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 a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Global New Material International Holdings Limited**, you should at once hand this circular, together with the enclosed 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.

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GLOBAL NEW MATERIAL INTERNATIONAL HOLDINGS LIMITED
环球新材国际控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 06616)

SHARE BUY-BACK MANDATE AND SHARE ISSUE MANDATE, RE-ELECTION OF RETIRING DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting of Global New Material International Holdings Limited to be held at Meeting Room, 6th Floor, Guangxi Chesir Pearl Material Co., Ltd., Pearlescent Industrial Park, No. 380, Feilu Road, Luzhai Town, Luzhai County, Liuzhou City, Guangxi, China on Friday, 26 June 2026 at 10:30 a.m. is set forth in this circular.

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy for use at the Annual General Meeting in accordance with the instructions printed thereon and return it 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 but in any event not less than 48 hours before the time appointed for the Annual General Meeting, i.e. not later than 10:30 a.m. on Wednesday, 24 June 2026 or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the Annual General Meeting if they so wish.

This circular together with the form of proxy are also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.chesir.com).

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

29 April 2026

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

"Annual General Meeting"	the annual general meeting of the Company to be held at Meeting Room, 6th Floor, Guangxi Chesir Pearl Material Co., Ltd., Pearlescent Industrial Park, No. 380, Feilu Road, Luzhai Town, Luzhai County, Liuzhou City, Guangxi, China on Friday, 26 June 2026 at 10:30 a.m. or any adjournment thereof.
"Articles of Association"	the articles of association of the Company;
"Board"	the board of Directors;
"Business Day"	any day (excluding Saturdays, Sundays, public holidays and days on which a tropical cyclone warning No. 8 or above or a "black rainstorm warning signal" is hoisted in Hong Kong at any time between 9:00 a.m. and 5:00 p.m.) on which licensed banks generally are open for general banking business in Hong Kong;
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC;
"Company"	Global New Material International Holdings 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 (stock code: 06616);
"Director(s)"	the director(s) of the Company;
"Group"	the Company and its subsidiaries;
"HKSCC"	Hong Kong Securities Clearing Company Limited;
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong;
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China;
"Latest Practicable Date"	24 April 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 of Hong Kong Limited, as amended from time to time;
"Memorandum"	the memorandum of association of the Company;

"Nomination Committee"	the nomination committee of the Board;
"Notice"	the notice dated 29 April 2026 convening the Annual General Meeting as set forth in this circular;
"PRC"	the People's Republic of China which, for the purpose of this circular, excludes Hong Kong, The Macau Special Administrative Region of the People's Republic of China and Taiwan;
"Register of Members"	the register of members of the Company;
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
"Share(s)"	ordinary share(s) of HK$0.1 each in the share capital of the Company;
"Share Buy-back Mandate"	the general mandate proposed to be granted to the Directors to buy-back Shares on the Stock Exchange of not exceeding 10% of the total number of the Shares in issue (excluding treasury Shares) as of the date of passing of the proposed ordinary resolution contained in item 8 of the Notice and to determine such Shares bought-back shall be held as treasury Shares by the Company or otherwise be cancelled;
"Share Issue Mandate"	the general mandate proposed to be granted to the Directors to allot, issue or deal with additional Shares (including any sale or transfer of treasury Shares out of treasury) of not exceeding 20% of the total number of the Shares in issue (excluding treasury Shares) as of the date of passing of the proposed ordinary resolution contained in item 9 of the Notice;
"Shareholder(s)"	holder(s) of Share(s);
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Takeovers Code"	The Codes on Takeovers and Mergers and Share Buy-backs, as amended from time to time;
"treasury Shares"	has the meaning ascribed to it under the Listing Rules; and
"%"	per cent.

Despatch of this circular and the Notice	Wednesday, 29 April 2026
Latest time for lodging transfer forms of Shares to qualify for entitlements to attend and vote at the Annual General Meeting	4:30 p.m. on Monday, 22 June 2026
Closure of Register of Members for purpose of Annual General Meeting (both days inclusive)	from Tuesday, 23 June 2026 to Friday, 26 June 2026
Latest time for lodging forms of proxy for the Annual General Meeting (in any event not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof)	before 10:30 a.m. on Wednesday, 24 June 2026
Record Date of the Annual General Meeting	Friday, 26 June 2026
Date and time of the Annual General Meeting	10:30 a.m. on Friday, 26 June 2026

Notes:

1. If there is a tropical cyclone warning signal number 8 or above, or a black rainstorm warning, or "extreme conditions" caused by super typhoons:

   (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon, the latest time for lodging transfer documents will remain at 4:30 p.m. on the same Business Day; or

   (b) in force in Hong Kong at any local time between 12:00 noon and 4:30 p.m., the latest time for lodging transfer documents will be rescheduled to 4:30 p.m. on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:30 p.m.

2. All dates and time set forth in this circular refer to Hong Kong dates and time.

3. Dates or deadlines specified in this circular are indicative only and may be varied by the Company. Any consequential changes to the expected timetable will be published or notified to the Shareholders as and when appropriate and in accordance with the Listing Rules.

GLOBAL NEW MATERIAL INTERNATIONAL HOLDINGS LIMITED
环球新材国际控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 06616)

Executive Directors:
Dr SU Ertian *(Chairman and Chief Executive Officer)*
Mr JIN Zengqin
Mr ZHOU Fangchao
Mr BAI Zhihuan
Ms ZENG Zhu
Mr LIM Kwang Su

Non-executive Director:
Mr HU Yongxiang

Independent Non-executive Directors:
Mr HUI Chi Fung
Professor HAN Gaorong
Mr LEUNG Kwai Wah Alex
Professor CHEN Fadong

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

Principal place of business in the PRC:
Pearlescent Industrial Park
No. 380, Feilu Road
Luzhai Town, Luzhai County
Liuzhou City
Guangxi Zhuang Autonomous Region PRC

Principal place of business in Hong Kong:
Room 2703, 27/F,
China Resources Building
26 Harbour Road, Wanchai
Hong Kong

29 April 2026

To the Shareholders

Dear Sir/Madam,

SHARE BUY-BACK MANDATE AND SHARE ISSUE MANDATE, RE-ELECTION OF RETIRING DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to give you information on the following resolutions proposed to be tabled at the Annual General Meeting, so as to enable you to make an informed decision on the resolutions at the Annual General Meeting.

The resolutions include (i) the grant of the Share Buy-back Mandate; (ii) the grant of the Share Issue Mandate; (iii) the extension of the Share Issue Mandate; and (iv) the re-election of retiring Directors. Information on the retiring Directors is also included in this circular.

2. GRANT OF THE SHARE BUY-BACK MANDATE

At the annual general meeting of the Company held on 27 June 2025, a general unconditional mandate was granted to the Directors to buy-back Shares. Such mandate will lapse at the conclusion of the Annual General Meeting.

In order to give the Company the flexibility to buy-back Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Share Buy-back Mandate to the Directors to buy-back Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares of the Company (excluding treasury Shares) as of the date of passing of the proposed ordinary resolution contained in item 8 of the Notice, i.e. a total of 124,844,178 Shares on the basis that no further Shares are issued or bought-back before the Annual General Meeting.

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 Buy-back Mandate is set forth in Appendix I to this circular.

3. GRANT OF THE SHARE ISSUE MANDATE

At the annual general meeting of the Company held on 27 June 2025, a general unconditional mandate was granted to the Directors to allot, issue and deal with the Shares. Such mandate will lapse at the conclusion of the Annual General Meeting.

In order to give the Company the flexibility to issue Shares (including any sale or transfer of treasury Shares) if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Share Issue Mandate to the Directors to allot, issue or deal with additional Shares (including any sale or transfer of treasury Shares out of treasury) of not exceeding 20% of the total number of issued Shares of the Company (excluding treasury Shares) as of the date of passing of the proposed ordinary resolution contained in item 9 of the Notice, i.e. a total of 249,688,356 Shares on the basis that no further Shares are issued or bought back before the Annual General Meeting. An ordinary resolution to extend the Share Issue Mandate by adding the number of Shares bought back by the Company pursuant to the Share Buy-back Mandate will also be proposed at the Annual General Meeting.

Subject to the passing of the aforesaid ordinary resolutions of the Share Buy-back Mandate and the Share Issue Mandate, a separate ordinary resolution will also be proposed for the Shareholders to consider and, if thought fit, approve the extension of the Share Issue Mandate by adding to the aggregate number of Shares which may be allotted (or transferred out of treasury) or agreed conditionally or unconditionally to be allotted (or transferred out of treasury) by the Directors pursuant to the Share Issue Mandate the number of Shares bought back under the Share Buy-back Mandate, if granted.

4. RE-ELECTION OF RETIRING DIRECTORS

In accordance with Article 84 of the Articles of Association, Mr JIN Zengqin, Mr HU Yongxiang, Mr HUI Chi Fung and Professor HAN Gaorong shall retire at the Annual General Meeting. All of the above Directors, being eligible, will offer themselves for re-election at the Annual General Meeting.

Mr HUI Chi Fung and Professor HAN Gaorong have confirmed their independence with reference to the factors set forth in Rule 3.13 of the Listing Rules. The Nomination Committee has reviewed the composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skill and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria set forth in the Company's board diversity policy and the Company's corporate strategy, and the independence of Mr HUI Chi Fung and Professor HAN Gaorong. The Nomination Committee has recommended to the Board on re-election of all the retiring Directors including the aforesaid independent non-executive Directors who are due to retire at the Annual General Meeting. The Board accepted the recommendations made by the Nomination Committee and considers that Mr HUI Chi Fung and Professor HAN Gaorong are independent in accordance with the independence guidelines set forth in the Listing Rules and all the retiring Directors will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity. The Board, therefore, believes that all the retiring Directors should be re-elected.

Information on the retiring Directors proposed for re-election at the Annual General Meeting are set forth in Appendix II to this circular.

5. ANNUAL GENERAL MEETING

The Notice is set forth in this circular. At the Annual General Meeting, resolutions will be proposed to approve, inter alia, the grant of Share Buy-back Mandate, the grant of Share Issue Mandate and the extension of the Share Issue Mandate and the re-election of retiring Directors. The Annual General Meeting will be held at Meeting Room, 6th Floor, Guangxi Chesir Pearl Material Co., Ltd., Pearlescent Industrial Park, No. 380, Feilu Road, Luzhai Town, Luzhai County, Liuzhou City, Guangxi, China on Friday, 26 June 2026 at 10:30 a.m..

6. PROXY ARRANGEMENT

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 websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.chesir.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 certified copy of that 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 the Annual General Meeting (i.e. not later than 10:30 a.m. on Wednesday, 24 June 2026) or the adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish.

7. CLOSURE OF THE REGISTER OF MEMBERS

The Register of Members will be closed from Tuesday, 23 June 2026 to Friday, 26 June 2026 (both days inclusive), during which period no transfer of Shares will be registered. The record date for entitlement to attend and vote at the Annual General Meeting is Friday, 26 June 2026. In order to determine the entitlement to attend and vote at the Annual General Meeting, all share 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. on Monday, 22 June 2026.

8. VOTING BY WAY OF POLL

According 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. Therefore, poll voting for all proposed resolutions of the Company will be proceeded with at the Annual General Meeting.

The poll results will be published on the Stock Exchange's website and the Company's website after the conclusion of the Annual General Meeting.

Holders of treasury Shares (if any) shall abstain from voting on matters that require shareholders' approval at the Company's general meetings.

9. RECOMMENDATION

The Directors consider that the granting of the Share Buy-back Mandate and the Share Issue Mandate and re-election of retiring Directors are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

10. 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.

Yours faithfully,
For and on behalf of the Board
Global New Material International Holdings Limited
SU Ertian
Chairman and Chief Executive Officer

The following is 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 ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Share Buy-back Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 1,248,441,781 Shares and there was no treasury Share.

Subject to the passing of the ordinary resolution set out in item 8 of the Notice in respect of the granting of the Share Buy-back Mandate and on the basis that no further Shares are issued or bought back before the Annual General Meeting, i.e. being 1,248,441,781 Shares, the Directors would be authorised under the Share Buy-back Mandate to buy back, during the period in which the Share Buy-back Mandate remains in force, a total of 124,844,178 Shares, representing 10% of the total number of Shares in issue (excluding treasury Shares) as of the date of passing of the relevant resolution.

2. REASONS FOR SHARE BUY-BACK

The Directors believe that the granting of the Share Buy-back Mandate is in the best interests of the Company and the Shareholders.

Shares buy-back may, depending on the 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 a buy-back will benefit the Company and the Shareholders.

3. FUNDING OF SHARE BUY-BACK

The Company may only apply funds legally available for share buy-back in accordance with its Memorandum and Articles of Association, the laws of the Cayman Islands, the Listing Rules and/or any other applicable laws, as the case may be.

4. IMPACT OF SHARE BUY-BACK

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the annual report of the Company for the year ended 31 December 2025) in the event that the Share Buy-back Mandate was to be carried out in full at any time during the proposed buy-back period. However, the Directors do not intend to exercise the Share Buy-back 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.

5. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares have traded on the Stock Exchange during each of the previous 12 months up to and including the Latest Practicable Date were as follows:

Month	Highest	Lowest
	HK$	*HK$*
2025		
April	4.42	3.36
May	4.07	3.64
June	5.05	3.85
July	5.97	4.65
August	5.17	4.30
September	5.07	4.30
October	5.09	4.32
November	8.01	5.26
December	11.25	7.80
2026		
January	10.34	7.59
February	10.11	6.81
March	9.16	7.04
April *(up to the Latest Practicable Date)*	8.25	6.88

6. GENERAL

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

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

The Directors will exercise the power of the Company to buy back Shares pursuant to the Share Buy-back Mandate in accordance with the Listing Rules, the Memorandum and Articles of Association and the applicable laws of the Cayman Islands.

The Company has confirmed that neither the Explanatory Statement nor the proposed Shares buy-back has any unusual features.

7. STATUS OF BOUGHT-BACK SHARES

Shares bought back by the Company may be held by the Company as treasury Shares or cancelled as determined by the Directors, depending on the market conditions and the Group's capital management needs at the relevant time of the buy-backs.

For any treasury Shares deposited with CCASS pending resale on the Stock Exchange, the Company shall (i) procure its broker not to give any instructions to HKSCC to vote at general meetings of the Company for the treasury Shares deposited with CCASS; (ii) in the case of dividends or distributions, withdraw the treasury Shares from CCASS, and either re-register them in its own name as treasury Shares or cancel them, in each case before the record date for the dividends or distributions; and (iii) take any other measures to ensure that it will not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as treasury Shares.

8. TAKEOVERS CODE

If as a result of a buy-back of Shares pursuant to the Share Buy-back 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 Rule 32 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 Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, Dr SU, the Chairman of the Board, was interested and deemed to be interested in 451,650,597 Shares, representing 36.17% of the total issued share capital of the Company.

On the basis that (i) the total issued share capital of the Company (being 1,248,441,781 Shares) remains unchanged as of the date of the Annual General Meeting and (ii) the shareholding interest of Dr SU in the Company (being 451,650,597 Shares) remains unchanged immediately after the full exercise of the Share Buy-back Mandate, in the event that the Directors exercise the proposed Share Buy-back Mandate in full, the shareholding of Dr SU would be increased to 40.20% of the total issued share capital of the Company. 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 Buy-back 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 and/or result in the aggregate number of Shares held by the public shareholders falling below the prescribed minimum percentage required by the Stock Exchange.

9. SHARE BUY-BACK MADE BY THE COMPANY

During the 6 months prior to the Latest Practicable Date, the Company had not bought back any of the Shares (whether on the Stock Exchange or otherwise).

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

(1) Mr JIN Zengqin (金增勤先生)

Position and Experience

Mr JIN Zengqin ("**Mr JIN**"), aged 57, is the executive Director and one of the controlling shareholders of the Company. Mr JIN has been an executive director and Deputy General Manager of Guangxi Chesir Pearl Material Co., Ltd. ("**Chesir Pearl**") since May 2011, primarily responsible for supervising the sales business and driving the implementation of business strategies and related plans. In 2025, Mr JIN was appointed as General Manager of Zhejiang Hongzun Technology Co. Ltd, with overall responsibility for the operation and management of the company, specifically including the implementation of group strategies, achievement of operational goals, risk management and control, building of the core team and improvement of organisational efficiency, etc.

Mr JIN has many years of practical experience in manufacturing management and sales, and is proficient in sales strategy formulation, sales channel expanding, brand planning, customer negotiation and team management. Since he took on the position of Deputy General Manager in charge of sales at Chesir Pearl, he has quickly built a marketing team, successfully opened up the market and established a sales network covering both domestic and international markets.

Mr JIN also serves as a member of the 10th Chinese People's Political Consultative Conference of Luzhai County (鹿寨縣第十屆政協委員) and Vice Chairman of the Federation of Industry and Commerce of Luzhai County (鹿寨縣工商業聯合會). Mr JIN obtained a bachelor's degree in economics from Hangzhou College of Commerce (杭州商學院), the PRC in July 1991, a bachelor's degree in business management from Guangxi University (廣西大學), the PRC in June 1996, a bachelor's degree in arts and design from Wuchang University of Technology (武昌理工學院), the PRC in December 2013, and a master of Business Administration degree for Senior Executives from Guangxi University (廣西大學), the PRC in June 2020.

Length of service

Mr JIN has entered into a service contract with the Company for a term of three years commenced on 2 June 2021 and the term has been renewed for a further period of three years with effect from 2 June 2024 and is subject to termination by either party by giving not less than three months' prior notice in writing. As a Director of the Company, Mr JIN is subject to retirement by rotation and re-election at the Company's annual general meetings and his office can be vacated in accordance with the Articles of Association.

Relationships

As far as the Board is aware, Mr JIN does not have any relationship with other Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As of the Latest Practicable Date, Mr JIN was interested or deemed to be interested in the following Shares or underlying Shares of the Company and its associated corporations pursuant to Part XV of the SFO as set forth below:

Nature of interest [(3)]	**Relevant company** [(2)]	**Number of Shares or underlying Shares held**	**Percentage of shareholding** [(1)]
Interest in controlled corporation (L)	Liuzhou Qise Enterprise Management Partnership Enterprise (Limited Partnership)	19,129,200	1.53%
	Liuzhou Colorful Enterprise Management Partnership Enterprise (Limited Partnership)	19,458,948	1.56%

Notes:

(1) The calculation is based on the total number of Shares in issue as of the Latest Practicable Date.

(2) The general partner of Liuzhou Qise Enterprise Management Partnership Enterprise (Limited Partnership) ("**Liuzhou Qise LP**") is Dr SU Ertian who owns 10,000 shares of Liuzhou Qise LP. Mr JIN, being one of the limited partners, owns 1,565,200 shares of Liuzhou Qise LP and the original 6 individual equity holders of Chesir Pearl, who are limited partners and independent third parties, own 1,613,000 shares of Liuzhou Qise LP. Therefore, Dr SU Ertian and Mr JIN are deemed to be interested in all the Shares held by Liuzhou Qise LP for the purpose of the SFO. For the avoidance of doubt, there is no individual limited partner (except Mr JIN) contributed more than one-third of the capital contribution of Liuzhou Qise LP.

The general partner of Liuzhou Colorful Enterprise Management Partnership Enterprise (Limited Partnership) ("**Liuzhou Colorful LP**") is Dr SU Ertian who owns 10,000 shares of Liuzhou Colorful LP. Mr JIN, being one of the limited partners, owns 1,500,000 shares of Liuzhou Colorful LP and the original 9 individual equity holders of Chesir Pearl, who are limited partners and independent third parties, own 1,733,158 shares of Liuzhou Colorful LP. Therefore, Dr SU Ertian and Mr JIN are deemed to be interested in all the Shares held by of Liuzhou Colorful LP for the purpose of the SFO. For the avoidance of doubt, there is no individual limited partner (except Mr JIN) contributed more than one-third of the capital contribution of Liuzhou Colorful LP.

(3) The letter "L" denotes long position.

Save as disclosed above, Mr JIN was not interested or deemed to be interested in any Shares or underlying Shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

According to the service contract, Mr JIN is entitled to a fixed amount of compensation of HK$600,000 per annum (including director's fee) during the term of three years commenced on 2 June 2024 for all services to be rendered for the Company in the capacity as an executive Director of the Company. Upon approval by the Board, Mr JIN's compensation has been increased to HK$2,200,000 per annum with effect from 1 January 2026. The remuneration of Mr JIN is determined in accordance with the performance appraisal system from time to time adopted by the Company. The remuneration of Mr JIN shall be subject to annual review by the Board (and the remuneration committee established thereunder) at the time when annual review for the remuneration of other senior executives is made by the Board.

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

Save as disclosed above, there is no information on Mr JIN that is required to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Mr JIN that need to be brought to the attention of the Shareholders.

(2) Mr HU Yongxiang (胡永祥先生)

Position and Experience

Mr HU Yongxiang ("**Mr HU**"), aged 59, is the non-executive Director. Mr HU has also been a director of Chesir Pearl since October 2020. Mr HU is primarily responsible for formulating the overall business implementation plan of Chesir Pearl.

Mr HU graduated from Tongji University (同濟大學), the PRC in November 1998 with a master's degree of Business Administration. Mr HU has over 20 years of experience in venture capital investment. Mr HU is currently the General Manager of Zhejiang Venture Capital Group Co., Ltd. (浙江省創業投資集團有限公司), and has experience in the successful listing of companies in the new materials industry, including Western Metal Materials Co., Ltd. (西部金屬材料股份有限公司), (a company listed on the Shenzhen Stock Exchange, stock code: 002149) and Rutai Materials Tech Co., Ltd. (瑞泰科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002066). Mr HU served as a judge and entrepreneurship instructor for the new materials finals of the China Innovation and Entrepreneurship Competition (中國創新創業大賽新材料總決賽) from 2017 to 2019. Mr HU is currently the Vice President of Zhejiang Venture Capital Association (浙江省創業投資協會).

Mr HU has been a director of Zhejiang Qinglian Food Co., Ltd (浙江青蓮食品股份有限公司) since 28 June 2018. The company was listed and traded on the National Equities Exchange and Quotations on 17 March 2016 and was subsequently delisted on 21 July 2017 due to changes in strategic development plans with effect from 28 June 2018.

Mr HU has been appointed as the chairman of the supervisory committee of Hangzhou Huaguang Welding New Material Co., Ltd. (杭州華光焊接新材料股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 688379) since September 2017. Mr HU has served as a director of Hangzhou On Honest Tech. Corp., Ltd. (杭州安鴻科技股份有限公司) (a company listed and traded on the National Equities Exchange and Quotations and subsequently delisted in February 2021) since January 2019. Mr HU has served as a supervisor of Dongyang Qingyu Media Co., Ltd., (東陽青雨傳媒股份有限公司) (a company listed and traded on the National Equities Exchange and Quotations, stock code: 832698) since March 2018.

Length of service

Mr HU has entered into a letter of appointment with the Company for a term of three years commenced on 16 July 2021 and the term has been renewed for a further period of three years with effect from 16 July 2024 and is subject to termination by either party by giving not less than three months' prior notice in writing. As a Director of the Company, Mr HU is subject to retirement by rotation and re-election at the Company's annual general meetings and his office can be vacated in accordance with the Articles of Association.

Relationships

As far as the Board is aware, Mr HU does not have any relationship with other Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As of the Latest Practicable Date, Mr HU was not interested or deemed to be interested in any Shares or underlying Shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

According to the letter of appointment, Mr HU will not receive any director's fee from the Company during the term of three years commenced on 16 July 2024 for all services to be rendered for the Company in the capacity as a non-executive Director of the Company.

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

Save as disclosed above, there is no information on Mr HU that is required to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Mr HU that need to be brought to the attention of the Shareholders.

(3) Mr HUI Chi Fung (許之豐先生)

Position and Experience

Mr HUI Chi Fung ("**Mr HUI**"), aged 67, is an independent non-executive Director. Mr HUI is currently the sole proprietor of Hui Chi Fung Certified Public Accountant, a practicing accountant. Mr HUI is an executive council member of the Hong Kong Independent Non-Executive Directors Association, and Vice Chairman of the Corporate Governance Committee and the Membership & Talent Committee. Mr HUI holds a master's degree of Business Administration from The University of Western Ontario (西安大略大學). Mr HUI is a member of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of Chartered Certified Accountants and a member of the Chartered Professional Accountants of Canada.

Mr HUI is an experienced business executive with a solid accounting and financial background and has more than 30 years of working experience in the information and communications technology and consumer services industries. Mr HUI retired from Fuji Xerox (Hong Kong) Limited ("**Fuji Xerox HK**") in October 2019. Fuji Xerox HK is a subsidiary of FUJIFILM Holdings Corporation (a company listed on The Tokyo Stock Exchange (stock code: TYO: 4901)) and a subsidiary of Xerox Holdings Corporation (a company listed on NASDAQ (stock code: NASDAQ: XRX)). Prior to his retirement, Mr HUI served as the Managing Director of Fuji Xerox HK. During his 30 years of working experience at Fuji Xerox HK, Mr HUI was involved in the operations of Fuji Xerox HK, including equipment leasing, corporate finance and monitoring, legal affairs and internal audit in Hong Kong and China. Mr HUI also assisted Fuji Xerox HK in implementing the enterprise risk management system and environmental, social and governance initiatives and the establishment of internal audit team in both Hong Kong and China.

Length of service

Mr HUI has entered into a letter of appointment with the Company for a term of three years commenced on 5 September 2022 and the term has been renewed for a further period of three years with effect from 5 September 2025 and is subject to termination by either party by giving not less than three months' prior notice in writing. As a Director of the Company, Mr HUI is subject to retirement by rotation and re-election at the Company's annual general meetings and his office can be vacated in accordance with the Articles of Association.

Relationships

As far as the Board is aware, Mr HUI does not have any relationship with other Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As of the Latest Practicable Date, Mr HUI was not interested or deemed to be interested in any Shares or underlying Shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

According to the letter of appointment, Mr HUI is entitled to a fixed director's fee of HK$180,000 per annum during the term of three years commenced on 5 September 2025 for all services to be rendered for the Company in the capacity as an independent non-executive Director of the Company. The director's fee of Mr HUI shall be subject to annual review by the Board (and the remuneration committee established thereunder) at the time when annual review for the remuneration of other senior executives is made by the Board.

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

Save as disclosed above, there is no information on Mr HUI that is required to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Mr HUI that need to be brought to the attention of the Shareholders.

(4) Professor HAN Gaorong (韩高荣教授)

Position and Experience

Professor HAN Gaorong ("**Professor HAN**"), aged 63, is an independent non-executive Director. Professor HAN will provide independent advice and opinion on our strategy, performance, resources and financial operations. Professor HAN is currently a Qiushi Distinguished Professor and Dean of Zhejiang University (浙江大學), the PRC.

Professor HAN is primarily engaged in research on inorganic functional nano-materials and new energy-saving coated glass. Professor HAN has published numerous articles covering the preparation, structure, performance and application of nano-semiconductor thin film materials. Professor HAN has participated in teaching and research projects under the National Natural Science Foundation of China (國家自然科學基金委員會), the National Key R&D Program (國家重點研發計劃) and the National Science and Technology Support Program (國家科技支撐計劃) of the Ministry of Science and Technology of China. Professor HAN was awarded the Second Class Prize of the State Scientific and Technological Progress Award (國家科技進步二等獎) in 2008, and the First Class Prize of the Zhejiang Scientific and Technological Progress Award (浙江省科技進步一等獎) in 2004 and 2013 respectively. In 2004, Professor HAN was also granted the special government allowance by the State Council of the PRC (國務院政府特殊津貼).

Professor HAN obtained his bachelor's degree and doctoral degree in Materials Science and Engineering from Zhejiang University (浙江大學), the PRC in July 1983 and December 1989, respectively. Professor HAN received overseas doctoral training at Tokyo Institute of Technology, Japan from April 1988 to July 1989.

Length of service

Professor HAN has entered into a letter of appointment with the Company for a term of three years commenced on 16 July 2021 and the term has been renewed for a further period of three years with effect from 16 July 2024 and is subject to termination by either party by giving not less than three months' prior notice in writing. As a Director of the Company, Professor HAN is subject to retirement by rotation and re-election at the Company's annual general meetings and his office can be vacated in accordance with the Articles of Association.

Relationships

As far as the Board is aware, Professor HAN does not have any relationship with other Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

Interests in Shares

As of the Latest Practicable Date, Professor HAN was not interested or deemed to be interested in any Shares or underlying Shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Director's emoluments

According to the letter of appointment, Professor HAN is entitled to a fixed director's fee of HK$180,000 per annum during the term of three years commenced on 16 July 2024 for all services to be rendered for the Company in the capacity as an independent non-executive Director of the Company. The director's fee of Professor HAN shall be subject to annual review by the Board (and the remuneration committee established thereunder) at the time when annual review for the remuneration of other senior executives is made by the Board.

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

Save as disclosed above, there is no information on Professor HAN that is required to be disclosed pursuant to any of the requirements under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning Professor HAN that need to be brought to the attention of the Shareholders.

GLOBAL NEW MATERIAL INTERNATIONAL HOLDINGS LIMITED
环球新材国际控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 06616)

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the "**Annual General Meeting**") of Global New Material International Holdings Limited (the "**Company**") will be held at Meeting Room, 6th Floor, Guangxi Chesir Pearl Material Co., Ltd., Pearlescent Industrial Park, No. 380, Feilu Road, Luzhai Town, Luzhai County, Liuzhou City, Guangxi, China on Friday, 26 June 2026 at 10:30 a.m. for the following purposes:

ORDINARY RESOLUTIONS

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

2. To re-elect Mr JIN Zengqin as an executive director of the Company.

3. To re-elect Mr HU Yongxiang as a non-executive director of the Company.

4. To re-elect Mr HUI Chi Fung as an independent non-executive director of the Company.

5. To re-elect Professor HAN Gaorong as an independent non-executive director of the Company.

6. To authorise the board of directors of the Company (the "**Board**") to fix the remuneration of the directors of the Company.

7. To re-appoint RSM Hong Kong as the auditor of the Company and to authorise the Board to fix their remuneration.

8. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

   "**THAT**:

   (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and 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 below) all the powers of the Company to buy-back its shares and, if permitted under the Listing Rules, to determine whether such shares bought back shall be held as treasury shares (which shall have the meaning ascribed to it under the Listing Rules) by the Company or be cancelled in accordance with all applicable laws, rules and regulations;

(b) the total number of shares of the Company to be bought back pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company (excluding treasury shares) as of the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); 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."

9. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to compliance with the prevailing requirements of the Listing Rules and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company (including any sale or transfer of treasury shares out of treasury if permitted under the Listing Rules) and to make or grant offers, agreements and options which might require the exercise of such powers during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;

(b) the aggregate number of shares allotted (or transferred out of treasury) or agreed conditionally or unconditionally to be allotted (or transferred out of treasury) by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

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

(ii) any issue of shares under a share 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 issued shares of the Company (excluding treasury shares) as of the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); 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.

"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 recognised regulatory body or any stock exchange)."

10. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT** conditional upon the passing of the resolutions set forth in items 8 and 9 of the notice convening this meeting (the "**Notice**"), the general mandate referred to in the resolution set forth in item 9 of the Notice be and is hereby extended by the addition to the aggregate number of shares which may be allotted and issued (or transferred out of treasury) or agreed conditionally or unconditionally to be allotted and issued (or transferred out of treasury) by the directors pursuant to such general mandate of the number of shares bought back by the Company pursuant to the mandate referred to in resolution set forth in item 8 of the Notice, provided that such number of shares shall not exceed 10% of the total number of issued shares of the Company (excluding treasury shares) as of the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution)."

By order of the Board
Global New Material International Holdings Limited
SU Ertian
Chairman and Chief Executive Officer

Hong Kong, 29 April 2026

Notes:

1. All resolutions at the meeting will be taken by poll except where the chairman of the meeting may in good faith, decides to allow a resolution relating 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 and the Company in accordance with the Listing Rules.

2. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her.

3. 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 certified copy of that 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 meeting (i.e. not later than 10:30 a.m. on Wednesday, 24 June 2026) or the adjourned meeting (as the case may be). Completion and return 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.

4. For determining the entitlement to attend and vote at the meeting, the register of members of the Company will be closed from Tuesday, 23 June 2026 to Friday, 26 June 2026, both dates inclusive, during which period no transfer of shares will be registered. The record date for entitlement to attend and vote at the Annual General Meeting is Friday, 26 June 2026. In order to be eligible to attend and vote at the Annual General Meeting, unregistered holders of shares of the Company shall ensure that 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. on Monday, 22 June 2026.

5. References to time and dates in this notice are to Hong Kong time and dates.

As of the date of this notice, the Board comprises Dr SU Ertian (Chairman and Chief Executive Officer), Mr JIN Zengqin, Mr ZHOU Fangchao, Mr BAI Zhihuan, Ms ZENG Zhu and Mr LIM Kwang Su as executive directors, Mr HU Yongxiang as non-executive director and Mr HUI Chi Fung, Professor HAN Gaorong, Mr LEUNG Kwai Wah Alex and Professor CHEN Fadong as independent non-executive directors.