THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This circular is issued by CHTC Fong's International Company Limited (the "**Company**").

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 the Company, 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 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.

CHTC FONG'S INTERNATIONAL COMPANY LIMITED
中國恒天立信國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 641)

(1) GENERAL MANDATES TO ISSUE SHARES AND TO REPURCHASE SHARES

(2) RE-ELECTION OF THE RETIRING DIRECTORS

AND

(3) NOTICE OF ANNUAL GENERAL MEETING

The notice convening the annual general meeting of the Company to be held at Unit 2204, Orient International Tower, 1018 Tai Nan West Street, Cheung Sha Wan, Kowloon, Hong Kong on Thursday, 28 May 2026 at 10:00 a.m. is set out on pages 12 to 16 of this circular.

Whether or not you intend to attend the annual general meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the principal place of business of the Company in Hong Kong at Units 2201 & 2203, Orient International Tower, 1018 Tai Nan West Street, Cheung Sha Wan, Kowloon, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the annual general meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the annual general meeting or any adjournment thereof if you so wish and in such event, the form of proxy shall be deemed to be revoked.

10 April 2026

CONTENTS

Page

Definitions 1

Letter from the Board

1. Introduction 3
2. General mandates to issue and repurchase shares 4
3. Re-election of the retiring directors 5
4. Annual general meeting 5
5. Recommendation 6
6. Responsibility statement 6
7. Additional information 6

Appendix I — Explanatory statement 7

Appendix II — Biography of the retiring directors proposed to be re-elected 10

Notice of annual general meeting 12

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

"AGM"	the annual general meeting of the Company to be held at Unit 2204, Orient International Tower, 1018 Tai Nan West Street, Cheung Sha Wan, Kowloon, Hong Kong on Thursday, 28 May 2026 at 10:00 a.m., and any adjournment thereof
"Board"	the board of Directors
"Bye-laws"	the bye-laws of the Company (as amended from time to time)
"CG Code"	the Corporate Governance Code as set out in Appendix C1 to the Listing Rules
"close associate(s)"	has the same meaning ascribed thereto under the Listing Rules
"Company"	CHTC Fong's International Company Limited 中國恒天立信國際有限公司, an exempted company incorporated in Bermuda with limited liability, the issued shares of which are listed on the main board of the Stock Exchange
"connected person"	has the same meaning ascribed thereto under the Listing Rules
"controlling shareholder"	has the same meaning ascribed thereto under the Listing Rules
"core connected person(s)"	has the same meaning ascribed thereto under the Listing Rules
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"INED"	Independent Non-executive Director

"Latest Practicable Date"	31 March 2026, 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
"PRC"	the People's Republic of China
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Share(s)"	the ordinary share(s) of HK$0.05 each in the share capital of the Company
"Shareholder(s)"	the registered holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	the Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission of Hong Kong
"%"	per cent

CHTC FONG'S INTERNATIONAL COMPANY LIMITED
中國恒天立信國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 641)

Executive Directors:
Mr. Guan Youping *(Chairman)*
Mr. Chen Peng *(General Manager)*

Non-executive Director:
Mr. Fong Kwok Leung, Kevin

Independent Non-executive Directors:
Mr. Tong Wing Chi *(Lead INED)*
Dr. Jiang Gaoming
Dr. Chen Ying

Registered Office:
5th Floor, Victoria Place
31 Victoria Street
Hamilton HM 10
Bermuda

Head office and principal place of business:
Units 2201 & 2203
Orient International Tower
1018 Tai Nan West Street
Cheung Sha Wan, Kowloon
Hong Kong

10 April 2026

To the Shareholders

Dear Sir or Madam,

(1) GENERAL MANDATES TO ISSUE SHARES AND TO REPURCHASE SHARES

(2) RE-ELECTION OF THE RETIRING DIRECTORS

AND

(3) NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with information with respect to the resolutions to be proposed at the forthcoming AGM to be held on Thursday, 28 May 2026 relating to, among other things, (i) the general mandates to issue Shares and to repurchase Shares by the Company; and (ii) the re-election of the retiring Directors, and to give you the notice of the AGM.

2. GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES

At the last annual general meeting of the Company held on 23 May 2025, resolutions were passed granting general mandates to the Directors to exercise all powers of the Company to issue and to repurchase Shares. Such general mandates will lapse at the conclusion of the forthcoming AGM. Ordinary resolutions will therefore be proposed at the forthcoming AGM to grant to the Directors general mandates as follows:

(i) to allot, issue or deal with Shares with an aggregate number of Shares not exceeding 20% of the number of issued Shares as at the date of passing the proposed resolution at the AGM (the "**Share Issue Mandate**"); and

(ii) to repurchase Shares with an aggregate number of Shares not exceeding 10% of the number of issued Shares as at the date of passing the proposed resolution at the AGM (the "**Share Repurchase Mandate**").

The Listing Rules provide that, unless the Stock Exchange agrees otherwise, in the event the Share Issue Mandate is exercised and Shares are placed for cash consideration under the Share Issue Mandate, the issue price of the Shares may not be at a price which represents a discount of 20% or more to the benchmarked price of the Shares, such benchmarked price being the higher of:

(i) the closing price of the Shares as quoted on the Stock Exchange on the date of the relevant placing agreement or other agreement involving the proposed issue of Shares under the Share Issue Mandate; and

(ii) the average closing price of the Shares as quoted on the Stock Exchange in the five trading days immediately prior to the earlier of:

  (a) the date of announcement of the placing or the proposed transaction or arrangement involving the proposed issue of Shares under the Share Issue Mandate;

  (b) the date of the placing agreement or other agreement involving the proposed issue of Shares under the Share Issue Mandate; and

  (c) the date on which the placing or subscription price is fixed.

In terms of the price at which Shares may be issued at time of exercise of the Share Issue Mandate, the Company will comply with the then prevailing requirements under the Listing Rules.

In addition, an ordinary resolution will be proposed at the forthcoming AGM to grant to the Directors to extend the Share Issue Mandate by adding any Shares repurchased under the Share Repurchase Mandate to the total number of Shares which may be allotted and issued under the Share Issue Mandate.

An explanatory statement relating to the Share Repurchase Mandate is set out in Appendix I to this circular.

3. RE-ELECTION OF THE RETIRING DIRECTORS

Pursuant to bye-law 99 of the Bye-laws, at each annual general meeting of the Company, one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation provided that the Chairman and Managing Director (if any) of the Company shall not be subject to retirement by rotation or be taken into account in determining the number of Directors to retire. A retiring Director shall be eligible for re-election. In the spirit of good corporate governance practices, Mr. Guan Youping, the Chairman of the Company, will voluntarily retire from his office by rotation at the relevant annual general meeting of the Company notwithstanding that he is not required by the Bye-laws to do so.

Accordingly, Mr. Guan Youping and Mr. Chen Peng will retire from the Board at the AGM and, being eligible, will offer themselves for re-election.

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

4. ANNUAL GENERAL MEETING

The notice of the AGM is set out on pages 12 to 16 of this circular. At the AGM, ordinary resolutions will be proposed to approve, among other things, (i) the general mandates to issue Shares and to repurchase Shares by the Company; and (ii) the re-election of the retiring Directors.

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 chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, all the resolutions proposed at the AGM will be taken by way of poll.

The Company will announce the poll results after the AGM.

A form of proxy for use at the AGM is enclosed with this circular. Whether or not you intend to attend the AGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the principal place of business of the Company in Hong Kong at Units 2201 & 2203, Orient International Tower, 1018 Tai Nan West Street, Cheung Sha Wan, Kowloon, 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.

5. RECOMMENDATION

The Directors consider that all ordinary resolutions set out in the notice of the AGM are in the best interest of the Company and the Shareholders as a whole, and therefore recommend the Shareholders to vote in favour of such resolutions at the AGM.

6. 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 aspects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

7. ADDITIONAL 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.

Yours faithfully,
For and on behalf of the Board
CHTC Fong's International Company Limited
Guan Youping
Chairman

This appendix serves as an explanatory statement, as required by the Listing Rules, to provide the requisite information to enable Shareholders to make an informed decision on whether to vote for or against the resolution in relation to the Share Repurchase Mandate.

1. LISTING RULES

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 are summarised below:

The Listing Rules provide that repurchases of securities of such company must be approved in advance by an ordinary resolution of shareholders, either by way of a general mandate or by a specific approval of a particular transaction and that the securities to be repurchased must be fully paid up.

2. SHARES IN ISSUE

As at the Latest Practicable Date, there were a total of 1,100,216,570 Shares in issue.

Subject to the passing of the ordinary resolution granting the Share Repurchase Mandate and on the basis that no Shares are issued or repurchased by the Company prior to the AGM, the Company will be allowed to repurchase a maximum of 110,021,657 Shares, representing 10% of the aggregate number of Shares in issue as at the date of the AGM.

3. FUNDING OF REPURCHASES

In repurchasing Shares, the Company intends to apply funds from the Company's internal resources legally available for such purpose in accordance with its memorandum of association, its Bye-laws, the Listing Rules and the applicable laws of Bermuda.

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 31 December 2025) in the event that the Share Repurchase Mandate were to be exercised in full at any time 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 or the gearing position of the Company which in the opinion of the Directors are from time to time appropriate for the Company.

4. REASONS FOR REPURCHASES

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

5. UNDERTAKING OF THE DIRECTORS

The Directors will exercise the power of the Company to make repurchases pursuant to the Share Repurchase Mandate in accordance with the Listing Rules and all applicable laws of Bermuda. The Company confirms that the explanatory statement set out in this Appendix I contains the information required under Rule 10.06(1)(b) of the Listing Rules and that neither the explanatory statement nor the Share Repurchase Mandate has unusual features.

6. TAKEOVERS CODE AND PUBLIC FLOAT REQUIREMENT

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

As at the Latest Practicable Date, to the best of the knowledge and belief of the Company, China National Machinery Industry Corporation (中國機械工業集團有限公司) was interested in 615,408,140 Shares, representing approximately 55.94% of the issued share capital of the Company and was the only controlling shareholder. In the event that the Directors should exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the resolution, the shareholding of China National Machinery Industry Corporation (中國機械工業集團有限公司) in the Company would increase to approximately 62.15% of the issued share capital of the Company and such increase would not give rise to an obligation to make a mandatory offer under Rule 26 or Rule 32 of the Takeovers Code. As at the Latest Practicable Date, the Directors are not aware of any consequence which would arise under the Takeovers Code as a consequence of any repurchases pursuant to the Share Repurchase Mandate.

As at the Latest Practicable Date, the public float of the Company was approximately 26.05%. In the event that the Share Repurchase Mandate is exercised by the Company in full and assuming no other changes to the shareholdings in the Company, the public float of the Company would become 17.83%. The Directors will not make share repurchase on the Stock Exchange if such repurchase would result in the minimum public float requirements under Rule 8.08 of the Listing Rules not being complied with.

7. SHARE PRICES

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

		Price per Share	
		Highest	**Lowest**
		HK$	*HK$*
2025	April	0.36	0.24
	May	0.295	0.236
	June	0.345	0.25
	July	0.335	0.24
	August	0.34	0.275
	September	0.33	0.26
	October	0.33	0.25
	November	0.32	0.231
	December	0.30	0.26
2026	January	0.30	0.247
	February	0.30	0.26
	March	0.35	0.25

8. SHARES REPURCHASED BY THE COMPANY

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

9. DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSONS

None of the Directors nor, to the best of the knowledge and belief of the Directors having made all reasonable enquiries, any of their respective close associates has a present intention, in the event that the relevant proposed resolution is approved by the Shareholders at the AGM, to sell Shares to the Company or its subsidiaries.

No core connected person of the Company has notified the Company that he/she/it has a present intention to sell Shares to the Company nor has undertaken not to do so if the Company is authorised to make repurchases of Shares.

Pursuant to the Listing Rules, the biographical details of the retiring Directors, who, being eligible, will offer themselves for re-election at the AGM, are set out below:

1. Mr. Guan Youping ("Mr. Guan")
Executive Director and Chairman

Mr. Guan, aged 58, joined the Company on 18 October 2019 and is currently an Executive Director and the Chairman of the Board of Directors of the Company. Mr. Guan is also the chairman of the Nomination Committee and a member of the Remuneration Committee of the Company. Mr. Guan obtained a Bachelor's degree in Mechanical Manufacturing Technology and Equipment from Tianjin Institute of Textile Science and Technology (now known as Tianjin Polytechnic University) and a Master's degree in Management Science and Engineering from University of Science and Technology Beijing, and is a senior engineer. With more than 30 years of experience in textile industry, Mr. Guan is familiar with the products, market and operation characteristics of the textile machinery industry and has extensive practical experience in lean production, technology research and development, marketing and operation management. Mr. Guan is also a Deputy General Manager of China Hentian Group Co., Ltd. (中國恒天集團有限公司).

Save as disclosed above, Mr. Guan did not hold any directorship in other public companies of which the securities are listed on any securities markets in Hong Kong or overseas in the last three years. Mr. Guan does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Guan did not have any interest in the Shares within the meaning of Part XV of the SFO.

Mr. Guan has entered into a service contract with the Company without a fixed term of service, but such contract is determinable by either party giving to the other party not less than six months' prior written notice. Mr. Guan is not subject to retirement by rotation and re-election at annual general meetings pursuant to the Bye-laws. Pursuant to the service contract between Mr. Guan and the Company, Mr. Guan will not receive any director's fee from the Company in respect of his office as an Executive Director and Chairman of the Company, but the expenses incurred in connection with his discharge of duties will be borne by the Company.

Save as disclosed above, there are no other matters in relation to the re-election of Mr. Guan as an Executive Director that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

2. Mr. Chen Peng ("Mr. Chen")

Executive Director and General Manager

Mr. Chen, aged 53, joined the Group on 4 March 2022 and is currently an Executive Director, the General Manager and a member of the Nomination Committee and Remuneration Committee of the Company. Mr. Chen is primarily responsible for overseeing the overall operations of the Group. Prior to joining the Group, Mr. Chen held various positions in Changde Textile Machinery Co., Ltd. (常德紡織機械有限公司), a subsidiary of China Hengtian Group Co., Ltd. (中國恒天集團有限公司) since 1992, and his last position was the general manager.

Save as disclosed above, Mr. Chen did not hold any directorship in other public companies of which the securities are listed on any securities markets in Hong Kong or overseas in the last three years. Mr. Chen does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Chen did not have any interest in the Shares within the meaning of Part XV of the SFO.

Mr. Chen has entered into a service contract with the Group in respect of his appointment as an Executive Director and the General Manager of the Company without a specific length of service, but such contract is determinable by either party giving to the other party not less than six months' prior written notice. Mr. Chen is subject to rotational retirement and re-election requirements at annual general meetings pursuant to the Bye-laws. Pursuant to the service contract between Mr. Chen and the Group, Mr. Chen received an annual salary, allowance and other benefits of approximately HK$1,183,000 for the year ended 31 December 2025 which was determined by the Remuneration Committee and the Board of the Company with reference to his duties and responsibilities with the Company, the operating results of the Group and the performance of Mr. Chen. The details of emoluments of Mr. Chen during the year ended 31 December 2025 have been disclosed in note 9 to the financial statements of the Company's Annual Report 2025.

Save as disclosed above, there are no other matters in relation to the re-election of Mr. Chen as an Executive Director that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

CHTC FONG'S INTERNATIONAL COMPANY LIMITED
中國恒天立信國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 641)

NOTICE IS HEREBY GIVEN THAT the annual general meeting of CHTC Fong's International Company Limited (the "**Company**") will be held at Unit 2204, Orient International Tower, 1018 Tai Nan West Street, Cheung Sha Wan, Kowloon, Hong Kong on Thursday, 28 May 2026 at 10:00 a.m. for the following purposes:

1. To consider and approve the audited consolidated financial statements and the reports of the directors and independent auditor of the Company for the year ended 31 December 2025.

2. To re-elect Mr. Guan Youping as an executive director of the Company.

3. To re-elect Mr. Chen Peng as an executive director of the Company.

4. To authorise the board of directors of the Company to fix the directors' remuneration.

5. To re-appoint SHINEWING (HK) CPA Limited as the auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the board of directors of the Company to fix its remuneration.

6. As special business, to consider and, if thought fit, approve, with or without amendments, the following resolution as an ordinary resolution of the Company:

   "**THAT** the maximum number of directors of the Company be fixed at 9."

7. As special business, to consider and, if thought fit, approve, with or without amendments, the following resolution as an ordinary resolution of the Company:

   "**THAT** the directors of the Company be authorised to fill any vacancies on the board of directors of the Company and to appoint additional directors up to such maximum as may be determined from time to time by shareholders of the Company in addition to those in office at the date of passing this resolution."

8. As special business, to consider and, if thought fit, approve, with or without amendments, the following resolution as an ordinary resolution of the Company:

"**THAT**

(a) subject to paragraph (b) of this resolution, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase its own shares of the Company on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or on any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and/or requirements of the Rules Governing the Listing of Securities on the Stock Exchange or any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the aggregate number of shares of the Company 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 shares of the Company in issue as at the date of passing this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and

(c) for the purposes of this resolution:

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

(i) the conclusion of 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 the Companies Act 1981 of Bermuda or any other applicable law to be held; and

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting."

9. As special business, to consider and, if thought fit, approve, with or without amendments, the following resolution as an ordinary resolution of the Company:

"**THAT**

(a) subject to paragraph (c) of this resolution, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all powers of the Company to allot, issue and deal with additional shares of HK$0.05 each in the capital of the Company and to make or grant offers, agreements and options (including warrants, bonds, debentures, notes and other securities which carry rights to subscribe for or are convertible into shares of the Company) which 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 authorise the directors of the Company during the Relevant Period to make or grant offers agreements and options (including warrants, bonds, debentures, notes and other securities which carry rights to subscribe for or are convertible into shares of the Company) which might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of shares of the Company allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and to be issued by the directors of the Company pursuant to the approval in paragraph (a) of this resolution, otherwise than pursuant to (i) a Rights Issue (as hereafter defined), or (ii) an issue of shares under any share option scheme or similar arrangement for the time being adopted by the Company and/or its subsidiaries for the grant or issue of shares or rights to acquire shares in the capital of the Company, or (iii) the exercise of rights of subscription or conversion under the terms of any existing warrants, bonds, debentures, notes and other securities of the Company, or (iv) any scrip dividend scheme or similar arrangement providing for the allotment and issue of shares in lieu of the whole or part of a dividend on shares in accordance with the bye-laws of the Company, shall not exceed 20% of the total number of shares of the Company in issue as at the date of passing this resolution and the said approval shall be limited accordingly; and

(d) for the purposes of this resolution:

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

(i) the conclusion of 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 the Companies Act 1981 of Bermuda or any other applicable law to be held; and

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.

"Rights Issue" means an offer of shares or issue of options to subscribe for shares open for a period fixed by the directors of the Company to holders of shares 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 (subject to such exclusion or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the law of, or the requirements of any recognised regulatory body or any stock exchange, in any territory applicable to the Company)."

10. As special business, to consider and, if thought fit, approve, with or without amendments, the following resolution as an ordinary resolution of the Company:

"**THAT** the general mandate granted to the directors of the Company pursuant to resolution numbered 9 above and for the time being in force to exercise the powers of the Company to allot shares and to make or grant offers, agreements and options which might require the exercise of such powers be and is hereby extended by the total number of shares of the Company repurchased by the Company pursuant to the exercise by the directors of the Company of the powers of the Company to repurchase such shares since the granting of such general mandate referred to in the above resolution numbered 8 provided that such number shall not exceed 10% of the total number of shares of the Company in issue as at the date of passing this resolution."

By order of the Board
CHTC Fong's International Company Limited
Lee Che Keung
Company Secretary

Hong Kong, 10 April 2026

Notes:

1. For determining the entitlement to attend and vote at the meeting, the register of members of the Company will be closed from Friday, 22 May 2026 to Thursday, 28 May 2026, both days inclusive, during which period no transfer of shares will be effected. In order to be eligible to attend and vote at the meeting, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong Branch Registrar, Tricor Investor Services Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Thursday, 21 May 2026.

2. A member of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint a proxy or, if he is a holder of more than one share, proxies to attend and vote in his stead. A proxy need not be a member of the Company.

3. Where there are joint registered holders of any share of the Company, any one of such holders may vote at the meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such holders be present at the meeting personally or by proxy, that one of such holders 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 a power of attorney or other authority (if any) under which it is signed or a certified copy of that power or authority, must be deposited at the principal place of business of the Company in Hong Kong at Units 2201 & 2203, Orient International Tower, 1018 Tai Nan West Street, Cheung Sha Wan, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

5. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting (or any adjournment thereof) if you so wish and in such event, the form of proxy shall be deemed to be revoked.

6. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, all the resolutions set out in the notice convening the meeting will be voted by way of poll at the meeting.