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**IDT INTERNATIONAL LIMITED**

**萬威國際有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 167)**

**UPDATE ON  
(1) THE CAPITAL REORGANISATION;  
(2) THE CHANGE IN BOARD LOT SIZE;  
(3) CONNECTED TRANSACTION IN RELATION TO  
SUBSCRIPTION OF SHARES UNDER SPECIFIC MANDATE;  
(4) THE DEBT RESTRUCTURING; AND  
(5) THE WHITEWASH WAIVER  
AND  
FURTHER DELAY IN DESPATCH OF CIRCULAR**

Reference is made to (i) the announcement of IDT International Limited (the “**Company**”) dated 1 November 2024 in relation to, among others, the Capital Reorganisation, the Change in Board Lot Size, the Subscription, the Debt Restructuring, and the Whitewash Waiver; and (ii) the announcement of the Company dated 22 November 2024 in relation to delay in despatch of the Circular (the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

**UPDATE ON (1) THE CAPITAL REORGANISATION; (2) THE CHANGE IN BOARD LOT SIZE; (3) CONNECTED TRANSACTION IN RELATION TO SUBSCRIPTION OF SHARES UNDER SPECIFIC MANDATE; (4) THE DEBT RESTRUCTURING; AND (5) THE WHITEWASH WAIVER**

Pursuant to Rule 8.2 of the Takeovers Code, the Circular containing, among others things, (i) further details of (a) the Capital Reorganisation; (b) the Change in Board Lot Size; (c) the Subscription and the underlying transactions; (d) the Specific Mandate; and (e) the Whitewash Waiver; (ii) a letter from the Independent Board Committee to the Independent Shareholders; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; and (iv) a notice convening the SGM is required to be despatched to the Shareholders no later than 21 days after the date of publication of the Announcement (i.e. on or before 22 November 2024).

On 25 November 2024, the Executive granted the Company a waiver from strict compliance with the requirements under Rule 8.2 of the Takeovers Code to extend the latest time to despatch the Circular to 22 December 2024.

Further, the Company wishes to update the Shareholders that the Company and the Subscriber have been working towards fulfilling the conditions precedent contained in the Subscription Agreement.

Monthly announcement(s) will be made by the Company to update the Shareholders with any further developments relating to (a) the Capital Reorganisation; (b) the Change in Board Lot Size; (c) the Subscription and the underlying transactions; (d) the Specific Mandate; and (e) the Whitewash Waiver.

The Company will also make announcement(s) to update the Shareholders and the potential investors of the Company of any material development as soon as possible.

### **FURTHER DELAY IN DESPATCH OF THE CIRCULAR**

As additional time is required to prepare and finalise certain information to be included in the Circular, including, among other things, the letter of advice from the Independent Financial Adviser, the indebtedness statement and the statement relating to material change in the financial or trading position or outlook of the Company, an application has been made to the Executive for a waiver from strict compliance with the requirements under Rule 8.2 of the Takeovers Code, and the Executive has indicated that it is minded to grant its consent to an extension of time for the despatch of the Circular to the Shareholders from 22 December 2024 to a date falling on or before 24 January 2025.

Further announcement(s) will be made when the Circular is despatched or in the event of any other changes to the expected timetable.

By order of the Board  
**IDT International Limited**  
**Cheung Yuk Ki**  
*Director*

Hong Kong, 20 December 2024

*As at the date of this announcement, the Board comprises (i) one executive Director, namely Ms. Cheung Yuk Ki; (ii) three non-executive Directors, namely Mr. Cui Xiao, Ms. Ng Kwok Ying Isabella and Mr. Tiger Charles Chen; and (iii) four independent non-executive Directors, namely, Mr. Xu Jinwen, Ms. Chen Weijie, Mr. Mak Tin Sang and Dr. Lowe Chun Yip.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*\* For identification purposes only*