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HUA YIN INTERNATIONAL HOLDINGS LIMITED
華音國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 989)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of Hua Yin International Holdings Limited (the "**Company**") will be held at 35/F, Dah Sing Financial Centre, 248 Queen's Road East, Wan Chai, Hong Kong on Wednesday, 10 September 2025 at 11:00 a.m. for the following purposes:

SPECIAL RESOLUTION

1. "**THAT** subject to and conditional upon the approval of the Registrar of Companies in Bermuda being obtained, the English name of the Company be and is hereby changed from "Hua Yin International Holdings Limited" to "China Changbaishan International Holdings Limited" and "中國長白山國際控股有限公司" be adopted as the Chinese secondary name of the Company to replace "華音國際控股有限公司" (the "**Proposed Change of Company Name**"), and any one of the Director (the "**Director**") be and is hereby authorised for and on behalf of the Company to do all such acts, deeds and things and execute all such documents and make all such arrangements as he/she shall consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of or giving effect to the Proposed Change of Company Name, and to attend to any necessary registration and/or filing for and on behalf of the Company."

ORDINARY BUSINESS

2. To receive and adopt the audited financial statements for the year ended 31 March 2025 together with the reports of directors (the "**Director(s)**") and of independent auditors thereon.

3. To re-elect the following retiring Directors:

   (a) Mr. Chiu Sin Nang, Kenny as non-executive Director;

   (b) Mr. Xu Yingchuan as executive Director; and

   (c) Mr. Wang Xiaochu as independent non-executive Director.

4. To authorise the board of Directors to fix the remuneration of Directors.

5. To re-appoint the auditor of the Company and to authorise the board of Directors to fix its remuneration.

SPECIAL BUSINESS

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

6A. "**THAT**:

   (a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase ordinary shares of HK$0.05 each in the capital of the Company ("**Shares**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or on any other stock exchange on which the shares of the Company may be listed at any time and which is recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange as amended from time to time 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 (the "**Listing Rules**") or any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

   (b) the aggregate number of Shares to be repurchased by the Company pursuant to the approval in paragraph (a) of this resolution shall not exceed 10 per cent. of the total number of Shares in issue (excluding any treasury shares (which shall have the meaning ascribed to it under the Listing Rules (the "**Listing Rules**")) as at the date of passing of this resolution, and the said approval shall be limited accordingly, provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be repurchased pursuant to the approval granted under such resolution as a percentage of the total number of issued Shares at the date immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares shall be adjusted accordingly; and

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

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

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable law to be held; or

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

6B. "**THAT**:

(a) subject to paragraph (c) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and otherwise deal with (including any sale or transfer of Treasury Shares out of treasury) additional ordinary shares of HK$0.05 each in the capital of the Company ("**Shares**") and to make or grant offers, agreements and options (including bonds, warrants and debentures and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) of this resolution shall authorise the Directors during the Relevant Period (as hereinafter defined) to make or grant offers, agreements or options (including bonds, warrants and debentures and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of Shares to be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) an issue of Shares as scrip dividends or similar arrangement pursuant to the bye-laws of the Company from time to time; or (iii) an issue of Shares upon the exercise of rights of subscription or conversion under the terms of any option scheme or any warrants of the Company or any securities which are convertible into Shares shall not exceed 20 per cent. of the total number of Shares (excluding any Treasury Shares) as at the date of passing this resolution, and the said approval shall be limited accordingly, provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be issued pursuant to the approval granted under such resolution as a percentage of the total number of issued Shares at the date immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares shall be adjusted accordingly; and

(d) for the purpose of this resolution:

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

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

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable law to be held; or

(iii) the date on which the authority given under this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting; and

"Rights Issue" means an offer of Shares or other securities open for a period fixed by the Directors to holders of Shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares as at that date (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory outside Hong Kong applicable to the Company)."

6C. "**THAT** conditional upon the passing of resolutions 6A and 6B set out in the notice convening this meeting, the general mandate granted to the Directors for the time being in force to exercise the powers of the Company to allot, issue and otherwise deal with (including any sale or transfer of Treasury Shares out of treasury) additional Shares pursuant to resolution 6B set out in the notice convening this meeting be and is hereby extended by the addition of an amount representing the total number of the shares repurchased by the Company under the authority granted pursuant to resolution 6A, provided that such extended amount shall not exceed 10% of the total number of Shares in issue (excluding any Treasury Shares) as at the date of passing of this resolution."

Yours faithfully,
By order of the Board of
Hua Yin International Holdings Limited
Ng Man Kit Micky
Company Secretary

Hong Kong, 28 July 2025

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place of business in Hong Kong:
Room 1305, 13th Floor
China Resources Building
No. 26 Harbour Road
Wanchai, Hong Kong

Notes:

1. Any shareholder entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of him/her/it at the AGM. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. A proxy need not be a shareholder of the Company.

2. 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 such power or authority, must be deposited with the Company's principal share registrar or branch share registrar as follows:

   (i) in case of those members registered on the principal register: at the office of the Company's principal share registrar, Appleby Global Corporate Services (Bermuda) Limited, c/o Suntera Corporate Services Limited at 18/F, On Building, 162 Queen's Road Central, Central, Hong Kong; and

   (ii) in case of those members registered on the Hong Kong branch register: at the office of the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong,

   as soon as possible but in any event and in both cases, not less than 48 hours before the time appointed for holding the annual general meeting or at any adjournment thereof.

3. The transfer books and Register of Members of the Company will be closed from Friday, 5 September 2025 to Wednesday, 10 September 2025, both days inclusive. During such period, no share transfers will be effected. In order to be entitled to attend and vote at the meeting as members of the Company, all properly completed transfer forms accompanied by the relevant Hong Kong share certificates must be lodged for registration with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m., on Thursday, 4 September, 2025. The record date for determining the entitlement to attend and vote at the AGM is Wednesday, 10 September 2025.

4. In the case of joint holders of any share of the Company, any one of such joint holders may vote at the above meeting, either in person or by proxy, in respect of such share of the Company as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the above 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 in respect of the joint holding.

5. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the annual general meeting or at any adjournment thereof should you so wish and in such event, the form of proxy will be deemed to be revoked.

6. Pursuant to the Listing Rules, all the resolutions proposed at the annual general meeting will be decided by way of a poll.

7. A circular dated 28 July 2025 containing further information concerning resolutions 1 and 6A to 6C above is available either in printed form or on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.huayininternational.com.

8. As at the date of this notice, the executive directors are Mr. Xu Yingchuan (Acting Chairperson), Mr. Li Junjie and Mr. Cong Peifeng; the non-executive directors are Mr. Cui Mindong and Mr. Chiu Sin Nang, Kenny; and the independent non-executive directors are Mr. Tsang Hung Kei and Mr. Wang Xiaochu.