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ZHIDAO INTERNATIONAL (HOLDINGS) LIMITED

志道國際（控股）有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 01220)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the "**SGM**") of Zhidao International (Holdings) Limited (the "**Company**") will be held at 24/F, Office Plus@Wan Chai, 303 Hennessy Road, Wanchai, Hong Kong on 26 November 2026 (Thursday) at 10:00 a.m. for the following purposes:

ORDINARY BUSINESS

1. To appoint McMillan Woods (Hong Kong) CPA Limited as the auditor of the Company and to authorise the board of directors of the Company to fix the remuneration of the auditor of the Company.

By order of the Board of
Zhidao International (Holdings) Limited
Tung Yee Shing
Chairman

Hong Kong, 6 November 2026

Registered Office
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal Place of Business in Hong Kong
Room 2606, 26/F
C C Wu Building
302–308 Hennessy Road
Wan Chai, Hong Kong

* *For identification purposes only*

Notes:

1. Any member of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the meeting. A proxy need not be a member of the Company.

2. In order to be valid, the instrument appointing a proxy, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited with the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed (i.e. 24 November 2026 (Tuesday) at 10:00 a.m.) for holding the meeting or adjourned meeting (as the case may be).

3. Closure of Register of Members

	Hong Kong Time 2026
For determining Shareholder's right to attend and vote at the SGM	
Latest time to lodge transfer documents with share registrar	4:30 p.m., 20 November
Closure of register of members	23–26 November

Notes:

For determining the entitlement to attend and vote at the SGM, the register of members of the Company will be closed from Monday, 23 November 2026 to Thursday, 26 November 2026 (both days inclusive), during of which no transfer of shares will be effected. Shareholders who are entitled to attend and vote at the SGM are those whose names appear on the register of members of the Company as at the close of business on Thursday, 26 November 2026. In order to qualify for attending and voting at the SGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration no later than 4:30 p.m. on Friday, 20 November 2026.

4. A form of proxy for use at the meeting is sent together with the circular. Completion and delivery of the form of proxy shall not preclude any member from attending and voting in person at the meeting and in such event, the instrument appointing the proxy shall be deemed to be revoked.

5. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

6. Voting for the above resolutions shall be taken by poll.

7. As at the date of this notice, the board of directors comprises three executive directors, namely Mr. Tung Yee Shing (Chairman), Mr. Zhong Can and Mr. Lam Chun Bun and four independent non-executive directors, namely Mr. Li Kam Chung, Mr. Kwok Lap Fung, Beeson, Mr. Wong Wing Cheung and Ms. Ng Wing Laam.

8. If tropical cyclone warning signal no. 8 or above is hoisted or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is in force at 8:00 a.m. on Thursday, 26 November 2026, the meeting will be postponed and further announcement for details of alternative meeting arrangements will be made. The meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

As at the date of this notice, the Board comprises 7 Directors. The executive Directors are Mr. Tung Yee Shing (Chairman), Mr. Zhong Can and Mr. Lam Chun Bun. The independent non-executive Directors are Mr. Li Kam Chung, Mr. Kwok Lap Fung, Beeson, Mr. Wong Wing Cheung and Ms. Ng Wing Laam.