THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in BlockFin Holdings Limited, you should at once hand this circular, together with the accompanying proxy form to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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BlockFin Holdings Limited

鏈信控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 888)

(1) REQUISITION FOR A SPECIAL GENERAL MEETING IN RELATION TO PROPOSED CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) PROPOSED CHANGE OF AUDITOR; AND (3) NOTICE OF SPECIAL GENERAL MEETING

A notice convening the special general meeting (the "**SGM**") of BlockFin Holdings Limited (the "**Company"**) to be held at 10th Floor, United Centre, 95 Queensway, Admiralty, Hong Kong on Friday, 4 December 2026 at 10:30 a.m. or any adjournment or postponement thereof, is set out on pages 18 to 19 of this circular.

Whether or not you are able to attend the SGM, you are requested to complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the Company's Hong Kong share registrar, 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 holding of the SGM or any adjournment or postponement thereof. Completion and return of the proxy form shall not preclude you from attending and voting in person at the SGM or any adjournment or postponement thereof if you so desire. If you attend and vote in person at the SGM, the instrument appointing your proxy will be deemed to have been revoked. If you are not a registered Shareholder (shares of the Company are held through banks, brokers, custodians, or the Hong Kong Securities Clearing Company Limited), you should consult directly with your banks or brokers or custodians (as the case may be) to assist the appointment of proxy.

30 October 2026

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

"2025 Annual Report"	the annual report of the Company for the year ended 31 December 2025
"2026 Audit"	the audit of the consolidated financial statements of the Group for the year ending 31 December 2026
"2026 Audit and Interim Review"	the 2026 Audit and the 2026 Interim Review
"2026 Audit Fee"	fee for (i) the 2026 Audit; and (ii) the 2026 Interim Review
"2026 Interim Review"	the review service in relation to the interim report of the Company for the six months ended 30 June 2026
"AFRC"	the Accounting and Financial Reporting Council
"AGM"	the annual general meeting of the Company held on 17 June 2026
"AGM Circular"	the circular in relation to the AGM
"Audit Committee"	the audit committee of the Company
"Board"	the board of Directors
"BTHK"	Baker Tilly Hong Kong Limited
"Bye-laws"	the bye-laws of the Company as amended from time to time
"Companies Act"	the Companies Act 1981 of Bermuda, as amended from time to time
"Company"	BlockFin Holdings Limited, a company incorporated in Bermuda with limited liability, whose Shares are listed on the Main Board of the Stock Exchange (Stock code: 888)
"Cost Control Measures"	measures to improve operating cashflows by, among other things, controlling administrative costs in order to improve the Group's liquidity and financial position
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries

"Guide"	the Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors issued by the AFRC
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Management"	the management of the Company
"Member"	a duly registered holder from time to time of the shares in the capital of the Company
"Mr. FENG"	Mr. FENG Zhonghua (馮中華), a former independent non-executive Director (resigned with effect from 23 October 2026)
"Mr. NG" or "Proposed Independent Non-executive Director"	Mr. NG Man Fung Walter (伍文峯), being the proposed independent non-executive Director by the Requisitionist
"Ms. LI"	Ms. LI Tsz Ying, an independent non-executive Director
"Nomination Committee"	the nomination committee of the Company
"PRC"	the People's Republic of China, for the purpose of this circular, excludes Hong Kong, Macao Special Administrative Region of the PRC and Taiwan
"Proposed Change of Auditor"	the proposed appointment of Suya as the new auditor of the Company following the Resignation with effect from 24 July 2026
"Proposed Resolutions by Requisitionist"	the proposed ordinary resolutions set out in the Requisition from the Requisitionist to the Company in relation to, among others, (i) the proposed removal of Mr. FENG as an independent non-executive Director; and (ii) the proposed appointment of Mr. NG as an independent non-executive Director, as referred to in this circular
"Remuneration Committee"	the remuneration committee of the Company

"Requisition"	the subject requisition mentioned in the Requisition Notice in relation to the convening of a special general meeting of the Company for the purpose of considering and, if thought fit, passing the Proposed Resolutions by Requisitionist as ordinary resolutions, as referred to in this circular
"Requisitionist"	HKSCC Nominees Limited
"Requisition Notice"	a letter dated 30 October 2026 from the Requisitionist to the Company in relation to the Requisition
"Resignation"	the resignation of BTHK as auditor of the Company with effect from 24 July 2026
"SGM"	the special general meeting of the Company to be held at 10th Floor, United Centre, 95 Queensway, Admiralty, Hong Kong on Friday, 4 December 2026 at 10:30 a.m. or any adjournment or postponement thereof
"Share(s)"	ordinary share(s) of HK$0.1 each in the issued share capital of the Company
"Shareholder(s)"	the holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Suya"	Suya WWC CPA Limited
"%"	per cent.

BlockFin Holdings Limited
鏈信控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 888)

Board of Directors:
Executive Directors
Mr. SUN Lei *(Chairman & Chief Executive Officer)*
Mr. ZHU Dong *(Chief Financial Officer)*

Independent Non-executive Directors
Mr. CHEN Yigong
Ms. LI Tsz Ying

Registered Office:
Richmond House, 12 Par-la-Ville Road
Hamilton HM 08
Bermuda

Principal Place of Business:
6th Floor
China Taiping Finance Centre
18 King Wah Road
North Point
Hong Kong

30 October 2026

To the Shareholders

Dear Sir or Madam,

(1) REQUISITION FOR A SPECIAL GENERAL MEETING IN RELATION TO PROPOSED CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) PROPOSED CHANGE OF AUDITOR; AND (3) NOTICE OF SPECIAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with information regarding (i) Proposed Resolutions by Requisitionist; and (ii) Proposed Change of Auditor; and to give you (iii) notice convening the SGM.

2. PROPOSED RESOLUTIONS BY REQUISITIONIST

The Board received the Requisition Notice on 30 October 2026 from the Requisitionist, being the registered owner of 680,508,005 Shares (representing approximately 47.86% of the total issued Shares as at the date of the Requisition Notice), requesting the Board to convene a special general meeting of the Company for considering and, if thought fit, passing the following ordinary resolutions:

(i) "**THAT** Mr. FENG Zhonghua (馮中華) be and is hereby removed from his office as an independent non-executive director of the Company."

(ii) "**THAT** Mr. NG Man Fung Walter (伍文峯) be and is hereby appointed as an independent non-executive director of the Company, and that the Board be and is hereby authorised to fix his remuneration as an independent non-executive director of the Company."

Mr. FENG has resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee with effect from 23 October 2026. For further details, please refer to the announcement of the Company dated 23 October 2026. As such, the resolution mentioned in paragraph (i) above is no longer applicable and will not be put forward for the Shareholders' consideration and approval at the SGM.

Relevant Provisions under the Bye-laws and Companies Act

Pursuant to bye-law 58 of the Bye-laws, the Board may whenever it thinks fit call special general meetings, and Members holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company (excluding treasury shares) carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the secretary of the Company, to require a special general meeting to be called by the Board for the transaction of any business or resolution specified in such requisition; and such meeting shall be held in the form of a physical meeting only and within two (2) months after the deposit of such requisition. If within twenty-one (21) days of such deposit the Board fails to proceed to convene such meeting the requisitionists themselves may do so in accordance with the provisions of Section 74(3) of the Companies Act at only one location.

Pursuant to section 74(1) of the Companies Act, the directors of a company, notwithstanding anything in its bye-laws shall, on the requisition of members of the company holding at the date of the deposit of the requisition not less than one-tenth of such of the paid-up capital of the company as at the date of the deposit carries the right of voting at general meetings of the company, or, in the case of a company not having a share capital, members of the company representing not less than one-tenth of the total voting rights of all the members having at the said date a right to vote at general meetings of the company, forthwith proceed duly to convene a special general meeting of the company. Section 74(3) of the Companies Act further provides that if the directors do not within twenty-one days from the date of deposit of the requisition proceed duly to convene a meeting, the requisitionists, or any of them representing more than one half of the total voting rights of all of them, may themselves convene a meeting, but any meeting so convened shall not be held after the expiration of three months from the said date.

Biographical Details of the Proposed Independent Non-executive Director

The Company is required to disclose the details referred to under Rule 13.51(2) of the Listing Rules in respect of any proposed Directors in the notice or accompanying circular to its Shareholders of the relevant general meeting of the Company.

Biographical details of the Proposed Independent Non-executive Director, which have been reproduced from and solely based upon the information provided by the Requisitionist in the Requisition, are set out in the Appendix I to this circular. **Shareholders should note that the biographical details provided by the Requisitionist have not been verified by the Board as the Requisitionist did not provide to the Board any supporting documentation in relation to the biographical details and relevant identification documents of the Proposed Independent Non-executive Director, and accordingly, the Board takes no responsibility for the accuracy of the information regarding the Proposed Independent Non-executive Director.**

Reasons for the Proposed Resolutions by Requisitionist

Below are the relevant reasons for the Proposed Resolutions by Requisitionist as set out in the Requisition:

The Requisitionist proposed a change in the Board, including the removal of Mr. FENG as an independent non-executive Director and appointment of Mr. NG as an independent non-executive Director, to enhance the governance of the Company.

- **Facilitate orderly Board succession:** Mr. FENG would reach approximately nine years of service in November 2026. A progressive refreshment would avoid an unnecessary concentration of tenure and allow succession to take place in an orderly manner.

- **Strengthen the Board's effectiveness and independence:** Mr. NG would contribute complementary experience in corporate finance, restructuring and risk management, strengthening the Board's capacity to provide independent challenge and oversight of strategy, financial performance, internal controls, capital allocation and major corporate decisions.

Following the retirement of Dr. Qi Daqing (a former independent non-executive Director) in June 2026 and the appointment of Ms. LI in August 2026, the composition of the Board's independent non-executive Directors had undergone recent change. Ms. LI brings accounting expertise to the Board. The two independent non-executive Directors, Mr. CHEN Yigong and Mr. FENG (who was an independent non-executive Director as at the date of the Requisition Notice, and subsequently resigned with effect from 23 October 2026), were both appointed on 21 November 2017, and would each reach approximately nine years of service in November 2026. Having considered the Company's present overall

governance requirements and the overall balance of skills and experience, the Requisitionist considered it appropriate to propose the removal of Mr. FENG and the appointment of Mr. NG so as to achieve an orderly and measured refreshment of the independent Board.

The Requisitionist believed that Mr. NG would contribute to the Board in the following aspects:

- **Strengthen listed-company governance experience:** Mr. NG has experience on both sides of the boardroom, having served as an executive director as well as an independent non-executive director and member of audit, remuneration and nomination committees.

- **Enhance independent oversight and constructive challenge:** Mr. NG's combined executive, financial and independent non-executive director experience would provide an additional perspective when reviewing strategy, financial performance, risk, internal controls, financing and significant corporate decisions.

The Requisitionist considered that such breadth of experience would enable Mr. NG to contribute to Board matters from multiple perspectives rather than from a single professional discipline. Mr. NG's background encompasses corporate restructuring, project financing and capital markets matters, alongside senior management experience across diverse businesses, adding both transactional expertise and practical commercial judgement.

In light of the above, the Requisitionist considered that this would be an appropriate time to refresh the composition of the Board and strengthen its independent oversight, having regard to (i) the Company's evolving business and governance circumstances; (ii) recent changes in Board composition; (iii) the approaching nine-year tenure of Mr. FENG; and (iv) the desirability of maintaining an appropriate balance of experience, independence, skills and fresh perspectives on the Board.

The Board notes that the Requisitionist provided in the Requisition a signed consent to act as Director from Mr. NG, in which he confirmed that, among others, he satisfied the independence criteria set out in Rule 3.13 of the Listing Rules.

3. PROPOSED CHANGE OF AUDITOR

References are made to the 2025 Annual Report, the AGM Circular and the announcements of the Company dated 24 July 2026 and 7 September 2026 in relation to the change of auditors of the Company.

The Board proposes to put forward the resolutions of the proposed appointment of Suya as the new auditor of the Company following the Resignation with effect from 24 July 2026.

Background for the Proposed Change of Auditor

As disclosed in the 2025 Annual Report, the Company has been taking proactive Cost Control Measures to safeguard the Group's ability to continue as a going concern. The Management considered that the auditor's remuneration, being one of the major operating expenses of the Group, should be carefully monitored, balanced and assessed.

The detailed chronology of events in relation to the Proposed Change of Auditor are set out as follows:

Date/Timing	Event
Mid-April 2026	The Company approached BTHK to obtain their estimated 2026 Audit Fee for inclusion in the AGM Circular for compliance with the newly promulgated Frequently Asked Question (FAQ16 – No.5(i)) issued by the Stock Exchange. In response, BTHK reverted that they expected the range of its 2026 Audit Fee to be HK$1,000,000 to HK$1,200,000. In view of the tight signoff schedule of the AGM Circular and based on the understanding that the Company and BTHK could further negotiate and finalise the 2026 Audit Fee at a lower fee range afterward, by taking into account the downsizing of the Group during the year ended 31 December 2025 (including disposals of four loss-making subsidiaries), once BTHK had the chance to conduct a more detailed review of the Group's latest structure in mid-2026 at the Company's request as then expected by the Management, the Company disclosed the foregoing estimated range of the 2026 Audit Fee provided by BTHK in the AGM Circular.
24 April 2026	The Company signed off the AGM Circular for bulk-printing, which contained, *inter alia*, the estimated range of the 2026 Audit Fee of BTHK and a proposal of the re-appointment of BTHK as the auditor of the Company and the authorisation to the Board to fix the 2026 Audit Fee as an ordinary resolution of the Company to be put forward for approval at the AGM.
During June 2026	The Company invited BTHK to consider providing a more precise amount for the 2026 Audit Fee, particularly in view of the Group's scaled-down operations since late 2025. In response, BTHK reverted that their estimated 2026 Audit Fee would be HK$1,180,000.

Date/Timing	Event
	In order for the Management and the Audit Committee to assess the reasonableness of the proposed 2026 Audit Fees pursuant to paragraph 2.3.8 of the Guide, in particular in light of the Group's scaled-down operations, the Management sought to obtain fee quotations for the 2026 Audit and Interim Review from two other professional audit firms, Suya and another audit firm, which came back with the fee quotations of HK$760,000 and HK$980,000 (solely for the 2026 Audit), respectively.
17 June 2026	The ordinary resolution of the Company for the re-appointment of BTHK as the auditor of the Company and the authorisation to the Board to fix its remuneration was passed at the AGM.
Early to mid-July 2026	The Company and BTHK engaged in negotiations with a view to assessing the proposed workload and resource allocation in light of the Group's scaled-down operations. BTHK revised its quotation for the 2026 Audit Fee to HK$1,080,000, being, in its view, the lowest fee that commensurate with the resources and work required to perform the 2026 Audit and Interim Review. The Company was given to understand that BTHK could only consider a fee quotation of no less than HK$1,080,000 for the 2026 Audit and Interim Review. Having considered the Company's Cost Control Measures, the Company considered it might be necessary to identify other professional auditors as a backup plan to fill any vacancy that might arise from BTHK's possible resignation, in the event that a consensus with BTHK on the 2026 Audit Fee could not be reached. The Company therefore proceeded to identify suitable professional auditors to fill the relevant possible vacancy, minding that any change of auditor should not jeopardise, or adversely affect, the audit quality, so Suya was identified by the Management and recommended to the Directors. The Board (including all the members of the Audit Committee) then held a meeting with Suya to assess its qualifications, experience and suitability, as well as its proposed audit plan and timetable for the 2026 Audit.

Date/Timing	Event
Mid-July 2026	Following the revised quotation provided by BTHK, BTHK and the Company had several verbal discussions in which BTHK enquired as to whether the engagement based on the revised fee quotation could be confirmed. In addition, BTHK informed the Company of its need to plan its resource allocation for the upcoming interim reviews for its listed issuer clients, and accordingly requested the Company to provide feedback to its quotation for 2026 Audit and Interim Review services as soon as possible. BTHK further indicated that, if the parties could not agree on the fee quotation for the 2026 Audit Fee, it would not proceed with the engagement. Accordingly, the Management was aware of the possibility of BTHK's resignation as auditor of the Company in order to reallocate the staff originally assigned to perform the Company's interim review work to other clients' interim review engagements. Against this understanding, the Management prepared a memorandum to the Audit Committee to report the circumstances and for the Audit Committee to consider whether it was appropriate to proceed with the backup plan to engage Suya to succeed BTHK as auditor of the Company in the event that the consensus on the 2026 Audit Fee could not be reached with BTHK. The Audit Committee, having reviewed Suya's proposed audit plan and considered the eligibility and suitability of Suya to act as the new auditor of the Company and the view of the Management that the engagement of Suya would be an alternative and a preferable choice as it possessed relevant audit experience and technical resources to provide audit services for the 2026 Audit and Interim Review at a more competitive fee and most aligned with the Company's Cost Control Measures, adopted the Management's proposal and recommended to the Board to approve the Proposed Change of Auditor in the event that the consensus on the 2026 Audit Fee could not be reached with BTHK, and the same was approved by the Board on the same day.

Date/Timing	Event
24 July 2026	As the consensus on the 2026 Audit Fee could not be reached, BTHK tendered its letter of resignation as auditor of the Company and a clearance letter in connection therewith, and the appointment of Suya to fill such casual vacancy at the agreed 2026 Audit Fee of HK$760,000 was executed by the Management according to the relevant resolution passed at the relevant Board meeting.

The Company did not consider the Proposed Change of Auditor before the AGM as the Management originally believed that the Company and BTHK could reach a consensus on the 2026 Audit Fee once BTHK had the chance to review in detail of the Group's current operation scale and reconsider its workload and resources required. It was only when BTHK indicated in July 2026 its lowest possible fee quotation for the 2026 Audit Fee, in the amount of HK$1,080,000, which was still higher than the quotations that the Management had originally obtained from other professional firms for reference purposes, that caused the Management to consider the need and possibility of a Proposed Change of Auditor. Accordingly, the Company did not propose the Proposed Change of Auditor at the AGM.

Key Considerations of the Audit Committee

The Audit Committee had considered a number of factors in assessing the eligibility and suitability of Suya to act as the new auditor of the Company, including but not limited to (i) its audit fee and timetable proposal; (ii) its audit plan and the resources to be allocated by Suya to complete the audit work; (iii) its extensive experience including its industry knowledge and technical competence in providing audit work for companies listed on the Stock Exchange; (iv) its independence from the Group and objectivity; and (v) the guidelines issued by the Stock Exchange and the AFRC in respect of change of auditors such as the Guide and Guidance Notes on Change of Auditors published by the AFRC.

In particular, the Audit Committee had considered the following factors:

(i) Governance and Leadership

Suya is registered with the AFRC as an auditor of Public Interest Entities and had established and maintained a quality management system in accordance with Hong Kong Standard on Quality Management. This system covers key areas, including governance and leadership, relevant ethical requirements, the acceptance and continuation of client relationships, and monitoring and remedial procedures. Based

on public searches conducted on the websites of the relevant regulatory authorities, the Audit Committee had not identified any public disciplinary records involving the key audit engagement partner of Suya.

The Audit Committee had reviewed Suya's organisational profile and the background of its senior personnel. Suya has five partners and currently has eight listed annual audit clients, and its partners come from an international audit firm and possess over 10 years of auditing and advisory experience in various industries. The Audit Committee had also reviewed the profile of Suya's responsible team and noted that the engagement partner has over 10 years of relevant experience in audits of issuers listed on the Main Board and GEM of the Stock Exchange and has experience in financial service industries, which the Audit Committee had considered relevant to the 2026 Audit.

(ii) Compliance with relevant ethical requirements

The Audit Committee understood that Suya had adopted policies and procedures to ensure its employees' understanding of applicable ethical requirements, including annual internal training for staff at all levels and internal compliance checks. The Audit Committee further understood that Suya had implemented systematic procedures to deal with ethical issues, including measures to eliminate or manage any interest or relationship causing a breach, evaluate the significance of the breach on objectivity and determine whether corrective action can satisfactorily address the issue. Suya has no previous relationship with the Company other than the proposed engagement of the 2026 Audit, and the Audit Committee had not identified any threat as to the independence of the proposed audit engagement team of Suya.

(iii) Industry knowledge and technical competence

The Audit Committee had verified Suya's licences, certificates and qualifications in relation to its provision of audit services to other companies listed on the Stock Exchange. The Audit Committee was satisfied that Suya had extensive experience with listed companies in Hong Kong and was familiar with the Hong Kong Financial Reporting Standards and applicable regulatory requirements. The Audit Committee was also satisfied that Suya had relevant knowledge and experience in the Company's business and industry, and with sufficient manpower, was qualified for and capable of performing a high-quality audit.

(iv) Engagement performance

The Audit Committee had obtained and reviewed Suya's overall audit strategy, which set out a clear scope and direction of the audit. Having reviewed Suya's audit strategy and the profiles of the engagement partner and team members, the Audit Committee was satisfied that the proposed audit engagement team had sufficient resources, expertise and time to perform a high-quality audit.

(v) Communication and interaction with the Audit Committee

The Audit Committee was satisfied that the communication plan between Suya and the Audit Committee would facilitate effective discussion of auditing matters and help ensure that the Company's audit milestones and reporting timetable would be met in a timely manner.

(vi) Monitoring process

The Audit Committee understood that Suya conducted internal engagement quality review of audit engagements completed in accordance with relevant standards. To the best knowledge of the Audit Committee, it was not aware of any conduct or activities on the part of Suya that would threaten its integrity, objectivity or independence or adversely affect its audit quality. In light of the above, the Audit Committee was satisfied that Suya's monitoring process was sound.

2026 Audit Fee Proposed by Suya and BTHK, and the Audit Committee's Assessment

The Company received the quotations for the 2026 Audit Fee from three professional audit firms, BTHK, Suya and another audit firm, in the amount of HK$1,080,000, HK$760,000 and HK$980,000 (which was solely for the 2026 Audit), respectively.

Based on the information available to the Management and the Audit Committee, and having regard to the 2026 Audit Fee proposed by Suya and BTHK:

(a) For both Suya and BTHK, the work for the 2026 Audit and Interim Review will be led by one audit partner, supported by one audit manager and two non managerial audit team members to perform the core audit works, together with one quality reviewer who will have overall review on the engagement. To assess the reasonableness of the 2026 Audit Fee, the Audit Committee obtained the breakdown of the proposed 2026 Audit Fee from BTHK and Suya including seniority of staff members pursuant to paragraph 2.3.8 of the Guide, to the extent as applicable, and was understood that the manpower by seniority of staff and the hours to be attributed to each of the audit team members by seniority were relatively the same for Suya and BTHK.

(b) Suya provided the following expected timetable for the 2026 Audit, which the Management and the Audit Committee were understood that such timeline was substantially the same as the audit of the consolidated financial statements of the Company for the year ended 31 December 2025 performed by BTHK (which also would not deviate for the 2026 Audit if it were performed by BTHK):

Phase	**Timeline**
Audit planning and audit on opening balances	October to December 2026
Communication with the Audit Committee – Planning	December 2026
Audit field work	January to March 2027
Communication with the Management and the Audit Committee on the draft audited report	Mid-March 2027
Publication of annual results announcement	Late March 2027
Publication of annual report	Late April 2027

(c) Based on the discussions with Suya and BTHK respectively, the Management and the Audit Committee understood that there would be no material differences in respect of the proposed audit strategy and scope of audit work to be conducted by Suya as compared with that of BTHK.

In light of the above and having considered the quality and independence of Suya (including pursuant to section 2 of the Guide), the Audit Committee considered that the audit quality would not be compromised by the reduced fees proposed by Suya for the 2026 Audit and Interim Review.

Further Details of Suya's Proposed Audit Plan

Based on the information available to the Management and the Directors (including all members of the Audit Committee), including the proposed audit plan provided by Suya to the Board at the meeting with Suya in mid-July 2026 in which all Directors attended (including all members of the Audit Committee), which was subsequently presented to the Audit Committee at its meeting, and which set out the proposed audit approach, indicative composition of the engagement team and the proposed audit timetable for the Group, Suya proposed to adopt a risk-based audit approach, being the same approach adopted and to be adopted by BTHK if the 2026 Audit were to be performed by BTHK normally, which would direct audit efforts to areas with a higher risk of material misstatement in the consolidated financial statements. Under such approach, Suya would identify different components of the Group and perform audit procedures of varying nature and scope based

on their financial significance and risk profiles, and design and implement specific audit procedures to obtain sufficient and appropriate audit evidence, which would serve as the basis for forming the audit opinion for the Group.

Having reviewed and considered the audit plan proposed by Suya, including the proposed audit approach, the composition of the audit engagement team and the proposed audit timetable, all of which are substantially the same as the audit plan proposed by BTHK to the Company, as well as the quality and independence of Suya (including pursuant to section 2 of the Guide), the Audit Committee was satisfied that Suya's engagement team had been appropriately structured and would have sufficient resources, including expertise and time, to conduct a high-quality audit in accordance with applicable accounting standards. The Audit Committee is of the view that Suya's proposed audit plan and the proposed audit timetable are reasonable and sufficient for Suya to carry out necessary audit procedures without compromising the audit quality, and that Suya's resources are adequate to achieve the proposed audit timetable for the 2026 Audit.

Ordinary resolutions will be proposed at the SGM to (i) confirm, accept and ratify the resignation of BTHK as auditor of the Company with effect from 24 July 2026; and (ii) approve, confirm and ratify the appointment of Suya as the new auditor of the Company with effect from 24 July 2026 and the authorisation to the Board to fix the remuneration of the new auditor of the Company.

4. SGM

A notice convening the SGM is set out on pages 18 to 19 of this circular and a proxy form for use at the SGM is enclosed herein.

In accordance with Rule 13.39(4) of the Listing Rules, all votes of the Shareholders at the SGM must be taken by poll.

Whether or not you are able to attend the SGM, you are requested to complete the accompanying proxy form in accordance with the instructions printed thereon and return it to the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment or postponement thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the SGM or any adjournment or postponement thereof if you so desire.

If you are not a registered Shareholder (shares of the Company are held through banks, brokers, custodians, or the Hong Kong Securities Clearing Company Limited), you should consult directly with your banks or brokers or custodians (as the case may be) to assist the appointment of proxy.

5. CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 1 December 2026 to Friday, 4 December 2026, both dates inclusive, for the purpose of ascertaining Shareholders' entitlement to vote at the SGM. In order to be eligible to vote at the SGM, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Monday, 30 November 2026. The record date for determining the eligibility of the Shareholders for attending and voting at the SGM is Friday, 4 December 2026.

6. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein misleading.

7. RECOMMENDATION

The Board considers that the Proposed Resolutions by Requisitionist should be carefully considered by Shareholders. The Board recommends the Shareholders to consider all relevant factors and vote according to their own judgment on the Proposed Resolutions by Requisitionist at the SGM.

The Board considers that the Proposed Change of Auditor is in the interests of the Company and the Shareholders as a whole, and recommends the Shareholders to vote in favour of the ordinary resolutions regarding the Proposed Change of Auditor and the Resignation at the SGM.

8. LANGUAGE

The English text of this circular shall prevail over the Chinese text for purpose of interpretation.

By Order of the Board
BlockFin Holdings Limited
ZHU Dong
Executive Director

The biographical details of the Proposed Independent Non-executive Director as provided by the Requisitionist are reproduced below. ***Shareholders should note that the biographical details provided by the Requisitionist have not been verified by the Board as the Requisitionist did not provide to the Board any supporting documentation in relation to the biographical details and relevant identification documents of the Proposed Independent Non-executive Director, and accordingly, the Board takes no responsibility for the accuracy of the information regarding the Proposed Independent Non-executive Director.***

Mr. NG, aged 59, holds a Bachelor of Economics degree from the University of Oregon. He is currently an executive director of Mingfa Group (International) Co., Ltd. (stock code: 00846), an independent non-executive director of Capital Industrial Financial Services Group Limited (stock code: 00730) and an independent non-executive director of Chiho Environmental Group Limited (stock code: 00976). He served as the head of corporate finance of Nan Hai Corporation Limited (stock code: 00680) from July 1999 to January 2015, and as the chief financial officer of MEML Holdings Limited and DoDoPal Holdings Limited from March 2015 to September 2017 and from September 2017 to February 2020, respectively. Mr. NG has over 25 years of experience in financial markets, business administration and commercial management.

Save as disclosed above, Mr. NG (i) does not hold any other position with the Company or other members of the Group; (ii) does not have any relationship with the directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; (iii) has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years; (iv) does not possess any other major appointment or professional qualifications; and (v) does not have any interests in the shares, underlying shares and debentures of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. NG has confirmed (i) his independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules; (ii) that he has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect his independence at the time of his proposed appointment.

BlockFin Holdings Limited
鏈信控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 888)

NOTICE IS HEREBY GIVEN that the special general meeting (the "**SGM**") of BlockFin Holdings Limited (the "**Company**") will be held at 10th Floor, United Centre, 95 Queensway, Admiralty, Hong Kong on Friday, 4 December 2026 at 10:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modification, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. "**THAT** Mr. NG Man Fung Walter (伍文峯) be and is hereby appointed as an independent non-executive director of the Company, and that the board of directors of the Company (the "**Board**") be and is hereby authorised to fix his remuneration as an independent non-executive director of the Company."

2. "**THAT** the resignation of Baker Tilly Hong Kong Limited as the auditor of the Company with effect from 24 July 2026 be and is hereby confirmed, accepted and ratified."

3. "**THAT** the appointment of Suya WWC CPA Limited as the auditor of the Company with effect from 24 July 2026 and to hold office until the conclusion of the next annual general meeting of the Company be and is hereby approved, confirmed and ratified, and that the Board be and is hereby authorised to fix its remuneration."

By Order of the Board
BlockFin Holdings Limited
ZHU Dong
Executive Director

Hong Kong, 30 October 2026

Notes:

(1) Any member of the Company entitled to attend and vote at the SGM shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A proxy need not be a member of the Company. A member may appoint more than one proxy to attend on the same occasion.

(2) The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or notarially certified copy of that power of attorney or authority must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited ("**Hong Kong Share Registrar**") 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 SGM or any adjourned or postponed meeting. Completion and return of the proxy form will not preclude a member of the Company from attending and voting in person at the SGM or any adjournment or postponement thereof and if in such event, the authority of the proxy shall be deemed to be revoked.

(3) The register of members of the Company will be closed from Tuesday, 1 December 2026 to Friday, 4 December 2026, both dates inclusive, for the purpose of ascertaining shareholders' entitlement to vote at the SGM. In order to be eligible to vote at the SGM, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong Share Registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Monday, 30 November 2026. The record date for determining the eligibility of the Shareholders for attending and voting at the SGM is Friday, 4 December 2026.

(4) All resolutions set out in this notice of SGM will be decided by poll at the SGM.

(5) As at the date of this notice, the Board comprises Mr. SUN Lei (Chairman) and Mr. ZHU Dong as executive Directors; and Mr. CHEN Yigong and Ms. LI Tsz Ying as independent non-executive Directors.