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 a 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 Golden Leaf International Group Limited, 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.

Golden Leaf
INTERNATIONAL

GOLDEN LEAF INTERNATIONAL GROUP LIMITED
金葉國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8549)

PROPOSALS FOR
(1) GRANT OF GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE SHARES;
(2) RE-ELECTION OF RETIRING DIRECTORS;
(3) RE-APPOINTMENT OF AUDITOR;
AND
NOTICE OF ANNUAL GENERAL MEETING

Capitalised terms used in the lower portion of the cover and the first page of this circular shall have the same respective meanings as those defined in the section headed "DEFINITIONS" of this circular.

A notice convening the AGM to be held at 28/F New Venture Centre, 18 Lam Tin Street, Kwai Chung, Hong Kong on Tuesday, 22 September 2026 at 11 a.m., at which the above proposals will be considered, is set out on pages 1 to 28 of this circular.

Whether or not you intend to attend and/or 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 Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible and in any event not less than 48 hours before the time of the meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish. For the avoidance of doubt, holders of treasury shares (if any) shall abstain from voting at the AGM.

This circular, together with the form of proxy, will remain on the "Latest Listed Company Information" page of the website of the Stock Exchange (www.hkexnews.hk) for at least 7 days from the date of publication. They will also be published on the Company's website (www.glint.com.hk).

28 August 2026

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 of the Stock Exchange 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 otherwise requires, the following expressions shall have the following meanings:

"AGM" or "Annual General Meeting"	the annual general meeting of the Company to be convened and held at 28/F New Venture Centre, 18 Lam Tin Street, Kwai Chung, Hong Kong on Tuesday, 22 September 2026 at 11 a.m.
"Articles of Association"	the amended and restated articles of association of the Company, as supplemented, amended or otherwise modified from time to time
"Audit Committee"	the audit committee of the Board
"Board"	the board of Directors
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"Companies Act"	the Companies Act, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands as amended, supplemented or otherwise modified from time to time
"Company"	Golden Leaf International Group Limited (金葉國際集團有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 29 April 2025
"Controlling Shareholder(s)"	has the meaning ascribed to it under the GEM Listing Rules and unless the context otherwise requires, means Mr. KY Ip and Mini Universe
"Director(s)"	the director(s) of the Company
"GEM"	GEM operated by the Stock Exchange
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM of the Stock Exchange as amended, supplemented or otherwise modified from time to time

"General Mandates"	the Issue Mandate and the Repurchase Mandate
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
"HKSCC"	Hong Kong Securities Clearing Company Limited
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Issue Mandate"	a general mandate proposed to be granted to the Directors at the AGM to allot, issue and/or deal with additional Shares (including any sale or transfer of treasury shares, if any) during the relevant period not exceeding 20% of the aggregate number of issued Shares (excluding treasury shares, if any) as at the date of passing of the relevant resolution granting such mandate
"Latest Practicable Date"	21 August 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
"Listing Date"	the date, 10 October 2025, on which dealings in the Shares first commence on GEM
"Mini Universe"	Mini Universe Holdings Limited, a company incorporated in the British Virgin Islands with limited liability on 15 April 2025 and a Controlling Shareholder, the entire issued share capital of which is owned by Mr. Ip Kam Yik
"Mr. Chan"	Mr. Chan Kai Chung (陳繼忠), an independent non-executive Director
"Mr. KY Ip"	Mr. Ip Kam Yik (葉金弋), the chief executive officer of the Group, the Chairman, an executive Director and one of the Controlling Shareholders. Mr. KY Ip is the brother of Ms. TK Ip

"Mr. Lin"	Mr. Lin Wai Chong (林偉衵), an independent non-executive Director
"Mr. Lui"	Mr. Lui Kwok Kit (呂國傑), an executive Director
"Ms. TK Ip"	Ms. Ip Tsz Kwan (葉芷筠), an executive Director. Ms. TK Ip is the sister of Mr. KY Ip
"Mr. Wong"	Mr. Wong Chun Kat (王振吉), an independent non-executive Director
"Nomination Committee"	the nomination committee of the Board
"PRC"	the People's Republic of China
"Registrar"	Computershare Hong Kong Investor Services Limited, the Company's branch share registrar at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong
"Remuneration Committee"	the remuneration committee of the Board
"Repurchase Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise the powers of the Company to repurchase Shares not exceeding 10% of the aggregate number of issued Shares (excluding treasury shares) as at the date of passing the relevant resolution at the AGM
"SFC"	the Securities and Futures Commission in Hong Kong
"SFO"	Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) with par value of HK$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Shares

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buybacks of Hong Kong approved by the SFC
“treasury shares”	has the meaning ascribed thereto under the GEM Listing Rules
“Visionary Horizons”	Visionary Horizons Holdings Limited, a company incorporated in the British Virgin Islands with limited liability on 15 April 2025, the entire issued shares of which is owned by Mr. Lui
“Year”	Financial year ended 31 March 2026
“%”	per cent

GOLDEN LEAF INTERNATIONAL GROUP LIMITED
金葉國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8549)

Executive Directors
Mr. Ip Kam Yik *(Chairman)*
Mr. Lui Kwok Kit
Ms. Ip Tsz Kwan

Independent non-executive Directors
Mr. Wong Chun Kat
Mr. Lin Wai Chong
Mr. Chan Kai Chung

Registered Office
89 Nexus Way, Camana Bay
Grand Cayman, KY1-9009
Cayman Islands

Headquarters and Principal Place of Business in Hong Kong
23/F, New Venture Centre
18 Lam Tin Street
Kwai Chung
Hong Kong

28 August 2026

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR
(1) GRANT OF GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE SHARES;
(2) RE-ELECTION OF RETIRING DIRECTORS;
(3) RE-APPOINTMENT OF AUDITOR;
AND
NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to provide you with information in respect of the resolutions to be proposed to seek approval of the Shareholders at the AGM in respect of, among other matters, (i) the ordinary resolutions for granting to the Directors the General Mandates; (ii) the ordinary resolution for re-election of retiring Directors; and (iii) the ordinary resolution for the re-appointment of auditor.

GENERAL MANDATE FOR THE ISSUE OF NEW SHARES

In order to ensure flexibility and give discretion to the Directors, in the event that it becomes desirable for the Company to issue any new Shares, approval is to be sought from the Shareholders, pursuant to the GEM Listing Rules, for the Issue Mandate to issue Shares. At the AGM, an ordinary resolution will be proposed to grant the Issue Mandate to the Directors to exercise the powers of the Company to allot, issue and deal with the additional Shares (including any sale or transfer of treasury shares, if any, out of treasury) not exceeding 20% of the number of issued Shares (excluding treasury shares) as at the date of passing of the resolution in relation to the Issue Mandate. The Issue Mandate will end on the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required pursuant to the Articles of Association or any applicable laws of the Cayman Islands and the GEM Listing Rules; or (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the Shareholders in the general meeting of the Company, whichever occurs first.

As at the Latest Practicable Date, 400,000,000 Shares have been fully paid and issued (excluding treasury shares, if any). Subject to the passing of the ordinary resolution and on the basis that no further Shares are issued or repurchased after the Latest Practicable Date and up to the date of the AGM, the Company will be allowed to issue a maximum of 80,000,000 Shares (excluding treasury shares, if any). If the share capital of the Company changes as a result of a share consolidation or subdivision after the approval of the Issue Mandate, the maximum number of Shares that can be issued will be adjusted accordingly such that the maximum percentage of Shares which may be allotted and issued under the Issue Mandate immediately before and after such share capital change shall be the same.

In addition, an ordinary resolution will be proposed to extend the limit of the Issue Mandate by adding the aggregate number of Shares repurchased under the Repurchase Mandate.

The Directors wish to state that they have no immediate plan to issue any Shares pursuant to the Issue Mandate.

GENERAL MANDATE TO REPURCHASE SHARES

At the AGM, an ordinary resolution will be proposed to grant to the Directors the Repurchase Mandate to exercise the powers of the Company to repurchase issued Shares subject to the criteria set forth in this circular. In particular, Shareholders should note that the maximum number of Shares that may be repurchased pursuant to the Repurchase Mandate will be such number which represents 10% of the total number of issued Shares (excluding treasury shares, if any) as at the date of passing of the resolution subject to the GEM Listing Rules. The Repurchase Mandate will end on the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required pursuant to the Articles of Association or any applicable laws of the Cayman Islands and the GEM Listing Rules; or (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the Shareholders in the general meeting of the Company, whichever occurs first. As at the Latest Practicable Date, the total number of issued Shares was 400,000,000 (excluding treasury shares, if any).

Assuming that there is no change in the total number of issued Shares between the period from the Latest Practicable Date and the date of passing the resolution approving the Repurchase Mandate, the maximum number of Shares which may be repurchased pursuant to the Repurchase Mandate will be 40,000,000 Shares (excluding treasury shares, if any), representing 10% of the total number of issued Shares on the date of passing the resolution approving the Repurchase Mandate. If the share capital of the Company changes as a result of a share consolidation or subdivision after the approval of the Repurchase Mandate, the maximum number of Shares that can be purchased will be adjusted accordingly such that the maximum percentage of Shares which may be purchased under the Repurchase Mandate immediately before and after such share capital change shall remain the same.

An explanatory statement, as required under Rule 13.08 of the GEM Listing Rules to provide the requisite information in connection with the Repurchase Mandate, is set forth in Appendix I to this circular.

RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, the Board comprises three executive Directors, namely, Mr. Ip Kam Yik, Mr. Lui Kwok Kit, Ms. Ip Tsz Kwan; and three independent non-executive Directors, namely Mr. Wong Chun Kat, Mr. Lin Wai Chong and Mr. Chan Kai Chung.

Pursuant to article 108(a) of the Articles of Association, notwithstanding any other provisions in the Articles, 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 every Director shall be subject to retirement at an annual general meeting by rotation at least once every three years.

Pursuant to article 112 of the Articles of Association, any Director appointed by the Board either to fill a casual vacancy or as an addition to the existing Board shall hold office only until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election.

Accordingly, all existing members of the Board will retire from their office at the AGM, and each existing member of the Board is eligible and has offered himself/herself for re-election as Directors at the AGM.

According to the GEM Listing Rules and the board diversity policy of the Company, the Nomination Committee will, among other things, undertake the nomination and selection of independent non-executive Director candidates on the completion of their specified terms and make relevant recommendations to the Board.

Furthermore, when changes to composition of the Board or members of any committee of the Company are required or when casual vacancies arise, the Nomination Committee shall adhere to the principles stated in the Board Diversity Policy. The Nomination Committee will take into account the existing composition of the Board and the business requirements of the Group, and nominate potential candidates by reference to their capacity and the selection criteria to the Board for approval.

The Nomination Committee (with Mr. Wong abstaining from the assessment and evaluation in relation to himself) had assessed and reviewed the annual written confirmation of independence of each of the independent non-executive Directors (including Mr. Wong) based on the independence criteria as set out in Rule 5.09 of the GEM Listing Rules and confirmed that all of the independent non-executive Directors remain independent.

The Nomination Committee considered that, in view of the diverse and different educational backgrounds and professional knowledge and experience of the retiring Directors will bring valuable perspectives, knowledge, skills and experiences to the Board for its efficient and effective functioning and their appointments will contribute to the diversity of the Board appropriate to the requirements of the Group's business.

In addition, the Nomination Committee (with Mr. Wong and Ms. TK Ip abstaining from the assessment and evaluation in relation to themselves) had evaluated the performance of each of the retiring Directors during the Year and found their performance satisfactory.

The Board, having considered the recommendation of the Nomination Committee, is of the view that each of the retiring Directors will continue to contribute to the Board with his or her deep understanding of the businesses of the Group, diversity of skills set and perspectives as well as devotion to the Board. Therefore, with the recommendation of the Nomination Committee, the Board has proposed that all of the retiring Directors stand for re-election as Directors at the AGM. As a good corporate governance practice, each of the retiring Directors abstained from voting at the relevant Board meeting on the respective propositions of their recommendations for re-election by the Shareholders at the AGM.

Having considered the above aspects and in view of the contribution that each of the retiring Directors has made to the Board, the re-election will be in the best interests of the Company and its Shareholders as a whole.

Details of the above retiring Directors who are subject to re-election at the AGM are set out in Appendix II to this circular in accordance with the relevant requirements of the GEM Listing Rules.

RE-APPOINTMENT OF THE INDEPENDENT AUDITOR

The financial statements of the Group for the Year were audited by Moore CPA Limited ("**Moore**") whose term of office will expire upon the conclusion of the AGM.

The Board, with the recommendation of the Audit Committee, proposes to re-appoint Moore as the auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company, and authorize the Board to determine the specific matters, including but not limited to their remunerations, in relation to such re-appointment, subject to shareholders' approval at the AGM.

The estimated annual audit fee payable to Moore for the financial year ending 31 March 2027 is expected to be in the range of approximately HK$0.9 million to HK$1.0 million (exclusive of out-of-pocket expenses), which is determined after due consideration and arm's length negotiations between the Company and Moore, taking into account, among other things, the size and complexity of the Group's business operations, the expected scope of the audit, the audit timetable, the level and mix of professional staff to be deployed, the anticipated audit workload, and prevailing market rates for comparable services.

The estimated audit fee also assumes that there will be no material change in the Group's operations, accounting policies or regulatory environment during the financial year, and that the Company will provide timely and adequate assistance and information as reasonably required for the purposes of the audit.

An ordinary resolution will be proposed at the AGM to approve the re-appointment of Moore as auditor of the Company and authorizing the Board to fix and determine its remuneration.

ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

Set out on pages 23 to 27 of this circular is a notice convening the AGM to consider and, if appropriate, to approve the proposals for (i) grant of General Mandates to issue and repurchase Shares, (ii) re-election of the retiring Directors, and (iii) re-appointment of auditor.

For the purpose of ascertaining Shareholders who are entitled to attend and vote at the AGM or any adjournment thereof, the register of members of the Company will be closed from 17 September 2026 to 22 September 2026 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the right to attend and vote at the AGM or any adjournment thereof, all transfer documents accompanied by the relevant share certificates must be lodged with the Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 16 September 2026.

A form of proxy for use at the AGM is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (www.glint.com.hk). Whether or not you are able to attend and/or vote at the AGM in person, you are requested to complete the form of proxy and return it to the Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time of the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

VOTING BY POLL

Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of shareholders at a general meeting must be taken by poll. As such, all the resolutions set out in the notice of AGM will be voted by poll. 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, on the results of the AGM after being verified by the scrutineer.

Treasury shares, if any and registered under the name of the Company, shall have no voting rights at the general meeting(s) of the Company. For the avoidance of doubt, solely from the perspective of the GEM Listing Rules, the Company shall procure, upon depositing any treasury shares in CCASS, the abstention from voting at any of its general meeting(s) in relation to those shares.

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 Group. 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.

RECOMMENDATION

The Board considers that the resolutions in relation to the Issue Mandate, the Repurchase Mandate, the re-election of the retiring Directors, and re-appointment of auditor, to be proposed at the AGM are in the best interests of the Company and the Shareholders. Accordingly, the Board recommends the Shareholders to vote in favour of such resolutions at the AGM.

MISCELLANEOUS

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

GENERAL INFORMATION

Your attention is also drawn to the information set out in the appendices to this circular.

Yours faithfully,
By Order of the Board
Golden Leaf International Group Limited
Ip Kam Yik
Chairman

This appendix serves as an explanatory statement as required by Rule 13.08 of the GEM Listing Rules to be given to all Shareholders relating to the resolution to be proposed at the AGM granting the Repurchase Mandate.

The GEM Listing Rules permit companies whose primary listing is on GEM to repurchase their fully-paid shares on the Stock Exchange subject to certain restrictions, the most important of which are summarised below:

1. SHAREHOLDERS' APPROVAL

All proposed repurchase of shares on the Stock Exchange by the Company must be approved in advance by the Shareholders by an ordinary resolution of the Company, either by way of a general mandate or by a specific approval to the Directors.

2. REPURCHASE OF SECURITIES FROM CORE CONNECTED PERSONS

Under the GEM Listing Rules, the Company is prohibited from knowingly purchasing Shares on the Stock Exchange from a core connected person.

As at the Latest Practicable Date, to the best knowledge of the Directors having made all reasonable enquiries, no core connected person of the Company has notified the Company that he/she/it has a present intention to sell any Shares to the Company or has undertaken not to sell any of the Shares held by him/her/it to the Company in the event that the Repurchase Mandate is approved by the Shareholders.

3. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 400,000,000 Shares. Subject to the passing of the proposed ordinary resolution approving the grant of the Repurchase Mandate and assuming that no further Shares will be issued and no Shares will be repurchased and cancelled after the Latest Practicable Date and up to the date of passing such resolution at the AGM, the Directors would be authorised to repurchase up to a maximum of 40,000,000 Shares, representing 10% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of passing the relevant resolution. The Repurchase Mandate, if granted at the AGM, will continue to be in force until (i) the conclusion of the next AGM; (ii) the expiration of the period within which the next AGM is required to be held by the Articles of Association or the Companies Act or any applicable laws of the Cayman Islands; and (iii) the date on which such authority is revoked or varied or renewed by an ordinary resolution of the Shareholders in a general meeting of the Company, whichever occurs first.

4. REASONS FOR REPURCHASES

The Directors have no present intention to repurchase any Shares but consider that the Repurchase Mandate is in the interests of the Company and the Shareholders as a whole. An exercise of the Repurchase Mandate may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net assets value per share and/or earnings per share and will only be made when the Directors believe that a repurchase will benefit the Company and the Shareholders as a whole.

5. STATUS OF REPURCHASED SHARES

If the Company repurchases any Shares pursuant to the Repurchase Mandate, the Company may cancel such Shares and/or hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time of such repurchase.

For those treasury shares not directly held by the Company but are deposited with CCASS pending resale on the Stock Exchange, the Company will adopt measures to ensure that it would not exercise any shareholders' rights or receive any entitlements in respect of such treasury shares. Such measures will include (i) procuring the relevant broker not to give instructions to HKSCC to vote at general meetings of the Company for such treasury shares; and (ii) in case of dividends or distributions, the Company shall give instructions to the Hong Kong branch share registrar to exclude such treasury shares in determining HKSCC's entitlements to the dividends or distributions and notify (or procure the relevant broker to notify) HKSCC the number of treasury shares held with CCASS, or alternatively, withdraw the treasury shares from CCASS and either register them in the Company's own name or cancel them, in each case before the record date for the dividend or distributions.

The Company did not hold any treasury shares as at the Latest Practicable Date.

6. FUNDING OF REPURCHASES

Pursuant to the Repurchase Mandate, repurchases would be funded entirely from the Company's funds legally available in accordance with the laws of the Cayman Islands and the Articles of Association for such purpose.

7. IMPACT ON WORKING CAPITAL OR GEARING POSITION

An exercise of the Repurchase Mandate in full may have a material adverse impact on the working capital or gearing position of the Company when compared with that as at 31 March 2026, being the date of its latest published audited consolidated financial statements. The Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse impact on the working capital or gearing position of the Company, which in the opinion of the Directors is from time to time appropriate for the Company.

8. SHARE PRICES

The highest and lowest prices at which the Shares were traded on the Stock Exchange from the Listing Date to the Latest Practicable Date were as follows:

Month	Highest prices	Lowest prices
	HK$	*HK$*
2025		
October	3.320	0.440
November	0.540	0.405
December	0.410	0.320
2026		
January	0.380	0.295
February	0.295	0.250
March	0.280	0.203
April	0.270	0.206
May	0.320	0.210
June	0.250	0.205
July	0.225	0.190
August (up to the Latest Practicable Date)	0.222	0.188

9. DIRECTORS AND THEIR CLOSE ASSOCIATES

None of the Directors or, to the best of their knowledge having made all reasonable enquiries, their respective close associates, has any present intention to sell to the Company or any member of the Group any of the Shares if the Repurchase Mandate is approved at the AGM.

10. CONFIRMATION OF THE DIRECTORS

The Directors confirm that so far as the same may be applicable, they will exercise the powers of the Company to make repurchases pursuant to the Repurchase Mandate in accordance with the GEM Listing Rules and the applicable laws of the Cayman Islands.

The Directors also confirm that neither the explanatory statement on the Repurchase Mandate nor the proposed share repurchase has any unusual features.

11. EFFECT OF THE TAKEOVERS CODE

If a Shareholder's proportionate interest in the voting rights of the Company increases as a result of the Company exercising its powers to repurchase Shares pursuant to the Repurchase Mandate, such an increase will be treated as an acquisition for the purpose of the Takeovers Code. As a result, a Shareholder, or a group of Shareholders acting in concert (as defined in the Takeovers Code), 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.

To the best knowledge and belief of the Directors, as at the Latest Practicable Date. Mr. KY Ip and Mr. Lui are beneficially interested in 258,000,000 Shares and 42,000,000 Shares, representing approximately 64.5% and 10.5%, respectively of the total number of Shares in issue. In the event that the Directors exercise in full the Repurchase Mandate, the proportionate shareholding interests in the Company of each of Mr. KY Ip and Mr. Lui would be approximately 71.67% and 11.67% respectively of the total number of Shares in issue and such increase will give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. Save as aforesaid, the Directors are not aware of any consequence which may arise under the Takeovers Code as a result of any repurchase of Shares under the Repurchase Mandate.

Assuming that there is no further issue of Shares between the Latest Practicable Date and the date of a repurchase, an exercise of the Repurchase Mandate in whole or in a certain part will result in the total amount of the Shares in issue in the public hands falling below the prescribed minimum percentage of 25%. As required by the GEM Listing Rules, a listed issuer must maintain the said minimum public float. The Directors confirm that the Repurchase Mandate will not be exercised to the extent as may result in the amount of the Shares held by the public being reduced to less than 25% of the Shares in issue (excluding treasury shares, if any).

12. SHARES REPURCHASE MADE BY THE COMPANY

No repurchases of Shares have been made by the Company (whether on the Stock Exchange or otherwise) in the six months immediately preceding the Latest Practicable Date.

The particulars of the Directors retiring as required by the Articles of Association and the GEM Listing Rules and proposed to be re-elected at the AGM are set out as follows.

EXECUTIVE DIRECTORS

Mr. Ip Kam Yik (葉金弋) ("**Mr. KY Ip**"), aged 46, was appointed as a Director on 15 May 2025 and was re-designated as an executive Director on 10 June 2025. Mr. KY Ip also serves as our chief executive officer. He is primarily responsible for major decision making, formulation and implementation of business strategies, overall project management and day-to-day management of the operations of the Group, and serves as a member of the Remuneration Committee. Mr. KY Ip is the brother of Ms. TK Ip. Mr. KY Ip is also a director of a number of subsidiaries of the Company.

Mr. KY Ip has over 20 years of experience in the E&M engineering industry, mainly specialising in the design, installation, maintenance, and repair of HVAC systems, with extensive on-the-ground experience. Mr. KY Ip joined the Group in November 2006 as a founder of Golden Leaf International (Hong Kong) Limited, an indirect wholly-owned subsidiary of the Group. Since founding the Group, Mr. KY Ip has been primarily responsible for organising and leading teams to participate in different mechanical and electrical engineering projects.

Mr. KY Ip obtained his degree of Master of Engineering-Building Services from West Coast Institute of Management & Technology in March 2014 through distance learning and degree of Master of Engineering — Civil from West Coast Institute of Management & Technology in March 2021 through distance learning. Further, Mr. KY Ip has been a Chartered Engineer of the Engineering Council of the United Kingdom since July 2017, a technical director and one of the authorised signatories of Golden Leaf HK under the Register of Specialist Contractors (Sub-register of Ventilation Works Category) and one of the authorised signatories of Golden Leaf HK under the Register of Minor Works Contractors (Company) maintained under the Buildings Ordinance. Mr. KY Ip has also been a member of The Hong Kong Institute of Directors since February 2024. He is also a secretary of executive committee of the Asian Institute of Intelligent Buildings, and a fellow member of The Hong Kong Institute of Environmental, Social and Governance and the vice-chairman of the internal affair committee of that institute. He has been a registered RCx Professional under the RCx Registration Scheme launched by the Hong Kong Green Building Council since September 2020.

As at the Latest Practicable Date, Mr. KY Ip held the entire issued share capital of Mini Universe, which, in turn, held 64.5% shareholding in the Company.

Mr. KY Ip has entered into a service agreement with the Company for an initial term of three years commencing from the Listing Date, which will continue thereafter until terminated by not less than three months' notice in writing served by either party on the other. During the term of the office, Mr. KY Ip will not receive any remuneration from the Company.

His emolument was recommended by the Remuneration Committee and determined by the Board by reference to his responsibilities and duties within the Company. For the Year, the amount of emoluments paid for the Year to Mr. KY Ip by the Group is set out in note 12(a) to the consolidated financial statements of the Company for the year ended 31 March 2026 contained in the Company's 2026 annual report.

Mr. Lui Kwok Kit (呂國傑) ("**Mr. Lui**"), aged 54, was appointed an executive Director on 10 June 2025. He is primarily responsible for overall project management and day-to-day management of the operations of the Group. Mr. Lui is also a director of two subsidiaries of the Company.

Mr. Lui has over 30 years of experience in the E&M engineering industry with extensive on-the-ground experience. Mr. Lui joined the Group in November 2006 as a founder of Golden Leaf HK. Since founding the Group, Mr. Lui has been primarily responsible for reviewing and controlling costs and budgets of the Group, overseeing monthly reports prepared by the engineering department, supervising the workflow of the engineering manager or engineer, etc. Prior to joining the Group, Mr. Lui served as a technician of an E&M engineering business in Hong Kong from 2000 to 2006 and a technician of another E&M engineering business in Hong Kong from 1996 to 2000. He was a craft apprentice of the Water Supplies Department from September 1987 to September 1991, where he received training on areas such as air-conditioning and refrigeration principle and practice and electrical and electronic work.

Mr. Lui completed Authorised Signatory — Registered Minor Works Contractors (Company) Top-up Course in Type "A" Minor Works Specific Module (SA), Type "C" Minor Works Specific Module (SC) and Class I Minor Works Common Module (CI), respectively, conducted by the Industrial Centre of The Hong Kong Polytechnic University in June 2011, February 2011 and June 2011, respectively. He was awarded a Certificate in Engineering Preparatory at Chai Wan Technical Institute, Vocational Training Council in August 1991. Mr. Lui is one of the authorised signatories and one of the technical directors of Golden Leaf HK under the Register of Minor Works Contractors (Company) maintained under the Buildings Ordinance. Further, Mr. Lui is a holder of a variety of certificates, including rigger and signaller training certificate; 3-day metal scaffold supervisor training certificate; electric arc welding safety training certificate; abrasive wheels training certificate; safety supervisor training certificate; certificate for gas welding safety training course; certificate of registration of electrical worker; and construction industry safety training certificate. He is also a qualified person under the Mandatory Window Inspection Scheme.

As at 31 March 2026, Mr. Lui held the entire issued share capital Visionary Horizons, which, in turn, held 10.5% shareholding in the Company.

Mr. Lui has entered into a service agreement with the Company for an initial term of three years commencing from the Listing Date, which will continue thereafter until terminated by not less than three months' notice in writing served by either party on the other. During the term of the office, Mr. Lui will not receive any remuneration from the Company.

His emolument was recommended by the Remuneration Committee and determined by the Board by reference to his responsibilities and duties within the Company. The amount of emoluments paid for the Year to Mr. Lui by the Group is set out in note 12(a) to the consolidated financial statements of the Company for the year ended 31 March 2026 contained in the Company's 2026 annual report.

Ms. Ip Tsz Kwan (葉芷筠) ("**Ms. TK Ip**"), aged 40, was appointed as an executive Director on 10 June 2025. Ms. TK Ip is primarily responsible for financial management of the Group and formulation and implementation of financial strategy and serves as a member of the nomination committee. She is also the chief financial officer of the Company and a director of a subsidiary of the Company. Ms. TK Ip is the sister of Mr. KY Ip.

Ms. TK Ip joined the Group in August 2017 as the senior financial manager of the accounts department of Golden Leaf HK, with her latest position as chief financial officer, primarily responsible for overseeing the financial planning and analysis, managing financial budgets and forecasts, monitoring cash flow and liquidity of the Group.

Prior to joining the Group, Ms. TK Ip has over 10 years of experience in the field of accounting and auditing. She had served as a senior accountant of Alibaba.com China Limited, which is a group company of Alibaba Group Holding Limited (NYSE: BABA), from July 2016 to May 2017. Ms. TK Ip also worked with Fairton International Group Ltd., a fashion brand management company, from May 2011 to July 2016 with her last position as senior accountant (treasury); and with Aoba CPA Limited, an accounting and audit firm in Hong Kong, from November 2007 to March 2011, with her last position as senior auditor.

Ms. TK Ip obtained her degree of Bachelor of Commerce from the University of South Australia in August 2007. She has been a member of CPA Australia since December 2010. Ms. TK Ip has also completed the Sustainability Leadership Training Programme in September 2024 organised by the SME Sustainability Society and the Centre of Business Sustainability of the Business School of The Chinese University of Hong Kong.

Ms. TK Ip has entered into a service agreement with the Company for an initial term of three years commencing from the Listing Date, which will continue thereafter until terminated by not less than three months' notice in writing served by either party on the other. During the term of the office, Ms. TK Ip will not receive any remuneration from the Company.

Her emolument was recommended by the Remuneration Committee and determined by the Board by reference to her responsibilities and duties within the Company. The amount of emoluments paid for the Year to Ms. TK Ip by the Group is set out in note 12(a) to the consolidated financial statements of the Company for the year ended 31 March 2026 contained in the Company's 2026 annual report.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wong Chun Kat (王振吉) ("**Mr. Wong**"), aged 43, was appointed as an independent non-executive Director on 22 September 2025 and is primarily responsible for providing independent advice to the Board. Mr. Wong serves as the chairperson of the audit committee and a member of the nomination committee.

Mr. Wong is currently the Senior Finance Manager of CCT Telecom (HK) Limited (a subsidiary of CCT Fortis Holdings Limited (中建富通集團有限公司) (a company listed on the Main Board of the Stock Exchange, stock code 138). Mr. Wong has been the finance manager of China Best Group Holding Limited (currently known as Hong Kong Robotics Group Holding Limited) (a company listed on the Main Board of the Stock Exchange, stock code: 370) since July 2018, and has served as the assistant financial controller of Wise Action Limited, a subsidiary of Hong Kong Education (Int'l) Investments Ltd. (currently known as Bradaverse Education (Int'l) Investments Group Limited) (a company listed on the Main Board of the Stock Exchange, stock code: 1082), from October 2014 to July 2018, where he was responsible for tasks including assisting the chief financial officer/financial controller. Prior to that, Mr. Wong had over nine years of experience in the audit industry, where he worked with Mazars CPA Limited (currently known as Forvis Mazars CPA Limited) from January 2008 to June 2014 with his last position as manager and with Lee Sik Wai & Co from June 2005 to December 2007 with his last position as senior auditor.

Mr. Wong obtained his degree of Bachelor of Business Administration from Lingnan University in December 2005 and degree of Master of Corporate Governance from The Hong Kong Polytechnic University in September 2022. He has been a member of the HKICPA since September 2009 and became a fellow of the HKICPA since March 2017 and an associate of The Hong Kong Chartered Governance Institute with the designations of Chartered Secretary and Chartered Governance Professional since January 2023.

Mr. Wong has entered into a letter of appointment with the Company. The terms and conditions of each of such letters of appointment are similar in all material respects. Each of the independent non-executive Directors is appointed with an initial term of three years commencing from the Listing Date subject to termination under certain circumstances as stipulated in the relevant letters of appointment.

Pursuant to the letter of appointment, he is entitled to a director's fee of HK$10,000 per month. His emolument was recommended by the Remuneration Committee and determined by the Board with reference to his responsibilities and duties within the Company and shall be adjusted by the recommendation of the Remuneration Committee. For the Year, the total amount of his emoluments was approximately HK$63,000.

Mr. Wong confirmed that (a) he has satisfied all the criteria for independence set out in Rule 5.09(1) to (8) of the GEM Listing Rules; (b) he 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 of the Company under the GEM Listing Rules; (c) there are no other factors that may affect his independence at the Latest Practicable Date.

Mr. Lin Wai Chong (林偉昶) ("**Mr. Lin**"), aged 62, was appointed as an independent non-executive Director on 22 September 2025 and is primarily responsible for providing independent advice to the Board. Mr. Lin serves as the chairperson of the remuneration committee and a member of the audit committee.

Mr. Lin has been working at Joinwell Enterprises Ltd. since June 1993 with his latest position being a sales manager, primarily responsible for developing and executing sales strategies and overseeing the operations of the company's sales and business development departments. Mr. Lin is also a committee of the Hong Kong Construction Sub-Contractors Association. Mr. Lin completed his secondary education in May 1982 at Oberlin College.

Mr. Lin has entered into a letter of appointment with the Company. The terms and conditions of each of such letters of appointment are similar in all material respects. Each of the independent non-executive Directors is appointed with an initial term of three years commencing from the Listing Date subject to termination under certain circumstances as stipulated in the relevant letters of appointment.

Pursuant to the letter of appointment, he is entitled to a director's fee of HK$10,000 per month. His emolument was recommended by the Remuneration Committee and determined by the Board with reference to his responsibilities and duties within the Company and shall be adjusted by the recommendation of the Remuneration Committee. For the Year, the total amount of his emoluments was approximately HK$63,000.

Mr. Lin confirmed that (a) he has satisfied all the criteria for independence set out in Rule 5.09(1) to (8) of the GEM Listing Rules; (b) he 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 of the Company under the GEM Listing Rules; (c) there are no other factors that may affect his independence at the Latest Practicable Date.

Mr. Chan Kai Chung (陳繼忠) ("**Mr. Chan**"), aged 47, was appointed as an independent non-executive Director on 6 August 2026 and is primarily responsible for providing independent advice to the Board. Mr. Chan serves as the chairperson of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

Mr. Chan has over 24 years of experience in auditing, accounting and risk consulting. Since February 2026, Mr. Chan has been serving Ascent Partners Corporate Service Limited as director. From January 2015 to February 2025, Mr. Chan worked for Moore Advisory Services Limited with his last position being an advisory director in the advisory department. From October 2009 to August 2014, Mr. Chan worked for BDO Financial Services Limited with his last position being a senior manager. Prior to that, Mr. Chan worked for various corporations and accounting firms as assistant internal audit manager, senior associate in advisory and audit and accounts manager.

Mr. Chan has also been an independent non-executive director of KNT Holdings Limited (嘉藝控股有限公司) (a company listed on the Main Board of the Stock Exchange, stock code: 1025) since December 2024, and an independent director of Anhui Huaheng Biotechnology Co., Ltd. (安徽華恒生物股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 688639) since September 2025.

Mr. Chan obtained his degree of Bachelor of Arts in Accountancy from The Hong Kong Polytechnic University in November 2004. He has been a member of The Association of Chartered Certified Accountants since July 2008 and became a fellow member since April 2018. Mr. Chan has also been a member of The Information Systems Audit and Control Association certified in Risk and Information Systems Control since February 2011, and a member of The Institute of Internal Auditor with the designation of Certified Internal Auditor since August 2012.

Mr. Chan has entered into a letter of appointment with the Company for a term of three years and will be subject to retirement by rotation and re-election at the first annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation in accordance with the provisions of the Company's articles and association.

Pursuant to the letter of appointment, Mr. Chan is entitled to receive a remuneration of HK$120,000 per annum. The remuneration payable to Mr. Chan is recommended by the Remuneration Committee and determined by the Board, after taking into consideration his skill, knowledge and experience, duties and responsibilities with the Company, the Company's remuneration policy, and the prevailing market conditions. Such remuneration will be reviewed annually by the Remuneration Committee.

Mr. Chan confirmed that (a) he has satisfied all the criteria for independence set out in Rule 5.09(1) to (8) of the GEM Listing Rules; (b) he 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 of the Company under the GEM Listing Rules; (c) there are no other factors that may affect his independence at the Latest Practicable Date.

GENERAL INFORMATION

Save as disclosed herein, each of the abovementioned retiring Directors confirmed that as at the Latest Practicable Date: he (i) had not held any directorship in the last three years in any public company, the securities of which are listed on any securities market in Hong Kong or overseas; (ii) did not hold other positions in the Company or other members of the Group; (iii) did not have any relationship with any Directors, senior management, substantial shareholder or controlling shareholder; and (iv) did not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed herein, to the best of the knowledge of the Directors having made all reasonable enquiries, there is no other matter concerning the re-election of each of the abovementioned retiring Directors that needs to be brought to the attention of the Shareholders, nor is there other information that is required to be disclosed pursuant to the requirements of Rule 17.50(2) (h) to (v) of the GEM Listing Rules.

GOLDEN LEAF INTERNATIONAL GROUP LIMITED
金葉國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8549)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting of Golden Leaf International Group Limited (the "**Company**" and the "**Meeting**", respectively) will be held at 28/F, New Venture Centre, 18 Lam Tin Street, Kwai Chung, Hong Kong on Tuesday, 22 September 2026 at 11 a.m. for the following purposes:

ORDINARY RESOLUTIONS

As ordinary business to consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions of the Company:

1. To receive, consider and adopt the audited consolidated financial statements and the reports of the directors (the "**Director(s)**") and independent auditor of the Company and its subsidiaries for the year ended 31 March 2026.

2. (a) To re-elect Mr. Ip Kam Yik as an executive Director;

   (b) To re-elect Mr. Lui Kwok Kit as an executive Director;

   (c) To re-elect Ms. Ip Tsz Kwan as an executive Director;

   (d) To re-elect Mr. Wong Chun Kat as an independent non-executive Director;

   (e) To re-elect Mr. Lin Wai Chong as an independent non-executive Director;

   (f) To re-elect Mr. Chan Kai Chung as an independent non-executive Director.

3. To authorise the board of Directors (the "**Board**") to fix the remuneration of the Directors for the year ending 31 March 2027.

4. To re-appoint Moore CPA Limited as the independent auditor of the Company in respect of the Company's financial statements for the year ending 31 March 2027 and to authorise the Board to fix its remuneration.

As special businesses, to consider and if though fit, pass with or without modifications, the following resolutions as ordinary resolutions:

5. "**THAT**:

(a) subject to paragraph (b) of this resolution below, pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and all other applicable law, a general and an unconditional mandate be and is hereby given to the directors of the Company (the "**Directors**") to exercise all the powers of the Company during the Relevant Period (as hereinafter defined) to allot, issue and deal with the additional shares in the share capital of the Company (the "**Shares**") and to make or grant offers, agreements and options (including warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares), which would or might require the exercise of such powers, whether during the continuance of the Relevant Period or thereafter;

(b) the aggregate number of Shares allotted, issued or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) of this resolution above during the Relevant Period, otherwise than pursuant to the followings, shall not exceed 20% of the total number of Shares in issue as at the date of passing of this resolution and the said approval shall be limited accordingly:

(i) a rights issue where Shares are offered for a period fixed by the Directors to shareholders on the register on a fixed record date in proportion to their then holdings of Shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard, as appropriate, to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or stock exchange in Hong Kong, or in any territory applicable to the Company);

(ii) the exercise of options granted under a share option scheme or similar arrangement for the time being adopted by the Company from time to time;

(iii) the exercise of rights of conversion under the terms of any securities which are convertible into Shares;

(iv) any scrip dividend scheme or similar arrangement providing for the allotment and issue of Shares in lieu of the whole or part of any dividend in accordance with the articles of association of the Company (the "**Articles of Association**"); or

(v) any specific authority granted or to be granted by the shareholders of the Company in general meeting; and

(c) if, after the passing of this resolution, the Company conducts a share consolidation or subdivision, the number of Shares subject to the limit set out in paragraph (c) above shall be adjusted to the effect that the number of Shares subject to the limit set out in paragraph (b) above as a percentage of the total number of issued Shares at the time immediately before and after such consolidation or subdivision shall be the same; and

(d) for the purposes of this resolution:

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

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

(ii) the expiration of the period within which the next AGM is required by the Articles of Association or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in a general meeting."

6. "**THAT**:

(a) subject to paragraph (b) below, the exercise by the Directors of the Company during the Relevant Period of all the powers of the Company to purchase shares of the Company on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or any other stock exchange on which Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or those of any other recognised stock exchange as amended from time to time, is hereby generally and unconditionally approved;

(b) the total number of Shares to be purchased or agreed to be purchased by the Company pursuant to the approval in paragraph (a) of this resolution above during the Relevant Period shall not exceed 10% of the total number of Shares in issue as at the date of passing of this resolution and the authority pursuant to paragraph (a) of this resolution above shall be limited accordingly;

(c) if, after the passing of this resolution, the Company conducts a share consolidation or subdivision, the number of Shares subject to the limit set out in paragraph (b) above shall be adjusted to the effect that the number of Shares subject to the limit set out in paragraph (b) above as a percentage of the total number of issued Shares at the time immediately before and after such consolidation or subdivision shall be the same; and

(d) for the purposes of this resolution:

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

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

(ii) the expiration of the period within which the next AGM is required by the articles of association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in a general meeting."

7. "**THAT** conditional upon the passing of resolutions no. 5 and 6 as set out in the notice convening the annual general meeting of the Company (the "**Notice**"), the general mandate granted to the directors of the Company pursuant to resolution no. 5 set out in the Notice to exercise the powers of the Company to allot, issue and deal with the shares of the Company (the "**Shares**") be and is hereby extended by the addition thereto the aggregate number of Shares repurchased by the Company under the authority granted pursuant to resolution no. 6 set out in the Notice, provided that such number in aggregate shall not exceed 10% of the total number of Shares in issue as at the date of passing of this resolution."

Yours faithfully,
By Order of the Board
Golden Leaf International Group Limited
Ip Kam Yik
Chairman

Hong Kong, 28 August 2026

Notes:

(1) A member of the Company entitled to attend and vote at the Meeting may appoint one or, if he holds two or more Shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.

(2) Where there are joint holders of any Share, any one of such joint holder may vote, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the Meeting, the vote of the senior 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.

(3) In order to be valid, a form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof shall be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited 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 Meeting or any adjournment thereof (as the case may be). The proxy form will be published on the website of the Stock Exchange.

(4) The register of members of the Company will be closed from 17 September 2026 to 22 September 2026, both days inclusive, during which no transfer of Shares will be registered. In order to determine who are eligible to attend and vote at the Meeting of the Company to be held on 22 September 2026, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on 16 September 2026. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the AGM is 22 September 2026.

(5) If a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is in force at or at any time after 7:30 a.m. on the date of the meeting, the meeting will be adjourned. The Company will post an announcement on the Company's website (www.glint.com.hk) and the Stock Exchange's website (www.hkexnews.hk) to notify

Shareholders of the date, time and place of the adjourned meeting. The meeting will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather conditions bearing in mind their own situations.

(6) The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

(7) For the avoidance of doubt, holders of treasury shares of the Company (if any) are not entitled to vote at the annual general meeting.

As at the date of this notice, the Board comprises Mr. Ip Kam Yik, Mr. Lui Kwok Kit and Ms. Ip Tsz Kwan as executive Directors; Mr. Wong Chun Kat, Mr. Lin Wai Chong and Mr. Chan Kai Chung as independent non-executive Directors.