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IDT INTERNATIONAL LIMITED

萬威國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 167)

DISCLOSEABLE TRANSACTION PURCHASE OF AI SERVERS

On 29 September 2026 (after trading hours), the Purchaser, an indirect wholly owned subsidiary of the Company, entered into the Servers Purchase Agreement with the Vendor, pursuant to which the Purchaser agreed to acquire and the Vendor agreed to sell 40 units of AI servers for a total consideration of approximately RMB127.11 million (equivalent to approximately HK\$145.50 million) (tax included), for the purpose of further implementing the Company's established strategy.

LISTING RULES IMPLICATION

As one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Purchase exceed 5% but all of them are less than 25%, the Purchase constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

On 29 September 2026 (after trading hours), the Purchaser, an indirect wholly owned subsidiary of the Company, entered into the Servers Purchase Agreement with the Vendor, pursuant to which the Purchaser agreed to acquire and the Vendor agreed to sell 40 units of AI servers for a total consideration of approximately RMB127.11 million (equivalent to approximately HK\$145.50 million) (tax included), for the purpose of further implementing the Company's established strategy.

* For identification purposes only

THE PURCHASE

The principal terms of the Servers Purchase Agreement are set out below:

Date: 29 September 2026 (after trading hours)

Parties: (i) the Purchaser

The Purchaser is an indirect wholly owned subsidiary of the Company established in the PRC and is principally engaged in the provision of AI infrastructure services; and

(ii) the Vendor

The Vendor is a company established in the PRC and is principally engaged in the procurement and sale of high-performance servers.

Based on the information available to the Company, the ultimate beneficial owner of the Vendor is Ma Chao, who holds approximately 76.11% of the equity interest in the Vendor. To the best of the Directors' knowledge, information and belief and after having made all reasonable enquiries, the Vendor and its ultimate beneficial owner are Independent Third Parties.

Subject matter: 40 units of AI servers.

Consideration: RMB127.11 million (equivalent to approximately HK\$145.50 million) (inclusive of value-added tax at 13%).

Payment terms: The Consideration shall be paid by telegraphic transfer by batch. Upon delivery of each batch of AI servers to the Purchaser's designated location and the passing of the Purchaser's inspection, the Purchaser shall issue a goods receipt note to the Vendor and, upon receipt of a valid special VAT invoice of an equal amount issued by the Vendor, shall pay the corresponding portion of the Consideration.

The Purchaser intends to fund the Consideration by bank loans and the Group's internal resources.

Delivery terms: The AI servers may be delivered in one lot or in batches (with the quantity of each batch to be designated by the Purchaser) to the Purchaser's designated location, and all AI servers shall be delivered by 31 October 2026. All transportation, insurance and related costs shall be borne by the Vendor.

Warranty period: A warranty period of 36 months shall commence from the day following the issue of the goods receipt note by the Purchaser, during which the Vendor shall provide the original manufacturer's nationwide warranty service.

Parts replacement within the warranty period will be provided free of charge. Repair fees and extended warranty fees after the expiry of the warranty period shall be determined by both parties through friendly negotiation on a separate basis.

REASONS FOR AND BENEFIT OF THE ENTERING INTO OF THE SERVERS PURCHASE AGREEMENT

The Company is an investment holding company listed on the Main Board of the Stock Exchange. The Group is principally engaged in the design, development, manufacture, sales and marketing of various electronic products and the provision of AI infrastructure services. The Group's electronic products include communication equipment, consumer electronic equipment and battery equipment etc..

Since the resumption of its business in December 2023, the Group has remained focused on developing its business around electronic products. In 2025, the Board had already considered it commercially imperative to upgrade the Group's product ecosystem toward AI integration, and the Group has purchased AI servers for the purpose of expanding its AI infrastructure and implementing its established strategy. Since the beginning of 2026, breakthrough advancements in AI model capabilities, coupled with the large-scale deployment of AI Agents, have led to a surge in consumer demand for AI functionalities, driving exponential growth in computing power (token) consumption and rendering the development and deployment of AI data infrastructure increasingly urgent. Therefore, the Group accelerated the implementation of its established strategy and, through the recruitment of professional talent, completed the build-out and commissioning of its AI infrastructure.

To date, the AI industry has continued to develop rapidly, and the widespread adoption of AI applications has generated robust growth in demand for computing power. The Purchase is an important step in the Group's further implementation of its established strategy. Upon completion of the Purchase, the scale of the Group's own AI infrastructure will be further expanded, and its AI infrastructure will progress from an initial development stage to an accelerated expansion stage.

In addition, the Purchase demonstrates the Group's efforts to seize the opportunities arising from the development of AI infrastructure and to respond proactively to market changes. By acquiring additional AI servers in a timely manner to expand its AI infrastructure, the Group will be able to enhance the competitiveness of the Company's products and services in the AI era, thereby safeguarding the long-term development of the Company and the interests of the Company and the Shareholders as a whole.

The financing support for the Purchase from bank reflects the recognition by financial institutions of the Group's business capabilities and development prospects. On the one hand, the intended financing provides a stable source of funding for the Purchase, enabling the Group to advance the expansion of its AI infrastructure while retaining its internal resources to support its daily operations and the development of its existing businesses, thereby enhancing its overall capital efficiency. On the other hand, it validates, from the perspective of an independent financial institution, the feasibility and commercial value of the Group's business model and reflects the market's recognition of the Group's operational capability and credit standing, which will help the Group further broaden its financing channels in the future and support the long-term development of its business.

The Consideration was determined after arm's length negotiations between the Vendor and the Purchaser on normal commercial terms, taking into account the prevailing market prices of similar AI servers in terms of specifications, functions and capabilities, and a comparison with different suppliers. Having considered the above, the Directors consider that the Consideration is fair and reasonable and on normal commercial terms, and the Purchase is in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Purchase exceed 5% but all of them are less than 25%, the Purchase constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

Unless the context otherwise requires, capitalised terms used in this announcement shall have the following meanings:

“AI”	artificial intelligence
“Board”	the board of Directors
“Company”	IDT International Limited, a company incorporated in Bermuda and the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 167)
“Consideration”	the consideration for the Purchase under the Servers Purchase Agreement
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Independent Third Party(ies)”	any person or company and its ultimate beneficial owner(s), to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, is/are not connected person(s) of the Company and is/are third party(ies) independent of the Company and its connected person(s) in accordance with the Listing Rules
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
“Purchase”	the purchase of the AI servers from the Vendor pursuant to the Servers Purchase Agreement

“Purchaser”	Zhejiang Hunglap Tianqi Technology Development Co., Ltd.* (浙江弘立天啟科技發展有限公司), a company established in the PRC with limited liability and an indirect wholly owned subsidiary of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“Servers Purchase Agreement”	the servers purchase agreement dated 29 September 2026 entered into between the Purchaser and the Vendor in respect of the Purchase
“Share(s)”	ordinary share(s) of HK\$0.6 each in the share capital of the Company
“Shareholder(s)”	holder(s) of issued Share(s) from time to time
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“VAT”	value-added tax
“Vendor”	Hangzhou Dongnan Jitong Technology Co., Ltd.* (杭州東南吉通技術有限公司), a company established in the PRC with limited liability
“%”	per cent

On behalf of the Board
IDT International Limited
Liu Kun
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 29 September 2026

As at the date of this announcement, the Board comprises (i) three executive Directors, namely Mr. Liu Kun, Mr. Zhu Guoqiang and Mr. Shen Yuejie; and (ii) three independent non-executive Directors, namely Ms. Chen Weijie, Mr. Mak Tin Sang and Mr. Li Bo.

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