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 **Golden Faith Group Holdings Limited** (the "**Company**"), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange 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.

GOLDEN FAITH GROUP HOLDINGS LIMITED
高豐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2863)

PROPOSALS FOR GENERAL MANDATES TO ISSUE SHARES AND TO REPURCHASE SHARES, RE-ELECTION OF RETIRING DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

A notice dated 16 January 2026 convening the annual general meeting of the Company (the "**AGM**") to be held at Room 3606, 36/F, Singga Commercial Centre, 148 Connaught Road West, Hong Kong on Friday, 27 March 2026 at 11:00 a.m. is set out on pages 13 to 16 of this circular.

A form of proxy for use at the AGM is also enclosed. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.goldenfaith.hk).

Whether or not you are able to attend the AGM in person, you are requested to complete and sign the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the AGM 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 if you so wish, and in such event, the form of proxy shall be deemed to be revoked.

This circular is in English and Chinese. In case of any inconsistency, the English version shall prevail.

Hong Kong, 16 January 2026

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DEFINITIONS

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

"AGM"	the annual general meeting of the Company to be held at Room 3606, 36/F, Singga Commercial Centre, 148 Connaught Road West, Hong Kong on Friday, 27 March 2026 at 11:00 a.m. or any adjourned meeting thereof;
"AGM Notice"	the notice convening the AGM set out on pages 13 to 16 of this circular;
"Articles of Association"	the amended and restated articles of association of the Company;
"Board"	the board of Directors;
"Company"	Golden Faith Group Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the securities of which are listed on the main board of the Stock Exchange (Stock Code: 2863);
"Director(s)"	the director(s) of the Company;
"Group"	the Company and its subsidiaries from time to time;
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong;
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"Latest Practicable Date"	9 January 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"Memorandum and Articles of Association"	the amended and restated memorandum and articles of association of the Company;
"PRC"	the People's Republic of China;
"SFO"	the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong (as may be amended from time to time);
"Share(s)"	ordinary shares of HK$0.01 each in the capital of the Company;

"Share Issue Mandate"	a general mandate to the Directors to exercise the power of the Company to allot, issue and deal with Shares or to grant options and rights to subscribe for any class of Shares or to convert securities into Shares;
"Share Repurchase Mandate"	a general mandate to the Directors to exercise the power of the Company to repurchase Shares;
"Shareholder(s)"	the holder(s) of the Shares;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Takeovers Code"	the Hong Kong Code on Takeovers and Mergers; and
"%"	per cent.

GOLDEN FAITH GROUP HOLDINGS LIMITED
高豐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2863)

Executive Directors:
Mr. Ko Chun Hay Kelvin *(Chairman)*
Ms. Ko Yung Lai Jackie *(Chief Executive Officer)*

Independent Non-Executive Directors:
Mr. Chan Wing Fai
Mr. Yeung Wai Lung
Mr. Wong Jovi Chi Wing

Registered Office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Head Office and Principal Place of Business in Hong Kong:
Room 3606, 36/F
Singga Commercial Centre
148 Connaught Road West
Hong Kong

16 January 2026

To the Shareholders

Dear Sir/Madam,

PROPOSALS FOR GENERAL MANDATES TO ISSUE SHARES AND TO REPURCHASE SHARES, RE-ELECTION OF RETIRING DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with information regarding the resolutions to be proposed at the AGM which include, among other matters, (i) the proposed grant of the Share Issue Mandate and the Share Repurchase Mandate; (ii) the extension of the Share Issue Mandate; and (iii) the proposed re-election of retiring Directors, and to give you notice of AGM.

2. PROPOSED GENERAL MANDATE TO ISSUE SHARES

At the AGM, ordinary resolution no. 4 will be proposed for the Shareholders to consider and, if thought fit, grant the Share Issue Mandate during the period as set out in ordinary resolution no. 4 up to 20% of the total number of Shares in issue as at the date of passing ordinary resolution no. 4.

As at the Latest Practicable Date, the total number of Shares in issue was 689,511,000 Shares. Assuming that there is no change in the total number of Shares in issue between the period from the Latest Practicable Date and the date of passing the resolution approving the Share Issue Mandate, the maximum number of Shares which may be allotted, issued and dealt with pursuant to the Share Issue Mandate on the date of passing the resolution approving the Share Issue Mandate will be 137,902,200 Shares.

In addition, ordinary resolution no. 6 will also be proposed for the Shareholders to consider and, if thought fit, approve the extension of the Share Issue Mandate by adding the number of Shares purchased under a general mandate to the Directors to exercise the power of the Company to repurchase Shares during the period as set out in ordinary resolution no. 6 up to 10% of the total number of Shares in issue as at the date of passing ordinary resolution no. 5, if granted.

Details of the Share Issue Mandate and the extension of the Share Issue Mandate are set out in ordinary resolutions no. 4 and 6 as referred to in the notice dated 16 January 2026 convening the AGM as set out on pages 13 to 16 of this circular respectively. These mandates will expire upon whichever is the earliest 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 by the Memorandum and Articles of Association, or any other applicable laws of the Cayman Islands, to be held; and (c) the date on which the authority given under ordinary resolutions no. 4 and 6 respectively are revoked or varied by an ordinary resolution of the Shareholders.

3. PROPOSED GENERAL MANDATE TO REPURCHASE SHARES

At the AGM, ordinary resolution no. 5 will be proposed for the Shareholders to consider and, if thought fit, grant the Share Repurchase Mandate during the period as set out in ordinary resolution no. 5 up to 10% of the total number of Shares in issue as at the date of passing ordinary resolution no. 5. The Shares which may be repurchased pursuant to the Share Repurchase Mandate is up to 10% of the total number of Shares in issue as at the date of passing the resolution approving the Share Repurchase Mandate.

An explanatory statement as required under the Share Repurchase Rules, giving certain information regarding the Share Repurchase Mandate, is set out in Appendix I to this circular. The explanatory statement contains all the requisite information required under the Listing Rules to be given to the Shareholders to enable them to make an informed decision on whether to vote for or against the resolution approving the Share Repurchase Mandate.

The Share Repurchase Mandate will expire upon whichever is the earliest 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 by the Memorandum and Articles of Association, or any other applicable laws of the Cayman Islands, to be held; and (c) the date on which the authority given under ordinary resolution no. 5 is revoked or varied by an ordinary resolution of the Shareholders.

4. RE-ELECTION OF RETIRING DIRECTORS

In accordance with Article 84 of the Articles of Association, Ms. Ko Yung Lai Jackie and Mr. Wong Jovi Chi Wing will retire from office by rotation at the AGM and being eligible, offer themselves for re-election at the AGM.

Biographical details of the retiring Directors proposed to be re-elected at the AGM are set out in Appendix II to this circular.

5. 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.

6. ANNUAL GENERAL MEETING

A notice convening the AGM is set out on pages 13 to 16 of this circular. At the AGM, resolutions will be proposed to the Shareholders to consider and approve, inter alia, the Share Issue Mandate, the Share Repurchase Mandate, the extension of the Share Issue Mandate, and the re-election of retiring Directors as ordinary resolutions.

7. ACTION TO BE TAKEN

A form of proxy for use at the AGM is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.goldenfaith.hk). Whether or not you are able to attend the AGM in person, you are requested to complete and sign the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjournment thereof if they so wish, and in such event, the form of proxy shall be deemed to be revoked.

8. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. The chairman of the AGM will therefore put each of the resolutions to be proposed at the AGM to be voted by way of a poll pursuant to Article 66(1) of the Articles of Association.

Pursuant to the Articles of Association, on a poll every Shareholder present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy shall have one vote for each Share registered in his/her name in the register of members. On a poll, a Shareholder entitled to more than one vote is under no obligation to cast all his/her votes in the same way.

An announcement on the poll results will be made by the Company after the AGM.

Yours faithfully,
By order of the Board
GOLDEN FAITH GROUP HOLDINGS LIMITED
Ko Chun Hay Kelvin
Chairman

This Appendix serves as an explanatory statement, as required by the Share Repurchase Rules, to provide all the information reasonably necessary to enable Shareholders to make an informed decision on whether to approve the Share Repurchase Mandate.

1. LISTING RULES

The Listing Rules permit companies with a primary listing on the main board of the Stock Exchange to repurchase their Shares on the Stock Exchange subject to certain restrictions.

2. SHAREHOLDERS' APPROVAL

All proposed repurchases of Shares by a company with a primary listing on the main board of the Stock Exchange must be approved in advance by an ordinary resolution, either by way of general mandate or by specific approval of a particular transaction.

3. EXERCISE OF THE SHARE REPURCHASE MANDATE

As at the Latest Practicable Date, there were 689,511,000 Shares in issue. Subject to the passing of ordinary resolution no. 5 and assuming that there is no change in the issued shares of the Company prior to the AGM, the Company would be allowed under the Share Repurchase Mandate to repurchase a maximum of 68,951,100 Shares.

4. REASONS FOR THE REPURCHASE OF SHARES

The Directors believe that the Share Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole. Such repurchases may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value and/or earnings per Share and will only be made when the Directors believe that such repurchase will benefit the Company and the Shareholders.

5. FUNDING OF REPURCHASE

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the applicable laws and regulations of the Cayman Islands and the Memorandum and Articles of Association. It is envisaged that the funds required for any repurchase would be derived from those funds of the Company legally permitted to be utilised in this connection, including capital paid up on the Shares to be repurchased, funds of the Company otherwise available for dividend or distribution or out of the proceeds of a fresh issue of Shares and any premium payable on a repurchase shall be provided out of funds of the Company otherwise available for dividend or distribution or sums standing to the credit of the share premium account of the Company.

6. IMPACT OF REPURCHASE

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 latest published audited consolidated financial statements contained in the annual report of the Company for the year ended 30 September 2025 in the event that the Share Repurchase Mandate is exercised in full during the

proposed repurchase period. However, the Directors do not intend to exercise the Share Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

7. SHARE PRICES

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 were as follows:

	Share Prices (per Share)	
	Highest	**Lowest**
	HK$	*HK$*
2025		
January	0.400	0.245
February	0.485	0.305
March	0.410	0.355
April	0.365	0.285
May	0.400	0.285
June	0.365	0.310
July	0.455	0.300
August	0.445	0.335
September	0.425	0.330
October	0.425	0.340
November	0.380	0.345
December	0.380	0.335
2026		
January (up to the Latest Practicable Date)	0.345	0.305

8. UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Share Repurchase Mandate in accordance with the Listing Rules, the applicable laws and regulations of the Cayman Islands and the Memorandum and Articles of Association.

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

The Company has not been notified by any core connected person (as defined in the Listing Rules) of the Company that they have a present intention to sell the Shares to the Company, or have undertaken not to do so in the event that the Company is authorised to make purchases of Shares.

9. THE TAKEOVERS CODE AND MINIMUM PUBLIC SHAREHOLDING

If as a result of a share repurchase, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code and if such increase results in a change of control, may in certain circumstances give rise to an obligation to make a mandatory offer for Shares under Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, the following Shareholders were interested in 5% or more of the entire issued share capital of the Company as recorded in the register of the Company kept under section 336 of the SFO:

Name	Number of shares held	Approximate percentage of shareholding
Mr. Ko Chun Hay Kelvin *(Note 1)*	454,713,000	65.95%
Greatly Success Investment Trading Limited *(Note 1)*	302,747,000	43.91%
Mr. Yung On Wah	39,424,000	5.72%

Note:

1. Greatly Success Investment Trading Limited is wholly owned by Mr. Ko Chun Hay Kelvin, an executive Director.

Save as disclosed above, to the best of the knowledge and belief, the Directors are not aware of any single Shareholder who has an interest of 5% or more of the entire issued share capital of the Company.

Based on the above shareholdings of the Company, in the event that the Directors exercise the Repurchase Mandate in full, which is not presently contemplated, and that there is no change in the issued share capital of the Company after the Latest Practicable Date, then the attributable shareholdings of the above Shareholders will increase to the following respective percentages:

Name	Approximate percentage of shareholding
Mr. Ko Chun Hay Kelvin	73.27%
Greatly Success Investment Trading Limited	48.79%
Mr. Yung On Wah	6.35%

Such increase will not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code but will result in insufficient public float. The Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, cause any takeover obligation of any Shareholder or group of Shareholders acting in concert or insufficient public float.

In addition, in view of the public float requirement under the Listing Rules which requires at least 25% of the issued share capital of the Company to be held by the public, the Directors will use their best endeavours to ensure that the Share Repurchase Mandate will not be exercised to the extent that the Company will infringe such minimum public float requirement.

10. SHARE PURCHASE MADE BY THE COMPANY

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

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

EXECUTIVE DIRECTOR

Ms. Ko Yung Lai Jackie ("Ms. Ko"), aged 64, was appointed as our executive Director and the chief executive officer of the Group since 26 April 2023 and was appointed as the company secretary since 1 May 2023. She graduated with Professional Diploma in Accountancy from the Hong Kong Polytechnic University in 1984. She is a fellow member of the Chartered Institute of Management Accountants ("**CIMA**") and is a fellow member of the Hong Kong Institute of Certified Public Accountants ("**HKICPA**"). She is the sister of the Chairman and executive Director, Mr. Ko Chun Hay Kelvin. She was the Deputy General Manager, Finance Department of Yue Xiu Enterprises (Holdings) Limited. She worked for the aforesaid company from February 1997 to February 2023 and has experience in corporate financial management, corporate finance, mergers and acquisitions. Prior to this, she worked for Arthur Andersen & Co. in Hong Kong and Sydney. She was the Chairlady of the then CIMA Hong Kong Branch in the year 2016 and Vice Chairlady in the year 2015. She served as a member of the CIMA North Asia Regional Advisory Panel for the years from 2016 to 2021. She is the President of the International Association of CFOs and Corporate Treasurers (China) and is a member of the Steering Committee of the Asian Financial Forum. She is a Volunteer Financial Advisor of the Hong Kong Volunteers Federation Company Limited. She is the Vice-Chairman of the Council for the Promotion of Guangdong-Hong Kong Macao Cooperation – Finance & Accounting Professional Committee.

As at the Latest Practicable Date, within the meaning of Part XV of the SFO, Ms. Ko is interested in 6,600,000 shares representing 0.96% of the issued share capital of the Company.

Ms. Ko has entered into a service contract with the Company for a term of two years commencing on, which automatically renewable for successive term of two years upon expiry of every term, and is subjected to be approved by Shareholders for re-election and her appointment is subjected to retirement and re-election in accordance with the Articles of Association. Ms. Ko is entitled to receive a director's fee of HK$420,000 per annum and is determined by the Board with reference to her duties and responsibilities and the prevailing market conditions.

Save as disclosed above, (i) Ms. Ko does not hold any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) Ms. Ko does not hold any other positions with the Company or other members of the Group; (iii) Ms. Ko does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; and (iv) there is no information that should be disclosed pursuant to subparagraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor any other matters that need to be brought to the attention of the Shareholders in relation to her re-election.

INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Wong Jovi Chi Wing (Mr. Wong), aged 45, is our independent non-executive Director. Mr. Wong was appointed as our independent non-executive Director on 18 January 2024, and is responsible for attending to the supervision of, and provision of independent judgment to, our Board.

Mr. Wong holds a Master of Business Administrative from the Hong Kong University of Science & Technology and a Bachelor of Science from The University of Auckland. He is also a member of CPA Australia. Mr. Wong has over 20 years of experience in corporate finance, investment and asset management. Mr. Wong is currently an independent non-executive Director of Dalipal Holdings Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (stock code: 1921).

Mr. Wong was the managing director of Seazen Resources Asset Management Limited from April 2022 to October 2023; an executive director of Wonder Capital Group Limited from March 2018 to April 2022; a director of distribution department of Janus Henderson Investors (Hong Kong) Limited from July 2014 to March 2018. Before asset management, Mr. Wong served at the investment banking division of China Merchants Securities (HK) Co., Ltd. and Haitong International Capital Limited respectively with extensive experience in IPO and M&A. Mr. Wong also worked in Auto22.com Ltd from December 2002 to February 2010, and his last position was general manager.

As at the Latest Practicable Date, Mr. Wong does not have any interests in the Shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Mr. Wong has entered into a service agreement with the Company for a term of one year commencing from 18 January 2024 and subject to renewal in relation to his appointment as an independent non-executive Director and his appointment is subject to retirement and re-election in accordance with the Articles of Association. Mr. Wong is entitled to receive a director's fee of HK$120,000 per annum and determined by the Board with reference to his duties and responsibilities and the prevailing market conditions.

Save as disclosed above, (i) Mr. Wong does not hold any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) Mr. Wong does not hold any other positions with the Company or other members of the Group; (iii) Mr. Wong does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; and (iv) there is no information that should be disclosed pursuant to subparagraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor any other matters that need to be brought to the attention of the Shareholders in relation to his re-election.

GOLDEN FAITH GROUP HOLDINGS LIMITED
高豐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2863)

NOTICE IS HEREBY GIVEN that an annual general meeting of Golden Faith Group Holdings Limited (the "**Company**") will be held at Room 3606, 36/F, Singga Commercial Centre, 148 Connaught Road West, Hong Kong on Friday, 27 March 2026 at 11:00 a.m. for the following purposes:

1. To receive, consider and adopt the audited consolidated financial statements, the directors' report and the independent auditor's report of the Company for the year ended 30 September 2025;

2. (i) To re-elect the following retiring directors of the Company (the "**Directors**");

   (a) To re-elect Ms. Ko Yung Lai Jackie as an executive Director.

   (b) To re-elect Mr. Wong Jovi Chi Wing as an independent non-executive Director.

   (ii) To authorise the board of Directors to fix the Directors' remuneration;

3. To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and to authorise the board of Directors to fix its remuneration;

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

4. "**THAT**:

   (a) subject to paragraph (c) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company (the "**Shares**") and to make or grant offers, agreements and options (including warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which 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 warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which might require the exercise of such power after the end of the Relevant Period;

(c) the number of additional 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 than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) the exercise of any options under any share option scheme of the Company or similar arrangement for the time being and from time to time adopted by the Company in accordance with the applicable rules of The Stock Exchange of Hong Kong Limited for the grant or issue of Shares or rights to acquire Shares (including, without limitation, any share option scheme to be adopted by the Company at or after this annual general meeting); or (iii) any scrip dividends or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company in force from time to time; or (iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any existing warrants of the Company or any existing securities of the Company which carry rights to subscribe for or are convertible into Shares, shall not exceed 20% of the total number of Shares in issue at the date of passing this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and

(d) for the purpose of this resolution:

"Relevant Period" means the period from the date of passing 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 memorandum and articles of association of the Company, or any other applicable laws of the Cayman Islands, to be held; and

(iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this resolution.

"Rights Issue" means an offer of Shares, or offer or issue of options, warrants or other securities giving the rights to subscribe for Shares, open for a period fixed by the Directors to holders of Shares, or any class of Shares (and where appropriate, to holders of other securities of the Company entitled to the offer), whose name appears on the register on a fixed record date in proportion to their holdings of Shares (or, where appropriate, such other securities) as at that date (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, or having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction applicable to the Company, or any recognised regulatory body or any stock exchange applicable to the Company)."

5. "**THAT**:

(a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase Shares on the main board of The Stock Exchange of Hong Kong Limited or on any other stock exchange on which the Shares may be listed and recognised by The Securities and Futures Commission of Hong Kong and The Stock Exchange of Hong Kong Limited for this purpose, subject to and in accordance with the rules and regulations of The Securities and Futures Commission of Hong Kong, The Stock Exchange of Hong Kong Limited or of any other stock exchange as amended from time to time and all applicable laws in this regard, be and the same is hereby generally and unconditionally approved;

(b) the maximum number of Shares which the Company is authorised to repurchase pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the total number of Shares in issue at the date of passing this resolution, and the said approval shall be limited accordingly; and

(c) for the purpose of this resolution,

"Relevant Period" means the period from the date of passing 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 memorandum and articles of association of the Company, or any other applicable laws of the Cayman Islands, to be held; and

(iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this resolution."

6. "**THAT** subject to the passing of ordinary resolutions no. 4 and 5 set out in the notice convening this meeting, the general unconditional mandate granted to the Directors to exercise the powers of the Company to allot, issue and deal with Shares referred to in ordinary resolution no. 4 set out in the notice convening this meeting be and is hereby extended by the addition thereto of such number of Shares repurchased by the Company under the authority granted pursuant to ordinary resolution no. 5 set out in the notice convening this meeting, provided that such number of Shares shall not exceed 10% of the total number of Shares in issue as at the date of passing ordinary resolution no. 5."

By order of the Board
GOLDEN FAITH GROUP HOLDINGS LIMITED
Ko Chun Hay Kelvin
Chairman

Hong Kong, 16 January 2026

Registered Office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Head Office and Principal Place of Business in Hong Kong:
Room 3606, 36/F
Singga Commercial Centre
148 Connaught Road West
Hong Kong

Notes:

1. In order to determine entitlements of the shareholders of the Company to attend and vote at the annual general meeting of the Company to be held on Friday, 27 March 2026 (the "**AGM**"), the register of members of the Company will be closed from Tuesday, 24 March 2026 to Friday, 27 March 2026, both days inclusive, during which period no transfer of Shares will be effected. The record date of the AGM will be Friday, 27 March 2026. All transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not later than 4:00 p.m. on Monday, 23 March 2026.

2. A shareholder entitled to attend and vote at the AGM is entitled to appoint a person or persons (who must be individual) as his or her proxy or proxies to attend and, on a poll, vote instead of him or her. A proxy need not be a shareholder of the Company.

3. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof and in default thereof the form of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiry of 12 months from the date of its execution.

4. Delivery of an instrument appointing a proxy will not preclude a shareholder from attending and voting in person at the AGM or any adjournment thereof; in such event, the form of proxy shall be deemed to be revoked.

5. With reference to ordinary resolution no. 2 above, Ms. Ko Yung Lai Jackie, and Mr. Wong Jovi Chi Wing will retire from office by rotation at the AGM and being eligible, have offered themselves for re-election at the AGM. Details of the retiring Directors are set out in Appendix II to the circular dated 16 January 2026.

6. With reference to ordinary resolutions no. 4, 5 and 6 above, the Directors wish to state that they have no immediate plans to repurchase any Shares or issue any new securities pursuant to the relevant mandate.

7. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning or 'extreme conditions after super typhoons' announced by the Hong Kong Government is/are in effect any time after 7:00 a.m. on the date of the AGM, the meeting will be postponed. The Company will publish an announcement on the website of the Company at www.goldenfaith.hk and on the website of the Stock Exchange at www.hkexnews.hk to notify Shareholders of the date, time and venue of the rescheduled meeting.