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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 Top Education Group Ltd, 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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TOP EDUCATION GROUP LTD
澳洲成峰高教集團有限公司

(Registered in New South Wales, Australia with limited liability)

(ACN 098 139 176)

(Stock code: 1752)

(1) PROPOSED RE-ELECTION OF DIRECTORS;
(2) PROPOSED MAXIMUM AGGREGATE LIMIT FOR REMUNERATION OF NON-EXECUTIVE DIRECTORS;
AND
(3) PROPOSED GRANT OF GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING

The notice convening the annual general meeting ("Annual General Meeting") of Top Education Group Ltd (the "Company") to be held at Level 3, Yerrabingin House, 3 Central Avenue, Eveleigh, New South Wales 2015, Sydney, Australia on Thursday, 26 November 2026 at 10:00 a.m. (Hong Kong time)/1:00 p.m. (Sydney time) is set out in this circular.

Whether or not you are able to attend the Annual General Meeting physically, please complete the accompanying proxy form in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, 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 10:00 a.m. (Hong Kong time) on Tuesday, 24 November 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 (whether physically or by means of electronic facilities) at the Annual General Meeting (or any adjournment thereof) 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 *(http://www.hkexnews.hk)* and the Company (*https://www.top.edu.au*).

27 October 2026

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HYBRID ANNUAL GENERAL MEETING

The Annual General Meeting will be in the form of a hybrid meeting. In addition to the traditional physical attendance at the Annual General Meeting, Shareholders have the option of attending, participating and voting in the Annual General Meeting through online access by visiting the website at https://meetings.computershare.com/M6AX76D (the "**Online Platform**"). Shareholders participating in the Annual General Meeting using the Online Platform will also be counted towards the quorum and he/she will be able to cast votes and submit questions relevant to the proposed resolutions through the Online Platform.

ATTENDING THE ANNUAL GENERAL MEETING BY MEANS OF ELECTRONIC FACILITIES

Shareholders attending the Annual General Meeting using the Online Platform are expected to have a reliable and stable internet connection that can support live streaming and be able to follow the Annual General Meeting proceedings in order to cast the votes and submit questions online. If for any reasons the internet connection is lost or interrupted, it may affect the ability of the Shareholders to follow the Annual General Meeting proceedings. Any missed contents as a result of connection issues arise from the Shareholders will not be repeated.

Each set of Shareholder login details can be used on one electronic device (either smartphone, tablet device or computer) at a time only. If Shareholders experience any technical difficulties or require assistance while using the Online Platform, please contact the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited ("**Computershare**") at (852) 2862 8555 from 9:00 a.m. until the end of the Annual General Meeting (Hong Kong Time) on the date of the Annual General Meeting. Please note that Shareholders' votes on the proposed resolutions cannot be recorded at, or taken by, Computershare's service hotline. In the event that Shareholders have any concerns or issues attending the physical Annual General Meeting or using the Online Platform, Shareholders are encouraged to appoint the Chairperson of the Annual General Meeting as his/her proxy to exercise his/her voting rights.

The Online Platform will be open to registered Shareholders (the "**Registered Shareholders**") and non-registered Shareholders ("**Non-Registered Shareholders**") (see below for login details and arrangements) to log in approximately 30 minutes prior to the commencement of the Annual General Meeting and can be accessed from any location with connection to the internet with a smartphone, tablet device or computer.

Login details for Registered Shareholders

Details regarding the arrangements of the Annual General Meeting, including login details to access the Online Platform and online voting, are included in the Company's notification letter to Registered Shareholders to be dispatched on Tuesday, 27 October 2026.

Login details for Non-Registered Shareholders

Non-Registered Shareholders who wish to attend and participate in the Annual General Meeting using the Online Platform should liaise with his/her bank(s), broker(s), custodian(s), nominee(s) or HKSCC Nominees Limited through which his/her Shares are held (collectively, the "**Intermediaries**") and provide his/her email addresses to the Intermediaries. Details regarding the arrangements of the Annual General Meeting, including login details to access the Online Platform and online voting, will be sent by Computershare to the email addresses provided by the Non-Registered Shareholders. Our step-by-step "Online User Guide for the Annual General Meeting to be held on Thursday, 26 November 2026" can be found on the Company's website (*https://www.top.edu.au/investor-relations*) under "Investor Relations" section.

QUESTIONS RELATING TO THE ARRANGEMENTS OF THE HYBRID ANNUAL GENERAL MEETING

For enquiries, please contact Computershare in person, by phone or online form:

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
Telephone: (852) 2862 8555
Website: www.computershare.com/hk/contact

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 Level 3, Yerrabingin House, 3 Central Avenue, Eveleigh, New South Wales 2015, Sydney, Australia on Thursday, 26 November 2026 at 10:00 a.m. (Hong Kong time)/1:00 p.m. (Sydney time), to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 18 to 23 of this circular, or any adjournment thereof
"Annual NED Remuneration Cap"	the maximum aggregate limit for remuneration paid or payable to the non-executive Directors for their services during each financial year
"AUD"	Australian dollars, the lawful currency of Australia
"Audit and Finance Committee"	the audit and finance committee of the Company
"Board"	the board of Directors
"Closely Related Party"	in relation to a member of key management personnel: (a) a spouse or child of the member; (b) a child of the member's spouse; (c) a dependant of the member or of the member's spouse; (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the Group; or (e) a company the member controls
"Company"	Top Education Group Ltd (澳洲成峰高教集團有限公司), a company registered in New South Wales, Australia with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
"Constitution"	the constitution of the Company currently in force and as amended from time to time

"Council"	the Council of Australian National Institute of Management and Commerce/Top Education Institute
"Director(s)"	the director(s) of the Company
"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
"Issuance Mandate"	a general mandate proposed to be granted to the Directors to exercise all the powers of the Company to allot, issue or deal with additional Shares of not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of the proposed ordinary resolution granting such mandate (as extended by adding to it the total number of issued Shares repurchased under the Share Buy-back Mandate), as contained in item 6 of the notice of the Annual General Meeting
"Latest Practicable Date"	21 October 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 as amended from time to time
"Nomination Committee"	the nomination committee of the Company
"Remuneration Committee"	the remuneration committee of the Company
"SFO"	Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong
"Share(s)"	ordinary share(s) in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company

"Share Buy-back Mandate"	a general mandate proposed to be granted to the Directors to exercise all the powers of the Company to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of the proposed ordinary resolution granting such mandate, as contained in item 5 of the notice of the Annual General Meeting
"Shareholder(s)"	holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	The Code on Takeovers and Mergers and Share Buy-backs
"Treasury shares"	has the meaning ascribed to it in the Listing Rules
"%"	per cent

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

TOP EDUCATION GROUP LTD
澳洲成峰高教集團有限公司

(Registered in New South Wales, Australia with limited liability)

(ACN 098 139 176)

(Stock code: 1752)

Executive Directors:
Dr. Rongning XU
Ms. Xing Shi HUANG
Mr. Qingquan YANG

Non-executive Directors:
Dr. Amen Kwai Ping LEE
Mr. Edward CHIANG

Independent Non-executive Directors:
Professor Steven SCHWARTZ
Mr. Tianye WANG
Mr. Jonathan Richard O'DEA
Professor Dominic Robert Beresford VERITY

Registered Office, principal place of business and head office in Australia:
Level 1, Bay 3
2 Locomotive Street
Eveleigh NSW 2015
Australia

Principal Place of Business in Hong Kong:
Room 1916, 19/F
Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

27 October 2026

To the Shareholders

Dear Sir/Madam,

(1) PROPOSED RE-ELECTION OF DIRECTORS;
(2) PROPOSED MAXIMUM AGGREGATE LIMIT FOR REMUNERATION OF NON-EXECUTIVE DIRECTORS;
AND
(3) PROPOSED GRANT OF GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting to be held on Thursday, 26 November 2026 relating to, among others, (a) the proposed re-election of Directors; (b) the proposed Annual NED Remuneration Cap as the maximum aggregate limit for remuneration of non-executive Directors; and (c) the proposed grant to the Directors of general mandates to repurchase Shares and to issue new Shares.

2. PROPOSED RE-ELECTION OF DIRECTORS

Article 18.4 of the Constitution conditionally adopted by the members of the Company in April 2018 effective upon listing provides that any person appointed by the Directors to fill a casual vacancy on or as an addition to the Board shall hold office only until the next following annual general meeting and shall then be eligible for re-election. There is no provision in the Constitution regarding retirement of Directors by rotation at an annual general meeting of the Company.

In accordance with code provision B.2.2, Part 2 of Appendix C1 to the Listing Rules, every director, including those appointed for a specific term, shall be subject to retirement by rotation at least once every three years.

Accordingly, it was determined by the Board that Mr. Qingquan Yang, Mr. Edward Chiang, Professor Steven Schwartz and Mr. Jonathan Richard O'Dea shall retire by rotation at the Annual General Meeting. All of the above Directors, being eligible, will offer themselves for re-election at the Annual General Meeting.

In light of the amendments to the Corporate Governance Code and related Listing Rules which took effect on 1 July 2025, the Nomination Committee has conducted a comprehensive review of the structure, size 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, board diversity and the independence of all independent non-executive Directors with reference to the nomination principles and criteria set out in the Listing Rules, the Company's Board Diversity Policy and Director Nomination Policy and the Company's corporate strategy.

Taking into account the factors set out above in assessing the proposed re-election of the retiring Directors, the Nomination Committee has recommended to the Board that Mr. Qingquan Yang, Mr. Edward Chiang, Professor Steven Schwartz and Mr. Jonathan Richard O'Dea be re-elected as Directors.

Details of the Directors proposed for re-election at the Annual General Meeting are set out in Appendix I to this circular.

3. PROPOSED MAXIMUM AGGREGATE LIMIT FOR REMUNERATION OF NON-EXECUTIVE DIRECTORS

In accordance with best corporate governance practice applicable to public companies incorporated in Australia and to provide the Company with greater flexibility with non-executive Director remuneration arrangements, the Board proposes that the Shareholders approve an Annual NED Remuneration Cap for remuneration paid or payable to the non-executive Directors for their services during each financial year. Such Annual NED Remuneration Cap would include, among other things, all directors' and committee fees and superannuation, but would exclude any amounts paid to executive Directors or for reimbursement of genuine out of pocket expenses properly incurred or for payment for additional services performed for the Company which, in the opinion of the Directors, are outside the scope of the ordinary duties of a Director.

The Board proposes that the Annual NED Remuneration Cap for the financial year ending 30 June 2027 be set at AUD850,000, taking into account (i) all remuneration being paid or proposed to be paid to the existing non-executive Directors; and (ii) an additional buffer to provide for flexibility for any future increase in remuneration to the existing non-executive Directors and/or appointments of additional non-executive Directors, where applicable, taking into account the Company's performance and the prevailing market conditions. It is not envisaged that the proposed Annual NED Remuneration Cap, if approved, will be fully utilised immediately. The Company has also reviewed board remuneration of companies in education industry listed in Australia and Hong Kong and the Directors believe that this level of remuneration is in line with market.

Shareholder approval of the Annual NED Remuneration Cap is sought to ensure that the Company:

(a) has capacity and flexibility to remunerate both existing and any new non-executive Directors joining the Board;

(b) has the ability to attract and retain new high calibre non-executive Directors whose skills and qualifications are appropriate for a company of the size and nature of the Company; and

(c) remunerates its non-executive Directors appropriately for the expectations placed upon them by both the Company and the regulatory environment in which it operates.

The total annual remuneration of the non-executive Directors for the financial year ended 30 June 2026 was approximately AUD692,000 as set out on pages 148 to 151 of the 2026 annual report of the Company. This includes all Board and committee fees paid to non-executive Directors and superannuation contributions made on behalf of the non-executive Directors.

4. PROPOSED GRANT OF GENERAL MANDATE TO REPURCHASE SHARES

At the annual general meeting of the Company held on 27 November 2025, a general mandate was granted to the Directors to repurchase Shares. 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 the Share Buy-back Mandate to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting (i.e. a total of 223,184,600 Shares on the basis that no further Shares are issued or repurchased 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 grant of the Share Buy-back Mandate is set out in Appendix II to this circular.

5. PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES

At the annual general meeting of the Company held on 27 November 2025, a general mandate was granted to the Directors to issue Shares. 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 the Issuance Mandate to the Directors to allot, issue or deal with additional Shares of not exceeding 20% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of the proposed ordinary resolution contained in item 6 of the notice of the Annual General Meeting (i.e. a total of 446,369,200 Shares on the basis that no further Shares are issued or repurchased before the Annual General Meeting). An ordinary resolution to extend the Issuance Mandate by adding the number of Shares repurchased by the Company pursuant to the Share Buy-back Mandate will also be proposed at the Annual General Meeting.

The Share Buy-back Mandate and Issuance Mandate will continue in force until the conclusion of the next annual general meeting of the Company held after the Annual General Meeting or any earlier date as referred to in the proposed ordinary resolutions contained in items 5 and 6 of the notice of the Annual General Meeting as set out on pages 18 to 23 of this circular.

6. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 18 to 23 of this circular.

As set out in the section headed "Guidance for the Annual General Meeting" of this circular, the Annual General Meeting will be in the form of a hybrid meeting. In addition to the traditional physical attendance at the Annual General Meeting, Shareholders have the option of attending, participating and voting in the Annual General Meeting through online access by visiting the website at https://meetings.computershare.com/M6AX76D (the "**Online Platform**"). Shareholders participating in the Annual General Meeting using the Online Platform will also be counted towards the quorum and he/she will be able to cast votes and submit questions relevant to the proposed resolutions through the Online Platform. The Company strongly encourages Shareholders to exercise their rights to attend and vote at the Annual General Meeting by electronic facilities.

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 chairperson of the general meeting, in good faith, decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the conclusion of the Annual General Meeting in the manner prescribed under the Listing Rules on the websites of the Stock Exchange (*http://www.hkexnews.hk*) and the Company (*https://www.top.edu.au*).

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 (*http://www.hkexnews.hk*) and the Company (*https://www.top.edu.au*). Whether or not you intend to attend the Annual General Meeting, you are requested to submit your proxy appointment by completing and signing the proxy form in accordance with the instructions printed thereon and return it, 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 to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, 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 10:00 a.m. (Hong Kong time) on Tuesday, 24 November 2026) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting (whether physically or by means of electronic facilities) at the Annual General Meeting (or any adjournment thereof) if you so wish.

The Annual General Meeting will be held on Thursday, 26 November 2026. For determining the entitlement of the Shareholders to attend and vote at the meeting, the register of members of the Company will be closed from Monday, 23 November 2026 to Thursday, 26 November 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, unregistered holders of Shares 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, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. (Hong Kong time) on Friday, 20 November 2026. The record date will be Thursday, 26 November 2026.

To be qualified for the final dividend (subject to the approval of the Shareholders at the Annual General Meeting), the register of members of the Company will be closed by the Company from Thursday, 3 December 2026 to Monday, 7 December 2026, both dates inclusive, during which period no transfer of Shares of the Company will be registered. All transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. (Hong Kong time) on Wednesday, 2 December 2026.

Shareholders will be given reasonable opportunity at the Annual General Meeting to raise questions on or make comments on the management of the Company. Shareholders will also be able to ask the representative of the Company's auditor questions relevant to the audit of the financial statements of the Company.

The Company will disregard any votes cast on the proposed resolution relating to the approval of the Annual NED Remuneration Cap by a member of the key management personnel of the Group, or a Closely Related Party of any such member, as a proxy where the proxy appointment does not specify the way the proxy is to vote on the resolution, unless:

(a) the proxy is the Chairperson of the meeting at which the resolution is voted on; and

(b) the proxy appointment expressly authorizes the Chairperson to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the key management personnel for the Group.

7. RECOMMENDATION

The recommendations of the Directors in relation to the resolutions with respect to the re-election of the retiring Directors to be proposed at the Annual General Meeting are set out in the section headed "2. PROPOSED RE-ELECTION OF DIRECTORS" of this circular.

All the Directors consider that the grant of the Share Buy-back Mandate and the Issuance Mandate and the payment of final dividend are in the best interests of the Company and the Shareholders as a whole. Accordingly, all the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Given that the non-executive Directors have a personal interest in the outcome of the proposed resolution relating to the approval of the Annual NED Remuneration Cap, each non-executive Director will abstain from making any recommendations to the Shareholders in relation to that resolution. Other than as stated above, the remaining Directors consider that the proposed Annual NED Remuneration Cap is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors (other than the non-executive Directors) recommend the Shareholders to vote in favour of the relevant resolution to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
Amen Kwai Ping Lee
Chairperson

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

(1) QINGQUAN YANG

Mr. Qingquan Yang, aged 59, re-joined the Company and has been serving as a non-executive Director since 16 March 2023. He was re-designated as an executive Director of the Company since 1 October 2024, and is primarily responsible for promoting and maintaining the collaboration opportunities and relationships in Greater China region.

Mr. Yang was a director at the Company between 2001 and 2009, and again from 2012 to 2017. Since 2017, Mr. Yang has acted as chairman of Billion Glory Group Holdings Limited, focussing on private asset management. Between 2006 and 2015, Mr. Yang served as vice president at Guangzhou Yihe Group Company Limited and managed its real estate development operations in the South-West region of the PRC. Mr. Yang also gained experience in the real estate sector through his role as chairman and general manager at Guangzhou Nantian Garden Real Estate Group Limited between 1995 and 2006, where he oversaw the development of real estate project.

Mr. Yang obtained a Bachelor of Civil Engineering from the Harbin Institute of Technology in China in 1992, and graduated with a Master of Business Administration from the Macau University of Science and Technology in 2004.

Mr. Yang entered into a re-appointment letter with the Company for a fixed term of three years commencing from 16 March 2026, which may be terminated by either party by giving not less than three months' prior notice in writing. Pursuant to the letter of appointment, Mr. Yang shall receive director's fee in the amount of AUD$80,000 per annum as an executive Director. Mr. Yang has also entered into an employment contract with the Company in relation to his role in promoting and maintaining collaboration opportunities and relationships in the Greater China region, pursuant to which, he is entitled to receive an annual salary of AUD67,000. Mr. Yang's remuneration will be reviewed annually by the Remuneration Committee with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation for similar appointment.

As at the Latest Practicable Date, Mr. Yang had or was deemed to have interests in 365,764,000 Shares or underlying Shares within the meaning of Part XV of the SFO.

Mr. Yang does not have any other relationship with any Directors, senior management, or any substantial or controlling shareholders (as defined in the Listing Rules) of the Company, and did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the Latest Practicable Date.

Save as disclosed above, there is no information which is disclosable, nor is/was Mr. Yang involved in any of the matters required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Mr. Yang that need to be brought to the attention of the Shareholders.

(2) EDWARD CHIANG

Mr. Edward Chiang, aged 45, has served as a non-executive Director since 1 September 2020.

Since June 2017, Mr. Chiang has acted as the director of investor relations at Minsheng Education Group Company Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1569) and is responsible for developing and executing investor relations strategy, merger and acquisitions and corporate finance function. Mr. Chiang has acted as an independent non-executive director at FOLANGSI CO., LTD, a company listed on the Main Board of the Stock Exchange (stock code: 2499) since April 2023. Mr. Chiang acted as the corporate finance manager of Kingsway Capital Limited, a Hong Kong based financial services provider, and was responsible for execution of initial public offerings in Hong Kong and other corporate finance advisory transactions between January 2013 and January 2014. From January 2014 to June 2017, he served as senior manager, PRC operations of Town Health International Medical Group Limited, a company listed on the Main Board of the Stock Exchange (stock code: 3886), which primarily engages in healthcare business investments and provision and management of healthcare and related services.

Mr. Chiang graduated with a Bachelor of Arts (majoring in business law) from Macquarie University in Sydney, Australia in October 2005.

Mr. Chiang entered into a re-appointment letter with the Company for a fixed term of three years commencing from 1 September 2026, which may be terminated by either party by giving not less than three months' prior notice in writing. Pursuant to the re-appointment letter, Mr. Chiang shall receive director's fee in the amount of AUD$90,000 per annum as a non-executive Director. Mr. Chiang's remuneration will be reviewed annually by the Remuneration Committee with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation for similar appointment.

As at the Latest Practicable Date, Mr. Chiang did not have or was not deemed to have interests in Shares or underlying Shares within the meaning of Part XV of the SFO.

Mr. Chiang does not have any other relationship with any Directors, senior management, or any substantial or controlling shareholders (as defined in the Listing Rules) of the Company, and did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the Latest Practicable Date.

Save as disclosed above, there is no information which is disclosable, nor is/was Mr. Chiang involved in any of the matters required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Mr. Chiang that need to be brought to the attention of the Shareholders.

(3) STEVEN SCHWARTZ

Professor Steven Schwartz, aged 79, has served as an independent non-executive Director since 18 April 2018 and is a member of the Council. He is also the chairman of the Remuneration Committee and a member of the Audit and Finance Committee and Nomination Committee.

Professor Schwartz has over 20 years of experience in higher education. From 1996 to 2002, 2002 to 2005, and 2006 to 2012, Professor Schwartz served as vice chancellor of Murdoch University, Brunel University, and Macquarie University, respectively, where he was responsible for academic growth and development. From 2011 to 2013, he was the chairman of the Australian American Fulbright Commission, a foreign exchange scholarship programme in United States. From May 2013 to December 2017, he was the CEO of the Council for the Humanities, Arts and Social Sciences of Canberra in Australia. From June 2015 to May 2018, he was the chairman of the Australian Curriculum Assessment and Reporting Authority. From December 2018 to December 2019, Professor Schwartz was the consultant for Australian Government Department of Health.

In 1991, Professor Schwartz was admitted as a fellow of the Academy of Social Sciences in Australia. He is currently an honorary senior fellow of the LH Martin Institute of the University of Melbourne, which is a national institute aiming to serve the tertiary education sector in Australia and New Zealand. He was awarded the Order of Australia in January 2013.

Professor Schwartz obtained his degree in Bachelor of Arts from the Brooklyn College of the City University of New York in June 1967. He then obtained his Master Degree in Psychology and his PhD from Syracuse University in New York in January 1970 and June 1971, respectively.

Professor Schwartz entered into a re-appointment letter with the Company for a fixed term of three years commencing from 18 April 2024, which may be terminated by either party by giving not less than three months' prior notice in writing. Pursuant to the re-appointment letter, Professor Schwartz shall receive director's fee in the amount of AUD$91,000 per annum as an independent non-executive Director. Professor Schwartz's remuneration will be reviewed annually by the Remuneration Committee with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation for similar appointment.

As at the Latest Practicable Date, Professor Schwartz had or was deemed to have interests in 3,872,000 Shares or underlying Shares within the meaning of Part XV of the SFO.

Professor Schwartz does not have any other relationship with any Directors, senior management, or any substantial or controlling shareholders (as defined in the Listing Rules) of the Company, and did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the Latest Practicable Date.

Save as disclosed above, there is no information which is disclosable, nor is/was Professor Schwartz involved in any of the matters required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Professor Schwartz that need to be brought to the attention of the Shareholders.

(4) JONATHAN RICHARD O'DEA

Mr. Jonathan Richard O'Dea, aged 60, has served as an independent non-executive Director since 15 February 2023 and is the chairman of the Nomination Committee and a member of the Audit and Finance Committee. Mr. O'Dea has been appointed as chairperson of the Risk and Compliance Committee with effect from 18 November 2024. Mr. O'Dea is a non-executive director of Homart Group and Catholic Care – Diocese of Broken Bay, respectively. He is also a trustee of Mitsui Educational Foundation since February 2024. He held a number of senior leadership roles across private and public sectors in Australia. From 2007 to 2023, Mr. O'Dea was a member of the NSW Parliament, serving local constituents and contributing to policy and reform initiatives. While a Member of Parliament, Mr. O'Dea also served as Speaker of the NSW Parliament from 2019 to 2023. As Speaker, Mr. O'Dea chaired the NSW Legislative Assembly and the NSW Parliament Presiding Officer and Executive Group, and served as an international representative with the Commonwealth Parliamentary Association.

Prior to joining the NSW Parliament, he had executive and non-executive director roles in the insurance sector.

Mr. O'Dea obtained a Bachelor of Arts and Laws from the University of Sydney in 1989, a Graduate Diploma of Legal Practice from the NSW College of Law in 1990, a Master of Laws from the University of Sydney in 1994 and a Master of Business Administration from Deakin University in Australia in 2002. In 2009, he was awarded an Advanced Diploma with Order of Merit from the Australian Institute of Company Directors.

Mr. O'Dea entered into a re-appointment letter with the Company for a fixed term of three years commencing from 15 February 2026, which may be terminated by either party by giving not less than three months' prior notice in writing. Pursuant to the appointment letter, Mr. O'Dea shall receive director's fee in the amount of AUD$91,000 per annum as an independent non-executive Director. Mr. O'Dea's remuneration will be reviewed annually by the Remuneration Committee with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation for a similar appointment.

As at the Latest Practicable Date, Mr. O'Dea did not have or was not deemed to have interests in Shares or underlying Shares within the meaning of Part XV of the SFO.

Mr. O'Dea does not have any other relationship with any Directors, senior management, or any substantial or controlling shareholders (as defined in the Listing Rules) of the Company, and did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the Latest Practicable Date.

Save as disclosed above, there is no information which is disclosable, nor is/was Mr. O'Dea involved in any of the matters required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Mr. O'Dea that need to be brought to the attention of the Shareholders.

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 grant of the Share Buy-back Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 2,231,846,000 Shares.

Subject to the passing of the ordinary resolution set out in item 5 of the notice of the Annual General Meeting in respect of the grant of the Share Buy-back Mandate and on the basis that no further Shares are issued or repurchased before the Annual General Meeting, i.e. being 2,231,846,000 Shares, the Directors would be authorized under the Share Buy-back Mandate to repurchase, during the period in which the Share Buy-back Mandate remains in force, a total of 223,184,600 Shares, representing 10% of the total number of Shares in issue as at the date of the Annual General Meeting (excluding treasury shares).

2. REASONS FOR SHARE BUY-BACK

The Directors believe that the grant of the Share Buy-back Mandate is in the best interests of the Company and the Shareholders as a whole.

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 the Constitution, the Listing Rules, the laws of Australia and/or any other applicable laws, as the case may be. The Company may not repurchase the Shares on the Stock Exchange for consideration other than cash or for settlement otherwise in accordance with the trading rules of the Stock Exchange. Subject to the foregoing, the Company may make buy-backs out of the profit or out of the proceeds of a fresh issue of Shares for the purpose of the buy-back. Any amount of premium payable on the purchase over the value of the Shares to be repurchased must be out of profits of the Company or out of the Company's share premium account. If authorized by the Constitution and subject to the laws of Australia, repurchase may also be made out of capital.

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 30 June 2026) 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 were as follows:

Month	**Highest**	**Lowest**
	HK$	*HK$*
October, 2025	0.093	0.079
November, 2025	0.095	0.080
December, 2025	0.095	0.081
January, 2026	0.093	0.076
February, 2026	0.090	0.077
March, 2026	0.088	0.074
April, 2026	0.092	0.077
May, 2026	0.140	0.088
June, 2026	0.190	0.087
July, 2026	0.111	0.080
August, 2026	0.120	0.088
September, 2026	0.117	0.084
October, 2026 *(up to the Latest Practicable Date)*	0.115	0.101

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 grant of the Share Buy-back Mandate is approved by the Shareholders.

As at the Latest Practicable Date, 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 grant of the Share Buy-back Mandate is approved by the Shareholders.

The Directors will exercise the power of the Company to repurchase Shares pursuant to the Share Buy-back Mandate in accordance with the Listing Rules and the applicable laws of Australia.

The Company has confirmed that neither the explanatory statement nor the proposed share buy-back has any unusual features.

7. 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 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.

To the best knowledge of the Company, as at the Latest Practicable Date, the Directors are not aware of any consequences which would arise under the Takeovers Code as a result of an exercise of the proposed Share Buy-back Mandate.

8. SHARE BUY-BACK MADE BY THE COMPANY

During the 6 months prior to the Latest Practicable Date, the Company has not repurchased Shares of the Company on the Stock Exchange.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.

TOP EDUCATION GROUP LTD
澳洲成峰高教集團有限公司

(Registered in New South Wales, Australia with limited liability)

(ACN 098 139 176)

(Stock code: 1752)

Notice is hereby given that the annual general meeting (the "Annual General Meeting") of Top Education Group Ltd (the "Company") will be held at Level 3, Yerrabingin House, 3 Central Avenue, Eveleigh, New South Wales 2015, Sydney, Australia on Thursday, 26 November 2026 at 10:00 a.m. (Hong Kong time)/1:00 p.m. (Sydney time) to consider the following matters as ordinary business and, if thought fit, to pass the following as ordinary resolutions:

AS ORDINARY BUSINESS

1. To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 30 June 2026.

2. To declare a final dividend of HK0.9 cents per share for the year ended 30 June 2026.

3. To consider and approve, each as a separate resolution, if thought fit, the following resolutions:

   (a) to re-elect Mr. Qingquan Yang as executive director of the Company;

   (b) to re-elect Mr. Edward Chiang as non-executive director of the Company;

   (c) to re-elect Professor Steven Schwartz as independent non-executive director of the Company;

   (d) to re-elect Mr. Jonathan Richard O'Dea as independent non-executive director of the Company;

   (e) to authorize the board of directors of the Company (the "Board") to fix the remuneration of the executive directors of the Company (the "Directors") for the year ending 30 June 2027; and

(f) to authorize the Board to fix the remuneration of the non-executive Directors for the year ending 30 June 2027, subject to a maximum aggregate limit of AUD850,000 per annum.

4. To re-appoint Baker Tilly Hong Kong Limited and RSM Australia Partners as auditors of the Company and to authorize the Board to fix their remuneration for the year ending 30 June 2027.

AS SPECIAL BUSINESS

As special business to consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions:

5. "**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 and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the Directors to exercise during the Relevant Period (as defined below) all the powers of the Company to repurchase its shares (the "Shares") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), subject to and in accordance with all applicable laws, rules and regulations;

(b) the total number of Shares of the Company to be repurchased pursuant to the mandate in paragraph (a) above during the Relevant Period shall not exceed 10% of the total number of issued Shares of the Company (excluding treasury shares) as at 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 constitution of the Company (the "Constitution") 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 of the Company (the "Shareholders") in general meeting."

6. "**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 and paragraph (c) below, a general mandate be and is hereby generally and unconditionally given to the Directors 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 during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;

(b) the approval in paragraph (a) of this resolution shall authorize the Directors during the Relevant Period to make or grant offers, agreements and options which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of Shares allotted, issued or dealt with, or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an option or otherwise) by the Directors pursuant to the mandate in paragraphs (a) and (b) above shall not exceed 20% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of Shares after the date of passing of this resolution), otherwise than pursuant to:

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

(ii) the exercise of rights of subscription or conversion under the terms of any warrants to be issued by the Company or any securities which are convertible into Shares;

(iii) the exercise of options under a share option scheme or similar arrangement of the Company;

(iv) 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 Constitution; or

(v) a specific authority granted by the Shareholders in a general meeting.

(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 Constitution 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)."

7. "**THAT** conditional upon the passing of the resolutions set out in items 5 and 6 of the notice convening this meeting (the "Notice"), the general mandate referred to in the resolution set out in item 6 of the Notice be and is hereby extended by the addition to the aggregate 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 the number of Shares repurchased by the Company pursuant to the mandate referred to in resolution set out in item 5 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 at 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
Amen Kwai Ping LEE
Chairperson

Australia, 27 October 2026

Notes:

1. As set out in the section headed "Guidance for the Annual General Meeting" of this circular, the Annual General Meeting will be a hybrid meeting. In addition to the traditional physical attendance at the Annual General Meeting, Shareholders have the option of attending, participating and voting in the Annual General Meeting through online access by visiting the website at https://meetings.computershare.com/M6AX76D (the "Online Platform"). Shareholders participating in the Annual General Meeting using the Online Platform will also be counted towards the quorum and he/she will be able to cast votes and submit questions relevant to the proposed resolutions through the Online Platform. The Company strongly encourages Shareholders to exercise their rights to attend and vote at the Annual General Meeting by electronic facilities.

2. Shareholders attending the Annual General meeting using the Online Platform are expected to have a reliable and stable internet connection that can support live streaming and be able to follow the Annual General meeting proceedings in order to cast the votes and submit questions online. If for any reasons the internet connection is lost or interrupted, it may affect the ability of the Shareholders to follow the Annual General meeting proceedings. Any missed contents as a result of connection issues arise from the Shareholders will not be repeated.

   Each set of Shareholder login details can be used on one electronic device (either smartphone, tablet device or computer) at a time only. If Shareholders experience any technical difficulties or require assistance while using the Online Platform, please contact the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited ("**Computershare**") at (852) 2862 8555 from 9:00 a.m. until the end of the Annual General Meeting (Hong Kong Time) on the date of the Annual General Meeting. Please note that Shareholders' votes on the proposed resolutions cannot be recorded at, or taken by, Computershare's service hotline. In the event that Shareholders have any concerns or issues attending the physical Annual General Meeting or using the Online Platform, Shareholders are encouraged to appoint the Chairperson of the Annual General Meeting as his/her proxy to exercise his/her voting rights.

3. The Online Platform will be open to registered Shareholders (the "**Registered Shareholders**") and non-registered Shareholders (the "**Non-Registered Shareholders**") (see below for login details and arrangements) to log in approximately 30 minutes prior to the commencement of the Annual General Meeting and can be accessed from any location with connection to the internet with a smartphone, tablet device or computer.

4. Login details for Registered Shareholders: Details regarding the arrangements of the Annual General Meeting, including login details to access the Online Platform and online voting, are included in the Company's notification letter to Registered Shareholders to be dispatched on Tuesday, 27 October 2026.

5. Login details for Non-Registered Shareholders: Non-Registered Shareholders who wish to attend and participate in the Annual General Meeting using the Online Platform should liaise with his/her bank(s), broker(s), custodian(s), nominee(s) or HKSCC Nominees Limited through which his/her Shares are held (collectively, the "**Intermediaries**") and provide his/her email addresses to the Intermediaries. Details regarding the arrangements of the Annual General Meeting, including login details to access the Online Platform and online voting, will be sent by Computershare to the email addresses provided by the Non-Registered Shareholders.

6. The step-by-step "Online User Guide for the Annual General Meeting to be held on Thursday, 26 November 2026" can be found on the Company's website (*https://www.top.edu.au/investor-relations*) under "Investor Relations" section.

7. For questions relating to the arrangements of the hybrid meeting, please contact Computershare in person, by phone or online form:

   Computershare Hong Kong Investor Services Limited
   17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
   Telephone: (852) 2862 8555
   Website: www.computershare.com/hk/contact

8. All resolutions at the Annual General Meeting will be taken by poll (except where the Chairperson of the meeting decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (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. Any Shareholder entitled to attend and vote at the meeting is entitled to appoint a proxy/more than one proxy to attend and vote instead of him. A proxy does not need to be a Shareholder. 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.

9. Where there are joint holders of any Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders be present (whether in person or by proxy) at any meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding. Several executors or administrators of a deceased member in whose name any Share stands shall be deemed joint holders thereof.

10. 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 Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Annual General Meeting (i.e. not later than 10:00 a.m. (Hong Kong time) on Tuesday, 24 November 2026) or the adjourned meeting (as the case may be).

11. Completion and return of the form of proxy shall not preclude a Shareholder from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked, however if the Shareholder votes on any resolution, whether on a show of hands or on a poll, the person acting as proxy for the Shareholder shall have no vote in that capacity on the resolution.

12. For determining the entitlement of the Shareholders to attend and vote at the meeting, the Register of Members of the Company will be closed from Monday, 23 November 2026 to Thursday, 26 November 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, unregistered holders of Shares 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, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 20 November 2026. The record date will be Thursday, 26 November 2026.

13. For determining the entitlement to the proposed final dividend (subject to approval by the Shareholders at the Annual General Meeting), the Register of Members of the Company will be closed from Thursday, 3 December 2026 to Monday, 7 December 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, unregistered holders of Shares 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, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 2 December 2026.

14. The Annual General Meeting will be held as scheduled when an amber or a red rainstorm warning signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather conditions bearing in mind their own situations.

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

As at the date of this announcement, the executive Directors are Dr. Rongning Xu, Ms. Xing Shi Huang and Mr. Qingquan Yang, the non-executive Directors are Dr. Amen Kwai Ping Lee and Mr. Edward Chiang, and the independent non-executive Directors are Professor Steven Schwartz, Mr. Tianye Wang, Mr. Jonathan Richard O'Dea and Professor Dominic Robert Beresford Verity.