THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Champion Technology Holdings Limited, you should at once hand this circular with the accompanying form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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CHAMPION TECHNOLOGY HOLDINGS LIMITED
冠軍科技集團有限公司

(Continued in Bermuda with limited liability)

(Stock Code: 92)

(1) PROPOSALS FOR RE-ELECTION OF DIRECTORS;
(2) GENERAL MANDATES TO ISSUE AND BUY BACK SHARES;
AND
(3) NOTICE OF ANNUAL GENERAL MEETING

A notice for convening the AGM of Champion Technology Holdings Limited to be held at Room 3601, Level 36, Tower 1, Enterprise Square Five, 38 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong on Monday, 15 December 2025 at 4:00 p.m. is set out on pages AGM-1 to AGM-5 of this circular. Whether you are able to attend the AGM or not, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the AGM (i.e. at or before 4:00 p.m. on Saturday, 13 December 2025 (Hong Kong time) 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 adjourned meeting (as the case may be) if you so wish and in such event, the form of proxy shall be deemed to be revoked.

References to time and dates in this circular are to Hong Kong time and dates.

20 November 2025

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

"Act"	the Companies Act 1981 of Bermuda
"AGM"	the annual general meeting of the Company to be held at Room 3601, Level 36, Tower 1, Enterprise Square Five, 38 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong on Monday, 15 December 2025 at 4:00 p.m.
"AGM Notice"	the notice convening the AGM as set out on pages AGM-1 to AGM-5 of this circular
"associates"	having the meaning ascribed to it under the Listing Rules
"Board"	the board of Directors of the Company
"Buy-back Mandate"	a general mandate proposed to be granted to the Directors at the AGM to buy back Shares not exceeding 10% of the total number of the issued Shares (excluding Treasury Shares) as at the date of the passing of the relevant resolution
"Business Day"	any day on which the Stock Exchange is open for the business of dealing in securities
"Bye-laws"	the bye-laws of the Company as amended and/or restated from time to time
"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"	Champion Technology Holdings Limited (Stock Code: 92), a company continued in Bermuda with limited liability whose Shares are listed on the Main Board of the Stock Exchange
"connected person(s)"	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
"Extension Mandate"	a general mandate proposed to be granted to the Directors at the AGM to the effect that the aggregate number of issued Shares repurchased under the Buy-back Mandate will be added to the total number of shares of the Company which may be allotted, issued and dealt with under the Issue Mandate
"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 People's Republic of China
"HKSCC"	Hong Kong Securities Clearing Company Limited, a wholly-owned subsidiary of Hong Kong Stock Exchanges and Clearing Limited
"Issue Mandate"	a general mandate proposed to be granted to the Directors at the AGM to allot, issue and deal with additional Shares, not exceeding 20% of the total number of the issued Shares (excluding Treasury Shares) as at the date of the passing of the relevant resolution
"Latest Practicable Date"	14 November 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 of Hong Kong Limited
"Nomination Committee"	the nomination committee of the Company
"PRC"	the People's Republic of China which for the purpose of this circular, shall exclude Hong Kong, Macau Special Administrative Region and Taiwan
"SFO"	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
"Share(s)"	ordinary share(s) with a nominal value of HK$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of Share(s)

"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"substantial shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Takeovers Code"	the Code on Takeovers and Mergers
"Treasury Share(s)"	shall have the meaning ascribed to it under the Listing Rules. For the purposes of the Share Award Scheme, new Shares include Treasury Shares and the issue of new Shares includes the transfer of Treasury Shares
"%"	per cent.

CHAMPION TECHNOLOGY HOLDINGS LIMITED
冠軍科技集團有限公司

(Continued in Bermuda with limited liability)

(Stock Code: 92)

Executive Director:
Ms. WONG Man Winny *(Chairperson)*

Non-executive Directors:
Mr. LIU Ka Lim

Independent Non-executive Directors:
Mr. LEUNG Man Fai
Mr. CHAN Yik Hei
Mr. WONG Yuk Man Edmand

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

Head office and principal place of business in Hong Kong:
Units 4214–15, 42nd Floor
Hong Kong Plaza
No. 188 Connaught Road West
Hong Kong

20 November 2025

To the Shareholders

Dear Sir/Madam,

(1) PROPOSALS FOR RE-ELECTION OF DIRECTORS; (2) GENERAL MANDATES TO ISSUE AND BUY BACK SHARES; AND (3) NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to provide you with the AGM Notice and the information in respect of (i) the re-election of Directors; (ii) the granting to the Directors of the Issue Mandate; (iii) the granting to the Directors of the Buy-back Mandate; and (iv) the granting to the Directors of the Extension Mandate.

This circular contains an explanatory statement and gives all the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions to approve the Buy-back Mandate.

PROPOSED RE-ELECTION OF DIRECTORS

The Board currently consists of five Directors, namely Ms. Wong Man Winny, Mr. Liu Ka Lim, Mr. Leung Man Fai, Mr. Chan Yik Hei and Mr. Wong Yuk Man Edmand.

Pursuant to bye-law 87 of the Bye-laws, Mr. Liu Ka Lim and Mr. Chan Yik Hei will retire by rotation at the AGM and each of them, being eligible, will offer themselves for re-election at the AGM.

When identifying suitable candidates for directorship, the Nomination Committee considers, among other factors, the board diversity policy and nomination policy adopted by the Company, a range of diversity perspectives including but not limited to gender, age, educational background, professional experience, skills, business network, knowledge and length of service. All candidates proposed by the Nomination Committee must meet the standards set out in Rule 3.08 and 3.09 of the Listing Rules. A candidate who is to be appointed as the independent non-executive Director must also meet the independence criteria set out in Rule 3.13 of the Listing Rules. Qualified candidates will be recommended to the Board for approval.

When considering the re-elections of Mr. Liu Ka Lim, the Board (with the assistance and recommendation of the Nomination Committee), considered, among other things, the factors listed above, his biographical details (which are set out in Appendix I to this circular), the composition and diversity of the Board following the re-elections, the tenure and past service on the Board (where any) and the attributes that she would bring to the Board and the Group. Having considered the above, the Board is of the view that during his tenure as a non-executive Director the chairman of the Investment Committee, Mr. Liu played a key role in respect of the Board's oversight of the operation and development of the Company and had made an invaluable contribution to the Company's strategy, policies, performance. All contributes to the sustainable growth and development of the Group. In view of the above, the re-election of Mr. Liu to the Board as a non-executive Director is considered to be beneficial to the Company. The Nomination Committee has recommended that Mr. Liu should be re-elected as a non-executive Director at the AGM.

When considering the re-elections of Mr. Chan Yik Hei, the Board (with the assistance and recommendation of the Nomination Committee), considered, among other things, the factors listed above, his biographical details (which are set out in Appendix I to this circular), the composition and diversity of the Board following the re-elections, the tenure and past service on the Board (where any) and the attributes that he would bring to the Board and the Group. Having considered the above, the Board is of the view that during his tenure as an independent non-executive Director, a member of each of the audit committee, remuneration committee of the Company and the Nomination Committee, Mr. Chan played a key role in respect of the Board's oversight of the internal controls and corporate governance of the Company and had made an invaluable contribution to the Company's strategy, policies, performance, and in giving his independent and constructive advice and general expertise and views and comments, together with his general understanding of the businesses in which the Group operates. All contributes to the sustainable growth and development of the Group. The Nomination Committee and the Board already assessed and reviewed the annual written confirmation of independence of the independent non-executive

Directors for the year ended 30 June 2025 based on the independence criteria as set out in rule 3.13 of the Listing Rules, including Mr. Chan Yik Hei. Mr. Chan Yik Hei, the retiring independent non-executive Director, has confirmed his independence with reference to the factors set out in Rule 3.13 of the Listing Rules. Mr. Chan Yik Hei did not and does not have any management role in the Group and has demonstrated his ability to provide an independent view on the Company's affairs during his tenure. Mr. Chan Yik Hei does not have any relationship with any Director, senior management, substantial or controlling shareholder of the Company. Mr. Chan Yik Hei also does not have any past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person of the Company. The Nomination Committee and the Board are not aware of any other factors that may affect the independence of Mr. Chan Yik Hei as at the Latest Practicable Date and are of the view that Mr. Chan Yik Hei remains independent and believe that he is able to continue to fulfill his role as independent non-executive Director. In view of the above, the re-election of Mr. Chan to the Board as an independent non-executive Director is considered to be beneficial to the Company. The Nomination Committee has recommended that Mr. Chan should be re-elected as an independent non-executive Director at the AGM.

Considering the Company has benefited from the aforesaid retiring Directors' in-depth professional and business knowledge and experience, the Board believes that they will continue to contribute to the Company. Therefore, with the recommendation of the Nomination Committee, the Board has proposed that each of the above retiring Directors, namely Mr. Liu Ka Lim and Mr. Chan Yik Hei stands for re-election as Director by way of separate resolutions at the AGM.

Details of the Directors proposed to be re-elected are set out in Appendix I to this circular.

GENERAL MANDATES TO ISSUE AND BUY BACK SHARES

As at the Latest Practicable Date, the total number of Shares in issue was 984,706,848 Shares and the Company does not hold any Treasury Share.

Subject to the passing of the proposed ordinary resolution approving the grant of the Issue Mandate and assuming that no further Shares are issued or bought back from the Latest Practicable Date up to the date of the AGM, the Company would be allowed under the Issue Mandate to issue a maximum of 189,741,369 Shares, being 20% of the issued Shares (excluding Treasury Shares) as at the date of passing of the resolution.

Subject to the passing of the proposed ordinary resolution approving the grant of the Buy-back Mandate and assuming that no further Shares are issued or bought back from the Latest Practicable Date up to the date of the AGM, the Company would be allowed under the Buy-back Mandate to buy back a maximum of 98,470,684 Shares, being 10% of the issued Shares (excluding Treasury Shares) as at the date of passing of the resolution.

Conditional upon the above resolutions being passed, the Extension Mandate will be proposed as an ordinary resolution to extend the number of Shares under the Issue Mandate by including the number of Shares bought back under the Buy-back Mandate. Details of these resolutions are contained in the AGM Notice.

Each of the Issue Mandate, the Buy-back Mandate and the Extension Mandate will expire at the earliest of: (a) the conclusion of the next annual general meeting of the Company following the AGM; (b) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws or any applicable law to be held; or (c) the date on which the authority given to the Directors thereunder is revoked or varied by ordinary resolution of the Shareholders in a general meeting.

An explanatory statement containing the information relating to the Buy-back Mandate as required by the Listing Rules is set out in Appendix II to this circular.

AGM

The AGM Notice is set out on pages AGM-1 to AGM-5 of this circular. All the resolutions as set out in the AGM Notice will be proposed at the AGM.

A form of proxy for the AGM is enclosed with this circular. Whether you are able to attend the AGM or not, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the AGM (i.e. at or before 4:00 p.m. on Saturday, 13 December 2025 (Hong Kong time) or any adjournment thereof (as the case may be). Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjourned meeting (as the case may be) should you so wish and in such event, the form of proxy shall be deemed to be revoked.

The chairperson of the AGM will demand that all resolutions as set out in the AGM Notice be voted upon by way of poll at the AGM and an announcement will be made by the Company after the AGM on the results of the AGM.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 9 December 2025 to Monday, 15 December 2025 (both days inclusive) for the purpose of determining the eligibility of the Shareholders to attend and vote at the AGM. During the closure of the register of members of the Company, no transfer of Shares will be effected. In order to qualify for attending and voting at the AGM, all transfers of the Shares accompanied by the relevant certificates, must be lodged with the branch share registrar and transfer office 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, 8 December 2025. The record date for the purpose of ascertaining Shareholders' right to attend and vote at the AGM will be on Monday, 15 December 2025.

VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairperson, 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. The chairperson of the AGM will therefore demand a poll for every resolution put to the vote at the AGM pursuant to the Bye-laws and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

RECOMMENDATION

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

GENERAL INFORMATION

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

Yours faithfully,
For and on behalf of the Board
Champion Technology Holdings Limited
Wong Man Winny
Chairperson

The biographical details of the Directors proposed to be re-elected at the AGM are set out as follows:

Mr. Liu Ka Lim ("Mr. Liu"), *non-executive Director*

Mr. Liu, aged 69, has been re-designated as a non-executive Director with effect from October 2020 and continues to serve as an authorised representative of the Company. He was an Executive Director of the Company from October 2016 to October 2020. He has over 30 years of professional experience in the field of finance and accounting. He is a fellow of the Association of Chartered Certified Accountants and an associate member of the Hong Kong Institute of Certified Public Accountants. He is also a member of the Hong Kong Securities and Investment Institute and a Certified Carbon Auditor registered under the Energy Institute of UK. Mr. Liu is currently a non-executive director of Kantone Holdings Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). He was an executive director of Kantone Holdings Limited from October 2016 to October 2020. He is also a director of serval subsidiaries of the Group. From March 2004 to August 2006, Mr. Liu was the chairman of Galileo Capital Group Limited (now known as Imperium Financial Group Limited), a company listed on the GEM of the Stock Exchange. From January 2011 to June 2013, Mr. Liu was a non-executive director of United Pacific Industries Limited (now known as Superactive Group Company Limited), a company listed on the Main Board of the Stock Exchange.

As at the Latest Practicable Date, Mr. Liu beneficially owned 498,000 shares of the Company, representing approximately 0.05% of the issued share capital of the Company.

Mr. Liu entered into a letter of appointment with the Company to act as a non-executive Director and has no fixed term of service with the Company. The letter of appointment may be terminated by either party by written notice of not less than three months. Mr. Liu is subject to retirement by rotation of directors in the annual general meeting of the Company in accordance with the Bye-laws and the Listing Rules. Mr. Liu is entitled to a director's fee of HK$200,000 per month, which has been reviewed and approved by the human resources and remuneration committee of the Company and the Board and is determined with reference to her duties and responsibilities, the Company's performance and the prevailing market conditions.

Mr. Chan Yik Hei ("Mr. Chan"), *non-executive Director*

Mr. Chan, aged 35, has been an independent non-executive director of the Company since June 2017. Mr. Chan graduated from Hong Kong University of Science and Technology in 2011 with a bachelor's degree in Electronic & Computer Engineering. Mr. Chan is a young inventor and entrepreneur in Hong Kong. In 2004, he won the Second Award in Engineering Category in the 55th Intel International Science and Engineering Fair in the United States of America for his invention of a smart security robot. An asteroid no. 20780 was named after him. In 2006, Mr. Chan's autobiography "Chan Yik Hei, The Young Man Who Grabbed The Star* (摘星少年陳易希)" was published, and became one of the bestsellers on the Hong Kong Book Fair. He was also the torchbearer of the 54th Olympic torch relay in Hong Kong and a member of the management committee of The Church of Christ in China Tam Lee Lai Fun Memorial Secondary School. In

2016, he was awarded the Bronze Bauhinia Star by the HKSAR Government. Mr. Chan is one of the founding shareholders of Bull.B Technology Limited, which provides (i) online platform and development services; and (ii) mobile application development services, including FinTech platform development and educational apps.

Mr. Chan entered into a letter of appointment with the Company to act as an independent non-executive Director and has no fixed term of service with the Company. The letter of appointment may be terminated by either party by written notice of not less than three months. Mr. Chan is subject to retirement by rotation of directors in the annual general meeting of the Company in accordance with the Bye-laws and the Listing Rules. Mr. Chan is entitled to a director's fee of HK$120,000 per annum, which has been reviewed and approved by the human resources and remuneration committee of the Company and the Board and is determined with reference to the prevailing range of fees for independent non-executive directors of listed companies in Hong Kong.

As confirmed by the above retiring Directors and save as disclosed above, as at the Latest Practicable Date, the above retiring Directors (i) do not have, and are not deemed to have any interests or short positions in any Shares, underlying Shares or debentures (as defined under Part XV of the SFO) of the Company; (ii) have no other relationship with any director, senior management or substantial or controlling shareholder of the Company (each as respectively defined in the Listing Rules); (iii) have not held any directorship in other Hong Kong or overseas listed public companies in the last three years; and (iv) there is no other information that should be disclosed pursuant to Rule 13.51(2) of the Listing Rules, nor any other matter that needs to be brought to the attention of the Shareholders.

The following is an explanatory statement required by Rule 10.06(1)(b) of the Listing Rules to provide the Shareholders with all the information reasonably necessary to enable them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the AGM in relation to the granting of the Buy-back Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the total number of Shares in issue was 984,706,848 Shares.

Subject to the passing of the proposed ordinary resolution approving the grant of the Buy-back Mandate and assuming that no further Shares are issued or bought back from the Latest Practicable Date up to the date of the AGM, the Company would be allowed under the Buy-back Mandate to buy back a maximum of 98,470,684 Shares, being 10% of the issued Shares (excluding Treasury Shares) as at the date of passing of the resolution.

If the Company purchases any Shares pursuant to the Buy-back Mandate, the Company will either (i) cancel the Shares bought back; and/or (ii) hold such Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time any buy back of Shares are made. 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 HKSCC to vote at general meetings for the Treasury Shares deposited with CCASS; and (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.

The Buy-back Mandate will expire on the earlier of (a) the conclusion of the next annual general meeting of the Company; (b) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Bye-laws and the applicable laws; and (c) the date on which such authority given to the Directors thereunder is revoked or varied by an ordinary resolution of the Shareholders in general meeting.

2. SOURCE OF FUNDS

In buying back its Shares, the Company may only apply funds legally available for such purposes and in accordance with the Company's memorandum of continuance, the Bye-laws and the Companies Act and the Listing Rules. The Companies Act provides that such purchase may only be effected out of the capital paid up on the purchased shares, or the funds of the Company that would otherwise be available for dividend or distribution, or the proceeds of a fresh issue of shares made for the purpose. The amount of premium, if any, payable on a purchase over the par value of the Shares to be purchased may only be paid out of either the funds of the Company that would otherwise be available for dividend or distribution or out of the share premium account of the Company. A listed company is prohibited from repurchasing its own securities on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time.

3. REASONS FOR BUY-BACKS

The Directors believe that it is in the best interests of the Company and the Shareholders as a whole to seek a general authority from the Shareholders to enable the Company to buy back its Shares on the Stock Exchange. Such buy-backs may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and/or earnings per Share and will only be made when the Directors believe that such buy-backs will benefit the Company and the Shareholders as a whole.

4. IMPACT OF BUY-BACK

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the annual report of the Company for the year ended 30 June 2025) in the event that the proposed buy-back of Shares were to be carried out in full at any time during the proposed buy-back period. However, the Directors do not propose to exercise the Buy-back Mandate to buy back Shares 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 which, in the opinion of the Directors, are from time to time appropriate for the Company.

5. SHARES PRICES

The following table shows the highest and lowest prices at which the Shares have been traded on the Stock Exchange in each of the last twelve months before the Latest Practicable Date:

	Price per Share	
	Highest	**Lowest**
	HK$	*HK$*
2024		
November	0.280	0.228
December	0.305	0.275
2025		
January	0.295	0.243
February	0.265	0.217
March	0.230	0.190
April	0.215	0.196
May	0.224	0.200
June	0.209	0.190
July	0.205	0.188
August	0.221	0.193
September	0.197	0.142
October	0.185	0.165
November (up to the Latest Practicable Date)	0.202	0.190

6. EFFECT OF THE TAKEOVERS CODE

A buy-back of Shares by the Company may result in an increase in the proportionate interest of a substantial shareholder in the voting rights of the Company.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Directors, Ms. Wong Man Winny, through Worldwide Peace Limited, held 110,589,750 shares of the Company, representing approximately 11.23% of the issued shares, the only substantial shareholder holding more than 10% of the issued shares. On the basis that no further Shares are issued or bought back by the Company prior to the AGM and there is no change of the shareholding structure, in the event that the Directors exercise in full the power to buy back Shares which is proposed to be granted pursuant to the resolution, its shareholding in the Company would be increased to approximately 12.48% of the issued shares and such increase would not 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 buy-back Shares to such extent that would give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code.

7. DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSONS

To the best of the knowledge of the Directors, having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company in the event that the Buy-back Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Buy-back Mandate is approved by the Shareholders.

8. DIRECTORS' OBLIGATIONS

The Directors will exercise the power of the Company to make repurchases under the Buy-back Mandate in accordance with the Listing Rules and the applicable laws and regulations of Bermuda and in accordance with the regulations set out in the memorandum of continuance of the Company and the Bye-laws. Neither the explanatory statement set out in this Appendix II nor the Buy-back Mandate has any unusual features.

9. BUY-BACK OF SHARES MADE BY THE COMPANY

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

10. GENERAL

The Listing Rules prohibit a company from making buy-back on the Stock Exchange if the result of the buy-back would be that less than 25% (or such other prescribed percentage as determined by the Stock Exchange) of the company's issued share capital would be in public hands. The Directors do not intend to buy back Shares which would result in the number of Shares held in the public hands falling below the prescribed limit as approved by the Stock Exchange.

CHAMPION TECHNOLOGY HOLDINGS LIMITED
冠軍科技集團有限公司

(Continued in Bermuda with limited liability)

(Stock Code: 92)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**AGM**") of Champion Technology Holdings Limited (the "**Company**") will be held at Room 3601, Level 36, Tower 1, Enterprise Square Five, 38 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong on Monday, 15 December 2025 at 4:00 p.m. for the following purposes:

1. To receive and adopt the audited consolidated financial statements and the reports of the directors of the Company (the "**Directors**") and independent auditor of the Company for the year ended 30 June 2025.

2. (i) To re-elect Mr. Liu Ka Lim as a non-executive Director;

   (ii) To re-elect Mr. Chan Yik Hei as an independent non-executive Director; and

   (iii) To authorise the board of Directors to fix the Directors' remuneration.

3. To re-appoint Cheng & Cheng Limited as the auditor of the Company and to authorise the board of Directors to fix their remuneration.

ORDINARY RESOLUTIONS

As special business, to consider and, if thought fit, pass the following resolutions (with or without modification) as ordinary resolutions of the Company:

4. "**THAT**:

   (a) subject to paragraph (c) of this resolution, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with additional shares of the Company (the "**Shares**"), to grant rights to subscribe for or convert any securities (including bonds, warrants, debentures, notes) into Shares and to make or grant offers, agreements and options 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 be in addition to any other authorisation given to the Directors and shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the total number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) of this resolution, otherwise pursuant to:

(i) a Rights Issue (as defined below);

(ii) the grant or exercise of options under any share option scheme of the Company;

(iii) the exercise of rights of subscription or conversion under the terms of any securities issued by the Company which are convertible or exercisable into Shares; or

(iv) any scrip dividend scheme 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 bye-laws of the Company from time to time,

shall not exceed 20% of the total number of the issued Shares (excluding treasury shares) as at the date of the passing of this resolution and the said approval shall be limited accordingly, provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be allotted and issued under the mandate in paragraph (a) of this resolution as a percentage of the total number of issued Shares (excluding treasury shares) as at the date immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares shall be adjusted accordingly; and

(d) for the purposes of this resolution:

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

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

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

"**Rights Issue**" means an offer of Shares open for a period fixed by the Directors to holders of Shares or any class thereof on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares or class thereof (subject to such exclusions or other arrangements as the Directors

may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any regulatory body or any stock exchange in, any territory outside Hong Kong).''

Any reference to an allotment, issue, grant, offer or disposal of Shares shall include the sale or transfer of treasury shares in the capital of the Company (including to satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to subscribe for Shares) to the extent permitted by, and subject to the provisions of, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and applicable laws.

5. ''**THAT**:

(a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as defined below) of all powers of the Company to buy back its own Shares on The Stock Exchange of Hong Kong Limited (the ''**Stock Exchange**'') or any other stock exchange on which Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong (the ''**SFC**'') and the Stock Exchange for such purpose, and subject to and in accordance with the rules and regulations of the SFC, the Stock Exchange, the Companies Act 1981 of Bermuda and all other applicable laws as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the total number of Shares which may be bought back by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period (as defined below) shall not exceed 10% of the total number of the issued Shares (excluding treasury shares) as at the date of the passing of this resolution and the said approval shall be limited accordingly, provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be bought back under the mandate in paragraph (a) of this resolution as a percentage of the total number of issued Shares (excluding treasury shares) as at the date immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares shall be adjusted accordingly; and

(c) for the purposes of this resolution:

''**Relevant Period**'' means the period from the passing of this resolution until whichever is the earlier of:

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

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

6. ''**THAT** conditional upon the passing of resolutions numbered 4 and 5 above, the general mandate referred to in the resolution numbered 4 above be and is hereby extended by the addition to the total number of Shares which may be allotted and issued by the Directors pursuant to such general mandate of an amount representing the total number of the Shares bought back by the Company pursuant to the general mandate referred to in the resolution numbered 5 above, provided that such amount shall not exceed 10% of the total number of the issued Shares (excluding treasury share) as at the date of the passing of this resolution.''

By order of the Board
Champion Technology Holdings Limited
Wong Man Winny
Chairperson

Hong Kong, 20 November 2025

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

Head office and principal place of business in Hong Kong:
Units 4214–15, 42nd Floor
Hong Kong Plaza
No. 188 Connaught Road West
Hong Kong

Notes:

(i) The register of members of the Company will be closed from Tuesday, 9 December 2025 to Monday, 15 December 2025 (both days inclusive) for the purpose of determining the eligibility of the shareholders of the Company to attend and vote at the AGM. During the closure of the register of members of the Company, no transfer of Shares will be effected. In order to be eligible to attend and vote at the AGM (or at any adjournment thereof), all transfer documents accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer office 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, 8 December 2025. The record date for the purpose of ascertaining Shareholders' right to attend and vote at the AGM will be on Monday, 15 December 2025.

(ii) A member entitled to attend and vote at the AGM is entitled to appoint one proxy or, if he/she/it is a holder of two or more Shares may appoint more than one proxy to attend and vote instead of him/her/it. A proxy needs not be a member of the Company.

(iii) Where there are joint holders of any Share, any one of such joint holder may vote at the AGM, either personally or by proxy, in respect of such Share as if he/she/it was solely entitled thereto, but if more than one of such joint holders be present at the AGM personally or by proxy, that the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

(iv) To be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not less than 48 hours before the time appointed for holding the AGM (i.e. at or before 4:00 p.m., on Saturday, 13 December 2025 (Hong Kong time)) or any adjournment thereof (as the case may be).

(v) Completion and return of the form of proxy will not preclude a member of the Company from attending and voting in person at the AGM or any adjournment thereof (as the case may be) if he/she/it so desires. If a member of the Company attends the AGM after having deposited the form of proxy, his/her/its form of proxy will be deemed to have been revoked.

(vi) If a tropical cyclone warning signal number 8 or above is hoisted, or "extreme conditions" caused by super typhoons or a black rainstorm warning is/are in force at 4:00 p.m. on 15 December 2025, the AGM will not be held on 15 December 2025 but will be postponed to a later date and if postponed, the Company will as soon as practicable post an announcement on the websites of Hong Kong Exchanges and Clearing Limited and the Company.

(vii) References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the executive Director is Ms. Wong Man Winny; the non-executive Director is Mr. Liu Ka Lim; and the independent non-executive Directors are Mr. Leung Man Fai, Mr. Chan Yik Hei and Mr. Wong Yuk Man Edmand.