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 Solomon Systech (International) Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other registered dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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SOLOMON
SYSTECH

SOLOMON SYSTECH (INTERNATIONAL) LIMITED

晶門半導體有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2878)

PROPOSALS FOR
(1) GENERAL MANDATES TO REPURCHASE SHARES AND ISSUE NEW SHARES;
(2) RE-ELECTION OF RETIRING DIRECTORS;
(3) RE-APPOINTMENT OF AUDITOR;
AND
(4) NOTICE OF ANNUAL GENERAL MEETING

A notice convening an Annual General Meeting of Solomon Systech (International) Limited to be held at Unit 607-613, 6/F Wireless Centre, No.3 Science Park East Avenue, Hong Kong Science Park, Shatin, N.T., Hong Kong on Thursday, 18 June 2026 at 2:00 p.m. is set out on pages AGM-1 to AGM-5 of this circular. In the event you are not able to attend the Annual General Meeting, please complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time (i.e. by Tuesday, 16 June 2026 at 2:00 p.m.) appointed for holding of 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 adjourned meeting thereof should you so wish.

24 April 2026

CONTENTS

Page

Definitions 1

Letter from the Board 4

I. Introduction 5

II. General Mandates to Repurchase Shares and Issue New Shares 5

1. Share Repurchase Mandate 5

2. Share Issuance Mandate 6

III. Re-election of the Retiring Directors 6

IV. Re-appointment of Auditor 7

V. Annual General Meeting and Proxy Arrangement 7

VI. Closure of Register of Members 8

VII. Responsibility Statement 8

VIII. Recommendation 8

IX. General Information 9

Appendix A — Explanatory Statement on the Share Repurchase Mandate A-1

Appendix B — Details of the Directors Proposed to be Re-elected at Annual General Meeting B-1

Notice of Annual General Meeting AGM-1

In this circular, unless the context requires otherwise, the expressions as stated below will have the following meanings:

"Annual General Meeting" or "AGM"	the annual general meeting of the Company to be held at Unit 607-613, 6/F Wireless Centre, No.3 Science Park East Avenue, Hong Kong Science Park, Shatin, N.T., Hong Kong or any adjournment thereof, on Thursday 18 June 2026 at 2:00 p.m. to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages AGM-1 to AGM-5 of this circular
"Articles"	the articles of association of the Company and as amended from time to time
"Board"	the board of Directors
"business day"	any day (other than a Saturday and a Sunday) on which the Stock Exchange is open for the business of trading in securities
"CEC"	China Electronics Corporation# 中國電子信息產業集團有限公司, a state-owned information technology conglomerate under the administration of the central government of the PRC, a substantial shareholder of the Company through its interests in Huada
"close associates"	has the same meaning as ascribed to it under the Listing Rules
"Company"	Solomon Systech (International) Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
"core connected person"	has the same meaning as ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"Exchange's Website"	the official website of Hong Kong Exchanges and Clearing Limited and/or the website "HKExnews"
"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

"Huada"	Huada Semiconductors Co. Ltd# 華大半導體有限公司, a PRC company wholly-owned by CEC with limited liability to consolidate all integrated circuits businesses under CEC group, is a substantial shareholder of the Company
"Latest Practicable Date"	20 April 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"	the memorandum of association of the Company and as amended from time to time
"Model Code"	the Model Code for Securities Transactions by Directors of Listed Issuers, as set out in Appendix C3 to the Listing Rules
"PRC"	the People's Republic of China, for the purpose of this circular, excluding Hong Kong, Macau and Taiwan
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Share(s)"	ordinary share(s) of the Company or, if there has been any subsequent sub-division, reduction, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company
"Shareholder(s)"	holder(s) of the Share(s)
"Share Issuance Mandate"	as defined in the section headed "Share Issuance Mandate" of the Letter from the Board
"Share Repurchase Mandate"	as defined in the section headed "Share Repurchase Mandate" of the Letter from the Board
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Subsidiary"	a company which is for the time being and from time to time a subsidiary (within the meaning of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)) of the Company, whether incorporated in Hong Kong or elsewhere
"substantial shareholder(s)"	has the same meaning as ascribed to it under the Listing Rules

"Takeovers Code"	The Code on Takeovers and Mergers approved by the Securities and Futures Commission in Hong Kong, as amended from time to time
"US$"	the United States Dollars, the lawful currency of the United States of America

[#] *for identification purposes only*

SOLOMON SYSTECH

SOLOMON SYSTECH (INTERNATIONAL) LIMITED

晶門半導體有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2878)

Directors:
Yang Kun* *(Chairman) (appointed on 29 July 2025)*
Ma Yuchuan* *(resigned with effective from 29 July 2025)*
Wang Wah Chi, Raymond *(Chief Executive Officer)*
Wang Hui*
Liu Fei*
Chan Philip Ching Ho**
Chan Chi Kong**
Kwok Hoi Sing**

* *Non-executive Director*

** *Independent Non-executive Director*

Registered office:
P.O. Box 31119 Grand Pavilion
Hibiscus Way, 802 West Bay Road,
Grand Cayman
KY1-1205
Cayman Islands

Principal place of business in Hong Kong:
Unit 607-613, 6/F Wireless Centre
No.3, Science Park East Avenue
Hong Kong Science Park
Shatin, New Territories
Hong Kong

24 April 2026

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR
(1) GENERAL MANDATES TO REPURCHASE SHARES AND ISSUE NEW SHARES;
(2) RE-ELECTION OF RETIRING DIRECTORS;
(3) RE-APPOINTMENT OF AUDITOR;
AND
(4) NOTICE OF ANNUAL GENERAL MEETING

I. INTRODUCTION

The purpose of this circular is to provide you with information in respect of the resolutions to be proposed at the Annual General Meeting for (i) the granting to the Directors of the Share Repurchase Mandate and the Share Issuance Mandate to repurchase Shares and to issue new Shares respectively, and the extension of the Share Issuance Mandate by adding to it the total number of Shares repurchased by the Company pursuant to the Share Repurchase Mandate; (ii) the re-election of the retiring Directors; and (iii) the re-appointment of the auditor of the Company.

II. GENERAL MANDATES TO REPURCHASE SHARES AND ISSUE NEW SHARES

1. Share Repurchase Mandate

At the annual general meeting of the Company held on 17 June 2025, a general mandate was granted to the Directors to repurchase Shares of up to 10% of the total number of the Shares in issue as at the date of passing of the relevant resolution. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to repurchase Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the grant of a new general mandate to the Directors to purchase Shares on the Stock Exchange of a total number of up to 10% of the total number of the Shares in issue as at the date of passing of such resolution at the Annual General Meeting (the "Share Repurchase Mandate").

The Directors wish to state that they have no immediate plan to repurchase any Shares pursuant to the Share Repurchase Mandate.

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Share Repurchase Mandate is set out in Appendix A to this circular.

2. Share Issuance Mandate

At the annual general meeting of the Company held on 17 June 2025, a general mandate was granted to the Directors to issue Shares not exceeding 20% of the total number of the Shares in issue as at the date of the passing of the relevant resolution. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the grant of a new general mandate to the Directors to allot, issue or deal with additional Shares of a total number of up to 20% of the total number of the Shares in issue as at the date of passing of such resolution at the Annual General Meeting (the "Share Issuance Mandate"). An ordinary resolution to extend the Share Issuance Mandate by adding the total number of the Shares repurchased by the Company pursuant to the Share Repurchase Mandate will also be proposed at the Annual General Meeting.

The Directors wish to state that they have no immediate plan to issue any new Shares pursuant to the Share Issuance Mandate.

III. RE-ELECTION OF THE RETIRING DIRECTORS

In accordance with Article 112 of the Articles, Mr. Wang Wah Chi, Raymond, Dr. Kwok Hoi Sing and Mr. Chan Chi Kong, Directors of the Company, will retire by rotation at the Annual General Meeting. Mr. Wang Wah Chi, Raymond, Dr. Kwok Hoi Sing and Mr. Chan Chi Kong being eligible, will offer themselves for re-election at the Annual General Meeting.

Mr. Yang Kun was appointed on 29 July 2025 to fill casual vacancy and he shall hold office only until the first annual general meeting of the Company after his appointment. In accordance with Article 95 of the Articles, Mr. Yang Kun being eligible, will offer himself for re-election at the Annual General Meeting.

The Nomination Committee has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria set out in the Company's Board Diversity Policy and Director Nomination Policy and the Company's corporate strategy, and the independence of all Independent Non-executive Directors. The Company considers that the retiring Independent Non-executive Directors are independent in accordance with the independence guidelines set out in the Listing Rules and will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity.

Details of the Directors who are proposed to be re-elected at the Annual General Meeting are set out in Appendix B to this circular.

IV. RE-APPOINTMENT OF AUDITOR

Ernst & Young will retire as the auditor of the Company at the Annual General Meeting and, being eligible, will offer itself for re-appointment.

The Board proposes to re-appoint Ernst & Young as the auditor of the Company to hold office until the next annual general meeting of the Company.

V. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages AGM-1 to AGM-5 of this circular. At the Annual General Meeting, resolutions will be proposed to approve, inter alia, the Share Repurchase Mandate and the Share Issuance Mandate, the extension of the Share Issuance Mandate by addition thereto of the total number of Shares repurchased pursuant to the Share Repurchase Mandate, the re-election of the retiring Directors, and the appointment of auditors.

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 the voted on by a show of hands. Accordingly, the voting on all resolutions of the Annual General Meeting will be conducted by way of poll. An announcement on the poll results will be published on the Exchange's Website (www.hkexnews.hk) and the Company's website (www.solomon-systech.com) after the Annual General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the Exchange's Website (www.hkexnews.hk) and the Company's website (www.solomon-systech.com). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority, at the Company's branch share registrar 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 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 at any adjourned meeting thereof should you so wish.

VI. CLOSURE OF REGISTER OF MEMBERS

For determining the entitlement to attend and vote at the above meeting, the Register of Members of the Company will be closed from Monday, 15 June 2026 to Thursday, 18 June 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the forthcoming Annual General Meeting, all transfer documents accompanied by the relevant share certificates must be deposited 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 later than 4:30 p.m. on Friday, 12 June 2026. The record day for ascertaining the entitlement of the shareholders to attend the Annual General Meeting of the Company is Thursday, 18 June 2026.

VII. 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.

VIII. RECOMMENDATION

The Directors are of the opinion that (i) the proposed granting of the Share Repurchase Mandate, the proposed granting/extension of the Share Issuance Mandate; (ii) the proposed re-election of the retiring Directors; and (iii) the proposed appointment of auditors are all in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of all the resolutions to be proposed at the Annual General Meeting.

IX. GENERAL INFORMATION

Your attention is also drawn to the additional information set out in Appendix A (Explanatory Statement on the Share Repurchase Mandate) and Appendix B (Details of the retiring Directors proposed to be re-elected at Annual General Meeting).

Yours faithfully,
For and on behalf of
SOLOMON SYSTECH (INTERNATIONAL) LIMITED
WANG Wah Chi, Raymond
Chief Executive Officer

The following is the explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the Share Repurchase Mandate.

(1) Share Capital

As at the Latest Practicable Date, the Company had 2,497,752,351 Shares in issue. Subject to the passing of ordinary resolution No. 5 set out in the notice of the Annual General Meeting and on the basis that no further Shares are issued or repurchased by the Company prior to the Annual General Meeting, the Directors would be authorised under the Share Repurchase Mandate to repurchase, during the period in which the Share Repurchase Mandate remains in force, a total number of 249,775,235 Shares, representing 10% of the total number of Shares in issue as at the date of the Annual General Meeting.

(2) Reasons for Share Repurchases

The Directors believe that the proposed granting of the Share Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole. Such repurchases may, depending on market conditions and funding arrangements at that time, lead to an enhancement of the net asset value per Share and/or earnings per Share. The Directors are seeking the grant of the Share Repurchase Mandate to give the Company the flexibility to do so if and when appropriate. The number of Shares to be repurchased on any occasion and the price and other terms upon which the same are repurchased will be decided by the Directors at the relevant time, having regard to the circumstances then pertaining.

(3) Funding of Share Repurchases

In repurchasing Shares, the Company may only apply funds legally available for such purpose (e.g. distributable reserves) in accordance with the Articles, the applicable laws of the Cayman Islands and any other applicable laws, as the case may be.

(4) Impact of Share Repurchases

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 financial statements contained in the annual report of the Company for the year ended 31 December 2025) in the event that the Share Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not intend to exercise the Share Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements or the gearing levels of the Company which in the opinion of the Directors are from time to time appropriate for the Company.

(5) Market Price of Shares

The highest and lowest prices at which Shares of the Company have been traded on the Stock Exchange during each of the previous twelve months preceding the Latest Practical Date were as follows:

	Highest	**Lowest**
	HK$	*HK$*
2025		
April	0.45	0.355
May	0.415	0.38
June	0.46	0.385
July	0.48	0.435
August	0.52	0.445
September	0.59	0.445
October	0.63	0.495
November	0.495	0.44
December	0.455	0.42
2026		
January	0.475	0.485
February	0.43	0.405
March	0.355	0.41
April (up to the Latest Practicable Date)	0.38	0.355

(6) General

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

No core connected person (as defined in the Listing Rules) has notified the Company that he or she has a present intention to sell any Shares to the Company, or has undertaken not to do so in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the power of the Company to make repurchases of Shares pursuant to the Share Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

(7) Takeovers Code

If as a result of a repurchase of the Shares pursuant to the Share Repurchase Mandate, 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. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholders' interest, could obtain or consolidate control of the Company and hereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

(a) Directors' interests

As at the Latest Practicable Date, the interests and short positions of each Director and chief executive in the shares and underlying shares of the Company or its associated corporations (within the meaning of the SFO), as recorded in the register required to be kept by the Company under Section 352 of Part XV of the SFO or as notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies were as follows:

		Number of ordinary shares in the Company as at the Latest Practicable Date			
	Position	**Shares**	**Share Options**	**Total**	**% of the issued Share of the Company**
Executive Director					
Wang Wah Chi, Raymond	Long	5,600,000	–	5,600,000	0.22%
Non-executive Directors					
Yang Kun *(appointed on 29 July 2025)*	Long	–	–	–	–
Ma Yuchuan *(resigned with effective from 29 July 2025)*	Long	–	–	–	–
Wang Hui	Long	–	–	–	–
Liu Fei	Long	–	–	–	–
Independent Non-executive Directors					
Chan Philip Ching Ho	Long	–	–	–	–
Chan Chi Kong	Long	–	–	–	–
Kwok Hoi Sing	Long	–	–	–	–

The register of substantial shareholders required to be kept by the Company under Section 336 of Part XV of the SFO shows that as at the Latest Practicable Date, the Company had been notified of the following substantial shareholders' interests and short positions in the shares or underlying shares of the Company, being interests of 5% or more of the Company's issued share capital. These interests are in addition to those disclosed above in respect of the directors and the chief executive of the Company.

			Number of ordinary shares in the Company as at the Latest Practicable Date			
Shareholder	**Capacity**	**Position**	**Shares**	**Share options**	**Total**	**% of the issued Share of the Company**
Huada	Beneficial owner	Long	706,066,000	–	706,066,000	28.27%
*China Electronics Limited (i)	Interest in controlled corporation	Long	706,066,000	–	706,066,000	28.27%
CEC (i)	Interest of controlled corporation	Long	706,066,000	–	706,066,000	28.27%

Note:

(i) To the best knowledge of the directors of the Company, Huada Semiconductor Co., Ltd is a 58.07% owned subsidiary by China Electronics Limited, and China Electronics Limited is a 81.66% owned subsidiary by China Electronics Corporation ("CEC"). CEC is a stated-owned information technology conglomerate under the administration of the central government of the PRC.

* *English name is for identification purpose only*

On the basis that no further Shares are issued or repurchased prior to the Annual General Meeting, in the event that the Directors exercise the proposed Share Repurchase Mandate in full, the shareholding of Huada/CEC would be increased to approximately 31.41% of the total number of Shares of the Company in issue. The Directors consider that such increase in shareholding would give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. The Directors do not propose to exercise the Share Repurchase Mandate to such an extent as would, in the circumstances, give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. The Board will ensure that the Company will maintain a 25% public float as required under Rule 8.08 of the Listing Rules.

(8) Repurchase of Shares made by the Company

The Company had not repurchased any Shares (whether on the Stock Exchange or otherwise) in the year ended 31 December 2025 and preceding the Latest Practicable Date.

Stated below are the details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting:

Mr. Wang Wah Chi, Raymond ("Mr. Wang"), aged 60

Positions and Experience

Mr. Wang was appointed as an Executive Director on 20 March 2019. He is also the Chairman of the Investment Committee under the Board.

Mr. Wang is a chartered engineer with over 30 years' experience in the semiconductor industry. He graduated from the City University of Hong Kong with a bachelor's degree in electronic engineering. He received a master of business administration degree from the Victoria University of Wellington and a master of arts degree from the Chinese University of Hong Kong. Mr. Wang is currently the Chief Executive Officer of the Group. He joined Solomon Systech Limited ("SSL", a wholly-owned major operating subsidiary of the Company) in 2000 as System Manager until 2003 and rejoined the Group in 2006 as Business Operations Director. Prior to joining SSL in 2000 and during the period from 2003 to 2006, Mr. Wang had held senior management positions in Motorola Inc. and worked in Hong Kong, the United States of America and Canada. He had also held the position of the Asia Pacific Head of RFWaves Ltd. in Israel.

Saved as disclosed aforesaid, Mr. Wang did not hold any directorships in the companies of which the shares are listed on any securities market in Hong Kong or overseas in the last three years.

Length of Service

Mr. Wang has entered into a service contract as an Executive Director of the Company effective from 1 July 2025 until 30 June 2028. Mr. Wang is subject to retirement by rotation and is eligible for re-election at the annual general meeting in accordance with the Articles.

Relationships

Save as disclosed in this circular, Mr. Wang does not have any other relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

Interest in Shares

As at the Latest Practicable Date, Mr. Wang is taken to be interested in 5,600,000 shares (represent approximately 0.22% of the total issued share capital of the Company) in the Company within the meaning of Part XV of the SFO.

Director's Emoluments

Mr. Wang did not receive basic director's fee during the year. He has entered into an employment contract as the Chief Executive Officer with SSL in accordance with the Hong Kong Employment Ordinance. Mr. Wang has no fixed term of service with the Group. For the year ended 31 December 2025, Mr. Wang received emoluments of approximately HK$4.6 million (equivalent to approximately US$592,000) comprising basic salary, 13th month bonus and special bonus. Mr. Wang is also entitled to further benefits from his employment with the Group, including leave pay, group insurance, health care subsidy, and pension contribution scheme. Such emoluments have been reviewed and approved by the Remuneration Committee with reference to market terms, his duties and responsibilities and the Group's remuneration policy.

Information that needs to be disclosed and matters that need to be brought to the attention of the Shareholders

Saved as disclosed above, the Board is not aware of any other matters in relation to the election of Mr. Wang as an Executive Director that need to be brought to the attention of the Shareholders nor is there any information required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Yang Kun ("Mr. Yang"), aged 55

Positions and Experience

Mr. Yang Kun has been appointed as a Non-executive Director, the chairman of the Board, the chairman of the Nomination Committee and a member of the Investment Committee with effect from 29 July 2025.

Mr. Yang, aged 55, graduated from Harbin Institute of Technology with a master of engineering specialized in electromagnetic field and microwave technology in April 1994. Mr. Yang is currently the deputy general manager of Huada Semiconductor Co., Ltd., the chairman of Shanghai Belling Corp., Ltd. (a company listed on the Shanghai Stock Exchange with stock code: 600171), the chairman of Beijing ChipAdvanced Technology Co., Ltd. and party committee secretary and general manager of GTA Semiconductor Co., Ltd.

Mr. Yang has substantial work experience. Mr. Yang was the general manager of Wangtai Jinan Information Technology Co., Ltd. (CLP Zhixing Technology Co., Ltd.) from 2003 to 2005. He was the general manager of Nanjing Weimob Electronics Co., Ltd. from March 2005 to August 2020. Mr. Yang was the deputy general manager of Shanghai Belling Co., Ltd. from 2020 to 2021 and promoted to become the party committee secretary and general manager of Shanghai Belling Co., Ltd. since 2024.

Saved as disclosed above, Mr. Yang did not hold any directorships in the companies of which the shares are listed on any securities market in Hong Kong or overseas in the last three years.

Length of Service

Mr. Yang has entered into a service contract as a Non-executive Director with the Company effective from 29 July 2025 until 28 July 2028 for a period of three years. Mr. Yang is subject to retirement by rotation and is eligible for re-election at annual general meeting in accordance with the Articles.

Relationships

Save as disclosed in this circular, Mr. Yang does not have any other relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

Interest in Shares

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

Director's Emoluments

Mr. Yang will not receive any emoluments as a Non-executive Director of the Company, a chairman of the Company's Nomination Committee and a member of the Investment Committee, and there are no basic and other fees nor any bonus payment involved in his appointment and the attendance to the Company's Board/committee meetings.

Information that needs to be disclosed and matters that need to be brought to the attention of the Shareholders

Saved as disclosed above, the Board is not aware of any other matters in relation to the election of Mr. Yang as a Non-executive Director that need to be brought to the attention of the Shareholders nor is there any information required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Dr. Kwok Hoi Sing ("Dr. Kwok"), aged 75

Positions and Experience

Dr. Kwok, was appointed as an Independent Non-executive Director on 1 November 2023. He is also a member of the Nomination Committee and the Remuneration Committee under the Board.

Dr. Kwok graduated from Harvard University with a doctoral research degree in applied physics in 1978. He is a fellow of The Hong Kong Institution of Engineers, a fellow of The Optical Society of America, a fellow of The Institute of Electrical and Electronics Engineers, an Elected Member of The Asia Pacific Academy of Materials, a fellow of the Society for Information Displays, an elected member of The Hong Kong Academy of Engineering Science and a fellow of the National Academy of Inventors. Dr. Kwok has received extensive honors and awards and has published numerous papers in the field of information display.

Dr. Kwok is currently a Visiting Professor of the Department of Electrical and Electronic Engineering at The Hong Kong University of Science and Technology.

Length of Service

Dr. Kwok has entered into service contract as an Independent Non-executive Director with the Company effective from 1 November 2023 until 31 October 2026. Dr. Kwok is subject to retirement by rotation and is eligible for re-election at the annual general meeting of the Company in accordance with the Articles.

Relationships

Saved as disclosed in this circular, Dr. Kwok does not have any other relationship with any directors, senior management, substantial shareholder or controlling shareholder of the Company.

Interest in Shares

As at the Latest Practicable Date, Dr. Kwok is not interested or deemed to be interested in the Shares or underlying Shares in the Company within the meaning of Part XV of the SFO.

Director's Emoluments

Dr. Kwok is entitled to a basic fee of HK$132,000 (equivalent to approximately US$17,000) per annum, and other fees for his attending to the Board/Board committees/shareholders' meetings, and for serving as members of the relevant Board committees. For the year ended 31 December 2025, Dr. Kwok received emoluments of approximately HK$212,000 (equivalent to approximately US$27,000). Such emoluments were reviewed and approved by the Executive Director with reference to market terms, his duties and responsibilities, the Group's remuneration policy and the Articles.

Information that needs to be disclosed and matters that need to be brought to the attention of the Shareholders

Save as disclosed above, the Board is not aware of any other matters in relation to the election of Dr. Kwok as an Independent Non-executive Director that need to be brought to the attention of the shareholders of the Company nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.

Mr. Chan Chi Kong ("Mr. Chan"), aged 58

Positions and Experience

Mr. Chan, was appointed as an Independent Non-executive Director on 1 November 2023. He is also the chairman of Audit Committee and a member of Nomination Committee and Investment Committee under the Board.

Mr. Chan graduated from The City University of Hong Kong, with a master's degree in business administration. He also obtained a bachelor's degree in accountancy from The Hong Kong Polytechnic University. He is a fellow member of each of The Association of Chartered Certified Accountants ("ACCA"), The Hong Kong Institute of Certified Public Accountants, The Institute of Chartered Accountants in England and Wales, The Chartered Governance Institute and The Hong Kong Chartered Governance Institute, and a CFA charter holder of The Chartered Financial Analyst Institute.

Mr. Chan has substantial experience in auditing, accounting, corporate finance, investment, company secretarial practice, business development and general management. He held chief financial officer and various senior management positions in companies whose shares are listed on the main board of the Stock Exchange.

Mr. Chan is currently Advisory Committee Member of The College of Professional and Continuing Education of the Hong Kong Polytechnic University, The Convenor of Working Party on Seminars of Accounting Training Board under The Vocational Training Council, a co-founder of Impacts Technology Limited which is principally engaged in the business of development and provision of interactive e-learning solutions to corporates and Mr. Chan is an Independent Non-executive Director of APT Electronics Co., Ltd. (a company listed on the main board of the Stock Exchange; stock code: 2551).

Mr. Chan is the past Chairman of ACCA Hong Kong, a former member of The Financial Reporting Review Panel of The Accounting and Financial Reporting Council, Member of The Accountancy Training Board under The Vocational Training Council and Honorary advisor to Hong Kong Internet Registration Corporation Limited.

Saved as disclosed above, Mr. Chan did not hold any directorships in the companies of which the shares are listed on any securities market in Hong Kong or overseas in the last three years.

Length of Service

Mr. Chan has entered into service contract as an Independent Non-executive Director with the Company effective from 1 November 2023 until 31 October 2026. Mr. Chan is subject to retirement by rotation and is eligible for re-election at the annual general meeting of the Company in accordance with the Articles.

Relationships

Saved as disclosed in this circular, Mr. Chan does not have any other relationship with any directors, senior management, substantial shareholder or controlling shareholder of the Company.

Interest in Shares

As at the Latest Practicable Date, Mr. Chan is not interested or deem to be interested in Shares or underlying Shares in the Company within the meaning of Part XV of the SFO.

Director's Emoluments

Mr. Chan is entitled to a basic fee of HK$132,000 (equivalent to approximately US$17,000) per annum, and other fees for his attending to the Board/Board committees/shareholders' meetings, and for serving as members of the relevant Board committees. For the year ended 31 December 2025, Mr. Chan received emoluments of HK$237,000 (equivalent to approximately US$31,000). Such emoluments were reviewed and approved by the Executive Director with reference to market terms, his duties and responsibilities, the Group's remuneration policy and the Articles.

Information that needs to be disclosed and matters that need to be brought to the attention of the Shareholders

Save as disclosed above, the Board is not aware of any other matters in relation to the election of Mr. Chan as an Independent Non-executive Director that need to be brought to the attention of the shareholders of the Company nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.

SOLOMON SYSTECH

SOLOMON SYSTECH (INTERNATIONAL) LIMITED

晶門半導體有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2878)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Shareholders of Solomon Systech (International) Limited (the "Company") will be held at 2:00 p.m. on Thursday, 18 June 2026 at Unit 607-613, 6/F Wireless Centre, No.3 Science Park East Avenue, Hong Kong Science Park, Shatin, N.T., Hong Kong for the following purposes:

Capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company unless otherwise specified.

ORDINARY RESOLUTIONS

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

2. (a) To re-elect Mr. Yang Kun as a non-executive director of the Company.

   (b) To re-elect Mr. Wang Wah Chi, Raymond as an executive director of the Company.

   (c) To re-elect Dr. Kwok Hoi Sing as an independent non-executive director of the Company.

   (d) To re-elect Mr. Chan Chi Kong as an independent non-executive director of the Company.

   (e) To authorise the board of directors to fix the remuneration of the directors of the Company.

3. To consider the re-appointment of independent auditor of the Company and to authorise the board of directors to fix their remuneration.

4. "**THAT**:

(a) subject to paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined under paragraph (c) below) all the powers of the Company to purchase its shares in accordance with all applicable laws, rules and regulations;

(b) the total number of Shares to be purchased pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of the Shares as at the date of passing of this resolution and the said mandate 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 articles of association of the Company or any applicable laws 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 in general meeting."

5. "**THAT**:

(a) subject to paragraph (c) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company during the Relevant Period (as defined under paragraph (d) below) to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options which might require the exercise of such powers;

(b) the mandate in paragraph (a) above shall authorize the directors of the Company to make or grant offers, agreements and options during the Relevant Period 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 by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined under paragraph (d) below);

(ii) the exercise of options under a share option scheme of the Company; and

(iii) 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 of the Company in accordance with the articles of association of the Company,

shall not exceed 20% of the total number of the Shares in issue on the date of passing of this resolution and the said mandate 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 articles of association of the Company or any applicable laws 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 in general meeting.

"Rights Issue" means an offer of shares open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register 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 any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange)."

6. "**THAT** conditional upon the passing of resolutions set out in items 4 and 5 of the notice convening this meeting (the "Notice"), the general mandate referred to in the resolution set out in item 5 of the Notice be and is hereby extended by the addition to the total number of Shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the directors pursuant to such general mandate of an amount representing the total number of Shares purchased by the Company pursuant to the mandate referred to in resolution set out in item 4 of the Notice, provided that such amount shall not exceed 10% of the total number of the Shares of the Company in issue as at the date of passing of this resolution."

On behalf of the Board
SOLOMON SYSTECH (INTERNATIONAL) LIMITED
WANG Wah Chi, Raymond
Chief Executive Officer

Hong Kong, 24 April 2026

As at the date of this notice, the Board comprises: (a) Executive Director – Mr. Wang Wah Chi, Raymond (Chief Executive Officer); (b) Non-executive Directors – Mr. Yang Kun (Chairman), Mr. Wang Hui and Ms. Liu Fei; and (c) Independent Non-executive Directors – Mr. Chan Chi Kong, Dr. Chan Philip Ching Ho and Dr. Kwok Hoi Sing.

Notes:

(a) Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy need not be a shareholder of the Company.

(b) In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting (i.e. by Tuesday, 16 June 2026 at 2:00 p.m.) or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

(c) For determining the entitlement to attend and vote at the above meeting, the Register of Members of the Company will be closed from Monday, 15 June 2026 to Thursday, 18 June 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, 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. Hong Kong time on Friday, 12 June 2026.

(d) All resolutions at the meeting will 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) pursuant to the Listing Rules. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.solomon-systech.com) in accordance with the Listing Rules.

(e) A form of proxy for use in connection with the Annual General Meeting is enclosed and such form is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.solomon-systech.com).

This circular, in both English and Chinese versions (the "Circular"), is available on the Company's website at www.solomon-systech.com (the "Company Website").

Shareholders who have chosen or have been deemed consented to receive the corporate communications (as defined in the Listing Rules) of the Company via the Company Website and for any reason have difficulty in receiving or gaining access to the Circular posted on the Company Website may obtain a printed copy of the Circular free of charge by sending a request to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or by sending an email to the Company's Hong Kong Share Registrar at **solomon2878-ecom@vistra.com**.

Shareholders may at any time change their choice of the means of receipt (either in printed form or via the Company Website) of corporate communications by any of the above methods.

(This circular is prepared in both English and Chinese. In the event of any inconsistency, the English text of this circular shall prevail)