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**IDT INTERNATIONAL LIMITED**

**萬威國際有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 167)**

**DESPATCH OF CIRCULAR AND EXPECTED TIMETABLE  
IN RELATION TO  
(1) PROPOSED CAPITAL REORGANISATION;  
(2) PROPOSED CHANGE IN BOARD LOT SIZE;  
(3) CONNECTED TRANSACTION IN RELATION TO  
SUBSCRIPTION OF SHARES UNDER SPECIFIC MANDATE;  
(4) PROPOSED DEBT RESTRUCTURING; AND  
(5) APPLICATION FOR WHITEWASH WAIVER**

Reference is made to (i) the announcements of IDT International Limited (the “**Company**”) dated 1 November 2024 and 6 November 2024 in relation to, among other things, the Capital Reorganisation, the Change in Board Lot Size, the Subscription, the Debt Restructuring, and the Whitewash Waiver; (ii) the announcements of the Company dated 22 November 2024 and 20 December 2024 in relation to delay and further delay in despatch of circular; (iii) the announcement of the Company dated 13 December 2024 in relation to change in board lot size; (iv) the announcement of the Company dated 16 January 2025 in relation to, among others, the supplemental agreement in relation to the Subscription; and (v) the circular of the Company dated 24 January 2025 (the “**Circular**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

\* For identification purposes only

## DESPATCH OF CIRCULAR

The Board wishes to announce that the Circular containing, among other things, details of (i) the Capital Reorganisation; (ii) the Change in Board Lot Size; (iii) the Subscription; (iv) the Debt Restructuring; (v) the Whitewash Waiver; (vi) a letter from the Independent Board Committee to the Independent Shareholders; (vii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; and (viii) a notice convening the SGM, was despatched to the Shareholders on 24 January 2025.

The SGM will be held at Unit 2413A, 24/F., Lippo Centre Tower One, Queensway 89, Admiralty, Hong Kong at 11:30 a.m. on Tuesday, 18 February 2025, details of which are set out in the notice of the SGM despatched to the Shareholders on 24 January 2025.

## EXPECTED TIMETABLE

As disclosed in the Circular, the expected timetable for the Capital Reorganisation, the Change in Board Lot Size, the Subscription, the Placing and the Debt Restructuring is set out below:

Event	Time and Date
Date of despatch of circular with notice and form of proxy of the SGM . . . . .	Friday, 24 January 2025
Latest time for lodging transfer documents and relevant share certificates to be eligible to attend and vote at the SGM . . . . .	4:00 p.m. on Wednesday, 12 February 2025
Closure of register of members for the purpose of ascertaining the Shareholder's eligibility to attend and vote at the SGM . . . . .	Thursday, 13 February 2025 to Tuesday, 18 February 2025 (both days inclusive)
Latest time for lodging the form of proxy for the SGM . . . . .	11:30 a.m. on Sunday, 16 February 2025
Record date for determining Shareholders' eligibility to attend and vote at the SGM . . . . .	Tuesday, 18 February 2025

Event	Time and Date
Date and time of the SGM. . . . .	11:30 a.m. on Tuesday, 18 February 2025
Publication of announcement on results of the SGM . . . . .	Tuesday, 18 February 2025
Register of members of the Company re-opens . . . . .	Wednesday, 19 February 2025
<i>The following events are conditional on (i) the results of the SGM; and (ii) the fulfilment of the conditions for the implementation of the Capital Reorganisation.</i>	
Effective date of the Capital Reorganisation . . . . .	Thursday, 20 February 2025
First day for free exchange of existing share certificates of the Existing Shares for new share certificates of the New Shares . . . . .	Thursday, 20 February 2025
Commencement of dealing in the New Shares. . . . .	9:00 a.m. on Thursday, 20 February 2025
Original counter for trading in the Existing Shares in board lots of 6,000 Existing Shares (in the form of existing share certificates) temporarily closes. . . . .	9:00 a.m. on Thursday, 20 February 2025
Temporary counter for trading in the New Shares in board lots of 100 New Shares (in the form of existing share certificates) opens . . . . .	9:00 a.m. on Thursday, 20 February 2025
Original counter for trading in the New Shares in board lots of 18,000 New Shares (in the form of new share certificates for the New Shares) re-opens. . . . .	9:00 a.m. on Thursday, 6 March 2025
Parallel trading in the Existing Shares and the New Shares (in the form of both existing share certificates and new share certificates) commences . . . . .	9:00 a.m. on Thursday, 6 March 2025

Event	Time and Date
Designated broker starts to stand in the market to provide matching services for the sale and purchase of the odd lots of the New Shares . . . . .	9:00 a.m. on Thursday, 6 March 2025
Designated broker ceases to stand in the market to provide matching services for the sale and purchase of the odd lots of the New Shares . . . . .	4:00 p.m. on Wednesday, 26 March 2025
Temporary counter for trading in the New Shares in board lots of 100 New Shares (in the form of existing share certificates) closes. . . . .	4:10 p.m. on Wednesday, 26 March 2025
Parallel trading in the Existing Shares and the New Shares (in the form of both existing share certificates and new share certificates) ends . . . . .	4:10 p.m. on Wednesday, 26 March 2025
Last day for free exchange of existing share certificates for new share certificates for the New Shares . . . . .	Friday, 28 March 2025

***The following events are conditional on (i) the results of the SGM; (ii) the fulfilment of the conditions for the implementation of the Subscription; and (iii) completion of the Placing.***

Completion of the Subscription and the Placing and issuance of the Subscription Shares and despatch of certificates for the Subscription Shares to the Subscriber. . . . .	A date to be fixed after the fulfilment of the conditions precedent, which is tentatively expected to be on Thursday, 27 February 2025
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All times and dates specified in the timetable above refer to Hong Kong times and dates. The timetable is tentative only. Any subsequent change to the expected timetable will be announced by the Company as and when appropriate.

**As the Subscription and the Debt Restructuring are conditional upon the satisfaction of certain conditions precedent, the Capital Reorganisation, the Subscription and/or the Debt Restructuring may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the Shares.**

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

Hong Kong, 24 January 2025

*As at the date of this announcement, the Board comprises (i) one executive Director, namely Ms. Cheung Yuk Ki; (ii) two non-executive Directors, namely 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.*