
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 a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in CSI Properties Limited (the “**Company**”), you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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CSI PROPERTIES LIMITED

資本策略地產有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 497)

(Warrant Code: 2612)

- (1) PROPOSALS FOR RE-ELECTION OF DIRECTORS;
(2) GENERAL MANDATES TO ISSUE SHARES
AND REPURCHASE SHARES AND WARRANTS;
AND
(3) NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the annual general meeting of the Company (the “**Annual General Meeting**”) to be held by way of a virtual meeting using an online platform at https://meetings.computershare.com/csigroup_2026AGM on Thursday, 27 August 2026 at 10:00 a.m. is set out on pages 17 to 21 of this circular. A form of proxy for use at the Annual General Meeting is enclosed with this circular. Whether or not you are able to attend and vote at the Annual General Meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible to the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong and in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjourned or postponed meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting at the Annual General Meeting or any adjournment or postponement thereof (as the case may be) if you so desire. In such case, the instrument appointing a proxy shall be deemed to be revoked.

* For identification purpose only

GUIDANCE FOR THE ANNUAL GENERAL MEETING

VIRTUAL ANNUAL GENERAL MEETING

The forthcoming annual general meeting of the Company (the “**Annual General Meeting**”) will be held by way of virtual meeting through broadcasting at the website https://meetings.computershare.com/csigroup_2026AGM (the “**Online Platform**”). Shareholders attending and participating in the Annual General Meeting using the Online Platform will be deemed present at, and will be counted towards the quorum of, the Annual General Meeting and they will be able to cast their votes and submit questions through the Online Platform. Unless otherwise defined herein, terms used in this Guidance for the Annual General Meeting shall have the same meanings in the “Definitions” section of this circular.

HOW TO ATTEND AND VOTE

Both registered and non-registered Shareholders will be able to attend and view a live webcast of the Annual General Meeting, raise questions and cast vote through the Online Platform.

Shareholders who wish to attend the Annual General Meeting and exercise their voting rights can be achieved in one of the following ways:

- (i) attend the Annual General Meeting via the Online Platform, which enables live streaming and interactive platform for questions and answers and submission of their votes online; or
- (ii) appoint the chairman of the Annual General Meeting or other persons as their proxies to vote on their behalf via the Online Platform.

Online Platform

The Online Platform will be opened for registered and non-registered Shareholders to log into approximately 30 minutes prior to the commencement of the Annual General Meeting and can be accessed from any location with internet connection by a smart phone, tablet device or computer. Shareholders should allow ample time to check into the Online Platform to complete the related procedures.

A step-by-step “Online Meeting User Guide” for the login process of the Annual General Meeting has been made available on the Company’s website at www.csigroup.hk for assistance.

Shareholders should note that only one device is allowed per login. Please keep the login details in safe custody for use at the Annual General Meeting and do not disclose them to anyone else. Neither the Company nor its share registrar assumes any obligation or liability whatsoever in connection with the transmission of the login details or any use of the login details for attendance, voting or otherwise. The submission of the vote through the Online Platform using your login details will be conclusive evidence that the vote was cast by you as a Shareholder. The Company, its agents and its share registrar take no responsibility for all or any loss or other consequence caused by or resulting from any unauthorised use of the login details.

Shareholders should also note that an active and stable internet connection is required in order to allow them to participate, vote and submit questions at the Annual General Meeting through the Online Platform. It is the users’ own responsibility to ensure that they have a sufficient and stable internet connection.

GUIDANCE FOR THE ANNUAL GENERAL MEETING

Login details for joining the Annual General Meeting

Registered Shareholders

For registered Shareholders, the login details for joining the Annual General Meeting through the Online Platform are provided in the notification letter that has been sent together with this circular.

In the case of joint registered holders of any Share(s), only ONE PAIR of log-in username and password will be provided to the joint holders. Any one of such joint holders may attend or vote in respect of such Share(s) as if he/she/it was solely entitled thereto.

New registered Shareholders

For new registered Shareholders (being Shareholders who registered after the despatch date of the Annual General Meeting documents but are still entitled to attend, participate and vote at the Annual General Meeting), login details can be obtained by request from the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited ("**Computershare**"), with the contact details below:

Computershare Hong Kong Investor Services Limited

Address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

Tel: (852) 2862 8555

Fax: (852) 2865 0990

Website: www.computershare.com/hk/contact

Non-registered Shareholders

Non-registered Shareholders who wish to attend and vote at the Annual General Meeting through the Online Platform should:

- (i) contact and instruct your banks, brokers, custodians, nominees or HKSCC Nominees Limited by which your Shares are held (collectively, the "**Intermediary**") to appoint you as the proxies or corporate representatives to attend and vote at the Annual General Meeting; and
- (ii) provide your email address(es) to your Intermediary before the deadline imposed by your Intermediary.

Login details to access the Online Platform will be sent to the non-registered Shareholders by Computershare to the email address(es) you provided to the Intermediary. Any non-registered Shareholder who has provided an email address through the relevant Intermediary for this purpose but has not received the login details by email by 3:00 p.m. on Wednesday, 26 August 2026 should reach out to Computershare for assistance.

GUIDANCE FOR THE ANNUAL GENERAL MEETING

Without the login details, non-registered Shareholders will not be able to attend, participate or vote at the Annual General Meeting. Non-registered Shareholders should therefore give clear and specific instructions to their Intermediary in respect of both (i) and (ii) above.

Proxies or corporate representatives

Login details to access the Online Platform will be sent by Computershare to the email address(es) of the proxies provided in the returned forms of proxy.

For corporate Shareholders who wish to appoint representatives to attend, participate and vote at the Annual General Meeting on their behalf through the Online Platform, please call the service hotline of Computershare at (852) 2862 8555 during business hours from 9:00 a.m. to 6:00 p.m. (Hong Kong time) from Monday to Friday, excluding Hong Kong public holidays for arrangements.

Any proxy or corporate representative who has not received the login details by email by 3:00 p.m. on Wednesday, 26 August 2026 should reach out to Computershare for assistance.

PROXY APPOINTMENT

A proxy form is enclosed with this circular or can be downloaded from the website of the Stock Exchange at www.hkexnews.hk and on the Company's website at www.csigroup.hk.

A Shareholder who is entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to exercise the Shareholder's rights at the Annual General Meeting. A proxy may attend, speak and vote instead of the Shareholder. A proxy needs not be a Shareholder of the Company.

Irrespective of whether Shareholders are able to attend the Annual General Meeting, you are encouraged to appoint the Chairman of the Annual General Meeting as your proxy. If the proxy appointed is not the Chairman of the Annual General Meeting, you are requested to provide a valid email address of your proxy to receive the login details. If no email address is provided, your proxy cannot attend, participate or vote at the Annual General Meeting.

All proxy forms must be completed and returned in accordance with the instructions printed thereon to Computershare at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment or postponement thereof (as the case may be). The deadline to submit completed proxy forms is Tuesday, 25 August 2026 at 10:00 a.m..

Completion and return of the form of proxy will not preclude any member of the Company from attending and voting at the Annual General Meeting through the Online Platform or any adjournment or postponement thereof (as the case may be) if such member so desires and in such case, the form of proxy will be deemed to be revoked.

GUIDANCE FOR THE ANNUAL GENERAL MEETING

QUESTIONS AT THE ANNUAL GENERAL MEETING

The Company will endeavour to address relevant questions in relation to the proposed resolutions at the Annual General Meeting. However, the Company may not be able to answer all the questions during the time allocated. Unanswered questions may be responded to after the Annual General Meeting.

If Shareholders have any questions relating to the Annual General Meeting arrangements, please contact the share registrar of the Company as follows:

Computershare Hong Kong Investor Services Limited

Address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

Tel: (852) 2862 8555

Fax: (852) 2865 0990

Online Enquiries: www.computershare.com/hk/en/online_feedback

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DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company to be held by way of a virtual meeting on Thursday, 27 August 2026 at 10:00 a.m., or any adjournment or postponement thereof
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors
“Bye-laws”	the bye-laws of the Company as amended from time to time
“CG Code”	the Corporate Governance Code set out in Appendix C1 of the Listing Rules
“close associate(s)”	has the same meaning as ascribed to it under the Listing Rules
“Company”	CSI Properties Limited, a company incorporated in Bermuda with limited liability which shares are listed on the Main Board of the Stock Exchange
“core connected person(s)”	has the same meaning as ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Executive Committee”	the executive committee of the Board
“General Mandate”	the general and unconditional mandate proposed to be granted to the Directors to allot, issue and deal with Shares (including the sale or transfer of treasury shares out of treasury) up to 20% of the aggregate number of issued Shares (excluding treasury shares) as at the date of passing of the ordinary resolution in relation thereto;
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	24 July 2026, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular

DEFINITIONS

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	the nomination committee of the Board
“Remuneration Committee”	the remuneration committee of the Board
“Repurchase Mandate”	the general and unconditional mandate proposed to be granted to the Directors to (i) repurchase the Shares up to 10% of the aggregate number of issued Shares (excluding treasury shares) as at the date of passing of the ordinary resolution in relation thereto; and (ii) repurchase Warrants representing up to 10% of the total number of outstanding Warrants as at the date of passing of the ordinary resolution in relation thereto
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended from time to time
“Share(s)”	ordinary share(s) of HK\$0.016 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary”	any entity which falls within the meaning of the term “subsidiary” as defined in the Listing Rules and the term “subsidiaries” shall be construed accordingly
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers
“treasury shares”	has the same meaning as ascribed to it under the Listing Rules
“Warrant(s)”	bonus warrant(s) issued by the Company entitling the holders to subscribe for one new Share for each bonus warrant held, at a subscription price of HK\$0.22 per share (subject to adjustments) for each bonus warrant (warrant code: 2612), details of which are set out in the prospectus of the Company dated 21 March 2025
“%”	per cent.

LETTER FROM THE BOARD



CSI PROPERTIES LIMITED

資本策略地產有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 497)

(Warrant Code: 2612)

Executive Director:

Mr. Chung Cho Yee, Mico (*Chairman*)

Mr. Kan Sze Man

Mr. Chow Hou Man

Mr. Ho Lok Fai

Mr. Leung King Yin, Kevin

Ms. Chung Yuen Tung, Jasmine

Mr. Yip Chai Tuck

Non-executive Director:

Mr. Lo Hing Hung

(with Mr. Ip Ho Wang as his alternate)

Independent Non-executive Directors:

Dr. Lo Wing Yan, William, *JP*

Mr. Shek Lai Him, Abraham, *GBS, JP*

Mr. Chak Hubert

Mr. Yip Ka Kay

Registered office:

Clarendon House

2 Church Street

Hamilton HM11

Bermuda

Principal place of business

in Hong Kong:

31/F., Bank of America Tower

12 Harcourt Road

Central

Hong Kong

30 July 2026

*To the Shareholders and,
for information only, the holders of the Warrants*

Dear Sir or Madam,

**(1) PROPOSALS FOR RE-ELECTION OF DIRECTORS;
(2) GENERAL MANDATES TO ISSUE SHARES
AND REPURCHASE SHARES AND WARRANTS;
AND
(3) NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purposes of this circular are to provide you with information regarding the resolutions to be proposed at the Annual General Meeting relating to:–

* *For identification purpose only*

LETTER FROM THE BOARD

- (i) the re-election of the Directors; and
- (ii) the granting to the Directors of (a) the General Mandate (and the extension thereof); and (b) the Repurchase Mandate.

The notice of the Annual General Meeting is enclosed herein as part of this circular.

RE-ELECTION OF DIRECTORS

The Board currently consists of twelve Directors, namely, Mr. Chung Cho Yee, Mico, Mr. Kan Sze Man, Mr. Chow Hou Man, Mr. Ho Lok Fai, Mr. Leung King Yin, Kevin, Ms. Chung Yuen Tung, Jasmine, Mr. Yip Chai Tuck, Mr. Lo Hing Hung (with Mr. Ip Ho Wang as his alternate), Dr. Lo Wing Yan, William, *JP*, Mr. Shek Lai Him, Abraham, *GBS, JP*, Mr. Chak Hubert and Mr. Yip Ka Kay.

Pursuant to Bye-law 99(A) of the Bye-laws, at each annual general meeting, one-third of the Directors for the time being or, if their number is not three or a multiple of three, then the number nearest to but not less than one-third, shall retire from office by rotation provided that each Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years at the annual general meeting.

Pursuant to the CG Code, every Director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

Reference is made to the announcement of the Company dated 27 November 2025 in relation to the appointment of Mr. Yip Ka Kay as an independent non-executive Director and the announcement of the Company dated 11 December 2025 in relation to the appointment of Mr. Yip Chai Tuck as an executive Director pursuant to Bye-law 102(B) of the Bye-laws.

Pursuant to Bye-law 102(B) of the Bye-laws, the Directors shall have power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board, and any Director so appointed shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election at the meeting but shall not be taken into account in determining the Directors who are to retire by rotation at such meeting.

Accordingly, the following Directors will retire from office by rotation at the conclusion of the Annual General Meeting:

Name	Position
(a) Mr. Ho Lok Fai	Executive Director
(b) Mr. Leung King Yin, Kevin	Executive Director

LETTER FROM THE BOARD

Further, the following Directors shall hold office until the Annual General Meeting pursuant to Bye-law 102(B) of the Bye-laws:

Name	Position
(a) Mr. Yip Chai Tuck	Executive Director
(b) Mr. Yip Ka Kay	Independent Non-executive Director

Mr. Ho Lok Fai, Mr. Leung King Yin, Kevin, Mr. Yip Chai Tuck and Mr. Yip Ka Kay, being eligible, will offer themselves for re-election at the Annual General Meeting.

If re-elected at the Annual General Meeting, each of Mr. Ho Lok Fai, Mr. Leung King Yin, Kevin, Mr. Yip Chai Tuck and Mr. Yip Ka Kay will be subject to rotation, removal, vacation or termination of their offices as Directors as set out in the Bye-laws or the disqualification to act as a Director under the Bye-laws, the laws of Bermuda and the Listing Rules. Their brief biographical details and particulars required to be disclosed under the Listing Rules are set out in Appendix I to this circular.

Recommendation of the Nomination Committee on re-election of independent non-executive Directors

The Nomination Committee has taken into account the nomination policy and procedures adopted by the Company in making the recommendation to the Board for the re-election of Mr. Yip Ka Kay as an independent non-executive Director. In particular, the Nomination Committee has assessed them against the following nomination criteria applicable to independent non-executive Directors:

- (a) willingness and ability to devote sufficient time to attend Board meetings and discharge of the duties of a Director;
- (b) the skills, knowledge and experience which are relevant to the operations of the Group possessed by the candidate;
- (c) whether the candidate is a person of integrity, honesty, good reputation and high professional standing; and
- (d) whether the candidate satisfies the independence requirements for independent non-executive directors under the Listing Rules.

The Nomination Committee has also reviewed the written confirmation of independence of Mr. Yip Ka Kay based on the independence criteria as set out in Rule 3.13 of the Listing Rules and is satisfied that he remains independent. In addition, the Nomination Committee has evaluated his performance and considers that he has provided valuable contributions and devoted sufficient time to the Company and has demonstrated their abilities to provide independent, balanced and objective view to the Company's affairs.

LETTER FROM THE BOARD

The Nomination Committee is also of the view that Mr. Yip Ka Kay would bring to the Board his own perspective, skills and experience, as further described in his biography in Appendix I to this circular. With his strong and diversified background and experience, the Nomination Committee considers that he can contribute to the diversity of the Board, and his re-election would be in the interests of the Company and the Shareholders as a whole.

Having considered the above and reviewed the structure, size, composition and diversity of the Board from a number of aspects, in particular the age, length of service, professional experience, skills and expertise of each Director, and with the recommendation of the Nomination Committee, the Board is of the view that Mr. Yip Ka Kay should be re-elected for a further term at the Annual General Meeting. The Board thus recommends the Shareholders to vote in favour of the resolution to re-elect Mr. Yip Ka Kay as an independent non-executive Director.

THE GENERAL MANDATE AND THE EXTENSION THEREOF

At the Annual General Meeting, an ordinary resolution will be proposed to grant to the Directors the General Mandate to allot, issue and/or otherwise deal with Shares (including the sale or transfer of treasury shares out of treasury) representing up to 20% of the aggregate number of issued Shares (excluding treasury shares) as at the date of passing of the resolution.

As at the Latest Practicable Date, there were 12,893,705,542 Shares in issue and there were no treasury shares held by the Company. Assuming no further Shares will be issued or repurchased prior to the date of the Annual General Meeting, the Directors will be authorised to issue a maximum of 2,578,741,108 Shares pursuant to the General Mandate.

Subject to the passing of the ordinary resolutions of the General Mandate and Repurchase Mandate, a separate ordinary resolution will also be proposed to authorise the Directors to allot, issue and/or otherwise deal with further Shares (including the sale or transfer of treasury shares out of treasury) not exceeding the aggregate number of issued Shares repurchased pursuant to the Repurchase Mandate.

THE REPURCHASE MANDATE

At the Annual General Meeting, an ordinary resolution will be proposed to grant to the Directors the Repurchase Mandate to exercise all powers of the Company to (i) repurchase issued Shares representing up to 10% of the aggregate number of issued Shares (excluding treasury shares) as at the date of passing the resolution; and (ii) repurchase Warrants representing up to 10% of the total number of outstanding Warrants as at the date of passing of the resolution pursuant to the Listing Rules.

As at the Latest Practicable Date, there were (i) 12,893,705,542 Shares in issue; (ii) no treasury shares held by the Company; and (iii) 460,489,473 outstanding Warrants in issue. Assuming no further Shares will be issued (whether pursuant to the exercise of subscription rights attaching to the Warrants or not) or repurchased prior to the Annual General Meeting, the Directors will be authorised to repurchase a maximum of 1,289,370,554 Shares and a maximum of 46,048,947 Warrants pursuant to the Repurchase Mandate.

In accordance with the Listing Rules, the Company is required to send to the Shareholders an explanatory statement which is set out in Appendix II to this circular.

LETTER FROM THE BOARD

RE-APPOINTMENT OF AUDITORS

Deloitte Touche Tohmatsu will retire as the auditors of the Company at the Annual General Meeting and, being eligible, offer themselves for re-appointment. Upon the recommendation of the Audit Committee, the Board proposed to pass an ordinary resolution to approve the re-appointment of Deloitte Touche Tohmatsu as the auditors of the Company and to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix the auditor's remuneration.

The estimated audit fee for the audit of the consolidated financial statements of the Group for the financial year ending 31 March 2027 is expected to be in the range of approximately HK\$3,100,000 to HK\$3,150,000 (exclusive of taxes and other disbursements).

The estimation has been determined after due consideration and arm's length negotiations between the Company and Deloitte Touche Tohmatsu, after taking into account various factors including but not limited to the size and structure of the Group, the nature and complexity of the Group's businesses, the expected scope, timetable and direction of the audit and the time and resources deployed by the auditors.

The estimated audit fee also assumes that there will be no material changes in the Group's business and operations, accounting policies or regulatory environment, and that the Company will provide timely and adequate assistance and information as required for the audit.

The Board considers that the estimated audit fee agreed with Deloitte Touche Tohmatsu is a fair and reasonable estimation after due consideration and taking into account the facts and circumstances known as at the relevant time. The Board is of the view that the re-appointment of Deloitte Touche Tohmatsu as the auditor of the Company is in the interests of the Company and the Shareholders as a whole.

ANNUAL GENERAL MEETING

A notice of the Annual General Meeting to be held by way of a virtual meeting on Thursday, 27 August 2026 at 10:00 a.m. is set out on pages 17 to 21 of this circular.

In accordance with Rule 13.39(4) of the Listing Rules, the vote of the Shareholders at the Annual General Meeting will be taken by poll.

A form of proxy for use at the Annual General Meeting is enclosed with this circular. Whether or not you intend to attend and vote at the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions set out therein and return it to the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event, not less than 48 hours before the time appointed for holding the Annual General Meeting. Completion and return of the form of proxy will not preclude you from attending and voting at the Annual General Meeting should you so wish. In such case, the instrument appointing a proxy shall be deemed to be revoked.

Shareholders are advised to read the "Guidance for the Annual General Meeting" hereinabove carefully prior to attending the Annual General Meeting.

LETTER FROM THE BOARD

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Monday, 24 August 2026 to Thursday, 27 August 2026 (both days inclusive), during which period no transfer of Shares will be registered, for the purposes of determining the entitlements of the Shareholders to attend and vote at the Annual General Meeting. The record date for determining the entitlements of the Shareholders to attend and vote at the Annual General Meeting is Thursday, 27 August 2026.

In order to qualify for attending and voting at the Annual General Meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Friday, 21 August 2026.

In order to qualify for attending and voting at the Annual General Meeting as Shareholders, the holders of the Warrants must lodge the subscription form accompanied by the relevant Warrant certificate and the relevant exercise moneys for registration with Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Wednesday, 19 August 2026.

RECOMMENDATION

The Directors consider that the resolutions proposed in the notice of the Annual General Meeting are all in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of all resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
By Order of the Board
CSI Properties Limited
Tang Wallace
Company Secretary

The biographical details of the Directors proposed to be re-elected at the Annual General Meeting are set out as follows:

Mr. Ho Lok Fai (“Mr. Ho”), aged 65, executive Director, joined the Company in 2005. He is a deputy managing director/director of certain subsidiaries of the Company and a member of the Executive Committee. Mr. Ho has been involved in the commercial property investment and agency business since 1991, having over 30 years of solid and proven experience specialising in the investment in Grade A and B offices in Hong Kong. He is responsible for investment in commercial properties, leasing matters, and the property management business for offices and industrial properties of the Group. He possesses exceptional acumen and insight in the property market business, with comprehensive understanding of extensive clientele in commercial property investments; extensive and reliable connection with the reputable estate agents in the commercial property market for which he can readily procure to dispose commercial and development projects of the Group into the market in the most profitable and efficient manner. For many years, he has achieved very satisfactory results and performance for those projects or investments that he has been involved in.

Save as disclosed above, as at the Latest Practicable Date, Mr. Ho (i) does not hold any other positions with the Company or any other members of the Group; (ii) has not held any other directorships at present or in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not have other major appointments and professional qualifications; (iii) has no interest in the shares of the Company within the meaning of Part XV of the SFO; and (iv) does not have any relationships with any other Directors, senior management or any substantial or controlling Shareholders.

Mr. Ho has entered into a service agreement with the Company for an initial term of three years commencing from 23 August 2023, which shall be automatically renewed for a further term of one year each commencing from the expiry date of the initial term or subsequent renewal term(s) thereof (as the case may be), subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Bye-laws and the Listing Rules. Pursuant to the service agreement, Mr. Ho is not entitled to any director’s fee, subject to review from time to time by the Remuneration Committee, with reference to his background, qualification, experience, duties and responsibilities within the Company as well as the Company’s performance and prevailing market conditions. For the year ended 31 March 2026, total emoluments of HK\$4,193,000 were payable to Mr. Ho by the Company.

Mr. Leung King Yin, Kevin (“Mr. Leung”), aged 64, executive Director, joined the Company in 2021 and was appointed as managing director of development in May 2021 by the Company. He is a director of a subsidiary of the Company and a member of the Executive Committee. He is the head of the project management and development department of the Group, leading a team of project managers and surveyors in managing a variety of residential and commercial projects in Hong Kong. Prior to joining the Group, he was the general manager/project director of a number of sizable listed companies. He has over 30 years of experience in the property development field with a variety of portfolio including residential, commercial and hotel developments in Hong Kong, Mainland China and Canada. Mr. Leung holds a Bachelor degree of Architecture from the University of Melbourne. He is a registered architect and an authorised person under the Buildings Ordinance (Cap. 123 of the Laws of Hong Kong), with extensive project management experience.

Save as disclosed above, as at the Latest Practicable Date, Mr. Leung (i) does not hold any other positions with the Company or any other members of the Group; (ii) has not held any other directorships at present or in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not have other major appointments and professional qualifications; (iii) has no interest in the shares of the Company within the meaning of Part XV of the SFO; and (iv) does not have any relationships with any other Directors, senior management or any substantial or controlling Shareholders.

Mr. Leung has entered into a service agreement with the Company for an initial term of three years commencing from 23 August 2023, which shall be automatically renewed for a further term of one year each commencing from the expiry date of the initial term or subsequent renewal term(s) thereof (as the case may be), subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Bye-laws and the Listing Rules. Pursuant to the service agreement, Mr. Leung is not entitled to any director's fee, subject to review from time to time by the Remuneration Committee, with reference to his background, qualification, experience, duties and responsibilities within the Company as well as the Company's performance and prevailing market conditions. For the year ended 31 March 2026, total emoluments of HK\$4,516,000 were payable to Mr. Leung by the Company.

Mr. Yip Chai Tuck ("Mr. Yip"), aged 52, executive Director, joined the Company in 2025 and has extensive experience in corporate management, business development and investment banking. He is a member of the Executive Committee. Before joining the Group, Mr. Yip was the chief executive officer of Media Asia Group Holdings Limited (whose shares were delisted from the GEM of the Stock Exchange on 20 March 2023 with previous stock code: 8075) between February 2024 and April 2025 and the executive director of eSun Holdings Limited (listed on the Main Board of the Stock Exchange with stock code: 571) from February 2014 to April 2025. Mr. Yip was also an executive director of Media Asia Group Holdings Limited from July 2014 until its shares were delisted from the Stock Exchange, and the chief executive officer of Lai Sun Garment (International) Limited (listed on the Main Board of the Stock Exchange with stock code: 191) from August 2013 to February 2024.

Prior to joining the Lai Sun Group in 2013, he was also a managing director of Goldman Sachs and head of mergers and acquisitions ("**M&A**") for China. Mr. Yip had also worked for PCCW Limited as vice president of ventures and M&A, responsible for strategic investments and M&A transactions.

Mr. Yip graduated from Macquarie University, Australia with a Bachelor of Economics (Accounting) degree. He is the Honorary Consul of Fiji in Hong Kong. He is currently a member appointed by the HKSAR Government on the Hong Kong Securities and Futures Appeals Tribunal. He had also served on the board of directors of the Hong Kong Film Awards Association.

Save as disclosed above, as at the Latest Practicable Date, Mr. Yip (i) does not hold any other positions with the Company or any other members of the Group; (ii) has not held any other directorships at present or in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not have other major appointments and professional qualifications; (iii) has no interest in the Shares within the meaning of Part XV of the SFO; and (iv) does not have any relationship with any other Directors, senior management or any substantial or controlling Shareholders.

Mr. Yip has entered into a service agreement with the Company for an initial term of three years commencing from 11 December 2025, which shall be automatically renewed for a further term of one year each commencing from the expiry date of the initial term or subsequent renewal term(s) thereof (as the case may be), subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Bye-laws and the Listing Rules. Pursuant to the service agreement, Mr. Yip is not entitled to any director's fee, subject to review from time to time by the Remuneration Committee, with reference to his background, qualification, experience, duties and responsibilities within the Company as well as the Company's performance and prevailing market conditions. For the year ended 31 March 2026, total emoluments of HK\$2,283,000 were payable to Mr. Yip by the Company.

Mr. Yip Ka Kay, aged 61, independent non-executive Director, joined the Company in 2025 and is a member of the Nomination Committee. He is currently the managing director and responsible officer of GRE Investment Advisors Limited, a Hong Kong Securities and Futures Commission licensed advisor to NM Strategic Management, LLC and licensed manager to QLA Investment GP SÀRL.

Mr. Yip Ka Kay is also an independent non-executive director of Shun Tak Holdings Limited (listed on the Main Board of the Stock Exchange with stock code: 242) and a non-executive director of VCREDIT Holdings Limited (listed on the Main Board of the Stock Exchange with stock code: 2003).

Mr. Yip Ka Kay has extensive experience in private equity, alternative and portfolio investment. He was previously the managing director and responsible officer of Bosera Asset Management (International) Co., Limited in Hong Kong. Prior to that, he was a founding and senior partner of General Enterprise Management Services (HK) Limited, a private equity management company. He was also previously a vice president of JP Morgan International Capital Corporation.

Mr. Yip Ka Kay is currently a member of the Investment Advisory Committee of EQT Partners, a leading private equity group in Europe, which works with portfolio companies to achieve sustainable growth, operational excellence and market leadership.

Mr. Yip Ka Kay holds an A.B. Degree in Economics (magna cum laude) from Harvard University, and is currently a member of Dean's Asia Advisory Committee of Harvard University's Faculty of Arts and Sciences. He sits as a non-scientific member of the Institutional Review Board of the University of Hong Kong/Hospital Authority Hong Kong West Cluster and is a member of the Routine and Expedited Panel of the Hospital Authority Central Institutional Review Board. He was chairman emeritus of the Hong Kong Venture Capital and Private Equity Association. He had also served on the Financial Services Advisory Committee of the Trade Development Council of the Hong Kong Special Administrative Region of the People's Republic of China.

Save as disclosed above, as at the Latest Practicable Date, Mr. Yip Ka Kay (i) does not hold any other positions with the Company or any other members of the Group; (ii) has not held any other directorships at present or in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not have other major appointments and professional qualifications; (iii) has no interest in the Shares within the meaning of Part XV of the SFO; and (iv) does not have any relationship with any other Directors, senior management or any substantial or controlling Shareholders.

Mr. Yip Ka Kay has entered into a letter of appointment with the Company for an initial term of three years commencing from 27 November 2025, which shall be automatically renewed for such further period commencing from the expiry date of the initial term or subsequent renewal term(s) thereof (as the case may be) to and including the date of the first annual general meeting (or if such meeting is adjourned, the adjourned meeting) following such expiry date, subject to election at the first annual general meeting of the Company after his appointment and retirement by rotation and re-election at annual general meetings of the Company in accordance with the Bye-laws and the Listing Rules. Pursuant to the letter of appointment, Mr. Yip Ka Kay is entitled to remuneration of HK\$200,000 per annum, as recommended by the Remuneration Committee and approved by the Board with reference to his duties and responsibilities with the Company and the prevailing market conditions, and is subject to review from time to time. For the year ended 31 March 2026, total emoluments of HK\$200,000 were paid to Mr. Yip Ka Kay by the Company.

OTHER INFORMATION

Save as disclosed above, as at the Latest Practicable Date, there is no other information which needs to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules nor is there anything which needs to be brought to the attention of the holders of securities of the Company in connection with the above Directors to be re-elected.

This is an explanatory statement given to all Shareholders relating to a resolution to be proposed at the Annual General Meeting for approving the Repurchase Mandate. This explanatory statement contains all the information required pursuant to Rule 10.06(1)(b) and other relevant provisions of the Listing Rules which is set out as follows:

1. SHARE CAPITAL AND WARRANTS

As at the Latest Practicable Date, there were (i) 12,893,705,542 Shares in issue; (ii) no treasury shares held by the Company; and (iii) 460,489,473 outstanding Warrants in issue.

Subject to the passing of the proposed ordinary resolution approving the Repurchase Mandate and assuming no further Shares will be issued (whether pursuant to the exercise of subscription rights attaching to the Warrants or not) or repurchased prior to the date of the Annual General Meeting, the Company would be allowed under the Repurchase Mandate to repurchase up to a maximum of 1,289,370,554 Shares, representing 10% of the aggregate number of issued Shares (excluding treasury shares) as at the date of passing of the resolution, and a maximum of 46,048,947 Warrants, representing 10% of the total number of outstanding Warrants as at the date of passing of the resolution, during the period from the passing of the resolution granting the Repurchase Mandate up to (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 Bye-laws or the applicable laws and requirements of Bermuda laws to be held; or (iii) when revoked or varied by an ordinary resolution of the Shareholders in general meeting, whichever occurs first.

2. REASONS FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and its Shareholders as a whole to have general authority from the Shareholders to enable the Directors to repurchase Shares and Warrants in the market. Such repurchases may, depending on market condition and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and its assets and/or its earnings per Share and will only be made when the Directors believe that such repurchases will benefit the Company and its Shareholders as a whole.

3. FUNDING OF REPURCHASES

Repurchases pursuant to the Repurchase Mandate would be financed entirely from the Company's available cash flow or working capital facilities. Any repurchase will be made out of funds legally available for such purpose in accordance with the applicable laws of Bermuda and the memorandum of association of the Company and the Bye-laws.

There might be material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited financial statements of the Company contained in its annual report for the year ended 31 March 2026) in the event that the Repurchase Mandate is exercised in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Group or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Group.

4. DISCLOSURE OF INTEREST

None of the Directors, and to the best of their knowledge having made all reasonable enquiries, nor any of their close associates, has any present intention to sell any Shares or Warrants to the Company or its subsidiaries under the Repurchase Mandate if it is approved by the Shareholders.

No core connected persons of the Company have notified the Company that they have a present intention to sell any Shares or Warrants held by them to the Company, or have undertaken not to sell any of the Shares or Warrants held by them to the Company, in the event that the Directors are authorised to exercise the Repurchase Mandate.

5. EFFECT OF THE HONG KONG CODE ON TAKEOVERS AND MERGERS

If, as a result of a repurchase of Shares, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. As a result, a Shareholder, or group of Shareholders acting in concert, depending on the level of increase of the Shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, Mr. Chung Cho Yee, Mico and his close associates held 8,052,746,314 Shares, representing approximately 62.45% of the issued Shares. Assuming that no further Shares are acquired or sold by any of them, in the event that the Directors exercise their power to repurchase the Shares in full pursuant to the Repurchase Mandate, the shareholding of Mr. Chung Cho Yee, Mico, together with his close associates, in the Company will be increased to approximately 69.39% and such increase would not give rise to any obligation to make a mandatory offer under Rule 26 of the Takeovers Code.

6. SHARE PRICE

The highest and lowest prices at which the Shares and Warrants were traded on the Stock Exchange during each of the previous twelve months and up to the Latest Practicable Date were as follows:

	Share Price		Warrant Price	
	Highest	Lowest	Highest	Lowest
	<i>HK\$</i>	<i>HK\$</i>	<i>HK\$</i>	<i>HK\$</i>
2025				
July	0.195	0.169	0.025	0.016
August	0.198	0.185	0.026	0.017
September	0.196	0.190	0.026	0.018
October	0.190	0.172	0.025	0.015
November	0.181	0.172	0.020	0.018
December	0.177	0.169	0.022	0.016
2026				
January	0.202	0.175	0.022	0.019
February	0.234	0.194	0.031	0.021
March	0.223	0.208	0.027	0.023
April	0.221	0.206	0.023	0.020
May	0.225	0.201	0.020	0.017
June	0.208	0.182	0.018	0.016
July (up to the Latest Practicable Date)	0.193	0.175	0.016	0.014

Note: All figures are rounded to 3 decimal places.

7. REPURCHASE OF SHARES OR WARRANTS

The Company had not purchased any Shares or Warrants in the six months preceding the Latest Practicable Date, whether on the Stock Exchange or otherwise.

8. SHAREHOLDERS' APPROVAL

All the proposed repurchases of the Shares or Warrants by the Company with a primary listing on the Stock Exchange must be approved in advance by an ordinary resolution, either by way of general mandate or by special approval of a particular transaction.

9. GENERAL

The Directors will exercise the power of the Company to make purchases pursuant to the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of Bermuda.

Neither this explanatory statement nor the Repurchase Mandate has any unusual features.

Following settlement of any repurchase of Shares, the Company may cancel the repurchased Shares and/or hold them as treasury shares subject to, among others, market conditions and its capital management needs at the relevant time of the repurchase, which may change due to evolving circumstances. If the Company repurchases the Warrants pursuant to the Repurchase Mandate, the Company will cancel the repurchased Warrants.

NOTICE OF ANNUAL GENERAL MEETING



CSI PROPERTIES LIMITED 資本策略地產有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 497)

(Warrant Code: 2612)

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Annual General Meeting**”) of CSI Properties Limited (the “**Company**”) will be held by way of a virtual meeting on Thursday, 27 August 2026 at 10:00 a.m. for the purpose of transacting the following business:

AS ORDINARY BUSINESS

To consider and, if thought fit, pass the following resolution(s) (with or without modification) as ordinary resolution(s) of the Company:

- (1) To receive and consider the audited consolidated financial statements and the reports of the directors and independent auditors of the Company for the year ended 31 March 2026.
- (2) To re-elect, each as a separate resolution, the following retiring directors as directors of the Company (the “**Director(s)**”):–
 - (a) Mr. Ho Lok Fai, as an executive Director.
 - (b) Mr. Leung King Yin, Kevin, as an executive Director.
 - (c) Mr. Yip Chai Tuck, as an executive Director.
 - (d) Mr. Yip Ka Kay, as an independent non-executive Director.
- (3) To authorise the board of Directors (the “**Board**”) to fix the Directors’ remuneration.
- (4) To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditors of the Company and authorise the Board to fix their remuneration.

* For identification purpose only

NOTICE OF ANNUAL GENERAL MEETING

AS SPECIAL BUSINESS

ORDINARY RESOLUTIONS

To consider and, if thought fit, pass the following resolution(s) (with or without modification) as ordinary resolution(s) of the Company:

(5) **“THAT**

- (a) subject to paragraph 5(c) below, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to purchase issued shares of the Company (the **“Share(s)”**) and outstanding warrants of the Company to subscribe for or purchase Shares (the **“Warrant(s)”**) on The Stock Exchange of Hong Kong Limited (the **“Stock Exchange”**) or on any other stock exchange on which the shares and warrants of the Company may be listed and which is recognised for this purpose by the Securities and Futures Commission of Hong Kong (the **“Commission”**) and the Stock Exchange under the Code on Share Buy-backs approved by the Commission, subject to and in accordance with all applicable laws and requirements of the Rules Governing the Listing of Securities on the Stock Exchange as amended from time to time (the **“Listing Rules”**), be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph 5(a) shall be in addition to any other authorisation given to the Directors and shall authorise the Directors on behalf of the Company during the Relevant Period to procure the Company to purchase its Shares or Warrants at a price determined by the Directors;
- (c) the aggregate number of Shares which is authorised to be purchased by the Directors pursuant to the approval under paragraph 5(a) above shall not exceed 10% of the aggregate number of Shares in issue (excluding treasury shares) as at the date of passing this resolution (subject to adjustment in case of any share consolidation or subdivision after such mandate has been approved, provided that the maximum number of Shares that may be repurchased as a percentage of the total number of issued Shares (excluding treasury shares) at the date immediately before and after such consolidation or subdivision shall be the same) and the aggregate number of the Warrants to be repurchased pursuant to the approval under paragraph 5(a) above shall not exceed 10% of the aggregate number of outstanding Warrants as at the date of passing of this resolution, and the said approval shall be limited accordingly; and
- (d) for the purpose of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

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

NOTICE OF ANNUAL GENERAL MEETING

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable law to be held; and
- (iii) the date upon which the authority set out in this resolution is revoked or varied by way of ordinary resolution of the Company in general meeting.”

(6) **“THAT**

- (a) subject to paragraph 6(c) below, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with Shares (including any sale or transfer of treasury shares (which shall have the meaning ascribed thereto under the Listing Rules) out of treasury) and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph 6(a) shall be in addition to any other authorisation given to the Directors and shall authorise the Directors during the Relevant Period to make or grant offers, agreements, options and rights of exchange or conversion which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph 6(a) above, otherwise than pursuant to a Rights Issue (as defined below) or the exercise of subscription rights under any share option scheme or an issue of Shares upon the exercise of the subscription rights attached to any existing warrants, bonds, debentures, notes, deeds or other securities which are convertible into Shares or any scrip dividend scheme or similar arrangement in accordance with the bye-laws of the Company, shall not exceed 20% of the aggregate number of Shares in issue (excluding treasury shares) as at the date of passing this resolution (subject to adjustment in case of any share consolidation or subdivision after such mandate has been approved, provided that the maximum number of new Shares that may be allotted, issued and/or otherwise dealt with (including any sale or transfer of treasury shares out of treasury) as a percentage of the total number of issued Shares (excluding treasury shares) at the date immediately before and after such consolidation or subdivision shall be the same) and the said approval shall be limited accordingly; and
- (d) for the purpose of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

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

NOTICE OF ANNUAL GENERAL MEETING

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable law to be held; and
- (iii) the date upon which the authority set out in this resolution is revoked or varied by way of ordinary resolution of the Company in general meeting; and

“Rights Issue” means an offer of Shares or issue of options, warrants or other securities giving the right to subscribe for Shares open for a period fixed by the Directors to holders of Shares whose names appear on the register of members of the Company (and, where appropriate, to holders of other securities of the Company entitled to the offer) on a fixed record date in proportion to their then holdings of such Shares or, where appropriate, such other securities (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, any recognised regulatory body or any stock exchange in any territory); and

any reference to a/an allotment, issue, grant or offer of, or dealing in, Shares shall include the sale or transfer of treasury shares in the capital of the Company (to, amongst others, satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to subscribe for shares of the Company) to the extent permitted by, and subject to the provisions of, the Listing Rules and applicable laws and regulations.”

- (7) **“THAT** conditional upon the passing of the ordinary resolutions numbered (5) and (6) above, the general mandate granted to the Directors pursuant to resolution numbered (6) above be and is hereby extended by the addition thereto of the aggregate number of Shares purchased by the Company under the authority granted pursuant to resolution numbered (5) above, provided that such number shall not exceed 10% of the aggregate number of Shares (excluding treasury shares) as at the date of passing this resolution.”

By Order of the Board
CSI Properties Limited
Tang Wallace
Company Secretary

Hong Kong, 30 July 2026

NOTICE OF ANNUAL GENERAL MEETING

Notes:

- (1) The Annual General Meeting will be a virtual meeting. All shareholders of the Company can attend, participate and vote at the Annual General Meeting by accessing to the website at (https://meetings.computershare.com/csigroup_2026AGM) (the “**Online Platform**”). Shareholders joining the Annual General Meeting using the Online Platform will be counted towards the quorum and they will be able to cast their votes and submit questions through the Online Platform. Details regarding the arrangements of the Annual General Meeting and login access for joining the Annual General Meeting through the Online Platform are provided on the notification letter to be despatched together with the Company’s circular dated 30 July 2026 (the “**Circular**”) and related documents. Shareholders of the Company are reminded to read the “Guidance for the Annual General Meeting” set out in the Circular prior to joining the Annual General Meeting.
- (2) Any member entitled to attend and vote at the Annual General Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares of the Company may appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
- (3) A form of proxy for use at the Annual General Meeting is enclosed.
- (4) The form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be under its seal or the hand of an officer or attorney duly authorised.
- (5) The form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must be lodged at the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 48 hours before the time appointed for holding the Annual General Meeting or any adjourned or postponed meeting (as the case may be) and in default, the proxy shall not be treated as valid. Completion and return of the form of proxy shall not preclude members from attending and voting at the Annual General Meeting or at any adjourned or postponed meeting (as the case may be) if they so desire.
- (6) In the case of joint registered holders of any Share(s), only ONE PAIR of log-in username and password will be provided to the joint holders. Any one of such joint holders may attend or vote in respect of such Share(s) as if he/she/it was solely entitled thereto.
- (7) The register of members of the Company will be closed from Monday, 24 August 2026 to Thursday, 27 August 2026 (both days inclusive), during which period no transfer of shares will be registered, for the purposes of determining the entitlements of the shareholders to attend and vote at the Annual General Meeting. The record date for determining the entitlements of the shareholders to attend and vote at the Annual General Meeting is Thursday, 27 August 2026.

In order to qualify for attending and voting at the Annual General Meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Friday, 21 August 2026.

In order to qualify for attending and voting at the Annual General Meeting as Shareholders, the holders of the Warrants must lodge the subscription form accompanied by the relevant Warrant certificate and the relevant exercise moneys for registration with Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Wednesday, 19 August 2026.

- (8) As at the date of hereof, the executive Directors are Mr. Chung Cho Yee, Mico (Chairman), Mr. Kan Sze Man, Mr. Chow Hou Man, Mr. Ho Lok Fai, Mr. Leung King Yin, Kevin, Ms. Chung Yuen Tung, Jasmine and Mr. Yip Chai Tuck; the non-executive Director is Mr. Lo Hing Hung (with Mr. Ip Ho Wang as his alternate); and the independent non-executive Directors are Dr. Lo Wing Yan, William, *JP*, Mr. Shek Lai Him, Abraham, *GBS, JP*, Mr. Chak Hubert and Mr. Yip Ka Kay.