THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in **CircuTech International Holdings Limited** (the "**Company**"), you should at once hand this circular, together with 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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CircuTech International Holdings Limited
訊智海國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8051)

(1) RENEWAL OF GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES OF THE COMPANY; (2) PROPOSED RE-ELECTION OF THE RETIRING DIRECTORS OF THE COMPANY; AND (3) NOTICE OF THE ANNUAL GENERAL MEETING

Capitalised terms used herein shall have the meanings set out in the section headed "Definitions" on pages 1 to 2 of this circular.

A notice convening an annual general meeting (the "**AGM**") of the Company to be held at 24/F, OfficePlus@Wan Chai, 303 Hennessy Road, Wan Chai, Hong Kong on Wednesday, 3 June 2026 at 11:00 a.m. is set out on pages 17 to 22 of this circular. A form of proxy for use at the AGM is also enclosed. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.circutech.com). Whether or not you intend to attend and vote at the AGM, you are requested to complete and return the accompanying form of proxy to the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon as soon as possible and in any event no later than 11:00 a.m. (Hong Kong time) on Monday, 1 June 2026, or not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM or any adjournment thereof should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

27 March 2026

CHARACTERISTICS OF GEM

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 that 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.

CONTENTS

Page

Definitions 1

Letter from the Board

1. Introduction 3
2. Proposed Granting of the Repurchase Mandate and the Share Issue Mandate and Its Extension 4
3. Proposed Re-election of the Retiring Directors. 5
4. AGM, Proxy Arrangement and Closure of Books 8
5. Recommendation 9
6. Responsibility Statement 9

Appendix I – Explanatory Statement on the Repurchase Mandate 10

Appendix II – Details of the Retiring Directors Proposed to be Re-elected at the AGM 14

Notice of the AGM. 17

Accompanying Form of Proxy

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

"AGM"	the annual general meeting of the Company to be held at 24/F, OfficePlus@Wan Chai, 303 Hennessy Road, Wan Chai, Hong Kong on Wednesday, 3 June 2026 at 11:00 a.m. to consider and, if thought fit, approve the resolutions contained in the AGM Notice, or any adjournment thereof;
"AGM Notice"	the notice convening the AGM set out on pages 17 to 22 of this circular;
"Articles of Association"	the amended and restated articles of association of the Company, as amended, modified or otherwise supplemented from time to time;
"Audit Committee"	audit committee of the Company;
"Board"	the board of Directors;
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC;
"Company"	CircuTech International Holdings Limited (stock code: 8051), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on GEM;
"Director(s)"	the director(s) of the Company;
"GEM"	the GEM operated by the Stock Exchange;
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM;
"Group"	the Company and its subsidiaries from time to time;
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong;
"HKSCC"	Hong Kong Securities Clearing Company Limited;
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China;

"Latest Practicable Date"	19 March 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion in this circular;
"Nomination Committee"	nomination committee of the Company;
"Remuneration Committee"	remuneration committee of the Company;
"Repurchase Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to repurchase Shares (excluding any treasury Shares) as set out in resolution No. 5 in the AGM Notice;
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, modified or otherwise supplemented from time to time;
"Share(s)"	ordinary share(s) of HK$0.20 each in the capital of the Company (or if there has been a subsequent subdivision, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company);
"Share Issue Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot, issue and deal with additional Shares and/or to resell or transfer Shares held in treasury (to the extent permitted by, and subject to the provisions of, the GEM Listing Rules and applicable laws and regulations) as set out in resolution No. 6 in the AGM Notice;
"Shareholder(s)"	holder(s) of the Share(s);
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Takeovers Code"	the Code on Takeovers and Mergers and Share Buy-backs as approved by the Securities and Futures Commission of Hong Kong, as amended, modified or otherwise supplemented from time to time;
"treasury Shares"	has the meaning ascribed to it under the Listing Rules; and
"%"	per cent.

CircuTech International Holdings Limited
訊智海國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8051)

Executive Directors:
Ms. Chen Ching-Hsuan *(Chief Executive Officer)*
Mr. Li Wan-Hsien

Non-executive Directors:
Mr. Chang Chuan-Wang *(Chairman)*
Mr. Hsia Ke-Ping
Mr. Lin Weiru

Independent Non-executive Directors:
Mr. Li Robin Kit Ling
Mr. Cheung Yee Tak Jonathan
Ms. Lam Man Kuen

Company Secretary:
Mr. Tam Hoi Kwong

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

Principal Place of Business in Hong Kong:
31/F, Tower Two, Times Square
1 Matheson Street, Causeway Bay
Hong Kong

27 March 2026

To the Shareholders

Dear Sir/Madam,

(1) RENEWAL OF GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES OF THE COMPANY; (2) PROPOSED RE-ELECTION OF THE RETIRING DIRECTORS OF THE COMPANY; AND (3) NOTICE OF THE ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with the AGM Notice and information in respect of the resolutions to be proposed at the AGM for, among others, (i) the granting of the Repurchase Mandate to the Directors; (ii) the granting of the Share Issue Mandate to the Directors; (iii) the extension of the Share Issue Mandate by adding to it the number of Shares repurchased by the Company under the Repurchase Mandate; and (iv) the re-election of the retiring Directors.

2. PROPOSED GRANTING OF THE REPURCHASE MANDATE AND THE SHARE ISSUE MANDATE AND ITS EXTENSION

At the annual general meeting of the Company held on 21 May 2025, a general mandate was granted to the Directors to repurchase Shares. Such mandate will lapse at the conclusion of the AGM. The Directors intend to renew the mandate at the AGM.

At the AGM, an ordinary resolution as set out in resolution No. 5 of the AGM Notice will be proposed to grant an unconditional and general authority to the Directors to exercise the powers to repurchase Shares on the Stock Exchange not exceeding 10% of the issued Shares (excluding treasury Shares) as at the date of the passing of the proposed resolution. Assuming the number of the issued Shares (excluding treasury Shares) on the date of the AGM will remain to be 26,038,783 as it was on the Latest Practicable Date, the Repurchase Mandate, if granted, will allow the Directors to repurchase a maximum of 2,603,878 Shares.

As prescribed by the GEM Listing Rules, if the Company conducts a consolidation or subdivision of the Shares after the Repurchase Mandate is granted, the maximum number of Shares that may be repurchased under the Repurchase Mandate at the relevant time will be adjusted to a proportionate extent accordingly. The Repurchase Mandate, if approved, will be in force until the conclusion of the next annual general meeting of the Company or the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws to be held or the revocation or variation of the Repurchase Mandate by an ordinary resolution of the Shareholders in a general meeting, whichever is the earliest.

The Board noted that with effect from 11 June 2024, the GEM Listing Rules has been amended to remove the requirement to cancel repurchased shares and to adopt a framework to (i) allow repurchased Shares to be held in treasury and (ii) govern the resale of the treasury Shares. Following such changes to the GEM Listing Rules, if the Company repurchases Shares pursuant to the Repurchase Mandate, the Company may (i) cancel the repurchased Shares or (ii) hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made. If the Company holds Shares in treasury, any resale of Shares held in treasury will be subject to the Share Issue Mandate and made in accordance with the GEM Listing Rules and applicable laws and regulations of the Cayman Islands.

An explanatory statement required by the GEM Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Repurchase Mandate is set out in Appendix I to this circular.

Further, at the annual general meeting of the Company held on 21 May 2025, a general mandate was granted to the Directors to issue Shares. Such mandate will lapse at the conclusion of the AGM. The Directors intend to renew the mandate at the AGM.

At the AGM, an ordinary resolution as set out in resolution No. 6 of the AGM Notice will be proposed to grant an unconditional and general authority to the Directors to allot, issue and deal with additional Shares (including any sale or transfer of treasury Shares out of treasury) not exceeding 20% of the issued Shares (excluding treasury Shares) as at the date of the passing of the resolution. Assuming the number of the issued Shares (excluding treasury Shares) on the date of the AGM will remain to be 26,038,783 as it was on the Latest Practicable Date, the Share Issue Mandate, if granted by the Shareholders at the AGM, will allow the Directors to allot and issue Shares up to an aggregate of 5,207,756 additional Shares.

In addition, an ordinary resolution as set out in resolution No. 7 of the AGM Notice will be proposed at the AGM to extend the Share Issue Mandate by the number of Shares repurchased by the Company pursuant to the Repurchase Mandate provided that such Shares shall not exceed 10% of the issued Shares (excluding treasury Shares) as at the date of the passing of the resolution granting the Repurchase Mandate.

As prescribed by the GEM Listing Rules, if the Company conducts a consolidation or subdivision of the Shares after the Share Issue Mandate (as extended, if applicable) is granted, the maximum number of Shares that may be allotted and issued under the Share Issue Mandate at the relevant time will be adjusted to a proportionate extent accordingly.

The Share Issue Mandate, if granted, will be in force until the conclusion of the next annual general meeting of the Company or the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws to be held or the revocation or variation of the Share Issue Mandate by an ordinary resolution of the Shareholders in a general meeting, whichever is the earliest.

3. PROPOSED RE-ELECTION OF THE RETIRING DIRECTORS

In accordance with Article 83(3) of the Articles of Association, Mr. Li Wan-Hsien, Mr. Cheung Yee Tak Jonathan and Ms. Lam Man Kuen who were appointed by the Board to fill casual vacancies shall be subject to re-election by the Shareholders at AGM after their appointment.

In addition, in accordance with Article 84(1) of the Articles of Association, Ms. Chen Ching-Hsuan and Mr. Li Robin Kit Ling will retire from office by rotation and be eligible for re-election at the AGM. Ms. Chen Ching-Hsuan has informed the Board that she will retire from the Board with effect from the conclusion of the AGM and will not offer herself for re-election at the AGM. As such, only Mr. Li Robin Kit Ling, being eligible, offer himself for re-election pursuant to Article 84(1) of the Articles of Association. The Nomination Committee has also recommended to the Board that the above-mentioned Directors, including Mr. Li Wan-Hsien, Mr. Li Robin Kit Ling, Mr. Cheung Yee Tak Jonathan and Ms. Lam Man Kuen, are eligible for re-election.

Nomination and Board Diversity

The Nomination Committee is primarily responsible for identifying and nominating, for approval by the Board, suitably qualified candidates to become members of the Board as additional Directors or to fill casual vacancies.

The Nomination Committee identifies candidates for directorship from various channels, including but not limited to internal promotion, referral by management and external recruitment agents. The Nomination Committee may also receive nomination of candidates for election as Director(s) from the Shareholder(s).

After the candidates are identified, the Nomination Committee will consider the biographical information of the candidates and evaluate the candidates based on certain criteria and make recommendations to the Board accordingly.

A range of factors are taken into consideration to identify a suitably qualified candidate. These include:–

– character and integrity of the candidate

– educational background, qualifications (including professional qualifications), knowledge and experience of the candidate which are relevant to the business and operation of the Group

– time commitment of the candidate to the Group, taking into consideration the other duties of the candidate

– the board diversity policy of the Company

The Company recognises and embraces the benefits of having a diverse Board to the quality of its performance. The board diversity policy of the Company is put into place aiming to set out some guidelines for the composition of the Board in order to achieve diversity in the Board. The Company aims to have a diverse board composition measurable by objective criteria, including but not limited to gender, age, length of services in the Group, educational background and professional qualifications. Given the nature of the business of the Group, the Company considers that it is beneficial for the Board to have some members with experience and qualification in the information technology industry, in addition to members with financial and legal qualification.

The Company will continue to use its best efforts to maintain a diverse Board measurable by objectives which are appropriate to the needs of the Company's business. Appointment to the Board will be based on merit and contribution a candidate may bring to the Board, having due regards for the benefits of diversity on the Board.

Recommendation of the Nomination Committee

The Nomination Committee has evaluated Mr. Li Wan-Hsien against the selection criteria mentioned above and has considered his extensive experience in the information and communication technologies industry, his working profile and other experience as set out in Appendix II to this circular. The Nomination Committee is satisfied that Mr. Li Wan-Hsien has the required character, integrity and experience to continuously fulfil his role as an executive Director effectively. The Board believes that his re-election as an executive Director would be in the best interests of the Company and the Shareholders as a whole.

Each of Mr. Li Robin Kit Ling, Mr. Cheung Yee Tak Jonathan and Ms. Lam Man Kuen has confirmed that (i) he/she meets the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; (ii) he/she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect his/her independence.

The Nomination Committee has assessed the independence of each of the independent non-executive Directors, including Mr. Li Robin Kit Ling, Mr. Cheung Yee Tak Jonathan and Ms. Lam Man Kuen, based on, among others, their annual confirmation of independence to the Company pursuant to Rule 5.09 of the GEM Listing Rules and considered that all of them remain independent.

The Nomination Committee has evaluated Mr. Li Robin Kit Ling against the selection criteria mentioned above and has considered his extensive experience in the accounting field, his working profile and other experience as set out in Appendix II to this circular. The Nomination Committee is satisfied that Mr. Li has the required character, integrity and experience to continuously fulfil his role as an independent non-executive Director effectively. The Board believes that his re-election as an independent non-executive Director would be in the best interests of the Company and the Shareholders as a whole.

The Nomination Committee has evaluated Mr. Cheung Yee Tak Jonathan against the selection criteria mentioned above and has considered his extensive experience in finance, including investment management, corporate finance, and audit, his working profile and other experience as set out in Appendix II to this circular. The Nomination Committee is satisfied that Mr. Cheung has the required character, integrity and experience to continuously fulfil his role as an independent non-executive Director effectively. The Board believes that his re-election as an independent non-executive Director would be in the best interests of the Company and the Shareholders as a whole.

The Nomination Committee has evaluated Ms. Lam Man Kuen against the selection criteria mentioned above and has considered her extensive experience in legal practice, focusing on corporate and commercial matters and civil litigation. Her working profile and other experience as set out in Appendix II to this circular. The Nomination Committee is satisfied that Ms. Lam has the required character, integrity and experience to continuously fulfil her role as an independent non-executive Director effectively. The Board believes that her re-election as an independent non-executive Director would be in the best interests of the Company and the Shareholders as a whole.

Accordingly, with the recommendation of the Nomination Committee, the Board has proposed that Mr. Li Wan-Hsien, Mr. Li Robin Kit Ling, Mr. Cheung Yee Tak Jonathan and Ms. Lam Man Kuen be re-elected as Directors at the AGM.

Further information about the Board's composition and diversity as well as the attendance record of the Directors (including the retiring Directors) at the meetings of the Board and/or its committees and the general meetings is disclosed in the corporate governance report of the annual report of the Company.

The particulars of the retiring Directors proposed to be re-elected at the AGM are set out in Appendix II to this circular.

4. AGM, PROXY ARRANGEMENT AND CLOSURE OF BOOKS

The AGM Notice is set out on pages 17 to 22 of this circular. At the AGM, resolutions will be proposed to approve, among others, (i) the granting of the Repurchase Mandate; (ii) the granting of the Share Issue Mandate; (iii) the extension of the Share Issue Mandate by the addition thereto of the number of Shares repurchased pursuant to the Repurchase Mandate; and (iv) the re-election of the retiring Directors.

Pursuant to the GEM Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, all the proposed resolutions will be put to vote by way of poll at the AGM. An announcement on the poll results will be made by the Company after the AGM in the manner prescribed under Rule 17.47(5) of the GEM Listing Rules.

The Company strongly encourages Shareholders to exercise their rights to attend and vote at the AGM. Whether or not you intend to attend and vote at the AGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event no later than 11:00 a.m. (Hong Kong time) on Monday, 1 June 2026, or not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM or any adjournment there of should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

The register of members of the Company will be closed from Friday, 29 May 2026 to Wednesday, 3 June 2026, both days inclusive, in order to determine the eligibility of Shareholders to attend and vote at the AGM, during which period no share transfers will be registered. The record date for determining the eligibility to attend and vote at the AGM will be Wednesday, 3 June 2026. To be eligible to attend and vote at the AGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Thursday, 28 May 2026.

5. RECOMMENDATION

The Directors consider that the proposals in relation to the granting of the Repurchase Mandate, the granting of the Share Issue Mandate, the extension of the Share Issue Mandate and the re-election of the retiring Directors are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all the relevant resolutions to be proposed at the AGM.

6. 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,
By order of the Board
Mr. Chang Chuan-Wang
Chairman

The following is an explanatory statement required by the GEM Listing Rules to be sent to the Shareholders to enable them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the AGM in relation to the Repurchase Mandate.

1. REASONS FOR REPURCHASE OF SHARES

The Directors believe that the granting of the Repurchase Mandate is in the best interests of the Company, the Group and the Shareholders.

Repurchases of Shares may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share. The Directors are seeking the granting of the Repurchase Mandate to give the Company the flexibility to repurchase the Shares if and when appropriate. The number of Shares to be repurchased on any occasion and the price and other terms upon which the same are repurchased will be decided by the Directors at the relevant time, having regard to the circumstances then pertaining.

2. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 26,038,783 Shares (with no treasury Shares).

Subject to the passing of the ordinary resolution no. 5 of the AGM Notice in respect of the granting of the Repurchase Mandate and assuming the number of the issued Shares (excluding treasury Shares) remains unchanged as at the date of the AGM, i.e. being 26,038,783 Shares, the Directors would be authorised under the Repurchase Mandate to repurchase, during the period in which the Repurchase Mandate remains in force, up to 2,603,878 Shares, representing 10% of the total number of Shares in issue (excluding treasury Shares) as at the date of the AGM.

3. FUNDING OF REPURCHASES

Repurchases of Shares will be funded out of funds which are legally available for such purposes in accordance with the Articles of Association, the GEM Listing Rules, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

4. IMPACT OF REPURCHASES

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the annual report of the Company for the year ended 31 December 2025) in the event that the Repurchase Mandate is to be carried out in full at any time during the proposed repurchase period. However, the Directors do not intend 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 Company or the gearing levels which, in the opinion of the Directors, are from time to time appropriate for the Company.

5. STATUS OF REPURCHASED SHARES

Shares repurchased by the Company may be canceled or held by the Company as treasury Shares as determined by the Directors, depending on the market conditions and the Group's capital management needs at the relevant time of the repurchases.

For any treasury Shares deposited with CCASS pending resale on the Stock Exchange, the Company shall (i) procure its broker not to give any instructions to HKSCC to vote at general meetings of the Company for the treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, withdraw the treasury Shares from CCASS, and either re-register them in its own name as treasury Shares or cancel them, in each case before the record date for the dividends or distributions, or take any other measures to ensure that it will not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as treasury Shares.

6. TAKEOVERS CODE

If, on the exercise of the power to repurchase Shares pursuant to the Repurchase Mandate, 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. Accordingly, a Shareholder, or a group of Shareholders acting in concert (as that term is defined in the Takeovers Code), depending on the level of increase of the Shareholders' 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 for all the Shares not already owned by such Shareholder or group of Shareholders.

As at the Latest Practicable Date, Foxconn (Far East) Limited was directly interested in 11,853,524 Shares, representing approximately 45.52% of the total number of issued Shares. On the basis that (i) the total number of issued Shares (being 26,038,783 Shares) remains unchanged as at the date of the AGM, and (ii) the shareholding of Foxconn (Far East) Limited (being 11,853,524 Shares) in the Company remains unchanged immediately after the full exercise of the Repurchase Mandate, in the event that the Directors exercise in full the Repurchase Mandate (presuming that apart from the decrease of the issued share capital arising from the said full exercise of the Repurchase Mandate, there is no other change in the Company's issued share capital), the Shareholder's interest of Foxconn (Far East) Limited in the issued Shares would be increased to approximately 50.58% of the total number of issued Shares. The aforesaid increase of Shareholder's interest would result in a Shareholder, or group of Shareholders acting in concert, becoming obliged to make a mandatory offer under Rule 26 of the Takeovers Code if the Repurchase Mandate was exercised in full. Currently, the Directors do not intend to exercise the power to repurchase Shares to an extent which would render any Shareholder or group of Shareholders obliged to make a mandatory offer under Rule 26 of the Takeovers Code. The Directors have no present intention to exercise the Repurchase Mandate to such an extent that would result in a public shareholding of less than the minimum public float requirement of 25% of the total issued share capital of the Company.

7. DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSONS

None of the Directors, and to the best of their knowledge and belief having made all reasonable enquiries, none of their respective close associates (as defined in the GEM Listing Rules) have any present intention to sell any Shares to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the GEM Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

8. GENERAL

The Directors will exercise the power of the Company to make repurchases of Shares pursuant to the Repurchase Mandate in accordance with the GEM Listing Rules, the Articles of Association and the applicable laws of the Cayman Islands. Neither the explanatory statement in this Appendix I nor the proposed Repurchase Mandate has any unusual features.

9. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which the Shares have traded on the Stock Exchange during each of the previous 12 months up to the Latest Practicable Date were as follows:

Month	Highest	Lowest
	HK$	*HK$*
2025		
March	3.200	2.530
April	2.760	2.700
May	3.500	2.700
June	3.000	3.000
July	2.800	2.100
August	2.800	2.250
September	4.000	2.610
October	3.350	2.720
November	3.330	2.720
December	3.180	2.500
2026		
January	3.350	2.650
February	3.500	2.820
March (up to the Latest Practicable Date)	3.050	2.550

10. REPURCHASES OF SHARES MADE BY THE COMPANY

No repurchase of Shares has been made by the Company during the previous six months (whether on the Stock Exchange or otherwise) up to the Latest Practicable Date.

The details of the Directors, who will retire and offer themselves for re-election at the AGM, are provided below.

EXECUTIVE DIRECTOR

Mr. Li Wan-Hsien

Mr. Li Wan-Hsien (黎萬賢), aged 46, has been appointed as an executive Director on 13 March 2026.

Mr. Li Wan-Hsien serves as the Global Business Director of the Group before being appointed as an executive Director. Mr. Li Wan-Hsien is also a director of various subsidiaries of the Group. He is a senior manager at Hon Hai Precision Industry Co., Ltd. within the Advanced E2E Service Group. From 2007 to 2010, he was employed at Pegatron Corporation, where he focused on the design and development of battery packs. Prior to that, Mr. Li Wan-Hsien worked as a Product Engineer at Gigabyte Technology Co., Ltd. from 2005 to 2007. He holds a bachelor's degree in Electronic Engineering from St. John's University.

Mr. Li Wan-Hsien has entered into a letter of appointment as an executive Director with the Company for an initial term of one year and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Such letter of appointment may be terminated by either party giving three months' written notice or otherwise in accordance with its terms. Mr. Li Wan-Hsien does not receive any remuneration from the Company for serving as an executive Director but he is entitled to receive a discretionary bonus based on his performance which is determined by the Remuneration Committee and the Board with reference to, among other things, his experience, his role and responsibilities with the Company and the prevailing market conditions.

Mr. Li Wan-Hsien is deemed to be interested in an aggregate of 16,200 Shares under the SFO.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Li Robin Kit Ling

Mr. Li Robin Kit Ling (李傑靈) ("**Mr. Li**"), aged 67, has been appointed as an independent non-executive Director on 1 December 2017.

Mr. Li holds a degree of bachelor of Commerce from the University of British Columbia, Canada and a degree of master of Business Administration from the University of Strathclyde, Scotland. Mr. Li is a member of the Chartered Professional Accountants of British Columbia. Mr. Li has extensive experience in accounting and financial management. He had held senior positions in accounting and finance in some large corporations and multinationals, including Towona Media Holding Company Limited, News Corporation Limited, Pepsi-Cola International, and Apple Computer International Limited. Mr. Li also worked as a lecturer in several accounting programmes of HKU School of Professional and Continuing Education, and a part-time lecturer at FTMS Training Systems (Hong Kong) Limited for the preparatory of The Association of Chartered Certified Accountants examination courses.

Mr. Li has entered into a letter of appointment as an independent non-executive Director with the Company for an initial term of one year and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Such letter of appointment may be terminated by either party giving three months' written notice or otherwise in accordance with its terms. Mr. Li currently receives a director's fee of HK$10,000 per month which is determined by the Remuneration Committee and the Board having regard to his duties and responsibilities, his qualifications and experience, and the prevailing market conditions.

Mr. Cheung Yee Tak Jonathan

Mr. Cheung Yee Tak Jonathan (張以德) ("**Mr. Cheung**"), aged 37, has been appointed as an independent non-executive Director on 4 December 2025.

Mr. Cheung has over ten years of experience in finance, including investment management, corporate finance, and audit. He was a Senior Investment Manager at Sun Hing Holdings Limited and Vice President at DBS Asia Capital Limited, where he was licensed for Type 1, 4, and 6 regulated activities under the SFO. He currently serves as an independent non-executive director of Keen Ocean International Holding Limited (stock code: 8070) and Shenzhen Pagoda Industrial (Group) Corporation Limited (stock code: 2411), advising on corporate governance and strategic matters. Mr. Cheung previously held senior roles at Sinolink Securities (Hong Kong) Company Limited, Kingsway Capital Limited, and PricewaterhouseCoopers. He holds a bachelor of Commerce degree from the University of Toronto and is a fellow of the Hong Kong Institute of Certified Public Accountants.

Mr. Cheung has entered into a letter of appointment as an independent non-executive Director with the Company for an initial term of one year and shall continue thereafter unless and until terminated by either party by giving to the other not less than three months' notice in writing. He is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Cheung is entitled to receive a director's fee of HK$10,000 per month, which is determined by the Remuneration Committee and the Board having regard to his duties and responsibilities, his qualifications and experience, and the prevailing market conditions.

Ms. Lam Man Kuen

Ms. Lam Man Kuen (林文娟) ("**Ms. Lam**"), aged 61, has been appointed as an independent non-executive Director on 4 December 2025.

Ms. Lam has served as a consultant at Hau, Lau, Li & Yeung, Solicitors since 2002. She is a qualified solicitor in Hong Kong and has over 30 years of experience in legal practice, focusing on corporate and commercial matters and civil litigation. Ms. Lam currently serves as an independent non-executive director of Road King Infrastructure Limited (stock code: 1098). Between 2010 and 2019, Ms. Lam also acted as executive director in different non-Hong Kong companies, including a coal-mining company listed on the Australian Securities Exchange. She has contributed to public services in Hong Kong during her years of legal practice and served as Board-appointed Member of Disciplinary Committee of Estate Agents Authority and legal advisor of various organisations, including Building Management Resource Centre of Home Affairs Department and China Trade & Investment Resource Centre of Hong Kong Trade Development Council. Ms. Lam holds a bachelor of Laws degree from the University of Hong Kong and a Higher Diploma in PRC Law from the China University of Political Science and Law.

Ms. Lam has entered into a letter of appointment as an independent non-executive Director with the Company for an initial term of one year and shall continue thereafter unless and until terminated by either party by giving to the other not less than three months' notice in writing. She is subject to retirement by rotation and re-election in accordance with the Articles of Association. Ms. Lam is entitled to receive a director's fee of HK$10,000 per month, which is determined by the Remuneration Committee and the Board having regard to her duties and responsibilities, her qualifications and experience, and the prevailing market conditions.

Save as disclosed above, as at the Latest Practicable Date, each of the above retiring Directors (i) does not hold any other position with the Company and other members of the Group, (ii) does not have any relationship with any other Directors, senior management, or substantial or controlling shareholders of the Company, (iii) has not held any directorship in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas, (iv) does not have other major appointments and professional qualifications, and (v) does not have any interest in any Shares, underlying Shares and debentures of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the re-election of the retiring Directors that need to be brought to the attention of the Shareholders, and there is no information that should be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

CircuTech International Holdings Limited
訊智海國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8051)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the "**Meeting**" or "**AGM**") of CircuTech International Holdings Limited (the "**Company**") will be held at 24/F, OfficePlus@Wan Chai, 303 Hennessy Road, Wan Chai, Hong Kong on Wednesday, 3 June 2026 at 11:00 a.m. for the purposes of considering and, if thought fit, passing, with or without amendments, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. To consider and receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the board of directors of the Company (the "**Director(s)**") and auditor for the year ended 31 December 2025.

2. To re-elect the following Directors:

   (a) Mr. Li Wan-Hsien as an executive Director;

   (b) Mr. Li Robin Kit Ling as an independent non-executive Director;

   (c) Mr. Cheung Yee Tak Jonathan as an independent non-executive Director; and

   (d) Ms. Lam Man Kuen as an independent non-executive Director.

3. To authorise the Company's board of Directors to fix the remuneration of each of the Directors.

4. To re-appoint BDO Limited as the auditor of the Company and to authorise the Company's board of Directors to fix their remuneration.

5. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to paragraph (c) of this resolution below, the Directors be and are hereby authorised and granted an unconditional general mandate, during the Relevant Period (as hereinafter defined), to repurchase shares in the share capital of the Company on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), or any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, and that the exercise by the Directors of all powers of the Company to repurchase such shares, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on GEM of the Stock Exchange or of any other applicable stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) of this resolution above 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 (as hereinafter defined) to procure the Company to repurchase its shares at a price determined by the Directors;

(c) the total number of shares of the Company which may be bought back or agreed conditionally or unconditionally to be bought back by the Company pursuant to the approval in paragraph (a) of this resolution above during the Relevant Period (as hereinafter defined) shall not exceed 10% of the aggregate number of shares of the Company in issue (excluding treasury shares) as at the time of passing this resolution; and

(d) for the purpose of this resolution, "**Relevant Period**" means the period from the time of passing this resolution until whichever is the earliest of:

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

(ii) the revocation or variation of the authority given under this resolution by ordinary resolution passed by the Company's shareholders in general meeting; and

(iii) 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 (the "**Articles of Association**") or the laws of the Cayman Islands, or any applicable laws to be held."

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to paragraphs (b) and (c) of this resolution, the exercise by the Directors of the powers of the Company during the Relevant Period (as hereinafter defined) to allot, issue and deal with additional shares of the Company (including any sale or transfer of treasury shares out of treasury) and to make or grant offers, agreements, options (including without limitation, warrants, bonds and debentures convertible into shares of the Company) which would or might require any shares to be allotted, issued or dealt with, be and is hereby generally and unconditionally approved;

(b) the Directors be and are hereby authorised during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, options (including without limitation, warrants, bonds and debentures convertible into shares of the Company) which would or might require any shares to be allotted, issued or dealt with, during or after the end of the Relevant Period (as hereinafter defined);

(c) the aggregate number of shares that may be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise and including any sale or transfer of treasury shares listed on the Stock Exchange, if any) and issued by the Directors pursuant to the approval in paragraphs (a) and (b) of this resolution above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) the exercise of any options granted under the share option scheme adopted by the Company or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to subscribe for shares in the Company; or (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in the Company in lieu of the whole or part of a dividend in accordance with the Articles of Association from time to time; and (iv) the exercise of rights of subscription or conversion under the terms of any options, warrants or similar rights granted by the Company or any securities which are convertible into shares of the Company, shall not exceed 20% of the aggregate number of shares of the Company in issue (excluding treasury shares) as at the time 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 passing of this resolution until whichever is the earliest of:

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

(ii) the revocation or variation of the authority given under this resolution by ordinary resolution passed by the Company's shareholders in general meeting; and

(iii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or the laws of the Cayman Islands, or any applicable laws to be held; and

"**Rights Issue**" means an offer of shares or an issue of options, warrants or other securities going the right to subscribe for shares of the Company open for a period fixed by the Directors to holders of any class on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions 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 any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange)."

7. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT** conditional upon the passing of resolutions No. 5 and 6 as set out in this notice convening the Meeting of which this resolution forms part, the aggregate number of shares of the Company that may be allotted, issued and dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (including any sale or transfer of treasury shares out of treasury) by the Directors pursuant to resolution No. 6 as set out in this notice convening the Meeting of which this resolution forms part be and is hereby extended by the addition thereto of the number of shares of the Company bought back by the Company under the authority granted pursuant to resolution No. 5 as set out in this notice convening the Meeting of which this resolution forms part, provided that such amount shall not exceed 10% of the aggregate number of shares of the Company in issue (excluding treasury shares) as at the date of passing this resolution."

By order of the Board
Mr. Chang Chuan-Wang
Chairman

Hong Kong, 27 March 2026

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

Principal Place of Business in Hong Kong:
31/F, Tower Two, Times Square
1 Matheson Street, Causeway Bay
Hong Kong

Notes:

a. Any member of the Company entitled to attend and vote at this Meeting is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

b. In order 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 that power or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event no later than 11:00 a.m. (Hong Kong time) on Monday, 1 June 2026, or not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the Meeting or any adjournment thereof and, in such event, the form of proxy shall be deemed to be revoked.

c. A form of proxy for use at the Meeting is enclosed with the circular of the Company dated 27 March 2026.

d. No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the Meeting or any adjournment thereof in cases where the Meeting was originally held within 12 months from such date.

e. Where there are joint registered holders of any share of the Company, any one of such persons may vote at the Meeting, either in person or by proxy, in respect of such share as if he/she/it was solely entitled thereto; but if more than one of such joint holders be present at the Meeting, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

f. Any voting at the Meeting or any adjournment thereof should be taken by poll.

g. The register of members of the Company will be closed from Friday, 29 May 2026 to Wednesday, 3 June 2026, both days inclusive, in order to determine the eligibility of the shareholders of the Company to attend and vote at the Meeting, during which period no share transfers will be registered. The record date for determining the eligibility to attend and vote at the AGM will be Wednesday, 3 June 2026. To be eligible to attend and vote at the Meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Thursday, 28 May 2026.