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 Envision Greenwise Holdings Limited (the "**Company**"), you should at once hand this circular to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.

ENVISION GREENWISE HOLDINGS LIMITED

晉景新能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1783)

(1) PROPOSED GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES, (2) PROPOSED RE-ELECTION OF DIRECTORS, (3) PROPOSED SUBDIVISION OF SHARES, AND (4) NOTICE OF ANNUAL GENERAL MEETING

A notice convening the AGM (as defined herein) to be held at 21/F., Grand Millennium Plaza, 181 Queen's Road Central, Sheung Wan, Hong Kong on Friday, 19 September 2025 at 10:00 a.m. is set out in this circular. A form of proxy for use at the AGM (or any adjournment thereof) is also enclosed with this circular.

Whether or not you intend to attend the AGM, you are requested to complete the enclosed form of proxy and return it in accordance with the instructions printed thereon as soon as possible to the Company's branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong and in any event no less than 48 hours before the time appointed for holding the AGM (i.e., no later than 10:00 a.m. on Wednesday, 17 September 2025 or any adjournment thereof. 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 (as the case may be) should you so wish.

27 August 2025

CONTENTS

Pages

DEFINITIONS 1

EXPECTED TIMETABLE 4

LETTER FROM THE BOARD 6

APPENDIX I – EXPLANATORY STATEMENT 14

APPENDIX II – DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTION AT THE AGM 18

NOTICE OF AGM AGM-1

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

"AGM"	the annual general meeting of the Company to be held at 21/F., Grand Millennium Plaza, 181 Queen's Road Central, Sheung Wan, Hong Kong on Friday, 19 September 2025 at 10:00 a.m. (Hong Kong time)
"AGM Notice"	the notice convening the AGM as set out on pages AGM-1 to AGM-5 of this circular
"Articles of Association"	the articles of association of the Company currently in force
"Board"	the board of Directors
"Business Day(s)"	any day(s) (other than a Saturday, Sunday or public holiday) on which licensed banks are generally open for business in Hong Kong throughout their normal business hours
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"close associate(s)"	has the meaning ascribed to it under the Listing Rules
"Company"	Envision Greenwise Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on Main Board of the Stock Exchange (Stock Code: 1783)
"controlling shareholder"	has the meaning ascribed to it under the Listing Rules
"core connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"HKSCC"	Hong Kong Securities Clearing Company Limited
"Latest Practicable Date"	27 August 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular

"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Memorandum" or "Memorandum of Association"	the memorandum of association of the Company currently in force
"Nomination Committee"	the nomination committee of the Company
"Proposed Extension Mandate"	to extend the Proposed Issue Mandate to the Directors to issue and allot additional Shares by adding the number of Shares repurchased by the Company under the Proposed Repurchase Mandate
"Proposed Issue Mandate"	a general mandate to be granted to the Directors to allot, issue and deal with Shares not exceeding 20% of the total number of Shares in issue (excluding any treasury Shares, if any) as at the date of passing of the proposed ordinary resolution at the AGM
"Proposed Repurchase Mandate"	a general mandate to be granted to the Directors to repurchase Shares not exceeding 10% of the total number of Shares in issue (excluding any treasury Shares, if any) as at the date of passing of the proposed ordinary resolution at the AGM
"Registrar"	the Registrar of Companies in the Cayman Islands
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) of nominal or par value of HK$0.01 each in the share capital of the Company
"Shareholders"	the holder(s) of the Share(s)
"Share Award Scheme"	the share award scheme adopted by the Company on 28 September 2023
"Share Subdivision"	the proposed subdivision of each issued and unissued Share into two (2) Subdivided Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

"Subdivided Share(s)"	ordinary share(s) of par value of HK$0.005 each in the share capital of the Company upon the Share Subdivision becoming effective
"substantial shareholder"	has the meaning ascribed to it under the Listing Rules
"Takeovers Code"	the Hong Kong Code on Takeovers and Mergers (as amended from time to time)
"treasury shares"	has the meaning ascribed to it under the Listing Rules
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"%"	per cent

The expected timetable for the implementation of the Share Subdivision is set out below:

Latest date and time for lodging transfer documents in order to qualify for attending and voting at the AGM	4:30 p.m. on Monday, 15 September 2025
Register of members of the Company closed for determining entitlements to attend and vote at the AGM	Tuesday, 16 September 2025 to Friday, 19 September 2025 (both days inclusive)
Latest time for the lodging of the form of proxy for the AGM	10:00 a.m. on Wednesday, 17 September 2025
Expected date and time of the AGM	10:00 a.m. on Friday, 19 September 2025
Announcement of voting results of the AGM	Friday, 19 September 2025

The following events are conditional upon the fulfilment of the conditions for the implementation of the Share Subdivision as set out in the section headed "Conditions of the Share Subdivision" as set out in this circular:

Effective date for the Share Subdivision	Tuesday, 23 September 2025
Dealings in Subdivided Shares commence	9:00 a.m. on Tuesday, 23 September 2025
Original counter for trading in board lots of 1,000 Shares temporarily closes	9:00 a.m. on Tuesday, 23 September 2025
Temporary counter for trading in board lots of 2,000 Subdivided Shares (in form of existing share certificates) opens	9:00 a.m. on Tuesday, 23 September 2025
First day of free exchange of existing share certificates for the new share certificates for the Subdivided Shares commences	Tuesday, 23 September 2025
Original counter for trading in board lots of 1,000 Subdivided Shares (in form of new share certificates) re-opens	9:00 a.m. on Thursday, 9 October 2025
Parallel trading in Subdivided Shares (in the form of new and existing share certificates) commences	9:00 a.m. on Thursday, 9 October 2025
Temporary counter for trading in Subdivided Shares in board lots of 2,000 Subdivided Shares (in the form of existing share certificates) closes	4:10 p.m. on Thursday, 30 October 2025

Parallel trading in Subdivided Shares (in the form of new and existing share certificates) ends	4:10 p.m. on Thursday, 30 October 2025
Free exchange of existing share certificates for new certificates ends	4:30 p.m. on Monday, 3 November 2025

Note: All times and dates in this circular refer to Hong Kong local times and dates.

Dates or deadlines specified in this circular are indicative only and may be varied by the Company. Any consequential changes to the expected timetable will be published or notified to the Shareholders as and when appropriate.

ENVISION GREENWISE HOLDINGS LIMITED
晉景新能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1783)

Executive Directors:
Mr. Kwok Chun Sing *(Chairman)*
Mr. Zhan Zhi Hao *(Chief Executive Officer)*
Ms. Kwok Ho Yee *(Chief Operating Officer)*
Mr. Tang Chi Kin

Independent non-executive Directors:
Mr. Hau Wing Shing Vincent
Prof. Sit Wing Hang
Mr. Yu Chung Leung
Mr. Lam John Cheung-wah

Registered Office:
71 Fort Street
P.O. Box 500
George Town
Grand Cayman KY1-1106
Cayman Islands

Headquarters, Head Office and Principal Place of Business in Hong Kong:
Room 2901 & 09-10, 29/F.
China Resources Building
26 Harbour Road, Wanchai
Hong Kong

27 August 2025

To the Shareholders

Dear Sir or Madam,

(1) PROPOSED GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES, (2) PROPOSED RE-ELECTION OF DIRECTORS, (3) PROPOSED SUBDIVISION OF SHARES, AND (4) NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to provide you with information regarding the following matters to be put forward at the AGM for Shareholders' consideration and, if thought fit, approval of, among other things:

(i) the grant of the Proposed Issue Mandate to the Directors;

(ii) the grant of the Proposed Repurchase Mandate to the Directors;

(iii) the grant of the Proposed Extension Mandate to the Directors;

(iv) the re-election of Directors; and

(v) the proposed Share Subdivision.

PROPOSED GENERAL MANDATES

Pursuant to the resolutions of the then Shareholders passed on 27 September 2024, the Directors were granted by the then Shareholder (i) a general and unconditional mandate to allot, issue and deal in Shares not exceeding 20% of the total number of Shares in issue as at the date thereof; (ii) a general and unconditional mandate to repurchase Shares up to 10% of the total number of Shares in issue as at the date thereof; and (iii) to extend the general and unconditional mandate mentioned in (i) above by the addition of an amount representing the total number of Shares repurchased by the Company pursuant to the mandate to repurchase Shares referred to (ii) above. The existing general mandates will expire at the conclusion of the AGM.

It is therefore proposed to seek the Shareholders approval by way of ordinary resolutions to be proposed at the AGM to approve the Proposed Issue Mandate, the Proposed Repurchase Mandate and the Proposed Extension Mandate. The Directors wish to state that they have no immediate plan to issue any Shares or repurchase any Shares pursuant thereto. Please refer to resolutions number 4 to 5 set out in the AGM Notice on pages AGM-2 to AGM-4 of this circular for details of the Proposed Issue Mandate and Proposed Repurchase Mandate.

The Proposed Issue Mandate, the Proposed Repurchase Mandate and the Proposed Extension Mandate, if approved by the Shareholders at the AGM, will continue to be in force until 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 of Association or any applicable laws to be held; and

(iii) the date upon which such authority is revoked or varied by an ordinary resolution of the Shareholders in a general meeting of the Company.

As at the Latest Practicable Date, the number of issued Shares of the Company was 1,379,296,955 Shares and the Company held no treasury shares. Assuming no further Shares are to be issued or repurchased after the Latest Practicable Date and up to the date of the AGM, the Proposed Issue Mandate will grant to the Directors an authority to issue up to 275,859,391 Shares and the Proposed Repurchase Mandate will grant the Directors an authority to repurchase up to 137,929,695 Shares.

An explanatory statement containing all relevant information relating to the Proposed Repurchase Mandate is set out in the Appendix I to this circular. The explanatory statement is to provide you with information reasonably necessary, as required by the Listing Rules, 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 Proposed Repurchase Mandate.

PROPOSED RE-ELECTION OF DIRECTORS

As at the Latest Practicable Date, the Board comprises eight Directors, namely Mr. Kwok Chun Sing, Mr. Zhan Zhi Hao, Ms. Kwok Ho Yee, Mr. Tang Chi Kin, Mr. Hau Wing Shing Vincent, Prof. Sit Wing Hang, Mr. Yu Chung Leung and Mr. Lam John Cheung-wah.

Article 108 of the Articles of Association provides that at each annual general meeting one-third of the Directors for the time being, or, if their number is not three or a multiple of three, then the number nearest to but not less than one-third, shall retire from office by rotation provided that every Director shall be subject to retirement by rotation at least once every three years. Any Director who has not been subject to retirement by rotation in the three years preceding the annual general meeting shall retire by rotation at such annual general meeting. Any further Directors so to retire shall be those who have been longest in office since their last re-election or appointment, and so that as between persons who became or were last re-elected Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot. The retiring Directors shall be eligible for re-election. Accordingly, Mr. Zhan Zhi Hao, Mr. Hau Wing Shing Vincent and Mr. Lam John Cheung-wah shall retire at the AGM and being eligible, would offer themselves for re-election at the AGM.

Article 112 of the Articles of Associations provides that any Director appointed by the Board to fill a casual vacancy shall hold office only until the first annual general meeting of the Company after his appointment and be subject to re-election at such meeting. Any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election. Any Director appointed under this article shall not be taken into account in determining the Directors or the number of Directors who are to retire by rotation at an annual general meeting.

The Nomination Committee, having reviewed the Board's composition, nominated Mr. Zhan Zhi Hao, Mr. Hau Wing Shing Vincent and Mr. Lam John Cheung-wah to the Board for it to recommend to Shareholders for re-election at the AGM. Biographical details of the Directors who are standing for re-election at the AGM, which are required to be disclosed pursuant to the Listing Rules, are set out in Appendix II to this circular.

The Board is of the view that the re-appointments of Mr. Hau Wing Shing Vincent ("**Mr. Hau**") and Mr. Lam John Cheung-wah ("**Mr. Lam**") will contribute to the diversity of the Board. Mr. Hau is experienced in advising on compliance matters for listed companies, contributing positively to the Company's regulatory adherence and corporate governance. Mr. Lam has substantial experience and extensive network in the banking and property development and property investment industries, contributing to the Company's strategic growth and financial stability.

In reviewing the structure, size and composition of the Board and in proposing individuals for re-election as Directors at the AGM, the Nomination Committee and the Board had also taken into account their respective contributions to the Board and their commitment to their roles, meritocracy and various aspects set out in the board diversity policy of the Company, including but not limited to gender, age, cultural, educational background, experience (professional or otherwise), skills and knowledge.

PROPOSED SUBDIVISION OF SHARES

The Board proposes to subdivide each of the existing issued and unissued Shares of par value of HK$0.01 each in the share capital of the Company into two (2) Subdivided Shares of par value of HK$0.005 each.

The Shares are currently traded in board lot size of 1,000 Shares. Upon the Share Subdivision becoming effective, the board lot size of the Subdivided Shares for trading on the Stock Exchange will remain as 1,000 Subdivided Shares.

Effect of the Share Subdivision

As at the Latest Practicable Date, the authorised share capital of the Company is HK$30,000,000 divided into 3,000,000,000 Shares of par value of HK$0.01 each, of which 1,379,296,955 Shares of par value of HK$0.01 each have been issued and are fully paid or credited as fully paid. Upon the Share Subdivision becoming effective, the authorised share capital of the Company will be HK$30,000,000 divided into 6,000,000,000 Subdivided Shares of par value of HK$0.005 each, of which 2,758,593,910 Subdivided Shares of par value of HK$0.005 each will be in issue and fully paid or credited as fully paid, assuming that no further Shares are issued or repurchased prior to the Share Subdivision becoming effective.

All Subdivided Shares will rank pari passu with each other in all respects with, and will have the same rights and privileges as, the Shares in issue prior to the Share Subdivision, and the Share Subdivision will not result in any change in the relevant rights of the Shareholders.

As the Share Subdivision will not result in any odd lots or fractional shares, no odd lots arrangement for matching the sale and purchase of odd lots will be made.

Conditions of the Share Subdivision

The Share Subdivision is conditional upon:

(a) the passing by the Shareholders at the AGM of an ordinary resolution approving the Share Subdivision;

(b) the Stock Exchange granting the listing of, and permission to deal in, the Subdivided Shares and any new Subdivided Share which may be issued upon the vesting of the share awards granted or to be granted from time to time under the Share Award Scheme; and

(c) the compliance with all relevant procedures and requirements under the laws of the Cayman Islands (where applicable) and the Listing Rules to effect the Share Subdivision.

The Share Subdivision will become effective on the second Business Day after the conditions of the Share Subdivision above are fulfilled. As at the Latest Practicable Date, none of the conditions of the Share Subdivision above are fulfilled.

SECURITIES CONVERTIBLE OR EXCHANGEABLE INTO SHARES

As at the Latest Practicable Date, the Company has 20,700,000 outstanding share awards granted under the Share Award Scheme. The number of awards available for grant under Share Award Scheme limit was 38,562,750 and the number of awards available for grant under the service provider sublimit was 25,361,100. Under the relevant terms and conditions of Share Award Scheme, the Share Subdivision may lead to adjustments to the number of Shares falling to be issued upon the vesting of the share awards. Upon the Share Subdivision becoming effective, the following proposed adjustments will be made to the number of outstanding share awards granted by the Company under the Share Award Scheme:

		Number of outstanding share awards	
Date of Grant	**Vesting date**	**Number of Shares immediately before the adjustments**	**Number of Subdivided Shares immediately after the adjustments**
12 October 2023	31 March 2025	4,140,000*	8,280,000
	30 September 2025	16,560,000	33,120,000

* Shares that have vested but not yet been issued to grantee.

Save for the above proposed adjustments, all other terms and conditions of the outstanding share awards remain unchanged.

Upon the Share Subdivision becoming effective, the maximum number of Shares available for future grant under the Share Award Scheme will be adjusted from 38,562,750 Shares to 77,125,500 Subdivided Shares and the maximum number of awards available for grant under the service provider sublimit will be adjusted from 25,361,100 Shares to 50,722,200 Subdivided Shares.

Save as disclosed above, the Company has no outstanding warrants, convertibles, options, awards or derivatives and conversion rights or other similar rights which are convertible or exchangeable into Shares as at the Latest Practicable Date.

LISTING APPLICATION

An application will be made by the Company to the Stock Exchange for the listing of, and the permission to deal in, the Subdivided Shares to be in issue.

Subject to the granting of the listing of, and permission to deal in, the Subdivided Shares on the Stock Exchange upon the Share Subdivision becoming effective, as well as compliance with the stock admission requirements of HKSCC, the Subdivided 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 Subdivided 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.

No part of the securities of the Company is listed or dealt in or on which listing or permission to deal is being or is proposed to be sought on any other stock exchanges other than the Stock Exchange and no such listing permission to deal in is being or currently proposed to be sought from any other stock exchanges.

EXCHANGE OF SHARE CERTIFICATES

Subject to the Share Subdivision having become effective, the existing share certificates will only be valid for delivery, trading and settlement purposes for the period up to 4:10 p.m. on Thursday, 30 October 2025 and thereafter will not be accepted for delivery, trading and settlement purposes. However, the existing share certificates will continue to be good evidence of legal title to the Subdivided Shares on the basis of one (1) Share for two (2) Subdivided Shares.

Upon the Share Subdivision becoming effective, the Shareholders can submit their existing certificates for the Shares to the Company's branch share registrar and transfer office, Tricor Investor Services Limited, located at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, in exchange for the new share certificates for the Subdivided Shares free of charge between 9:00 a.m. and 4:30 p.m. on any Business Day from Tuesday, 23 September 2025 to Monday, 3 November 2025 (both days inclusive). After the expiry of such period, the existing certificates for the Shares will be accepted for exchange only on payment of a fee of HK$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each existing share certificate cancelled or new share certificate issued (whichever number of share certificates involved is higher). It is expected that the new share certificates for the Subdivided Shares will be available for collection within a period of 10 Business Days after the submission of the existing share certificates for the Shares to Tricor Investor Services Limited for exchange.

The new share certificates will be purple in colour so as to be distinguished from the existing share certificates which are yellow in colour.

REASON FOR THE SUBDIVISION OF SHARES

The proposed Share Subdivision will increase the number of Shares in issue and reduce the nominal value and trading price of each Share. In this regard, the Board is of the view that the Share Subdivision is likely to enhance the trading liquidity of the Shares, reduce the barriers to investment, and therefore may attract more investors to trade in the Shares. Based on the closing price of HK$8.610 per Share as at 27 August 2025 (being the Latest Practicable Date), (i) the market value per board lot of 1,000 Shares is HK$8,610; and (ii) the value of each board lot of 1,000 Subdivided Shares, with a theoretical adjusted price of approximately HK$4.305 per Subdivided Share assuming the Share Subdivision had already become effective, would be approximately HK$4,305.

Although the Share Subdivision will result in downward adjustment to the trading price of the Shares, the Board believes that the Share Subdivision would reduce the trading spread as well as the volatility of the trading price of the Shares and enhance the liquidity in trading of Shares and thereby would enable the Company to attract more investors and broaden its Shareholder base. Accordingly, the Board considers that the Share Subdivision is fair and reasonable and in the interests of the Company and its Shareholders as a whole.

In addition, Rule 13.64A of the Listing Rules prohibits an issuer to undertake, among others, a subdivision of shares if its share price adjusted for the subdivision is less than HK$1 based on the lowest daily closing price of the shares during the six-month period before the announcement of the Share Subdivision. Based on the lowest daily closing price of the Shares during the six-month period before the date of the relevant announcement (i.e. 6 August 2025), which is HK$5.09 per Share, the theoretical share price adjusted for the Share Subdivision should be HK$2.545 per Subdivided Share and the Board is thus of the view that the Company has complied with Rule 13.64A of the Listing Rules with regard to the Share Subdivision.

Save for the expenses to be incurred by the Company in relation to the Share Subdivision, the implementation of the Share Subdivision will not, by itself, alter the underlying assets, business operations, management or the financial position of the Company or the proportionate interest of the Shareholders.

As at the Latest Practicable Date, the Directors confirm that the Company (i) does not have any agreement, arrangement, understanding, intention, negotiation (concluded or otherwise) on any potential equity fundraising activities; and (ii) has no intention to carry out other corporate action which may have an effect of undermining or negating the intended purpose of the Share Subdivision in the coming 12 months. The Company currently has no definitive plan to conduct any equity fundraising activities for the next 12 months. In the event that any future opportunity of equity fundraising for the Group's business development arises, the Company will make further announcement(s) as and when appropriate.

ANNUAL GENERAL MEETING

The AGM will be held at 21/F., Grand Millennium Plaza, 181 Queen's Road Central, Sheung Wan, Hong Kong on Friday, 19 September 2025 at 10:00 a.m.. The AGM Notice 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 intend to attend and vote at the AGM in person, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong and in any event no less than 48 hours before the time appointed for holding the AGM (i.e., no later than 10:00 a.m. on Wednesday, 17 September 2025) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM or any adjourned thereof should you so wish.

CLOSURE OF REGISTER OF MEMBERS

The record date for determining Shareholders' right to attend and vote at the AGM is Friday, 19 September 2025. In order to be entitled to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Monday, 15 September 2025. For the purpose of determining the entitlement of Shareholders to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, 16 September 2025 to Friday, 19 September 2025 (both days inclusive), during which period no transfer of Shares will be registered.

VOTING BY POLL

Pursuant to rule 13.39(4) of the Listing Rules, any vote of the Shareholders at the AGM must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter (as defined in the Note to rule 13.39(4) of the Listing Rules) to be voted on by a show of hands.

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

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 Group 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.

RECOMMENDATION

The Directors believe that the resolutions proposed at the AGM are in the best interests of the Company and the Shareholders as a whole, and accordingly, recommend all Shareholders to vote in favor of these resolutions to be proposed at the AGM.

GENERAL INFORMATION

Your attention is drawn to the additional information set out in the Appendices to this circular. The English text shall prevail over the Chinese text in this circular.

On behalf of the Board of
Envision Greenwise Holdings Limited
Kwok Chun Sing
Chairman and executive Director

This Appendix serves as an explanatory statement, as required by the Listing Rules, to provide the Shareholders with all the information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the ordinary resolution to approve the Proposed Repurchase Mandate.

1. LISTING RULES RELATING TO THE REPURCHASE OF SHARES

The Listing Rules permit companies with a primary listing on the Stock Exchange to repurchase their securities on the Stock Exchange subject to certain restrictions, the most important of which is summarised below:

The Listing Rules provide that proposed repurchase of shares by such company must be approved in advance by way of an ordinary resolution, either of a specific approval of a particular transaction or of a general mandate to the Directors to make such repurchase.

2. SHARE CAPITAL

As at the Latest Practicable Date, the total number of Shares in issue was 1,379,296,955 Shares and the Company did not have any treasury shares. Subject to the passing of the ordinary resolution approving the Proposed Repurchase Mandate and on the basis that no Shares are issued or repurchased after the Latest Practicable Date and up to the date of passing of such resolution, the exercise of the Proposed Repurchase Mandate in full would enable the Company to repurchase a maximum of 137,929,695 Shares, representing 10% of the total number of Shares (excluding treasury shares, if any) in issue as at the date of passing of the resolution, during the period from the date of the passing of the resolution to the earliest of the conclusion of the next annual general meeting of the Company, the date by which the next annual general meeting of the Company immediately after the AGM is required to be held by the Articles of Association or any applicable laws or the date upon which such authority is revoked or varied by an ordinary resolution of the Shareholders in a general meeting ("**Proposed Repurchase Period**").

3. REASONS FOR THE REPURCHASE

The Directors believe that the Proposed Repurchase Mandate is in the best interests of the Company and the Shareholders. An exercise of the Proposed Repurchase Mandate (if approved at the AGM) may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets per Share and/or earnings per Share. The Proposed Repurchase Mandate will only be made when the Directors believe that such repurchase will benefit the Company and the Shareholders as a whole.

If the Company repurchases any Shares pursuant to the Proposed Repurchase Mandate, the Company will either (i) cancel the Shares repurchased and/or (ii) hold such Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time any repurchase of Shares are made.

4. STATUS OF REPURCHASE OF SHARES

To the extent that any treasury shares are deposited with CCASS pending resale on the Stock Exchange, the Company will adopt appropriate measures to ensure that it does not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those shares were registered in the Company's own name as treasury shares. These measures may include approval by the Board that (i) the Company would not (or would procure its broker not to) give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the treasury shares deposited with CCASS, (ii) in the case of dividends or distributions, the Company will 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; and (iii) take any other appropriate 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.

5. FUNDING OF REPURCHASE OF SHARES

Repurchase of Shares made pursuant to the Proposed Repurchase Mandate must be made out of funds legally available for such purpose in accordance with the Articles of Association, the applicable laws of the Cayman Islands and the Listing Rules. Such funds include, but are not limited to, profits available for distribution. Purchases may only be effected out of the profits of the Company or out of the proceeds of a fresh issue of Shares made for the purpose, or, if so authorised by its Articles of Association and subject to the provisions of the Companies Law, out of capital. Any premium payable on a purchase over the par value of the Shares to be purchased must be provided for out of profits of the Company or out of the Company's share premium account, or, if so authorised by the Articles of Association and subject to the provisions of the Companies Law, out of capital.

6. GENERAL

There could be an adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited financial statements for the year ended 31 March 2025) in the event that the Proposed Repurchase Mandate was to be exercised in full at any time during the Proposed Repurchase Period. However, the Directors do not propose to exercise the Proposed Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital or the gearing position of the Company. The Directors would only exercise the power to repurchase in circumstances where they consider that the repurchase would be in the best interests of the Company and the Shareholders as a whole.

7. SHARE PRICES

The following table shows the highest and lowest prices at which the Shares were traded on the Stock Exchange during each of the previous twelve months before the Latest Practicable Date as follows:

	Price per Share	
	Highest	**Lowest**
	(HK$)	*(HK$)*
2024		
August	5.93	4.45
September	5.96	4.96
October	5.90	5.14
November	5.89	5.41
December	7.52	5.73
2025		
January	7.73	7.02
February	8.38	1.00
March	8.30	7.11
April	8.58	6.49
May	9.03	7.79
June	8.48	7.10
July	8.32	7.23
August (up to the Latest Practicable Date)	8.88	7.22

8. UNDERTAKING OF THE DIRECTORS

The Directors have undertaken to the Stock Exchange that they will only exercise the powers of the Company to make repurchase pursuant to the Proposed Repurchase Mandate in the proposed resolution in accordance with the Listing Rules and all applicable laws, rules and regulations of the Cayman Islands from time to time in force, and the Articles of Association.

The Company confirms that neither the explanatory statement nor the Proposed Repurchase Mandate has any unusual features.

9. DIRECTORS AND THEIR CLOSE ASSOCIATES

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their close associates, has any present intention to sell any Shares to the Company in the event that the Proposed Repurchase Mandate is approved by the Shareholders.

10. FROM CORE CONNECTED PERSONS

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

11. TAKEOVERS CODE AND MINIMUM PUBLIC HOLDING

If as a result of a repurchase of Shares pursuant to the Proposed Repurchase Mandate a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of rule 32 of the Takeovers Code. Accordingly, a Shareholder, or group of Shareholders acting in concert, depending on the level of increase of the Shareholders' interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with rule 26 of the Takeovers Code.

As at the Latest Practicable Date, Mr. Kwok Chun Sing is interested in an aggregate of 650,869,000 Shares or approximately 47.19% of the issued share capital of the Company, in which (i) directly owns 90,000,000 Shares; (ii) through his wholly-owned company, Chun Yip International Investment Limited, interested in 548,449,000 Shares; and (iii) 12,420,000 Shares held by Marvel Sing Limited, which is a company incorporated in the BVI with limited liability being wholly-owned by Circle Corporate Services Limited, the trustee of Marvel Sing Trust, which is a discretionary trust established by Mr. Kwok as settlor, with Mr. Kwok being the beneficiary.

In the event that the Proposed Repurchase Mandate is exercised in full, assuming that the present shareholdings and capital structure of the Company remains the same, the aggregate interest in the Company held by Mr. Kwok Chun Sing would be increased to approximately 52.43% of the issued share capital of the Company and such increase will give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. The Directors do not intend to exercise the power to repurchase Shares to an extent which would render any Shareholder or group of Shareholders obliged to make a mandatory offer under Rule 26 of the Takeovers Code.

Currently, the Directors have no intention to exercise the powers of the Company to make repurchase of Shares. In any event, the Directors do not intend to exercise the Proposed Repurchase Mandate to an extent which will trigger the mandatory offer requirement pursuant to the rules of the Takeovers Code or which will reduce the aggregate amount of the share capital of the Company in public hands to below 25%.

12. SHARES REPURCHASE MADE BY THE COMPANY

The Company did not repurchase any Shares (whether on the Stock Exchange or otherwise) during the six months preceding the Latest Practicable Date.

DETAILS OF DIRECTORS FOR RE-ELECTION

The brief biographical details of the Directors proposed to be re-elected at the AGM are set out below.

Mr. Zhan Zhi Hao ("Mr. Zhan")

Mr. Zhan Zhi Hao(**詹志豪**), aged 35, was appointed as an executive Director on 23 December 2022 and chief executive officer on 11 January 2023. He is a director of various subsidiaries of the Company. He graduated from Chongqing University with a Bachelor of Economics in 2012 and obtained a Master of Science in Applied Economics from the City University of Hong Kong in 2013. Mr. Zhan is a member of the CFA Institute.

Mr. Zhan has over 10 years of experience in operations and ESG investment research in the green technology industry. From 2013 to 2019, Mr. Zhan held corporate positions in a subsidiary of Chiho Environmental Group Limited (stock code: 976), a company listed on the Main Board of the Stock Exchange, with his last position as the assistant general manager. He joined Chun Yang International (HK) Company Limited ("**Chun Yang**") in 2019 as the vice president. During the period from May 2020 to September 2022, Mr. Zhan founded Dr. Green Technology Ltd., which is engaged in development and operation of carbon tracking systems and green environmental protection facilities. He subsequently rejoined Chun Yang as the deputy chief executive officer in September 2022. Chun Yang was wholly-owned by the Offeror until the Company acquired 40% and 60% of the equity interests in Chun Yang in April and August 2022, respectively.

Mr. Zhan has entered into a service contract with the Company in relation to his appointment as executive Director for a term of three years commencing from 23 December 2022 subject to early termination in accordance with the terms of the Service Agreement. Mr. Zhan is also subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Listing Rules. Mr. Zhan receives a monthly salary of HK$84,000 as chief executive officer of the Company, and is entitled to receive a year end bonus equivalent to one month's salary and discretionary performance bonus. Mr. Zhan will not receive any director's remuneration from the Company. Save as disclosed, Mr. Zhan does not receive any remuneration for any other positions within the Group.

As at the Latest Practicable Date, Mr. Zhan is interested in 19,370,000 Shares or approximately 1.40% of the issued share capital of the Company.

Save as disclosed above, Mr. Zhan did not (i) hold any other positions in the Group, (ii) have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company, (iii) have any interests in the Shares within the meaning of Part XV of the SFO as at the Latest Practicable Date, or (iv) hold any directorship in any other listed company (whether in Hong Kong or overseas) in the last three years.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders in connection with the re-election of Mr. Zhan as an executive Director nor is there any other information required to be disclosed pursuant to rule 13.51(2) of the Listing Rules.

Mr. Hau Wing Shing Vincent

Mr. Hau Wing Shing Vincent（侯穎承）("Mr. Hau"), aged 53, was appointed as an independent non-executive Director on 24 July 2018. He is the member of the Nomination Committee and the audit committee of the Company (the "**Audit Committee**"). He is primarily responsible for providing independent judgement on issues of strategy, policy, performance, accountability, resource, key appointments and standard of conduct of the Group.

Mr. Hau obtained his Bachelor's Degree in Laws from The University of Hong Kong in December 1994. Mr. Hau was admitted in August 1997 as a solicitor of the High Court of the Hong Kong Special Administrative Region and is still currently practising as a solicitor. He served as an assistant solicitor in Joseph S.C. Chan & Co. Solicitors from August 1997 and later served as a partner from September 2000 to May 2006. Since May 2006, Mr. Hau has been serving as a senior partner in Messrs. V. Hau & Chow. He is now the honorary legal advisors of Hong Kong Chinese Civil Servants' Association.

Mr. Hau focuses his practice on commercial transactions, litigation, banking and insolvency. He has experience in advising on compliance matters for listed companies and handling criminal cases involving directors of a wholly-owned subsidiary of a company listed on the Stock Exchange. Since November 2015, Mr. Hau has been a director through his service company of WLS Limited which is engaged in retailing of spa and wellness products and running spa business. Mr. Hau is in charge of the business operation, cash flow and compliance matters for WLS Limited and assists to prepare and review the commercial documents for WLS Limited.

Pursuant to the terms of the appointment letter entered into between the Company and Mr. Hau, Mr. Hau's term of appointment as an independent non-executive Director is one year commencing from 24 July 2018, subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the Articles of Association. Mr. Hau is entitled to a fixed director's fee of HK$180,000 per annum, which has been determined by the Board with reference to his duties, responsibilities, performance and results of the Group. Either the Company or Mr. Hau may terminate said appointment letter by giving no less than one month's notice in writing to the other.

The Board has received from Mr. Hau a confirmation of his independence pursuant to Rule 3.13 of the Listing Rules. Mr. Hau also confirmed that (i) he meets the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company, and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, Mr. Hau did not (i) hold any other positions in the Group, (ii) have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company, (iii) have any interests in the Shares within the meaning of Part XV of the SFO as at the Latest Practicable Date, or (iv) hold any directorship in any other listed company (whether in Hong Kong or overseas) in the last three years.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders in connection with the re-election of Mr. Hau as an independent non-executive Director nor is there any other information required to be disclosed pursuant to rule 13.51(2) of the Listing Rules.

Mr. Lam John Cheung-wah

Mr. Lam John Cheung-wah（藍章華）("Mr. Lam"), aged 70, was appointed as an independent non-executive Director on 2 June 2023. He is also a member of the Audit Committee. He has substantial experience and extensive network in the banking and property development and property investment industries. From 1991 to 2005, he held various senior positions at Hongkong Bank of Canada (currently known as HSBC Bank Canada), HSBC California and Hang Seng Bank Limited. He subsequently worked at Dah Sing Bank, Limited from September 2005 to February 2012 with his last position as an executive director, head of retail banking. After that, Mr. Lam acted as the vice chairman and an executive director of Nan Fung Property Holdings Limited in China Property Division between February 2013 and December 2021, and he has served as their consultant since January 2022. Mr. Lam possesses extensive experiences in property development and property investment and has deep understanding of property industry trends.

He graduated from Ryerson Polytechnical Institute (currently known as Toronto Metropolitan University) in Toronto, Canada in June 1988 where he received his bachelor of business management degree. He is a fellow of The Institute of Canadian Bankers and a fellow of the Royal Institution of Chartered Surveyors. He was a member of the Chinese People's Political Consultative Conference Guangzhou Committee.

Mr. Lam has been an independent non-executive director of Wing Lee Property Investments Limited (a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), stock code: 864), since February 2013, an independent non-executive director of Blue River Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 498), since August 2022 and an independent non-executive director of Oshidori International Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 622), since August 2022 a non-executive director of Lincoln Minerals Limited (a company listed on Australian Securities Exchange, stock code: AXN:LML) since September 2023. He was a non-executive director of Hong Kong Aerospace Technology Group Limited (now known as USPACE Technology Group Limited) (a company listed on the Main Board of the Stock Exchange, stock code: 1725), from October 2021 to July 2022, an independent non-executive director of Samson Paper Holdings Limited (currently known as C&D Newin Paper & Pulp Corporation Limited) (a company listed on the Main Board of the Stock Exchange, stock code: 731), from May 2022 to October 2024.

Pursuant to the terms of the appointment letter entered into between the Company and Mr. Lam, Mr. Lam's term of appointment as an independent non-executive Director is one year commencing from 2 June 2023, subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the Articles of Association. Mr. Lam is entitled to a fixed director's fee of HK$180,000 per annum, which has been determined by the Board with reference to his duties, responsibilities, performance and results of the Group. Either the Company or Mr. Lam may terminate said appointment letter by giving no less than one month's notice in writing to the other.

The Board has received from Mr. Lam a confirmation of his independence pursuant to Rule 3.13 of the Listing Rules. Mr. Lam also confirmed that (i) he meets the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company, and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, Mr. Lam did not (i) hold any other positions in the Group, (ii) have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company (iii) have any interests in the Shares within the meaning of Part XV of the SFO as at the Latest Practicable Date, or (iv) hold any directorship in any other listed company (whether in Hong Kong or overseas) in the last three years.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders in connection with the re-election of Mr. Lam as an independent non-executive Director nor is there any other information required to be disclosed pursuant to rule 13.51(2) of the Listing Rules.

ENVISION GREENWISE HOLDINGS LIMITED
晉景新能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1783)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the "**Meeting**") of shareholders of Envision Greenwise Holdings Limited (the "**Company**") will be held at 21/F., Grand Millennium Plaza, 181 Queen's Road Central, Sheung Wan, Hong Kong on Friday, 19 September 2025 at 10:00 a.m., to consider and, if thought fit, to pass with or without amendments, the following resolutions:

ORDINARY RESOLUTIONS

1. To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the "**Director(s)**") and the independent auditor of the Company for the year ended 31 March 2025;

2. (a) To re-elect Mr. Zhan Zhi Hao as an executive Director;

   (b) To re-elect Mr. Hau Wing Shing Vincent as an independent non-executive Director;

   (c) To re-elect Mr. Lam John Cheung-wah as an independent non-executive Director; and

   (d) To authorise the board of Directors (the "**Board**") to fix the Directors' remuneration.

3. To re-appoint Baker Tilly Hong Kong Limited as the independent auditor of the Company and to authorise the Board to fix its remuneration;

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

4. "**THAT**:

(a) Subject to paragraph (c) of this resolution, and pursuant to the Rules Governing the Listing of Securities (the "**Listing Rules**") of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares (the "**Shares**") of par value HK$0.01 each in the share capital of the Company or securities convertible into such Shares or options, warrants, or similar right to subscribe for any Shares or convertible securities of the Company and to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into Shares) which would or might require the exercise of such power 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 to make or grant offers, agreements and options (including bonds, warrants and debentures 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) during or after the end of the Relevant Period;

(c) the total number of Shares to be allotted or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraphs (a) and (b) of this resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (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 and/or any eligible persons thereunder of shares or rights to subscribe for shares in the capital of the Company; (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in the Company in lieu of the whole or part a dividend pursuant to the articles of association of the Company (the "**Articles of Association**") from time to time; or (iv) an issue of shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into shares of the Company, shall not exceed 20% of the total number of the issued Shares (excluding any treasury Shares, if any) as at the time of passing this resolution, and the said approval shall be limited 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 Articles of Association or any applicable laws of the Cayman Islands 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.

"**Rights Issue**" means an offer of shares of the Company open for a period fixed by the Company or the Directors to holders of shares of the Company whose names appear 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 any relevant jurisdiction, or the requirements of any recognised regulatory body or any stock exchange)."

5. "**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 repurchase shares in the share capital of the Company on the Stock Exchange or on any other stock exchange on which the securities of the Company may be listed and which is recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, and that the exercise by the Directors of all powers to repurchase such shares are subject to and in accordance with all applicable laws and requirements of the Listing Rules or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) of this resolution above shall be in addition to any other authorisation given to the Directors and shall authorise the Directors on behalf of the Company during the Relevant Period to procure the Company to repurchase its shares at a price determined by the Directors;

(c) the total number of Shares to be repurchased or agreed conditionally or unconditionally to be repurchased by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the total number of the issued Shares (excluding any treasury Shares, if any) as at the time of the passing of this resolution, and the said approval shall be limited 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; or

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws of the Cayman Islands 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."

6. "**THAT** conditional upon the passing of resolutions 4 and 5 as set out in this notice convening the Meeting of which this resolution forms part, the general mandate granted to the Directors pursuant to resolution 4 as set out in this notice convening the Meeting of which this resolution forms part be and is hereby extended by the addition thereto of the total number of Shares which may be repurchased by the Company under the authority granted pursuant to resolution 5 as set out in this notice convening the Meeting of which this resolution forms part, provided that such amount shall not exceed 10% of the total number of the issued Shares (excluding any treasury Shares, if any) as at the date of passing this resolution."

7. "**THAT**:

subject to and conditional upon the fulfilment of all the conditions set out in the section headed "Conditions of the Share Subdivision" (the "**Conditions**") in the circular of the Company dated 27 August 2025 (a copy of which is tabled at the meeting and marked "A" and signed by the chairman of the meeting for identification purpose), with effect from the second business day immediately following the date on which this resolution is passed:

(a) every ordinary share with a par value of HK$0.01 each in the authorised and issued share capital of the Company be subdivided into two (2) ordinary shares with a par value of HK$0.005 each (the "**Subdivided Shares**") (the "**Share Subdivision**"), such Subdivided Share(s) shall rank pari passu in all respects with each other in accordance with the articles of association of the Company and shall have the same rights and privileges and be subject to the same restriction as the Shares in issue prior to the Share Subdivision; and

(b) any one of the directors of the Company be and is hereby authorised to do all such acts and things and sign, execute and deliver all documents (including affixing the common seal of the Company if appropriate) he/she in his/her absolute discretion considers necessary, desirable or expedient to give effect to, implement and complete the Share Subdivision and the transactions contemplated thereunder."

On behalf of the Board of
Envision Greenwise Holdings Limited
Kwok Chun Sing
Chairman and executive Director

Hong Kong, 27 August 2025

Notes:

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

2. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised on its behalf.

3. Where there are joint registered holders of any shares, any one of such persons may vote at the Meeting (or any adjournment thereof), either personally or by proxy, in respect of such share 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 share shall alone be entitled to vote in respect thereof.

4. 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 notarially certified copy thereof, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.

5. Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the Meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

6. In relation to resolution No. 2, all applicable Directors will retire from office at the Meeting in accordance with the Articles of Association and, being eligible, will offer themselves for re-election. Biographical details of these Directors are set out in Appendix II to the circular of the Company dated 27 August 2025.

7. An explanatory statement as required by the Listing Rules in connection with the repurchase mandate under resolution No. 5 above is set out in Appendix I to the circular of the Company dated 27 August 2025.

8. The record date for determining Shareholders' right to attend and vote at the AGM is Friday, 19 September 2025. In order to be qualified to attend and vote at the Meeting, all transfer of shares accompanied by the relevant share certificates must be lodged with the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Monday, 15 September 2025. The register of members of the Company will be closed from Tuesday, 16 September 2025 to Friday, 19 September 2025 (both days inclusive), during which period no transfer of shares will be effected.

9. A form of proxy for use by shareholders at the Meeting is enclosed.

As at the date of this notice, the Board comprises four executive Directors, namely, Mr. Kwok Chun Sing, Mr. Tang Chi Kin, Mr. Zhan Zhi Hao and Ms. Kwok Ho Yee and four independent non-executive Directors, namely, Mr. Hau Wing Shing Vincent, Mr. Yu Chung Leung, Mr. Lam John Cheung-wah and Prof. Sit Wing Hang.