the Shareholders.

Mr. CHAN Chung Yin, Roy ("**Mr. Chan R**"), aged 64, joined the Group in 2005. He graduated from the University of Toronto, Canada with a Bachelor's Degree in Computer Science and has over 20 years of experience in the information and communications technology.

Mr. Chan R has entered into a letter of appointment with the Company for a term of three years in relation to his appointment as an executive director. Mr. Chan R is entitled to a monthly salary of HK$16,233 and a discretionary bonus to be determined by the Board. The remuneration of Mr. Chan R was determined with reference to the prevailing market conditions and the terms of the Company's remuneration policy.

Mr. Chan R has not held any directorship in other listed companies in Hong Kong in the last three years. He is the younger brother of Mr. Chan Chung Yee, Hubert and does not have any relationship with other directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Mr. Chan R is interested in 13,224,398 shares of the Company, representing approximately 5.66% of the issued share capital of the Company as at the Latest Practicable Date.

There is no information in relation to Mr. Chan R that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules.

Save as disclosed above, there are no other matters concerning the re-election of Mr. Chan R that need to be brought to the attention of the Shareholders.

Mr. LAM Man Hau ("**Mr. Lam**"), aged 55, joined the Group in 2015 with over 20 years of experience in intelligent system control, system integration, home and building automation. He is the general manager of Carrot Home Solutions Limited and is responsible for sales management, product marketing and business development. He earned his Bachelor Degree of Science from University of California, Berkeley in the United States and Master Degree of Science from the University of Hong Kong.

Mr. Lam has entered into a letter of appointment with the Company for a term of one year in relation to his appointment as an executive director. The appointment will be automatically renewed for successive terms of one year unless terminated by either party by not less than three months' notice in writing prior to the expiry of the then current term. Mr. Lam is entitled to a monthly salary of HK$91,520 and a discretionary bonus to be determined by the Board. The remuneration of Mr. Lam was determined with reference to the prevailing market conditions and the terms of the Company's remuneration policy.

Mr. Lam has not held any directorship in other listed companies in Hong Kong in the last three years. He does not have any relationship with other directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Mr. Lam is interested in 1,298,125 shares of the Company, representing approximately 0.56% of the issued share capital of the Company as at the Latest Practicable Date.

There is no information in relation to Mr. Lam that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules.

Save as disclosed above, there are no other matters concerning the re-election of Mr. Lam that need to be brought to the attention of the Shareholders.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Dr. CHU Chor Lup ("**Dr. Chu**"), aged 73, joined the Group in 2001. He is a practising doctor. He is a fellow of Hong Kong College of Physician and Hong Kong Academy of Medicine and Royal College of Physician (Glasgow). He has been the member of the Hospital Governing Committee from 1997 to 2022.

Dr. Chu has entered into a letter of appointment with the Company for a term of one year. The appointment will be automatically renewed for successive terms of one year unless terminated by either party by not less than three months' notice in writing prior to the expiry of the then current term. Dr. Chu is entitled to the annual director fee of HK$40,000. The remuneration of Dr. Chu was determined with reference to the prevailing market conditions and the terms of the Company's remuneration policy.

Dr. Chu has not held any directorship in other listed companies in Hong Kong in the last three years and does not have any relationship with any other directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Dr. Chu is not interested or deemed to be interested in any shares of the Company or its associated corporation within the meaning of Part XV of the SFO. The Company has received from Dr. Chu an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules.

Pursuant to the Code Provision B.2.3 of the Corporate Governance Code contained in Appendix C1 of the Listing Rules, if an independent non-executive director serves more than nine years, his further appointment should be subject to a separate resolution to be approved by Shareholders. Since his appointment on 1 September 2001, Dr. Chu has been serving as an independent non-executive director for 25 years. Dr. Chu has never been involved with the daily operations and business decisions of the Company. The Company has received from Dr. Chu an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules. The Board is of the opinion that Dr. Chu maintains an independent view of the Company's affairs and is able to carry out his duties as an independent non-executive director in an impartial manner. The Board therefore recommends the re-election of Dr. Chu as an independent non-executive director notwithstanding the fact that Dr. Chu has served the Company for more than nine years.

There is no information in relation to Dr. Chu that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules.

Save as disclosed above, there are no other matters concerning the re-election of Dr. Chu that need to be brought to the attention of the Shareholders.

Dr. LAW Ka Hung ("**Dr. Law**"), aged 71, joined the Group in 2012. He was awarded a Master of Science degree from Warwick University in July 1988 and a Doctor of Business Administration degree from the Hong Kong Polytechnic University in November 2001. He has been admitted as a full member of the Hong Kong Computer Society since January 1989. He has been the independent non-executive director of Baguio Green Group Ltd (stock code: 1397) from 22 May 2014 to 31 May 2023.

Dr. Law has entered into a letter of appointment with the Company for a term of one year. The appointment will be automatically renewed for successive terms of one year unless terminated by either party by not less than three months' notice in writing prior to the expiry of the then current term. Dr. Law is entitled to the annual director fee of HK$30,000. The remuneration of Dr. Law was determined with reference to the prevailing market conditions and the terms of the Company's remuneration policy.

Dr. Law does not have any relationship with any other directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Dr. Law is not interested or deemed to be interested in any shares of the Company or its associated corporation within the meaning of Part XV of the SFO. The Company has received from Dr. Law an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules.

Pursuant to the Code Provision B.2.3 of the Corporate Governance Code contained in Appendix C1 of the Listing Rules, if an independent non-executive director serves more than nine years, his further appointment should be subject to a separate resolution to be approved by Shareholders. Since his appointment on 1 December 2012, Dr. Law has been serving as an independent non-executive director for 14 years. Dr. Law has never been involved with the daily operations and business decisions of the Company. The Company has received from Dr. Law an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules. The Board is of the opinion that Dr. Law maintains an independent view of the Company's affairs and is able to carry out his duties as an independent non-executive director in an impartial manner. The Board therefore recommends the re-election of Dr. Law as an independent non-executive director notwithstanding the fact that Dr. Law has served the Company for more than nine years.

There is no information in relation to Dr. Law that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules.

Save as disclosed above, there are no other matters concerning the re-election of Dr. Law that need to be brought to the attention of the Shareholders.

Mr. WONG Kwok Leung ("**Mr. Wong**"), aged 67, joined the Group in 2023. He has extensive experience in Telecom industry. Mr. Wong has taken several regional management roles in multinational companies providing hardware and software solutions to telecom operators. Mr. Wong worked in Tecnomen Corporation, a Finnish company providing multimedia messaging solutions to telecom operators from 1995 to 2002. Mr. Wong was the Head of the Greater China region. Mr. Wong joined Comptel Corporation in 2002, a Finnish company providing operational support system to telecom service providers. Mr. Wong was the APAC North Regional Director heading the business in the region from 2002 to 2014. Mr. Wong joined Ascom Network Testing in 2014, a Swiss company providing telecom network testing solutions to telecom operators. Mr. Wong was the Account Director managing key accounts in the region. Mr. Wong has been the Director of Hong Kong Pacific Technology Limited since 2016 providing business consulting service to various companies and industries.

Mr. Wong graduated from University of Hong Kong with a Bachelor of Science degree in Industrial Engineering in 1982. He obtained his master degree in Business Management from University of South Australia in 2000 and Telecom Mini MBA program from Informa Management & Leadership Academy in 2007.

Mr. Wong has entered into an appointment letter with the Company in relation to his appointment as an independent non-executive director for an initial term of one year and renewable automatically for successive terms of one year unless terminated by not less than three months' prior notice in writing served by either party at any time during the then existing term. Mr. Wong is entitled to an annual director fee of HK$30,000. The remuneration of Mr. Wong was determined with reference to the prevailing market conditions and the terms of the Company's remuneration policy.

Mr. Wong does not have any relationship with any other directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Mr. Wong is not interested or deemed to be interested in any shares of the Company or its associated corporation within the meaning of Part XV of the SFO. The Company has received from Mr. Wong an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules.

There is no information in relation to Mr. Wong that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules.

Save as disclosed above, there are no other matters concerning the re-election of Mr. Wong that need to be brought to the attention of the Shareholders.

香港通訊

HKC INTERNATIONAL HOLDINGS LIMITED
香 港 通 訊 國 際 控 股 有 限 公 司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 248)

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**Meeting**") of HKC International Holdings Limited (the "**Company**") will be held at 4:30 p.m. on Friday, 28 August 2026 at 14/F., Block B, Vita Tower, 29 Wong Chuk Hang Road, Hong Kong to transact the following ordinary businesses:

1. to receive and approve the audited consolidated financial statements and the report of the directors and independent auditor's report of the Company for the year ended 31 March 2026.

2. (a) to re-elect Mr. Chan Chung Yee Hubert as an executive director of the Company;

   (b) to re-elect Mr. Chan Chung Yin Roy as an executive director of the Company;

   (c) to re-elect Mr. Lam Man Hau as an executive director of the Company;

   (d) to re-elect Dr. Chu Chor Lup as an independent non-executive director of the Company who has already served the Company for more than nine years;

   (e) to re-elect Dr. Law Ka Hung as an independent non-executive director of the Company who has already served the Company for more than nine years;

   (f) to re-elect Mr. Wong Kwok Leung as an independent non-executive director of the Company; and

   (g) to authorize the board of directors to fix the directors' remuneration.

3. to re-appoint SHINEWING (HK) CPA Limited as the Company's auditors and to authorise the board of directors to fix their remuneration.

* *For identifications purposes only*

and to consider as special business and, if thought fit, pass with or without modifications the following resolution as ordinary resolution:

4. "**THAT**:

(a) subject to paragraph (c) below, pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Listing Rules**") and all other applicable laws, the exercise by the directors of the Company ("**Directors**") during the Relevant Period (as defined in paragraph (d) below) of all the powers of the Company to allot, issue or otherwise deal with the unissued shares of HK$0.08 each ("**Shares**") in the share capital of the Company, and to make or grant offers, agreements and options (including warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers be and the same is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options (including warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate nominal amount of share capital of the Company allotted and issued or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to options or otherwise) by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined in paragraph (d) below);

(ii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company in force from time to time; or

(iii) the exercise of option under a share option scheme by the Company,

shall not exceed 20 per cent of the aggregate nominal amount of the share capital of the Company in issue as at the date of passing this resolution; and the said approval shall be limited accordingly; and

(d) for the purposes of this resolution:

"Relevant Period" means the period from the date of passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable law of the Cayman Islands to be held; and

(iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this resolution.

"Rights Issue" means an offer of Shares, or offer or issue of warrants, options or other securities giving rights to subscribe for Shares open for a period fixed by the Directors to the holders of Shares whose names appear on the Company's register of members on a fixed record date in proportion to their then holdings of Shares as at that date (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, or having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong)."

Notes:

1. Any shareholder of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person to attend and vote on his/her behalf. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his/her behalf at the Meeting. A proxy need not be a shareholder of the Company.

2. A form of proxy for use at the Meeting is enclosed. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the office of the Company's Hong Kong branch share registrar ("**Branch Share Registrar**"), Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong no less than 48 hours before the time for holding the Meeting or any adjournment thereof. Completion and return of a form of proxy will not prelude a shareholder from attending in person and voting at the Meeting or any adjournment thereof, should he/she so wish.

3. The register of members of the Company will be closed from Wednesday, 26 August 2026 to Friday, 28 August 2026 (both days inclusive), during which period no transfers of shares will be registered. In order to qualify for attending and voting at the Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Branch Share Registrar, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 25 August 2026.

4. In relation to the proposed resolution numbered 4 above, approval is being sought from the shareholders of the Company for the grant to the Directors of a general mandate to authorize the allotment and issue of Shares under the Listing Rules. The Directors have no immediate plans to issue any new shares.

5. If a black rainstorm warning signal or a tropical cyclone warning signal No. 8 or above or "extreme conditions" announced by the Hong Kong Government is/are in force any time after 2:30 p.m. on the date of the Meeting, the Meeting will be adjourned to Monday, 31 August 2026 at the same time and venue irrespective of whether a black rainstorm warning signal or a tropical cyclone warning signal No. 8 or above or "extreme conditions" announced by the Hong Kong Government is/are in force or not. All forms of proxy deposited with the Branch Share Registrar, Union Registrars Limited, for the purposes of AGM will remain valid for the adjourned meeting.