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 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 **GoFintech Quantum Innovation 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 the transferee.

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GoFintech Quantum Innovation Limited
國富量子創新有限公司

(formerly known as GoFintech Innovation Limited 國富創新有限公司)
(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 290)

Website: https://290.com.hk

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

A notice convening the annual general meeting ("**AGM**") of GoFintech Quantum Innovation Limited to be held at Units No. 4102-06, 41/F, COSCO Tower, 183 Queen's Road Central, Hong Kong on Friday, 29 August 2025 at 11:00 a.m. is set out on pages AGM-1 to AGM-5 of this circular. A form of proxy for use at the AGM is enclosed with this circular. Whether or not you are able to attend the AGM, 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 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, and in any event not less than 48 hours before the time appointed for holding the AGM (i.e. not later than Wednesday, 27 August 2025 at 11:00 a.m.) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof, should you so wish and in such event the form of proxy shall be deemed to be revoked. For the avoidance of doubt, holders of Treasury Shares (if any) have no voting rights at the Company's general meeting(s).

28 July 2025

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In this circular, unless otherwise defined, terms used herein shall have the following meanings:

"AGM"	the annual general meeting of the Company to be convened and held at Units No. 4102-06, 41/F, COSCO Tower, 183 Queen's Road Central, Hong Kong on Friday, 29 August 2025 at 11:00 a.m. or any adjournment thereof
"Articles"	the articles of association of the Company, as amended from time to time
"Audit Committee"	the audit committee of the Board
"Board"	the board of Directors
"close associate(s)"	has the meaning ascribed to it/them under the Listing Rules
"Company"	GoFintech Quantum Innovation Limited, a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the main board of the Stock Exchange
"core connected person"	has the meaning ascribed to it/them under the Listing Rules
"Director(s)"	the director(s) of the Company
"Extension Mandate"	a general and unconditional mandate to be granted to the Directors to the effect that the total number of Shares which may be allotted and issued under the Issue Mandate may be increased by an additional number representing such number of Shares actually repurchased under the Repurchase Mandate, set out as resolution no. 6 in the Notice of AGM
"Group"	the Company and its subsidiaries from time to time
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC

"Issue Mandate"	a general and unconditional mandate to be granted to the Directors to exercise the powers of the Company to allot, issue and deal with new Shares (including any sale or transfer of Treasury Shares, if any, out of treasury) not exceeding 20% of the total number of issued Shares (excluding Treasury Shares, if any) as at the date of the passing of the relevant resolution set out as resolution no. 4 in the Notice of AGM
"Latest Practicable Date"	22 July 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion in this circular
"Listing Rules"	The Rules Governing the Listing of Securities on the Stock Exchange
"Nomination Committee"	the nomination committee of the Board
"Notice of AGM"	the notice convening the AGM as set out on pages AGM-1 to AGM-5 of this circular
"PRC"	The People's Republic of China which for the purpose of this circular excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Remuneration Committee"	the remuneration committee of the Board
"Repurchase Mandate"	a general and unconditional mandate to be granted to the Directors to exercise all the powers of the Company to repurchase Shares on the Stock Exchange which shall not exceed 10% of the total number of issued Shares (excluding Treasury Shares, if any) as at the date of the passing of the relevant resolution set out, as resolution no. 5 in the Notice of AGM
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Share(s)"	ordinary share(s) of HK$0.10 each in the share capital of the Company
"Shareholder(s)"	holder(s) of Share(s)

"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	The Codes on Takeovers and Mergers
"Treasury Shares"	Shares repurchased and held by the Company in treasury, as authorised by the laws of the Cayman Islands and the Articles which include Shares repurchased by the Company and held or deposited in CCASS (as defined in the Listing Rules) for sale on the stock Exchange
"%"	percentage

GoFintech Quantum Innovation Limited
國富量子創新有限公司

(formerly known as GoFintech Innovation Limited 國富創新有限公司)
(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 290)

Website: https://290.com.hk

Executive Director:
Ms. SUN Qing

Non-Executive Directors:
Dr. NIE Riming
Mr. LI Chunguang
Mr. HUA Yang

Independent Non-Executive Directors:
Mr. CHAN Kin Sang *(Chairman)*
Mr. CHIU Kung Chik
Ms. LUI Mei Ka

Registered Office:
Suite 102, Cannon Place,
P.O. Box 712,
North Sound Rd., George Town,
Grand Cayman, KY1-9006,
Cayman Islands

Head Office and Principal Place of Business in Hong Kong:
Units No. 4102-06
41/F., COSCO Tower
183 Queen's Road Central
Hong Kong

28 July 2025

To the Shareholders,

Dear Sirs or Madams,

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

1. INTRODUCTION

The purpose of this circular is to provide you with information regarding the resolutions to be proposed at the AGM and to give you the Notice of AGM. Resolutions to be proposed at the AGM include, among other things, the approval of (i) the grant of the Issue Mandate; (ii) the grant of the Repurchase Mandate; (iii) the grant of the Extension Mandate; (iv) the re-election of retiring Directors; and (v) the re-appointment of the auditor of the Company.

2. PROPOSED GRANT OF THE ISSUE MANDATE, THE REPURCHASE MANDATE AND THE EXTENSION MANDATE

As at the Latest Practicable Date, the Company had 7,689,974,999 Shares in issue and the Company did not hold any treasury Shares. The Company's existing mandates to issue and repurchase the Shares were approved by its then Shareholders on 12 August 2024. Unless otherwise renewed, the existing mandates to issue and repurchase the Shares will expire at the conclusion of the AGM. In order to give the flexibility to the Company to issue and repurchase Shares if and when appropriate, the following ordinary resolutions will be proposed at the AGM:

(i) Issue Mandate

an ordinary resolution will be proposed to grant to the Directors a general and unconditional mandate to exercise the powers of the Company to allot, issue and deal with new Shares (including any sale or transfer of Treasury Shares, if any, out of treasury) not exceeding 20% of the total number of Shares in issue (excluding Treasury Shares, if any) as at the date of passing of the relevant resolution at the AGM. As at the Latest Practicable Date, a total of 7,689,974,999 Shares were in issue. Subject to the passing of the proposed resolution granting the Issue Mandate to the Directors and on the basis that no Shares will be issued or repurchased by the Company prior to the date of AGM, the Company will be allowed under the Issue Mandate to issue a maximum of 1,537,994,999 Shares.

(ii) Repurchase Mandate

An ordinary resolution will be proposed to grant to the Directors a general and unconditional mandate to exercise all powers of the Company to repurchase, on the Stock Exchange, or on any other stock exchange on which the Shares may be listed, such number of Shares not exceeding 10% of the total number of Shares in issue (excluding Treasury Shares, if any) as at the date of passing of the relevant resolution at the AGM. As at the Latest Practicable Date, a total of 7,689,974,999 Shares were in issue. Subject to the passing of the proposed resolution granting the Repurchase Mandate to the Directors and on the basis that no Shares will be issued or repurchased by the Company prior to the date of AGM, the Company will be allowed under the Repurchase Mandate to repurchase a maximum of 768,997,499 Shares.

(iii) Extension Mandate

Conditional upon the passing of the resolutions set out as resolutions no. 4 and no. 5 to grant the Issue Mandate and Repurchase Mandate respectively, an ordinary resolution will also be proposed at the AGM to extend the Issue Mandate by an addition of an amount representing the number of Shares repurchased under the Repurchase Mandate.

The Repurchase Mandate and the Issue Mandate would expire at the earliest of: (a) the conclusion of the next annual general meeting of the Company; or (b) the expiration of the period within which the next annual general meeting of the Company is required by the Articles or any applicable laws to be held; or (c) revocation or variation by an ordinary resolution of the Shareholders in a general meeting.

Under the Listing Rules, the Company is required to give to its Shareholders all information which is reasonably necessary to enable Shareholders to make an informed decision as to whether to vote for or against the resolution in respect of the Repurchase Mandate at the AGM. An explanatory statement for such purpose is set out in Appendix I to this circular.

3. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

Pursuant to Article 117 of the Articles, Ms. SUN Qing ("**Ms. Sun**"), Mr. HUA Yang ("**Mr. Hua**") and Mr. CHAN Kin Sang ("**Mr. Chan**") shall retire from office by rotation.

As Mr. Hua has notified the Company that he would like to devote more time to his personal business commitments, he will not offer himself for re-election at the forthcoming AGM. Ms. Sun and Mr. Chan, being eligible, has confirmed that they will offer themselves for re-election at the forthcoming AGM.

As at the Latest Practicable Date, Mr. Hua confirmed that he had no disagreement with the Board and there was no matter relating to his retirement that needed to be brought to the attention of the Shareholders and/or the Stock Exchange.

According to the terms of reference of the Nomination Committee, the Nomination Committee will make recommendations to the Board on the appointment and re-appointment of the Directors. In proposing an independent non-executive Director for re-election at the AGM, the Nomination Committee has reviewed and considered, among others, the key attributes (including age, seniority, qualifications, area of expertise and experience of the retiring independent non-executive Directors) to the Board and requirements pertaining to independence, continuity, professional competence and diversity of the Board.

Furthermore, the Nomination Committee has also reviewed and assessed each of the annual independence confirmation provided by Mr. Chan, Mr. CHIU Kung Chik and Ms. LUI Mei Ka to the Board confirming that each of them has satisfied all the independence criteria as set out in Rule 3.13 of the Listing Rules. The Nomination Committee considered each of Mr. Chan, Mr. CHIU Kung Chik and Ms. LUI Mei Ka remains independent.

The re-election of Directors has been reviewed by the Nomination Committee, which has made recommendation to the Board that the re-election of Ms. Sun and Mr. Chan be proposed for the Shareholders' approval at the forthcoming AGM.

With each of Ms. Sun and Mr. Chan abstained from voting at the Board meeting regarding their nomination, the Board has accepted the recommendation by the Nomination Committee for recommending the Shareholders to re-elect Ms. Sun as executive Director and Mr. Chan as independent non-executive Director at the AGM as the Board has taken the view that Ms. Sun and Mr. Chan have been contributing to the Group effectively and are committed to their role as Directors, and considers that the said re-election of Ms. Sun and Mr. Chan is in the best interest of the Company and the Shareholders as a whole and recommends the Shareholders to vote in favour of their re-election at the AGM.

Pursuant to Rule 13.74 of the Listing Rules, the biographical details of Ms. Sun and Mr. Chan are set out in Appendix II to this circular.

4. PROPOSED RE-APPOINTMENT OF AUDITOR

ZHONGHUI ANDA CPA Limited ("**ZHONGHUI ANDA**") will retire as the auditor of the Company at the AGM and, being eligible, offer itself for re-appointment.

Following the recommendation of the Audit Committee, the Board proposed to re-appoint ZHONGHUI ANDA as the auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company; and the Board proposed it be authorised to fix remuneration of the auditor. An ordinary resolution in respect of the re-appointment of the auditor of the Company will be proposed at the AGM for consideration and approval by the Shareholders.

5. THE AGM

A notice convening the AGM to be held at Units No. 4102-06, 41/F, COSCO Tower, 183 Queen's Road Central, Hong Kong on Friday, 29 August 2025 at 11:00 a.m. is set out on pages AGM-1 to AGM-5 of this circular. A copy of the annual report of the Company for the year ended 31 March 2025 is despatched to the Shareholders together with this circular. Ordinary resolutions will be proposed to approve, among others, (i) the proposed grant of the Issue Mandate, the Repurchase Mandate and the Extension Mandate; (ii) the proposed re-election of retiring Directors; and (iii) the proposed re-appointment of auditor of the Company.

A form of proxy for use at the AGM is enclosed with this circular. Whether or not you are able to attend the AGM, 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 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, and in any event not less than 48 hours before the time appointed for the holding of the AGM (i.e. not later than Wednesday, 27 August 2025 at 11:00 a.m.) or any adjournment thereof (as the case may be). Completion and return of the form of proxy shall not preclude the Shareholders from attending and voting in person at the AGM or any adjournment thereof should you so wish and in such event the form of proxy shall be deemed to be revoked.

In accordance with Rule 13.39(4) of the Listing Rules, all votes of shareholders at a general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the chairman of the AGM will demand on poll for every resolution put to the vote at the AGM pursuant to Article 81 of the Articles. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquires, no Shareholder is required to abstain from voting on the resolutions to be proposed at the AGM under the Listing Rules.

6. RECORD DATE FOR AGM

In order to determine the eligibility of the Shareholders to attend and vote at the AGM of the Company which is scheduled to be held on Friday, 29 August 2025, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with 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 for registration by no later than 4:00 p.m. on Monday, 25 August 2025. Shareholders whose names are recorded in the register of members of the Company on Monday, 25 August 2025 are entitled to attend and vote at the AGM. For the avoidance of doubt, holders of Treasury Shares (if any) have no voting rights at the Company's general meeting(s).

7. RECOMMENDATIONS

The Directors consider that the proposed ordinary resolutions and special resolution as set out in the Notice of AGM are in the interests of the Company and the Shareholders as a whole, and accordingly, recommend all Shareholders to vote in favour of all the relevant resolutions as set out in the Notice of AGM.

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

8. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the 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 any statement herein or this circular misleading.

By Order of the Board
GoFintech Quantum Innovation Limited
CHAN Kin Sang
Chairman and Independent Non-executive Director

This appendix contains the particulars that are required by the Listing Rules to be included in an explanatory statement to enable the Shareholders to make an informed decision on whether to vote for or against the resolution to be proposed at the AGM in relation to the Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the total number of Shares in issue was 7,689,974,999 and the Company did not hold any Treasury Shares.

Subject to the passing of the relevant ordinary resolution to approve the Repurchase Mandate (as set out in resolution no. 5 of the Notice of AGM) and on the basis that no further Shares are issued or repurchased prior to the date of AGM, exercise in full of the Repurchase Mandate would allow the repurchase by the Company of a maximum of 768,997,499 Shares during the period as set out in resolution no. 5 of the Notice of AGM, representing not more than 10% of the total number of issued Shares (excluding treasury shares, if any) as at the Latest Practicable Date.

2. 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. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets value of the Group and/or its earnings per Share and will only be made when the Directors believe that such a repurchase will benefit the Company and its Shareholders.

If the Company repurchases Shares pursuant to the Repurchase Mandate, the Company may (i) cancel the repurchased Shares and/or (ii) hold such Shares as Treasury Shares following settlement of such repurchase, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made.

For any Treasury Shares deposited with CCASS (as defined in the Listing Rules) pending re-sale on the Stock Exchange, the Company shall (i) procure its broker not to give any instructions to HKSCC (as defined in the Listing Rules) to vote at general meetings of the Company for the Treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, withdraw the Treasury Shares from CCASS, and either re-register them in its own name as Treasury Shares or cancel them, in each case before the record date for the dividends or distributions, or take any other measures to ensure that it will not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as Treasury Shares.

3. FUNDING OF REPURCHASE

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the Articles, the Listing Rules and the applicable laws of the Cayman Islands.

There might be an adverse impact on the working capital or gearing position of the Company (as compared with its financial position as disclosed in the audited consolidated financial statements contained in the annual report for the year ended 31 March 2025) in the event that the Repurchase Mandate is exercised in full at any time during the proposed repurchase period. The Directors, however, do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time be appropriate for the Company.

4. SHARE PRICES

The highest and lowest prices at which the Shares have been traded on the Stock Exchange in each of the twelve months preceding the Latest Practicable Date and up to the Latest Practicable Date were as follows:

	Price Per Share	
	Highest	**Lowest**
	HK$	*HK$*
2024		
July	1.150	0.900
August	1.050	0.740
September	0.880	0.690
October	0.850	0.750
November	0.820	0.730
December	0.800	0.750
2025		
January	1.070	0.800
February	1.180	0.940
March	1.110	1.500
April	1.500	1.160
May	1.360	1.470
June	1.700	1.400
July (up to and including the Latest Practicable Date)	1.770	1.400

5. INTENTION AND UNDERTAKING

None of the Directors nor, to the best of their knowledge and having made all reasonable enquiries, any of their respective close associates, have any present intention to sell any Shares to the Company or its subsidiaries in the event that such mandate is approved by the Shareholders.

No core connected person of the Company has notified the Company that he/she has a present intention to sell any Shares to the Company, or has undertaken not to do so in the event that the Repurchase Mandate is approved by the Shareholders.

The Directors have undertaken to the Stock Exchange 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 Listing Rules, the applicable laws of the Cayman Islands and the Articles.

6. TAKEOVERS CODE CONSEQUENCE

If a Shareholder's proportionate interest in the voting rights of the Company increases as a result of the Company exercises its powers to repurchase Shares pursuant to the Repurchase Mandate, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning of the Takeovers Code) could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 of the Takeovers Code.

As at the Latest Practicable Date, Dr. LIU Zhiwei ("**Dr. Liu**") (the single largest substantial Shareholder) beneficially held 1,584,311,151 Shares, representing approximately 20.60% of the issued share capital of the Company. On the basis that no further Shares are issued or repurchased prior to the AGM and the shareholding of Dr. Liu remains unchanged, in the event that the Directors exercise in full the power to repurchase Shares under the Repurchase Mandate, if so approved, in accordance with the terms of resolution no. 5 as set out in the Notice of AGM, the shareholding of Dr. Liu will be increased from approximately 20.60% to approximately 22.89%. Such increase would not give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

Save as aforesaid, the Directors are not aware of any consequences which would arise under the Takeovers Code as a consequence of any repurchases pursuant to the Repurchase Mandate to repurchase Shares. If the Directors exercise the Repurchase Mandate (whether in whole or in part), they will not exercise it to the extent which would result in the number of Shares being held by the public falling below the relevant minimum prescribed percentage of the Company as required by the Listing Rules, which is 25% of the entire issued share capital of the Company.

7. SHARE REPURCHASE MADE BY THE COMPANY

The Company has not repurchased any Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

8. CONFIRMATION

The Company confirms that this explanatory statement contains the information required under Rule 10.06(1)(b) of the Listing Rules and that neither this explanatory statement nor the Repurchase Mandate has any unusual features.

The following are the biographical details of the retiring Directors who are proposed to be re-elected at the AGM:

EXECUTIVE DIRECTOR

Ms. Sun, aged 64, was appointed as an executive Director in April 2020, and further appointed as a member of the Nomination Committee and a member of the Remuneration Committee on February 2024. She joined the Group in August 2019 and is responsible for human resources and administrative management of the Group. She is also a director of certain subsidiaries of the Group. Ms. Sun graduated from Beijing Correspondence College of Finance and Commerce in 1988 majoring in industrial accounting. Ms. Sun also obtained the accountant qualification awarded by the Ministry of Finance of the PRC in 1994.

Prior to joining the Group, Ms. Sun worked in Everbright Securities Company Limited (listed on both the main board of the Stock Exchange and the Shanghai Stock Exchange) for nearly 20 years, mainly responsible for the company's finance, human resources and comprehensive back office management. She has over 20 years of working experience in the financial industry and has extensive experience in various management tasks such as finance, auditing and human resources.

Ms. Sun was a non-executive director of IBO Technology Company Limited (listed on the main board of the Stock Exchange) from July 2020 to February 2021. She has been an independent director of Shenzhen Sunrise New Energy Company Limited (listed on the Shenzhen Stock Exchange) since 9 December 2024.

Ms. Sun has entered into an employment contract with the Company for an initial term of one year with effect from the date of her appointment subject to the terms of renewal contained therein and retirement by rotation and re-election in accordance with the Articles. Ms. Sun is entitled to a remuneration of HK$1,008,000 per annum which will be reviewed by the remuneration committee of the Company ("Remuneration Committee") on an annual basis and approved by the Board with reference to her duties, work experience, responsibilities, the Company's performance as well as the prevailing market conditions.

Save as disclosed herein, Ms. Sun (i) does not have any interest in the Shares or underlying Shares within the meaning of Part XV of the SFO; (ii) does not have any relationships with any Directors, senior management, substantial or controlling shareholders of the Company (as defined under the Listing Rules); (iii) does not hold any other positions in the Group; (iv) has not held any other directorships in any other public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years; (v) does not have any other major appointments and professional qualifications; and (vi) is not aware of any other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders.

INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Chan, aged 73, was appointed as an independent non-executive Director and a member of the Audit Committee of the Company in July 2014. He was further appointed as a member of each of the Nomination Committee and the Remuneration Committee in December 2022. Mr. Chan was appointed as the chairman of the Board, an authorised representative of the Company and the chairman of the Nomination Committee in February 2024. Mr. Chan is currently a partner of Kwan & Chow, Solicitors (a law firm which provides various services including corporate matters and litigations). Mr. Chan obtained a bachelor's degree in Laws from the University of Hong Kong In 1979 and a postgraduate certificate in Laws from the University of Hong Kong In 1980. He has been a practising solicitor in Hong Kong since April 1982 and has been admitted as a Notary Public since April 1997 and a China-appointed Attesting Officer since January 2000. Mr. Chan has also been a Fellow of The Hong Kong Institute of Directors since August 2004.

Mr. Chan has been a non-executive director of Sino Harbour Holdings Group Limited (listed on the main board of the Stock Exchange) since 1 April 2020.

Over the past three years, Mr. Chan was an independent non-executive director of Huakang Biomedical Holdings Company Limited (listed on the GEM of the Stock Exchange) from November 2018 to April 2024 and he was an independent non-executive director of Pak Tak International Limited (listed on the main board of the Stock Exchange) from April 2018 to December 2024.

The Company has entered into a letter of appointment with Mr. Chan for an initial term of 12 months with effect from the date of his appointment subject to the terms of renewal contained therein and retirement by rotation and re-election in accordance with the Articles. Mr. Chan is entitled to a remuneration of HK$360,000 per annum which was determined and approved by the Remuneration Committee and the Board with reference to his duties, work experience, responsibilities, the Company's performance as well as the prevailing market conditions.

Save as disclosed herein, Mr. Chan (i) does not have any interest in the Shares or underlying Shares within the meaning of Part XV of the SFO; (ii) does not have any relationships with any Directors, senior management, substantial or controlling shareholders of the Company (as defined under the Listing Rules); (iii) does not hold any other positions in the Group; (iv) has not held any other directorships in any other public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years; (v) does not have any other major appointments and professional qualifications; and (vi) is not aware of any other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders.

GoFintech Quantum Innovation Limited
國富量子創新有限公司

(formerly known as GoFintech Innovation Limited 國富創新有限公司)
(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 290)

Website: https://290.com.hk

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**Meeting**") of GoFintech Quantum Innovation Limited (the "**Company**") will be held at Units No. 4102-06, 41/F, COSCO Tower, 183 Queen's Road Central, Hong Kong on Friday, 29 August 2025 at 11:00 a.m. for the following purposes:

1. To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the "**Directors**") and the auditor of the Company for the year ended 31 March 2025.

2. (a) To re-elect Ms. SUN Qing as an executive Director;

   (b) To re-elect Mr. CHAN Kin Sang as an independent non-executive Director;

   (c) To authorize the board of Directors (the "**Board**") to fix the Directors' remuneration; and

   (d) To grant power to the Board to appoint additional Director(s).

3. To re-appoint ZHONGHUI ANDA CPA Limited as auditor of the Company and to authorize the Board to fix their remuneration.

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

ORDINARY RESOLUTIONS

4. "**THAT**:

(a) subject to paragraph (c) of this resolution, and pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the exercise by the Directors during the Relevant Period (as defined hereinafter) of all the powers of the Company to allot, issue and deal with additional shares of HK$0.10 each in the share capital of the Company (the "**Shares**") (including any sale or transfer of treasury shares, if any, out of treasury) and to make or grant offers, agreements and options (including warrants, bonds, notes, 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 authorize the Directors during the Relevant Period (as defined hereinafter) to make or grant offers, agreements and options (including warrants, bonds, notes, 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 (including but not limited to the power to allot, issue and deal with additional shares in the capital of the Company) during or after the end of the Relevant Period (as defined hereinafter);

(c) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise or in the form of sale or transfer of treasury shares, if any, out of treasury) and issued by the Directors pursuant to the approval in paragraph (a) and (b) of this resolution, otherwise than pursuant to (i) a Rights Issue (as defined hereinafter); or (ii) the exercise of any options granted under any share option scheme adopted by the Company or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to subscribe for shares in the Company; or (iii) an issue of Shares pursuant to any scrip dividends or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company (the "**Articles**") in force from time to time, shall not exceed 20% of the total number of issued Shares (excluding treasury shares, if any) as at the date of passing of this resolution and the said approval shall be limited accordingly; and

(d) for the purposes of this resolution:

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

(i) the conclusion of 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 Articles 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 (the "**Shareholders**") in a general meeting.

"**Rights Issue**" means an offer of Shares, or offer or issue of warrants, options or other securities giving rights to subscribe for Shares, open for a period fixed by the Directors to holders of Shares, whose names appear on the Company's register of members on a fixed record date in proportion to their then holdings of such Shares as at that date (subject to such exclusion 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 recognized regulatory body or any stock exchange in, any territory or otherwise howsoever applicable to the Company)."

5. "**THAT**:

(a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as defined hereinafter) of all the powers of the Company to repurchase Shares on the Stock Exchange or any other stock exchange on which the Shares may be listed and recognized by the Securities and Futures Commission of Hong Kong and the Stock Exchange for such purpose, and that the exercise by the Directors of all the powers of the Company to repurchase such Shares are subject to and in accordance with all applicable laws and regulations, be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) of this resolution shall be in addition to any other authorization given to the Directors and shall authorize the Directors on behalf of the Company during the Relevant Period (as defined hereinafter) to procure the Company to repurchase its Shares at a price determined by the Directors;

(c) the number of Shares which may be repurchased or agreed to be repurchased by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period (as defined hereinafter) shall not exceed 10% of the total number of issued Shares (excluding treasury shares, if any) as at the date of the passing of this resolution and the authority granted pursuant to paragraph (a) of this resolution shall be limited accordingly; 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;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles, or any other applicable law 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 in a general meeting."

6. "**THAT** conditional upon the passing of the resolutions set out as resolutions no. 4 and 5 above, the general mandate granted to the Directors to exercise the powers of the Company to allot, issue and deal with Shares (including any sale or transfer of treasury shares, if any, out of treasury) pursuant to resolution no. 4 above be and is hereby extended by the addition thereto of an amount representing the number of Shares repurchased by the Company under the authority granted pursuant to resolution no. 5 above, provided that such an extended amount shall not exceed 10% of the total number of issued Shares (excluding treasury shares, if any) as at the date of passing of this resolution."

By Order of the Board
GoFintech Quantum Innovation Limited
CHAN Kin Sang
Chairman and Independent Non-executive Director

Hong Kong, 28 July 2025

Notes:

(1) A Shareholder entitled to attend and vote at the Meeting may appoint one or more than one proxy to attend and to vote in his stead. A proxy need not be a Shareholder.

(2) Where there are joint registered holders of any Shares, any one of such joint holders may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he were solely entitled thereto; but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.

(3) In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must be delivered to 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 the holding of the Meeting (i.e. not later than Wednesday, 27 August 2025 at 11:00 a.m.) or any adjournment thereof (as the case may be).

(4) All voting by the Shareholders at the Meeting shall be conducted by way of poll.

(5) Completion and delivery of an instrument appointing a proxy shall not preclude a Shareholder from attending and voting in person at the Meeting if the Shareholder so wish and in such event, the instrument appointing a proxy should be deemed to be revoked.

(6) In order to determine the eligibility of the Shareholders to attend and vote at the Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with 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 for registration by no later than 4:00 p.m. on Monday, 25 August 2025. Shareholders whose names are recorded in the register of members of the Company on Monday, 25 August 2025 are entitled to attend and vote at the Meeting.

(7) An explanatory statement containing the information necessary to enable the Shareholders to make an informed decision as whether to vote for or against the resolution no. 5 is set out in the Appendix I to the Circular.

(8) Biographical details of each of Ms. Sun, Mr. Hua and Mr. Chan proposed to be re-elected as Directors at the Meeting are set out in the Appendix II to the Circular.

(9) After verified by the scrutineer, the poll results will be published on the Company's website (www.290.com.hk) and HKExnews website (www.hkexnews.hk).

(10) If a Typhoon Signal No. 8 or above is hoisted, or a "black" rainstorm warning signal or extreme conditions caused by super typhoons is in force in Hong Kong at or at any time after 8:00 a.m. on the date of the Meeting, the Meeting will be postponed. The Company will post an announcement on the Company's website and HKExnews website to notify Shareholders of the date, time and place of the rescheduled meeting.

(11) For the avoidance of doubt, holders of Treasury Shares (if any) have no voting rights at the Company's general meeting(s).