**IDT INTERNATIONAL LIMITED**
**萬威國際有限公司***
*(Incorporated in Bermuda with limited liability)*
**(Stock Code: 167)**

# COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

References are made to (i) the announcement of IDT International Limited (the "**Company**") dated 13 February 2026 in relation to the placing of up to 86,666,436 new Shares under the General Mandate; and (ii) the supplemental announcement of the Company dated 8 March 2026 in relation to, among other things, the extension of the Long Stop Date of the Placing Agreement (as amended and supplemented by the Supplemental Agreement) and the supplemental information on the reasons for the Placing and the use of proceeds (collectively, the "**Announcements**"). Unless otherwise specified, capitalised terms used in this announcement have the same meanings defined in the Announcements.

The Board is pleased to announce that all the conditions precedent set out in the Placing Agreement (as amended and supplemented by the Supplemental Agreement) had been fulfilled and completion of the Placing (the "**Completion**") took place on 12 March 2026 in accordance with the terms and conditions of the Placing Agreement (as amended and supplemented by the Supplemental Agreement). An aggregate of 86,652,000 Placing Shares, representing approximately 16.66% of the issued share capital of the Company as at the date of this announcement immediately after the Completion, have been successfully placed to no less than six Placees at the Placing Price of HK$1.88 per Placing Share.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the Placees and where appropriate, their ultimate beneficial owner(s) is an Independent Third Parties and is not connected with, or is not acting in concert with the Company and its connected persons. None of the Placees has or will become a substantial Shareholder (as defined under the Listing Rules) immediately upon the Completion.

## USE OF PROCEEDS

The net proceeds from the Placing, after deduction of all relevant expenses (including but not limited to placing commission, professional fees and other related expenses) amounted to approximately HK$160.68 million. As disclosed in the Supplemental Announcement, the Company intends to apply the net proceeds from the Placing for (i) establishing and developing the Initiative in the amount of approximately HK$80.34 million (being approximately 50.0% of the net proceeds); and (ii) replenishing the general working capital of the Group in the amount of approximately HK$80.34 million (being approximately 50.0% of the net proceeds).

## EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after completion of the Placing:

| | **Immediately before Completion** | | **Immediately after Completion** | |
|---|---|---|---|---|
| **Shareholders** | *Number of Shares* | *Approximate percentage of shareholding %* | *Number of Shares* | *Approximate percentage of shareholding %* |
| Hunglap *(Note 1)* | 203,777,563 | 47.03 | 203,777,563 | 39.19 |
| Horizon Heights *(Note 2)* | 108,825,857 | 25.11 | 108,825,857 | 20.93 |
| Sub-total | 312,603,420 | 72.14 | 312,603,420 | 60.12 |
| The Placees | – | – | 86,652,000 | 16.66 |
| Other public Shareholders | 120,728,761 | 27.86 | 120,728,761 | 23.22 |
| **Total** | 433,332,181 | 100.00 | 519,984,181 | 100.00 |

*Notes:*

(1) Hunglap is directly wholly-owned by Pinghu City Maoshui Investment Development Group Limited* (平湖市泖水投資發展集團有限公司) ("**Pinghu Maoshui**"), which in turn is owned as to 40% by Pinghu City Xindai Town Government Affairs Service Center* (平湖市新埭鎮政務服務中心) ("**Xindai Service Center**") and 60% by Pinghu City Investment Development Co., Ltd.* (平湖市投資發展有限公司) ("**Pinghu City Investment**"). Pinghu City Investment is owned as to 67% and 33% by Pinghu City Finance Bureau* (平湖市財政局) ("**Pinghu Finance Bureau**") of the PRC and Pinghu City Jincai Capital Management Co., Ltd.* (平湖市金財資本管理有限公司) ("**Pinghu Jincai**"), respectively. Pinghu Jincai is in turn indirectly wholly-owned by Pinghu Finance Bureau. Accordingly, for the purposes of the SFO, Pinghu Maoshui, Pinghu City Investment, Xindai Service Center, Pinghu Jincai and Pinghu Finance Bureau are interested in all the Shares held by Hunglap.

(2) Horizon Heights is directly wholly-owned by AI Victory Ltd., which is in turn directly wholly-owned by Ms. Shen. Accordingly, for the purposes of the SFO, AI Victory Ltd. and Ms. Shen are deemed to be interested in all the Shares held by Horizon Heights.

## FILINGS WITH THE CSRC

The Company shall comply with CSRC Rules and complete the CSRC filings in connection with the Placing.

By order of the Board
**IDT International Limited**
**Ng Kwok Ying Isabella**
*Non-executive Director*

Hong Kong, 12 March 2026

*As at the date of this announcement, the Board comprises (i) one executive Director, namely Mr. Tiger Charles Chen; (ii) two non-executive Directors, namely Ms. Ng Kwok Ying Isabella and Ms. Cheung Yuk Ki; and (iii) three independent non-executive Directors, namely, Ms. Chen Weijie, Mr. Mak Tin Sang and Dr. Lowe Chun Yip.*

* *For identification purposes only*