## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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**If you are in any 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 Luxey International (Holdings) Limited, you should at once hand this circular and the accompanied proxy form to the purchaser or 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.

# Luxey International (Holdings) Limited
# 薈萃國際（控股）有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8041)**

*Website: http://www.luxey.com.hk*

## PROPOSED CHANGE OF COMPANY NAME
## AND
## NOTICE OF EXTRAORDINARY GENERAL MEETING

A notice convening the extraordinary general meeting of holders of ordinary shares of the Company to be held at Unit B, 5/F., Hang Cheong Factory Building, 1 Wing Ming Street, Cheung Sha Wan, Kowloon, Hong Kong on 8 August 2025 at 11:00 a.m., is set out on pages 6 to 7 of this circular. Whether or not you propose to attend the meeting, you are advised to complete the form of proxy attached to the notice of the extraordinary general meeting in accordance with the instructions printed thereon and return the same to the Company's share registrar, Tricor Abacus Limited at 17/F, Far East Finance Centre 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding of the extraordinary general meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting should you so wish.

23 July 2025

# CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE

**GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.**

**Given the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.**

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*In this circular, unless the context requires otherwise, the expressions as stated below will have the following meanings:*

| | |
|---|---|
| "Board" | the board of Directors |
| "Company" | Luxey International (Holdings) Limited, a company incorporated in the Cayman Islands with limited liability and the securities of which are listed on GEM |
| "Directors" | the directors of the Company and each a "Director" |
| "EGM" | the extraordinary general meeting of holders of Shares of the Company to be held at Unit B, 5/F., Hang Cheong Factory Building, 1 Wing Ming Street, Cheung Sha Wan, Kowloon, Hong Kong on 8 August 2025 at 11:00 a.m. |
| "GEM" | GEM operated by the Stock Exchange |
| "GEM Listing Rules" | Rules Governing the Listing of Securities on GEM |
| "HK$" | Hong Kong dollars, the lawful currency of Hong Kong |
| "Hong Kong" | the Hong Kong Special Administration Region of the People's Republic of China |
| "Proposed Change of Company Name" | the proposed change of the English name of the Company from "Luxey International (Holdings) Limited" to "IntelliMark AI International Limited" and the dual foreign name in Chinese of the Company from "薈萃國際(控股)有限公司" to "中微智碼(國際)集團有限公司" |
| "Latest Practicable Date" | 17 July 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein |
| "Share(s)" | ordinary share(s) of nominal value of HK$0.10 each in the share capital of the Company |
| "Shareholder" | holders of Shares |
| "Stock Exchange" | The Stock Exchange of Hong Kong Limited |
| "%" | per cent |

# Luxey International (Holdings) Limited
# 薈萃國際（控股）有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8041)**

*Website: http://www.luxey.com.hk*

*Executive Directors:*
Zhang Weihong (Chairman)
Lau Chun Fat, George
Chan Hiu Kwan

*Independent Non-Executive Directors:*
Lee Chung Mong, John
Tam Wing Kin
Fang Xiaolong

*Registered Office:*
Cricket Square
Hutchins Drive
P. O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and Principal Place of Business in Hong Kong:*
Unit B, 5/F.,
Hang Cheong Factory Building,
1 Wing Ming Street,
Cheung Sha Wan,
Kowloon, Hong Kong

23 July 2025

*To Shareholders of the Company*

Dear Sir or Madam,

## PROPOSED CHANGE OF COMPANY NAME AND NOTICE OF EXTRAORDINARY GENERAL MEETING

### INTRODUCTION

Reference is made to the announcement of the Company dated 18 June 2025 in relation to the Proposed Change of Company Name.

The purpose of this circular is to provide you with (i) information on the Proposed Change of Company Name and (ii) the notice of the EGM at which a special resolution will be proposed to approve the Proposed Change of Company Name.

## PROPOSED CHANGE OF COMPANY NAME

The Board proposed to change the English name of the Company from "Luxey International (Holdings) Limited" to "IntelliMark AI International Limited" and to change the dual foreign name in Chinese of the Company from "薈萃國際(控股)有限公司" to "中微智碼(國際)集團有限公司".

### Conditions for the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the following conditions:

(1) the passing of a special resolution by the Shareholders at the EGM to approve the Proposed Change of Company Name; and

(2) the Registrar of Companies in the Cayman Islands having approved the Proposed Change of Company Name.

Subject to the satisfaction of the above conditions, the Proposed Change of Company Name will take effect on the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

In addition, subject to the confirmation by the Stock Exchange, the English stock short name of the Company for trading in the Shares on the Stock Exchange will also be changed after the Proposed Change of Company Name becomes effective.

**Effects of the Proposed Change of Company Name**

The Proposed Change of Company Name will not affect any of the rights of the existing Shareholders or the Company's daily business operation and its financial position. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Proposed Change of Company Name becoming effective, continue to be evidence of title to the Shares and will be valid for trading, settlement, registration and delivery for the same number of Shares in the new name of the Company. As soon as the Proposed Change of Company Name has become effective, any new issue of share certificates will be issued in the new name of the Company and the Shares will be traded on the Stock Exchange under the new name. There will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

**Reasons for the Proposed Change of Company Name**

The Board considers that the Proposed Change of Company Name will provide the Company with a new corporate image which will benefit the Company's future business development. Therefore, the Board considers that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

**EGM**

A notice convening the EGM of holders of Shares is set out on pages 6 to 7 of this circular. All resolutions to be proposed at the EGM will be voted on by poll. Only the holders of Shares are entitled to attend and vote at the EGM.

A form of proxy for the EGM is enclosed with this circular. Whether or not you intend to be present at the EGM, you are advised to complete the form of proxy and return it to the Company's branch share registrar, Tricor Abacus Limited at 17/F, Far East Finance Centre 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time fixed for the EGM. The completion and delivery of a form of proxy will not preclude you from attending and voting at the meeting in person.

As at the Latest Practicable Date, and to the best knowledge, belief and information of the Directors having made all reasonable enquiries, no Shareholder is required under the GEM Listing Rules to abstain from voting on the proposed resolution(s) at the EGM.

For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 5 August 2025 to Friday, 8 August 2025 both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the EGM, unregistered holders of shares of the Company should ensure that all the share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Abacus Limited at 17/F, Far East Finance Centre 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 4 August 2025.

**RECOMMENDATION**

The Directors consider that the proposed Change of Company Name is in the interest of the Company and its shareholders as a whole. Accordingly, the Directors recommend that all shareholders should vote in favour of the relevant resolution to be proposed at the EGM.

**RESPONSIBILITY STATEMENT**

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully,
**On behalf of the Board**
**Zhang Weihong**
*Chairman*

*The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.*

# Luxey International (Holdings) Limited
# 薈萃國際（控股）有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8041)**

*Website: http://www.luxey.com.hk*

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of holders of ordinary shares of HK$0.10 each of Luxey International (Holdings) Limited (the "**Company**") will be held at Unit B, 5/F., Hang Cheong Factory Building, 1 Wing Ming Street, Cheung Sha Wan, Kowloon, Hong Kong on 8 August 2025 at 11:00 a.m. to consider and, if thought fit, to pass with or without amendments, the following resolutions:

## SPECIAL RESOLUTION

"**THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from "Luxey International (Holdings) Limited" to "IntelliMark AI International Limited" and its dual foreign name in Chinese of the Company from "薈萃國際(控股)有限公司" to "中微智碼(國際)集團有限公司" (the "**Proposed Change of Company Name**"), and that any one or more of the directors of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents as he/she/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Proposed Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company"

On behalf of the Board
**Zhang Weihong**
*Chairman*

Hong Kong, 23 July 2025

*Registered Office:*
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head Office and Principal Place of Business in Hong Kong:*
Unit B, 5/F.,
Hang Cheong Factory Building,
1 Wing Ming Street,
Cheung Sha Wan,
Kowloon, Hong Kong

*Notes:*

1. A shareholder entitled to attend and vote at the meeting is entitled to appoint a person or if he is the holder of two or more shares, more than one person as his proxy or proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.

2. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power of attorney or authority, must be deposited at the Company's share registrar, Tricor Abacus Limited at 17/F, Far East Finance Centre 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting, and in default thereof the form of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiry of 12 months from the date of its execution.

3. Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the meeting, and in such event the instrument appointing a proxy shall be deemed to be revoked.

4. For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 5 August 2025 to Friday, 8 August 2025 both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the EGM, unregistered holders of shares of the Company should ensure that all the share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Abacus Limited at 17/F, Far East Finance Centre 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 4 August 2025.

*As at the date of this notice, the Board comprises three (3) Executive Directors, namely, Mr. Zhang Weihong, Mr. Lau Chun Fat, George and Ms. Chan Hiu Kwan, and three (3) independent non-executive Directors, namely Dr. Lee Chung Mong, John, Mr. Tam Wing Kin and Mr. Fang Xiaolong.*

*This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.*

*This notice will remain on the GEM website at http://www.hkgem.com on the "Latest Company Announcements" page for 7 days from the date of its posting and on the website of the Company.*