THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in Lotus Horizon Holdings Limited (the "**Company**"), you should at once hand this circular together with the accompanying 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.

LOTUS HORIZON HOLDINGS LIMITED
智中國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6063)

PROPOSAL FOR
GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES,
RE-ELECTION OF DIRECTORS,
RE-APPOINTMENT OF AUDITOR
AND
NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of the Company to be held at 22/F, Euro Trade Centre, 13–14 Connaught Road Central, Central, Hong Kong on 21 August 2026, at 2:30 p.m. (the "**AGM**") is set out on pages 15 to 19 of this circular. Whether or not you are able to attend the AGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated URL (https://evoting.vistra.com) by using the username and password provided on the notification letter sent by the Company on 17 July 2026 as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish and in such events the form of proxy shall be deemed to be revoked.

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 aspects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

17 July 2026

CONTENTS

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

"AGM"	the annual general meeting of the Company to be held at 22/F, Euro Trade Centre, 13–14 Connaught Road Central, Central, Hong Kong on 21 August 2026 at 2:30 p.m.
"AGM Notice"	the notice convening the AGM set out on pages 15 to 19 of this circular
"Annual Report"	the annual report of the Company for the year ended 31 March 2026
"Articles"	the articles of association of the Company, as amended from time to time
"associate(s)"	has the same meaning as defined in the Listing Rules
"Board"	the board of Directors
"Companies Act"	the Companies Act of the Cayman Islands, as amended, supplemented or modified from time to time
"Company"	Lotus Horizon Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange
"connected person(s)"	has the same meaning as defined in the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"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
"Issue Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot, issue and deal with Shares as set out in resolutions 4 and 6 of the AGM Notice (including any sale or transfer of treasury shares out of treasury)

"Latest Practicable Date"	9 July 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Main Board"	the stock market operated by the Stock Exchange prior to the establishment of GEM which stock market continues to be operated by the Stock Exchange in parallel with GEM; for the avoidance of doubt, the Main Board excludes GEM
"Repurchase Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to repurchase Shares (excluding treasury shares, if any) as set out in resolution 5 of the AGM Notice
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
"Share(s)"	ordinary share(s) of HK$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	the Codes on Takeovers and Mergers and Share Buy-backs, published by Securities and Futures Commission from time to time
"treasury shares"	has the meaning ascribed to it under the Listing Rules

LOTUS HORIZON HOLDINGS LIMITED
智中國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6063)

Executive Directors:
Mr. Chu Kwok Fun
(Chairman and Chief Executive Officer)
Mr. Yeung Kin Wa
(Chief Financial Officer)

Independent Non-executive Directors:
Ms. Leung Yin Fai
Mr. Ma Tsz Chun
Ms. Yuen Wai Yee

Registered office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

Principal place of business in Hong Kong:
Unit 2102–2107, 21/F, Delta House
3 On Yiu Street
Shatin, New Territories
Hong Kong

17 July 2026

To the Shareholders

Dear Sir or Madam,

PROPOSAL FOR GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES, RE-ELECTION OF DIRECTORS, RE-APPOINTMENT OF AUDITOR AND NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The Shareholders passed the resolutions to grant the general mandates to the Directors to issue and allot Shares and to exercise the powers of the Company to repurchase its own Shares (the “**Previous Mandates**”) on 15 August 2025. The Previous Mandates will lapse at the conclusion of the AGM. It is therefore proposed that the general mandates to issue and allot Shares (including any sale or transfer of treasury shares out of treasury) and to repurchase Shares (excluding treasury shares, if any) be renewed at the AGM.

The purpose of this circular is to provide you with information regarding (i) the proposed renewal of the general mandates to issue and allot Shares (including any sale or transfer of treasury shares out of treasury) and to repurchase Shares (excluding treasury shares, if any); (ii) the proposed re-election of Directors; (iii) the proposed re-appointment of the auditor of the Company; and to give you notice of the AGM and seek your approval of the resolutions relating to these matters at the AGM.

ISSUE MANDATE

Ordinary resolutions will be proposed at the AGM to grant to the Directors the Issue Mandate, and authorise the extension of the Issue Mandate to issue and allot the Shares repurchased by the Company under the Repurchase Mandate, details of which are set out in ordinary resolutions nos. 4 and 6 of the AGM Notice. The Shares which may be issued and allotted pursuant to the Issue Mandate is limited to a maximum of 20 per cent. of the issued share capital of the Company (excluding treasury shares, if any) at the date of passing of the resolution approving the Issue Mandate. On the basis that 2,000,000,000 Shares are in issue as at the Latest Practicable Date and no further Shares are issued or repurchased prior to the AGM, exercise in full of the Issue Mandate (without being extended by the number of Shares (if any) repurchased by the Company under the Repurchase Mandate) could result in up to 400,000,000 Shares being issued and allotted by the Company.

If the Company purchases any Shares pursuant to the Repurchase Mandate, the Company will either (i) cancel the Shares repurchased and/or (ii) hold such Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time any repurchases of Shares are made. If the Company holds any Shares in treasury, any sale or transfer of Shares out of treasury will be subject to the Issue Mandate and made in accordance with the Listing Rules, the Articles and applicable laws and regulations of the Cayman Islands.

REPURCHASE MANDATE

An ordinary resolution will be proposed at the AGM to grant to the Directors the Repurchase Mandate, details of which are set out in ordinary resolution no. 5 of the AGM Notice. The Shares which may be repurchased pursuant to the Repurchase Mandate is limited to a maximum of 10 per cent. of the issued share capital of the Company (excluding treasury shares, if any) at the date of passing of the resolution approving the Repurchase Mandate.

An explanatory statement as required under Rule 10.06 of the Listing Rules, giving certain information regarding the Repurchase Mandate, is set out in Appendix I of this circular.

RE-ELECTION OF DIRECTORS

Pursuant to the Articles, Ms. Leung Yin Fai and Mr. Ma Tsz Chun will retire from office as Directors at the AGM and, being eligible, offer themselves for re-election.

Pursuant to the Articles, Mr. Yeung Kin Wa, who was appointed as an executive Director on 1 June 2026, shall hold office until the AGM and, being eligible, offer himself for re-election.

Particulars of the Directors proposed to be re-elected at the AGM are set out in Appendix II of this circular.

RE-APPOINTMENT OF AUDITOR

An ordinary resolution will be proposed at the AGM to approve the re-appointment of Deloitte Touche Tohmatsu ("**Deloitte**") as the auditor of the Company, with a term commencing from the conclusion of the AGM to the conclusion of the next annual general meeting of the Company, and authorise the Board to fix its remuneration.

The estimated audit fee payable to Deloitte for the audit of the consolidated financial statements of the Group for the financial year ending 31 March 2027 is expected to be in the range of approximately HK$820,000 to HK$880,000 (exclusive of out-of-pocket expenses).

The estimated audit fee has been determined after due consideration and arm's length negotiations between the Company and Deloitte, taking into account, among other things, the size, nature and complexity of the Group's business operations, the expected scope of the audit (covering the consolidated financial statements prepared in accordance with Hong Kong Financial Reporting Standards), the audit timetable, and the level and mix of professional staff to be deployed. The estimated audit fee also assumes that there will be no material change in the Group's operations, accounting policies or regulatory environment during the financial year, and that the Company will provide timely and adequate assistance and information as reasonably required for the purposes of the audit.

Unless there is a material change in the basis or assumptions set out above, the final audit fee should not deviate materially from the estimated amount initially disclosed. In the event of any material change, the Company will make further disclosure as appropriate.

ANNUAL GENERAL MEETING

The notice convening the AGM at which resolutions will be proposed to approve the Issue Mandate and the Repurchase Mandate, to re-elect the Directors and to re-appoint the auditor of the Company are set out on pages 15 to 19 of this circular.

According to Rule 13.39(4) of the Listing Rules, the voting at the AGM will be taken by poll, except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands. Holders of treasury shares (if any) shall abstain from voting on matters that require shareholders' approval at the AGM. None of the other Shareholders is required to abstain from voting at the AGM pursuant to the Listing Rules and/or the Articles. On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote or every Share held which is fully paid or credited as fully paid.

A form of proxy for the AGM is enclosed with this circular. Whether or not you intend to be present at the AGM, you are requested to complete the form of proxy and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, in accordance with the instructions printed thereon or via the designated URL (https://evoting.vistra.com) by using the username and password provided on the notification letter sent by the Company on 17 July 2026 as soon as possible and in any event not less than 48 hours before the time fixed for the AGM. The completion of a form of proxy will not preclude you from attending and voting at the AGM in person if you so wish and in such events the form of proxy shall be deemed to be revoked.

An announcement on the poll results will be made by the Company after the AGM on websites of the Stock Exchange at www.hkexnews.hk and the Company at www.lotushorizonholdings.com in accordance with the Listing Rules.

RECOMMENDATION

The Board (excluding the relevant Directors who have abstained from voting on the relevant resolution in relation to their re-election as Directors) consider that all the proposed resolutions at the AGM are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that all Shareholders should vote in favour of all resolutions approving such matters.

The Board is pleased to recommend the retiring Directors, to be re-elected as the Directors at the AGM. In addition, the Board also recommends all Shareholders to vote in favour of re-appointing Deloitte as the auditor of the Company.

GENERAL

Your attention is drawn to the information as set out in the appendices to this circular.

MISCELLANEOUS

This circular is in English and Chinese. In case of any inconsistency, the English version shall prevail.

Yours faithfully
On behalf of the Board
Lotus Horizon Holdings Limited
CHU Kwok Fun
Chairman and Chief Executive Officer

This appendix serves as an explanatory statement, as required pursuant to Rule 10.06 of the Listing Rules, to provide you with the requisite information for your consideration of the Repurchase Mandate.

1. EXERCISE OF THE REPURCHASE MANDATE

The Listing Rules permit companies whose primary listing is on the Stock Exchange to repurchase shares on the Stock Exchange. All proposed purchase of securities on the Stock Exchange by a company with its primary listing on the Stock Exchange must be approved in advance by the shareholders by an ordinary resolution, either by way of a general mandate or by a specific approval in relation to a specific transaction. Under the Repurchase Mandate, the number of Shares that the Company may repurchase shall not exceed 10% of the aggregate number of issued Shares (excluding treasury shares, if any) at the date of the passing of the proposed resolution granting the Repurchase Mandate.

On the basis that 2,000,000,000 Shares are in issue as at the Latest Practicable Date and no further Shares are issued or repurchased prior to the AGM, exercise in full of the Repurchase Mandate could result in up to 200,000,000 Shares being repurchased by the Company during the period from the passing of resolution no. 5 set out in the AGM Notice up to (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles or any applicable laws of the Cayman Islands to be held; or (iii) the passing of an ordinary resolution by Shareholders in general meeting revoking, varying and renewing the Repurchase Mandate, whichever occurs first.

2. REASONS FOR REPURCHASE

The Directors believe that the Repurchase Mandate is in the best interests of the Company and the Shareholders. Repurchases of Shares will only be made when the Directors believe that such repurchases will benefit the Company and the Shareholders. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and/or its earnings per share.

3. FUNDING AND EFFECT OF REPURCHASES

Repurchases made pursuant to the Repurchase Mandate would be funded out of funds legally available for the purpose in accordance with the Company's memorandum of association, the Articles, the Companies Act and other applicable laws of the Cayman Islands. A listed company may not repurchase its own securities on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange. Under the Companies Act, repurchases by the Company may only be made out of profits of the Company or out of the proceeds of a fresh issue of Shares made for the purpose, or, if so authorised by the Articles and subject to the provisions of the Companies Act, out of capital.

Any premium payable on a redemption or purchase over the par value of the Shares to be purchased must be provided for out of profits of the Company or out of the Company's share premium account, or, if so authorised by the Articles and subject to the provisions of the Companies Act, out of capital.

Taking into account the current working capital position of the Company, the Directors consider that, if the Repurchase Mandate was to be exercised in full, it might have a material adverse effect on the working capital and/or the gearing position of the Company as compared with the position as at 31 March 2026, being the date of its latest published audited financial statements. However, the Directors do not intend to make any repurchases to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements or the gearing position of the Company which in the opinion of the Directors are from time to time appropriate for the Company.

4. UNDERTAKING

The Directors will exercise the Repurchase Mandate in accordance with the Listing Rules, the Articles and the applicable laws of the Cayman Islands.

The Company confirms that neither this explanatory statement nor the Repurchase Mandate has unusual features.

5. INTENTION TO SELL SHARES

None of the Directors and, to the best of their knowledge, having made all reasonable enquiries, none of their close associates, have any present intention, in the event that the proposal on the Repurchase Mandate is approved by Shareholders, to sell Shares to the Company or its subsidiaries.

6. TAKEOVERS CODE CONSEQUENCE

If a Shareholder's proportionate interest in the voting rights of the Company increases on the Company exercising its powers to repurchase Shares pursuant to the Repurchase Mandate, such increase will be treated as an acquisition for the purpose of Rule 32 of the Takeovers Code.

As a result, a Shareholder or group of Shareholders acting in concert (as defined in the Takeovers Code) could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, according to the register of members kept by the Company pursuant to section 336 of the SFO and so far as was known to, or could be ascertained after reasonable enquiry by, the Directors, Platinum Lotus Holdings Limited was interested in 75% of the issued share capital of the Company. Platinum Lotus Holdings Limited is a 100% controlled corporation of Mr. Chu Kwok Fun, the chairman of the Board of the Company.

Assuming Platinum Lotus Holdings Limited will not dispose of its interests in the Shares nor will it acquire additional Shares, if the Repurchase Mandate was exercised in full, the percentage shareholding of Platinum Lotus Holdings Limited would be increased to approximately 83.33% of the issued share capital of the Company.

On the basis of the shareholding interests of Platinum Lotus Holdings Limited in the Company, an exercise of the Repurchase Mandate in full would not result in it becoming obliged to make a mandatory offer under Rule 26 of the Takeovers Code. Save as disclosed above, the Directors are not aware of any Shareholder or group of Shareholders acting in concert, who may become obliged to make a mandatory offer under Rule 26 of the Takeovers Code as a consequence of any purchases made pursuant to the Repurchase Mandate.

The Directors have no intention to exercise the Repurchase Mandate to such an extent that would result in the number of Shares in the hands of public falling below the prescribed minimum percentage of 25%.

7. SHARE PURCHASED BY THE COMPANY

The Company has not purchased any of its Shares (whether on the Stock Exchange or otherwise) in the previous six months.

8. CONNECTED PERSON

No core connected person has notified the Company that he/she/it has a present intention to sell Shares to the Company, or has undertaken not to do so, in the event that the Repurchase Mandate is approved by the Shareholders.

9. SHARE PRICES

The highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the previous twelve months were as follows:

Month	Share prices	
	Highest	**Lowest**
	HK$	*HK$*
2025		
July	0.213	0.145
August	0.175	0.151
September	0.203	0.130
October	0.219	0.175
November	0.219	0.182
December	0.240	0.187
2026		
January	0.238	0.186
February	0.510	0.212
March	0.930	0.405
April	0.540	0.400
May	0.890	0.425
June	0.730	0.530
July (up to the Latest Practicable Date)	0.920	0.690

Stated below are the details of the Directors who will retire and be eligible for re-election at the AGM in accordance with the Articles.

Mr. Yeung Kin Wa (楊建華先生) ("**Mr. Yeung**"), aged 41, was appointed as an executive Director and a member the Remuneration Committee on 1 June 2026.

Mr. Yeung joined the Group as a consultant in July 2020 and has been appointed as the chief financial officer, the company secretary and an authorised representative of the Company since 23 December 2020. Mr. Yeung is responsible for overseeing financial and compliance matters of our Group and is also the sole director of HCD Capital Limited and HCD International Limited, which are subsidiaries of the Company.

Mr. Yeung is a member of the Hong Kong Institute of Certified Public Accountants since March 2013 and has more than 17 years of experience in auditing and accounting. He obtained a bachelor's degree of business administration in accountancy from the Hong Kong Polytechnic University in October 2008. From August 2011 to December 2012, Mr. Yeung has been a senior accountant in the assurance department of Ernst & Young and has been an accountant in the corporate team of Chevalier International Holding Limited (stock code: 0025) from March 2013 to September 2015. Prior to joining the Group, Mr. Yeung worked as the financial controller of Lake Chong Fa Catering Group Limited, a group operating restaurants serving Chinese cuisines in Macau.

Mr. Yeung has been a member of the Appeal Panel (Housing) since 1 April 2024.

Mr. Yeung has entered into a service contract with the Company for a term of 3 years commencing from 1 June 2026, subject to termination in certain circumstances as stipulated in his service contract. Mr. Yeung is also subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles. Pursuant to the service contract, Mr. Yeung is entitled to a director's fee of HK$25,000 per month, a basic salary of HK$85,000 per month and a discretionary bonus based on his performance. His emolument is determined by mutual agreement between the Company and Mr. Yeung with reference to the prevailing market conditions and the roles and responsibilities of Mr. Yeung in the Company upon recommendation by the Remuneration Committee.

Mr. Yeung has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas. He does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company (as defined in the Listing Rules). As at the Latest Practicable Date, Mr. Yeung does not have any interests in the Shares within the meaning of Part XV of the SFO.

Ms. Leung Yin Fai (梁燕輝女士) ("**Ms. Leung**"), aged 61, was appointed as an independent non-executive Director on 5 March 2020. Ms. Leung is the chairlady of the Remuneration Committee and a member of both the Audit Committee and the Nomination Committee.

Ms. Leung has over 31 years of experience in accounting and corporate services. Ms. Leung has been a director of K E Corporate Services Limited (a company secretarial services provider) since April 2016, the managing director of K E Management & Consultancy (Shanghai) Co., Ltd. since August 2015. Ms. Leung was an independent non-executive director of Green Leader Holdings Group Limited (Hong Kong Stock Code: 0061) from April 2014 to January 2020 and was a director of KCS Hong Kong Limited from August 2008 to October 2014.

Ms. Leung has been an associate member of Hong Kong Society of Accountants (presently known as The Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") since September 1990, a fellow member of The Chartered Association of Certified Accountants (presently known as The Association of Chartered Certified Accountants) in the United Kingdom and CPA Australia since July 1995 and May 2004, respectively. Ms. Leung obtained a master's degree of commerce in international professional accounting from The University of New South Wales, in November 2002.

Save as disclosed above, Ms. Leung did not hold any directorship in other public listed companies in the last three years and she is not related to any Directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company, nor does she hold any other positions with the Company or any of its subsidiaries. Ms. Leung is subject to retirement by rotation and re-election at annual general meetings in accordance with the Articles. Pursuant to the appointment letter made between the Company and Ms. Leung, the appointment of Ms. Leung is for an initial term commencing on the date of the letter of appointment and shall continue thereafter until 31 March 2021, which can be terminated by either party giving not less than one-month written notice. Her appointment has been extended from 31 March 2021 for a term of three years, renewable automatically for successive terms of one year each commencing from the day next after the expiry of the then current term of the appointment, unless terminated by not less than one month's notice in writing served by either party to the other.

The existing Director's fee of Ms. Leung is HK$180,000 per annum in accordance with her appointment letter, which is commensurate with her duties and responsibilities held, is approved by the Board with reference to the prevailing market situation for similar appointment.

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

Mr. Ma Tsz Chun (馬時俊先生) ("**Mr. Ma**"), aged 60, was appointed as an independent non-executive Director on 5 March 2020. Mr. Ma is the chairman of the Audit Committee and a member of both the Remuneration Committee and the Nomination Committee. Mr. Ma has over 38 years of experience in accounting and finance matters. He is currently a director and the general manager of Sino-Bridge China Consulting Limited. Mr. Ma is an independent non-executive Director of Chinese Estates Holdings Limited (stock code: 127). He was an independent non-executive Director of In Technical Productions Holdings Limited (stock code: 8446) and resigned on 11 May 2022.

Mr. Ma graduated from Hong Kong Polytechnic (presently known as The Hong Kong Polytechnic University) with a professional diploma in accountancy in November 1987. Mr. Ma then obtained a master's degree of business administration and a master's degree of science from The Chinese University of Hong Kong in December 1997 and December 2003, respectively. In October 2009, Mr. Ma obtained a master's degree of science in China business studies from The Hong Kong Polytechnic University. Mr. Ma has been an associate member and a certified public accountant (practising) of Hong Kong Society of Accountants (presently known as the HKICPA) since September 1990 and October 2000, respectively. Mr. Ma has been an associate member in October 1990 and subsequently a fellow member of The Chartered Association of Certified Accountants (presently known as The Association of Chartered Certified Accountants) since November 1995.

Mr. Ma was appointed as an independent non-executive director of Asia Aluminum Holdings Limited (formerly known as Global Applied Technologies Holdings Limited) ("**Asia Aluminum**") in June 2001, a company incorporated in Bermuda and a registered non-Hong Kong Company under Part 16 of the Predecessor Companies Ordinance. Asia Aluminum was engaged principally in aluminium extrusion and was listed on the Stock Exchange in April 1998 and subsequently delisted in May 2006 by way of privatisation. On 16 March 2009, a provisional liquidation order was made on Asia Aluminum and Mr. Ma resigned as its independent non-executive director on the same day. On 27 July 2009, a winding up order was made against Asia Aluminum on the basis that it was insolvent. As at the Latest Practicable Date, to the best knowledge of the Company, Asia Aluminum was still undergoing liquidation proceedings. Mr. Ma confirms that (i) there was no wrongful act on his part leading to the winding up of Asia Aluminum given that he was the independent non-executive director of Asia Aluminium and did not involve in the operation and management of Asia Aluminum; and (ii) he was not aware of any actual or potential claim that has been or will be made against him as a result of the winding up of Asia Aluminum. Mr. Ma has not been contacted by any governmental or regulatory authorities in relation to the liquidation proceedings since his resignation in 2009.

Save as disclosed above, Mr. Ma did not hold any directorship in other public listed companies in the last three years and he is not related to any Directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company, nor does he hold any other positions with the Company or any of its subsidiaries. Mr. Ma is subject to retirement by rotation and re-election at annual general meetings in accordance with the Articles. Pursuant to the appointment letter made between the Company and Mr. Ma, the appointment of Mr. Ma is for an initial term commencing on the date of the letter of appointment and shall continue thereafter until 31 March 2021, which can be terminated by either party giving not less than one-month written notice. His appointment has been extended from 31 March 2021 for a term of three years, renewable automatically for successive terms of one year each commencing from the day next after the expiry of the then current term of the appointment, unless terminated by not less than one month's notice in writing served by either party on the other.

The existing Director's fee of Mr. Ma is HK$180,000 per annum in accordance with his appointment letter, which is commensurate with his duties and responsibilities held, is approved by the Board with reference to the prevailing market situation for similar appointment.

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

The Board would consider to enhance its diversity with different expertise when appointing or re-electing an independent non-executive Director. Both Ms. Leung and Mr. Ma have confirmed their independence pursuant to Rule 3.13 of the Listing Rules. Ms. Leung possesses extensive experience in accounting and corporate services while Mr. Ma possesses extensive experience in accounting and finance. The Board and nomination committee consider they are independent and should be elected because they continue to bring further contributions to the Board and its diversity.

Save as disclosed herein, in relation to the re-election of the above-mentioned Directors, the Board is not aware of any information that ought to be disclosed pursuant to the requirements under Rule 13.51(2) of the Listing Rules, nor are there any other matters that ought to be brought to the attention of the Shareholders.

LOTUS HORIZON HOLDINGS LIMITED

智中國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6063)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of Lotus Horizon Holdings Limited (the "**Company**") will be held at 22/F, Euro Trade Centre, 13–14 Connaught Road Central, Central, Hong Kong on Friday, 21 August 2026, at 2:30 p.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the audited financial statements of the Company and the reports of the directors and auditor of the Company for the year ended 31 March 2026;

2. (a) To re-elect Mr. Yeung Kin Wa as an executive director;

   (b) To re-elect Ms. Leung Yin Fai as an independent non-executive director;

   (c) To re-elect Mr. Ma Tsz Chun as an independent non-executive director;

   (d) To authorise the board of directors of the Company to fix the remuneration of the directors;

3. To re-appoint Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the board of directors of the Company to fix its remuneration;

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

   "**THAT**:

   (a) subject to paragraph (c) of this resolution, the exercise by the directors of the Company ("**Directors**") during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and otherwise deal with additional shares ("**Shares**") in the capital of the Company or securities convertible into Shares, or options or similar rights to subscribe for any Shares (including any sale or transfer of treasury shares out of treasury), and to make, grant, sign or execute offers, agreements or options, deeds and other documents which would or might require the exercise of such powers, subject to and in accordance with all applicable laws, be and it is hereby generally and unconditionally approved;

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

(c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval in this resolution, otherwise than pursuant to:

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

(ii) the exercise of rights of subscription or conversion attaching to any warrants of the Company or any securities which are convertible into Shares; or

(iii) the exercise of any option under the share option scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries or any other eligible person of Shares or rights to acquire Shares; or

(iv) scrip dividends or under similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company in force from time to time; and

(v) a specific authority granted by the shareholders of the Company,

shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares, if any) as at the date of passing of this resolution, and the said approval shall be limited accordingly;

(d) for the purpose of this resolution:

"Relevant Period" means the period from (and including) the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company; or

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or the applicable laws of the Cayman Islands to be held; or

(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 in general meeting; and

"Rights Issue" means the allotment, issue or grant of Shares pursuant to an offer of shares open for a period fixed by the Directors to the holders of Shares whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares as at that date (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, or the requirements of any recognised regulatory body or any stock exchange in, any territory applicable to the Company)."

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

"**THAT**:

(a) subject to paragraph (b) of this resolution, the exercise by the Directors of the Company during the Relevant Period (as defined below) of all powers of the Company to purchase shares ("**Shares**") in the capital of the Company or securities convertible into Shares on the Stock Exchange of Hong Kong Limited ("**Stock Exchange**") or on any other exchange on which the securities of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose ("**Recognised Stock Exchange**"), subject to and in accordance with the applicable laws of the Cayman Islands and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or those of any other Recognised Stock Exchange as amended from time to time, be and the same is hereby generally and unconditionally approved;

(b) the aggregate nominal amount of Shares and securities convertible into Shares which may be purchased by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares, if any) as at the date of passing of this resolution (on the basis that no Shares are issued or repurchased by the Company before and up to the date of passing this resolution, the Company will be allowed to repurchase fully paid Shares up to a maximum of 200,000,000 Shares), and the approval pursuant to paragraph (a) of this resolution be limited accordingly;

(c) for the purpose of this resolution, "Relevant Period" means the period from the date of passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company; or

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or the applicable laws of the Cayman Islands to be held; or

(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 in general meeting."

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

"**THAT** subject to the passing of the resolutions numbered 4 and 5 as set out in the notice (the "**Notice**") convening this meeting, the general mandate granted to the Directors to exercise the powers of the Company to allot, issue and otherwise deal with shares ("**Shares**") in the capital of the Company (including any sale or transfer of treasury shares out of treasury) pursuant to the resolution numbered 4 as set out in the Notice be and the same is hereby extended (as regards the amount of share capital thereby limited) by the addition to the aggregate nominal amount of share capital of the Company which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to such general mandate of an amount representing the aggregate nominal amount of the share capital of the Company purchased by the Company under the authority granted pursuant to the resolution numbered 5 as set out in the Notice provided that such amount shall not exceed 10% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares, if any) as at the date of passing of this resolution."

By order of the Board
Lotus Horizon Holdings Limited
CHU Kwok Fun
Chairman and Chief Executive Officer

Hong Kong, 17 July 2026

Notes:

(1) Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies (if such member is the holder of two or more shares) to attend and to vote instead of them. A proxy need not be a member of the Company.

(2) 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/she/it were solely entitled thereto, but if more than one of such joint holders be present 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 in respect of the joint holding.

(3) A form of proxy for use at the meeting is enclosed.

(4) 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 such power or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated URL (https://evoting.vistra.com) by using the username and password provided on the notification letter sent by the Company on 17 July 2026 as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or adjourned meeting. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or adjourned meeting, and in such event, the form of proxy shall be deemed to be revoked.

(5) To ascertain Shareholders' eligibility to attend and vote at the AGM, the Register of Members of the Company will be closed from 18 August 2026 to 21 August 2026 (both days inclusive), during which period no share transfer will be effected. In order to qualify for attending and voting at the 2026 AGM, unregistered holders of Shares of the Company should ensure that all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Hong Kong Branch Share Registrar, 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 17 August 2026.

(6) BAD WEATHER ARRANGEMENT:

If a Typhoon Warning Signal No. 8 or above is hoisted or a Black Rainstorm Warning and/or "extreme conditions" is in force in Hong Kong at any time between 12:30 p.m. and 2:30 p.m. on the date of the meeting, the meeting will be postponed or adjourned. The Company will post an announcement on the websites of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk and the Company at www.lotushorizonholdings.com to notify members of the date, time and location of the rescheduled meeting as soon as possible.

As at the date of this notice, the board of directors of the Company comprises Mr. CHU Kwok Fun (Chairman and Chief Executive Officer) and Mr. YEUNG Kin Wa (Chief Financial Officer) as executive Directors, and Ms. LEUNG Yin Fai, Mr. MA Tsz Chun, and Ms. YUEN Wai Yee as independent non-executive Directors.