
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

This circular, for which the directors of China United Venture Investment Limited (the “**Company**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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.

This circular is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.

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 the Company, you should at once hand this circular and accompanying proxy form to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser(s) or transferee(s).



新華聯合投資有限公司

CHINA UNITED VENTURE INVESTMENT LIMITED

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8159)

(1) PROPOSED SHARE CONSOLIDATION AND (2) NOTICE OF SPECIAL GENERAL MEETING

Capitalised terms used in this cover page shall have the same meaning as those defined in this circular.

A letter from the Board is set out on pages 3 to 9 of this circular. A notice convening the SGM to be held at Multimedia Conference Room, 16/F., Sai Xi Technology Building, 3398 Binhai Avenue, Nanshan, Shenzhen on Tuesday, 13 October 2026 at 5:00 p.m., is set out on pages SGM-1 to SGM-3 of this circular. A form of proxy for use at the SGM is enclosed with this circular. Such form of proxy is also published on the respective websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.glorymark.com.tw).

Whether or not you are able to attend the SGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square 338 King's Road, North Point, Hong Kong, as soon as possible and in any event not later than 48 hours before the time appointed for holding the SGM or any adjournment thereof. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at the SGM or any adjournment thereof (as the case may be) should he/she/it so wish. If you attend and vote at the SGM in person, the form of proxy shall be deemed to be revoked.

This circular will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the date of its publication and on the website of the Company at www.glorymark.com.tw.

25 September 2026

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE

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

Given 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.

CONTENTS

	<i>Pages</i>
EXPECTED TIMETABLE	iii
DEFINITIONS	1
LETTER FROM THE BOARD	3
NOTICE OF THE SGM	SGM-1

EXPECTED TIMETABLE

The expected timetable for the Share Consolidation is set out below. The expected timetable is subject to the results of the SGM and is therefore for indicative purpose only. All time and date references contained in this circular refer to Hong Kong time and dates.

Events

2026

Latest date and time for lodging transfers of Shares in order to qualify
for attending and voting at the SGM 4:00 p.m.,
on Tuesday, 6 October

Closure of register of members for determining the entitlement
to attend and vote at the SGM Wednesday, 7 October to
Tuesday, 13 October
(both dates inclusive)

Latest date and time and date for lodging proxy forms for the SGM 5:00 p.m.,
on Sunday, 11 October

Date and time of the SGM 5:00 p.m.,
on Tuesday, 13 October

Publication of announcement of poll results of the SGM
for the Share Consolidation Tuesday, 13 October

The following events are conditional on the fulfilment of the conditions for the implementation of the Share Consolidation:

Effective date of the Share Consolidation Thursday, 15 October

First day for free exchange of existing share certificates
for the Existing Shares for new share certificates
for the Consolidated Shares Thursday, 15 October

Commencement of dealings in the Consolidated Shares 9:00 a.m. on Thursday, 15 October

Original counter for trading in the Existing Shares
in board lots of 5,000 Existing Shares (in the form
of existing share certificates) temporarily closes 9:00 a.m. on Thursday, 15 October

Temporary counter for trading in the Consolidated Shares
in board lots of 250 Consolidated Shares (in the form
of existing share certificates) opens 9:00 a.m. on Thursday, 15 October

EXPECTED TIMETABLE

Events

2026

Original counter for trading in the Consolidated Shares
in board lots of 5,000 Consolidated Shares (in the form
of new share certificates for the Consolidated Shares)
re-opens 9:00 a.m. on Friday, 30 October

Parallel trading in the Consolidated Shares (in the form
of new share certificates for the Consolidated Shares
and existing share certificates) commences 9:00 a.m. on Friday, 30 October

Designated broker starts to stand in the market to
provide matching services for odd lots of
the Consolidated Shares 9:00 a.m. on Friday, 30 October

Designated broker ceases to stand in the market to
provide matching services for odd lots of
the Consolidated Shares 4:00 p.m. on Thursday, 19 November

Temporary counter for trading in the Consolidated Shares
in board lots of 250 Consolidated Shares (in the form
of existing share certificates) closes 4:10 p.m. on Thursday, 19 November

Parallel trading in the Consolidated Shares (in the form
of new share certificates for the Consolidated Shares
and existing share certificates) ends 4:10 p.m. on Thursday, 19 November

Last day for free exchange of existing share certificates
for the new share certificates for the Consolidated Shares Monday, 23 November

Further announcement(s) will be made by the Company with respect to any subsequent change to the expected timetable above as and when appropriate and in accordance with the GEM Listing Rules.

DEFINITIONS

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

“Announcement”	the announcement of the Company dated 21 September 2026 in relation to the Share Consolidation
“Board”	the board of Directors
“Business Day”	a day (other than a Saturday, Sunday, public holiday and any day on which a tropical cyclone warning signal no. 8 or above or “extreme conditions” caused by super typhoons announced is announced by the Government of Hong Kong or a “black” rainstorm warning signal is hoisted or in effect between 9:00 a.m. and 12:00 noon and is not lowered or discontinued at or before 12:00 noon) on which commercial banks in Hong Kong are open for business
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Operational Procedures”	the Operational Procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to operations and functions of CCASS, as from time to time
“Company”	China United Venture Investment Limited 新華聯合投資有限公司, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability and the issued shares of which are listed on the GEM Board of the Stock Exchange (stock code: 8159)
“Consolidated Share(s)”	ordinary share(s) of HK\$0.20 each in the share capital of the Company upon the Share Consolidation becoming effective
“Director(s)”	the director(s) of the Company
“Existing Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company prior to the Share Consolidation becoming effective
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Committee”	has the meaning ascribed to it under the GEM Listing Rules
“GEM Listing Rules”	the Rules Governing the Listing of Securities on the GEM of the Stock Exchange

DEFINITIONS

“General Rules of CCASS”	the terms and conditions regulating the use of CCASS, as may be amended or modified from time to time and where the context so permits, shall include the CCASS Operational Procedures
“Group”	the Company and its subsidiaries
“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”	25 September 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Registrar”	the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square 338 King’s Road, North Point, Hong Kong
“SGM”	the special general meeting of the Company to be convened and held for the Shareholders to consider and, if thought fit, approve resolutions for effecting the Share Consolidation
“Share(s)”	the Existing Share(s) and/or the Consolidated Share(s), as the case may be
“Shareholder(s)”	holder(s) of the Existing Share(s) and/or the Consolidated Share(s), as the case may be
“Share Consolidation”	the proposed consolidation of every twenty (20) issued and unissued Existing Shares into one (1) Consolidated Share
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“trading day”	means a day on which the Stock Exchange is open for the trading of securities

LETTER FROM THE BOARD



新華聯合投資有限公司

CHINA UNITED VENTURE INVESTMENT LIMITED

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8159)

Executive Directors:

Mr. Fan Xiaoling

Non-executive Directors

Mr. Wang Li Feng (*Chairman*)

Independent Non-executive Directors

Dr. Yan Ka Shing (*Lead Independent Director*)

Mr. Zhang De An

Ms. Lo Choi Ha

Ms. Yeung Sum

Mr. He Wen

Registered Office:

Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

*Head office and principal place of
business in Hong Kong:*

RM 2301-02, 23/F.
Shanghai Industrial Investment
Building
48-62 Hennessy Road
Wan Chai
Hong Kong

25 September 2026

To the Shareholders

Dear Sir or Madam,

**(1) PROPOSED SHARE CONSOLIDATION
AND
(2) NOTICE OF SPECIAL GENERAL MEETING**

INTRODUCTION

Reference is made to the Announcement dated 21 September 2026 in relation to the Share Consolidation.

The purpose of this circular is to provide you with details of the proposed Share Consolidation and a notice convening the SGM.

LETTER FROM THE BOARD

PROPOSED SHARE CONSOLIDATION

The Board proposes to implement the Share Consolidation on the basis that every twenty (20) issued and unissued Existing Shares of par value of HK\$0.01 each in the share capital of the Company to be consolidated into one (1) Consolidated Share of par value of HK\$0.20 each.

Conditions of the proposed Share Consolidation

The Share Consolidation is conditional upon:

- (1) the passing of the necessary resolution(s) by the Shareholders at the SGM to approve the Share Consolidation;
- (2) the GEM Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Consolidated Shares in issue and to be issued upon the Share Consolidation becoming effective; and
- (3) the compliance with the relevant procedures and requirements under the applicable laws of Bermuda and the GEM Listing Rules to effect the Share Consolidation.

Subject to the fulfilment of the above conditions, the effective date of the Share Consolidation is expected to be on Thursday, 15 October 2026, being the second Business Day immediately after the date of the SGM.

As at the Latest Practicable Date, none of the conditions above had been fulfilled.

Effects of the proposed Share Consolidation

As at the Latest Practicable Date, the authorised share capital of the Company is HK\$100,000,000 divided into 10,000,000,000 Existing Shares of HK\$0.01 each, of which 804,800,000 Existing Shares have been allotted and issued, and are fully paid or credited as fully paid.

Upon the Share Consolidation becoming effective and assuming that (i) there are no changes on the authorised share capital of the Company from the date hereof; and (ii) the Company will not allot, issue or repurchase any Existing Shares until the effective date of the Share Consolidation, the authorised share capital of the Company will be HK\$100,000,000 divided into 500,000,000 ordinary shares of par value HK\$0.20 each, of which 40,240,000 Consolidated Shares will be in issue and fully paid or credited as fully paid.

Upon the Share Consolidation becoming effective, the Consolidated Shares will be identical in all respects and rank pari passu in all respects with each other as to all future dividends and distributions which may be declared, made or paid.

LETTER FROM THE BOARD

Listing Application

An application will be made by the Company to the GEM Listing Committee of the Stock Exchange for the listing of, and the permission to deal in, the Consolidated Shares upon the Share Consolidation becoming effective.

Subject to the granting of the listing of, and the permission to deal in, the Consolidated Shares on the Stock Exchange, as well as the compliance with the stock admission requirements of the HKSCC, upon the Share Consolidation becoming effective, the Consolidated Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Consolidated Shares on the Stock Exchange or such other date as determined by HKSCC.

Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements will be made for the Consolidated Shares to be admitted into CCASS established and operated by HKSCC.

None of the securities (whether equity or debt securities) of the Company are listed or dealt in on any other stock exchanges other than the Stock Exchange, and at the time when the Share Consolidation becoming effective, the Consolidated Shares in issue will not be listed or dealt in on any stock exchange other than the Stock Exchange, and no such listing or permission to deal in is being or is proposed to be sought.

Adjustments in relation to other securities of the Company

As at the Latest Practicable Date, the Company has no outstanding options, warrants or other securities in issue which are convertible into or giving rights to subscribe for, convert or exchange into, any Existing Shares or Consolidated Shares, as the case may be.

Fractional entitlement to the Consolidated Shares

The Consolidated Shares will be rounded down to a whole number and fractional Consolidated Shares arising from the Share Consolidation, if any, to which an individual Shareholder is entitled will not be issued by the Company to such Shareholder but will be aggregated and, if possible, sold and retained for the benefit of the Company. Fractional Consolidated Shares will only arise in respect of the entire shareholding of a holder of the Existing Shares regardless of the number of share certificates held by such holder.

LETTER FROM THE BOARD

Shareholders who are concerned about losing out on any fractional entitlement are recommended to consult their licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser and may wish to consider the possibility of buying or selling the Existing Shares in a number sufficient to make up an entitlement to receive a whole number of Consolidated Shares.

Arrangement on odd lots trading and matching services

In order to facilitate the trading of odd lots of the Consolidated Shares arising from the Share Consolidation, the Company will appoint a securities firm to provide matching services, on a best effort basis, to those Shareholders who wish to acquire odd lots of the Consolidated Shares to make up a full board lot, or to dispose of their holding of odd lots of the Consolidated Shares, during the period from 9:00 a.m. on Friday, 30 October 2026 to 4:00 p.m. on Thursday, 19 November 2026 (both days inclusive). Shareholders who wish to take advantage of this facility should contact the Odd Lot Team of One China Securities Limited at telephone number: (852) 3188 2676 or via fax at fax number: (852) 3188 9984 during office hours (i.e. Monday to Friday 9:00 a.m. to 4:00 p.m.) of such period.

Holders of odd lots of the Consolidated Shares should note that the matching of the sale and purchase of odd lots of the Consolidated Shares is not guaranteed. Shareholders who are in any doubt about the odd lots matching arrangement are recommended to consult their own professional advisers.

Shareholders or potential investors should note that (i) odd lots will be created after the Share Consolidation; (ii) odd lots arrangements do not guarantee successful matching of all odd lots at the relevant market price; and (iii) odd lots might be sold below the market price in the market. Shareholders who are in any doubt about the odd lots trading arrangement are recommended to consult their own professional advisers.

Exchange of share certificates

Subject to the Share Consolidation becoming effective, which is currently expected to be on Thursday, 15 October 2026, Shareholders may during the business hours, from Thursday, 15 October 2026 to Monday, 23 November 2026, both dates inclusive, submit their existing share certificates for the Existing Shares (in red colour) to the Registrar, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square 338 King's Road, North Point, Hong Kong, in exchange for new share certificates for the Consolidated Shares (in golden colour) at the expense of the Company.

Thereafter, share certificates for the Existing Shares (in red colour) will be accepted for exchange only on payment of a fee of HK\$2.50 (or such other amount as may from time to time be specified by the Stock Exchange) by the Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the Consolidated Shares, whichever the number of share certificates cancelled/issued is higher.

LETTER FROM THE BOARD

Subject to the Share Consolidation becoming effective, after 4:10 p.m. on Thursday, 19 November 2026, trading will be conducted only in Consolidated Shares. Existing share certificates for the Existing Shares will only remain effective as documents of title and may be exchanged for share certificates for the Consolidated Shares at any time but will not be accepted for delivery, trading, registration or settlement purposes.

NO CHANGE IN BOARD LOT SIZE

As at the Latest Practicable Date, the Existing Shares are traded on the Stock Exchange in board lot size of 5,000 Existing Shares. Upon the Share Consolidation becoming effective, the board lot size for trading in the Consolidated Shares will remain as 5,000 Consolidated Shares.

Based on the closing price of HK\$0.058 per Existing Share (equivalent to the theoretical closing price of HK\$1.16 per Consolidated Share) as at the Latest Practicable Date, (i) the value of each board lot of 5,000 Existing Shares is HK\$290; and (ii) the value of each board lot of 5,000 Consolidated Shares would be HK\$5,800 assuming the Share Consolidation had been effective.

REASONS FOR THE PROPOSED SHARE CONSOLIDATION

Pursuant to Rule 17.76 of the GEM Listing Rules, where the market price of the securities of an issuer approaches the extremities of HK\$0.01 or HK\$9,995.00, the issuer may be required either to change the trading method or to proceed with a consolidation or splitting of its securities. Further, the “Guide on Trading Arrangements for Selected Types of Corporate Actions” issued by Hong Kong Exchanges and Clearing Limited on 28 November 2008 and updated in June 2026, (the “**Guide**”) has further stated that (i) any market price of the shares at a level less than HK\$0.1 will be considered as trading at extremity as referred to under Rule 17.76 of the GEM Listing Rules; and (ii) taking into account the minimum transaction costs for a securities trade, the expected board lot value per board lot should be greater than HK\$1,000.

In view of the Existing Shares were trading at extremity in the past six months, the Board proposed to implement the Share Consolidation in order to comply with the trading requirements under the GEM Listing Rules. The proposed Share Consolidation is expected to bring a corresponding upward adjustment in the trading price per Consolidated Shares on the Stock Exchange. Taking into account the combined effect of the Share Consolidation, it is expected that the implementation will result in an overall increase in the board lot value of the Shares and will enable the Company to comply with the expected board lot value of not less than HK\$1,000 (taking into account the minimum transaction costs for a securities trade) as set out in the Guide.

Save for (i) any fractional Consolidated Shares will not be allocated to Shareholders who may otherwise be entitled; and (ii) the necessary professional expenses for the implementation of the Share Consolidation, the Directors consider that the Share Consolidation will have no effect on the underlying assets, business operations, management or financial position of the Company or the proportional interests and rights of the Shareholders in the Company.

LETTER FROM THE BOARD

The Board considers that the Share Consolidation is necessary for achieving the aforementioned purposes, in particular to ensure the Company's compliance with the trading requirements under the GEM Listing Rules and the Guide. Taking into account of the potential benefits and the insubstantial amount of costs expected to be incurred, the Board is of the view that the Share Consolidation are beneficial to and in the interests of the Company and the Shareholders as a whole.

The Company has been considering various fund-raising alternatives available to the Group, including issue of Shares or convertible securities. As at the Latest Practicable Date, save as disclosed in this circular, the Company has no intention to carry out other corporate actions or arrangement, including share consolidation, share sub division and capital reduction, in the next 12 months, which may have an effect of undermining or negating the intended purpose of the Share Consolidation.

However, the Board cannot rule out the possibility of the Company conducting debt and/or equity fund raising activities when suitable fund raising and/or investment opportunities arise in order to meet the Group's financial and operational needs or support the future development of the Group. Further announcement(s) will be made by the Company with regards to any potential fund-raising activities as and when appropriate and in accordance with the GEM Listing Rules.

SGM & IMPLICATIONS UNDER THE GEM LISTING RULES

The Company will convene the SGM at Multimedia Conference Room, 16/F., Sai Xi Technology Building, 3398 Binhai Avenue, Nanshan, Shenzhen on Tuesday, 13 October 2026 at 5:00 p.m., to consider and, if thought fit, approve, among other things, the proposed Share Consolidation. Set out on pages SGM-1 to SGM-3 of this circular is a notice convening the SGM to consider and, if appropriate, to approve the proposed Share Consolidation. A form of proxy for use by the Shareholders at the SGM or any adjourned meeting is also enclosed herewith.

Whether or not you are able to attend the SGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square 338 King's Road, North Point, Hong Kong, as soon as possible and in any event not later than 48 hours before the time appointed for holding the SGM or any adjournment thereof. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at the SGM or any adjournment thereof (as the case may be) should he/she/it so wish. If you attend and vote at the SGM in person, the form of proxy shall be deemed to be revoked.

Pursuant to Rule 17.47(4) of the GEM Listing Rules, the votes to be taken at the SGM will be taken by poll, the results of which will be announced after the SGM. The Company will announce the results of the poll in the manner prescribed under Rule 17.47(5) of the GEM Listing Rules.

LETTER FROM THE BOARD

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, as at the Latest Practicable Date, no Shareholder or any of their respective close associates have a material interest in the proposed Share Consolidation and therefore, no Shareholder is required to abstain from voting on the resolution on the proposed Share Consolidation at the SGM.

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 this circular or any statement herein misleading.

RECOMMENDATIONS

The Directors consider that the proposed resolution at the SGM is in the best interests of the Company and the Shareholders as a whole and, accordingly, the Directors recommend all Shareholders to vote in favour of the resolution at the SGM.

Yours faithfully,

By Order of the Board

Wang Li Feng

Chairman and Non-Executive Director

NOTICE OF THE SGM



新華聯合投資有限公司

CHINA UNITED VENTURE INVESTMENT LIMITED

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8159)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of CHINA UNITED VENTURE INVESTMENT LIMITED (the “**Company**”) will be held at 5:00 p.m., on Tuesday, 13 October 2026 at Multimedia Conference Room, 16/F., Sai Xi Technology Building, 3398 Binhai Avenue, Nanshan, Shenzhen, for the purposes of considering and, if thought fit, passing, with or without modifications, the following ordinary resolutions:

Capitalised terms used in this notice shall have the same meaning of those defined in the circular of the Company dated 25 September 2026 to the shareholders of the Company (the “**Circular**”) unless otherwise specified.

ORDINARY RESOLUTION

1. “**THAT**

subject to and conditional upon (i) the GEM Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting the listing of, and permission to deal in, the Consolidated Shares (as defined below); and (ii) the compliance by the Company with all relevant procedures and requirements under the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”) to effect the Share Consolidation, with effect from the second business day immediately following the day of passing of this resolution:

- (a) every twenty (20) issued and unissued ordinary shares with a par value of HK\$0.01 each in the existing share capital of the Company be and are consolidated into one (1) consolidated share (the “**Consolidated Share**”) with a par value of HK\$0.20 each (the “**Share Consolidation**”), and such Consolidated Shares shall rank pari passu in all respects with each other and shall have the rights and privileges and be subject to the restrictions in respect of the ordinary shares of the Company;

NOTICE OF THE SGM

- (b) immediately following the Share Consolidation becoming effective, and assuming that no changes on the authorised share capital of the Company from the date hereof until the effective date of the Share Consolidation, the authorised share capital of the Company will become HK\$100,000,000 divided into 500,000,000 Consolidated Shares of par value HK0.20 each;
- (c) all fractional Consolidated Shares resulting from the Share Consolidation will not be issued to the shareholders but will be aggregated and, if possible, sold for the benefit of the Company in such manner and on such terms as the directors (the “**Directors**”) of the Company may think fit; and
- (d) the Directors and each of them be and are fully authorised to take any and all steps, and to do and/or procure to be done any and all acts and things, and to approve, sign and execute (under hand, seal or as a deed) any documents which they in their absolute discretion consider necessary, desirable, expedient or appropriate to effect and implement this resolution and to exercise such discretion in connection, relating to or arising from the Share Consolidation and/or the matters contemplated herein, with such modifications thereto (if any) as they/he/she may from time to time consider necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Share Consolidation.”

By order of the Board

Wang Li Feng

Chairman and Non-executive Director

Hong Kong, 25 September 2026

Notes:

1. All the resolutions set out in the Notice shall be decided by poll.
2. Any Shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint more than one proxy to attend and vote instead of him/her/it. A proxy need not be a Shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every Shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her/it.
3. In order to be valid, the 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 of attorney or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for holding the SGM (or any adjournment thereof). Completion and return of the form of proxy shall not preclude a Shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

NOTICE OF THE SGM

4. In the case of an appointment of corporate representative by a corporate Shareholder (other than a Shareholder which is a Clearing House (as defined in the Company's bye-laws) (or its nominee(s))), a copy of the resolution of its directors or other governing body of the Shareholder authorising the appointment of the corporate representative or a form of notice of appointment of corporate representative issued by the Company for such purpose or a copy of the relevant power of attorney, together with an up-to-date copy of the Shareholder's constitutive documents and a list of directors or members of the governing body of the Shareholder as at the date of such resolution, or, as the case may be, power of attorney, in each case certified by a director, secretary or a member of the governing body of that Shareholder and notarised, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for holding the SGM (or any adjournment thereof).
5. For determining the entitlement to attend and vote at the meeting, the Register of Members of the Company will be closed from Wednesday, 7 October 2026 to Tuesday, 13 October 2026, both dates inclusive, during which period no transfer of shares will be registered. The Record Date of the SGM will be Tuesday, 13 October 2026. In order to be eligible to attend and vote at the SGM, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong no later than 4:00 p.m. on Tuesday, 6 October 2026.
6. References to time and dates in the notice are to Hong Kong time and dates.

As at the date of this notice, the executive Director is Mr. Fan Xiaoling; the non-executive Director is Mr. Wang Li Feng (Chairman); and the independent non-executive Directors are Dr. Yan Ka Shing (Lead Independent Director), Mr. Zhang De An, Ms. Lo Choi Ha, Ms. Yeung Sum and Mr. He Wen.