THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about this circular or as to the action to be taken, you should consult your licensed securities dealer 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 **Novautek Technologies Group Limited**, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or the 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 the transferee.

諾科達科技
NOVAUTEK

NOVAUTEK TECHNOLOGIES GROUP LIMITED
諾科達科技集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 519)

(1) RENEWAL OF GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES;
(2) RE-ELECTION OF DIRECTORS; AND
(3) NOTICE OF ANNUAL GENERAL MEETING

This circular is published and/or despatched together with a notice convening an annual general meeting of Novautek Technologies Group Limited to be held at 10:00 a.m. on 17 December 2025 (Wednesday) at Empire Room 1, 1/F., Empire Hotel Hong Kong • Wanchai, 33 Hennessy Road, Wanchai, Hong Kong set out on pages 15 to 20 of this circular. A form of proxy for use at the annual general meeting is also enclosed with this circular. Whether or not you are able to attend the annual general meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the office of the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the annual general meeting (i.e. before 10:00 a.m. on 15 December 2025 (Monday)) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the annual general meeting, or any adjournment thereof, should you so wish.

30 October 2025

CONTENTS

DEFINITIONS

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

"AGM"	the annual general meeting of the Company to be held at 10:00 a.m. on 17 December 2025 (Wednesday) at Empire Room 1, 1/F., Empire Hotel Hong Kong • Wanchai, 33 Hennessy Road, Wanchai, Hong Kong, or any adjournment thereof, and the notice of which is set out on pages 15 to 20 of this circular;
"AGM Notice"	the notice convening the AGM set out on pages 15 to 20 of this circular;
"Board"	the board of Directors;
"Bye-laws"	the bye-laws of the Company as amended and restated from time to time and "Bye-law" shall be construed accordingly;
"CCASS"	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited;
"CG Code"	the Corporate Governance Code as set out in Appendix C1 to the Listing Rules;
"close associates"	has the meaning ascribed to it under the Listing Rules;
"Company"	Novautek Technologies Group Limited, an exempted company incorporated in Bermuda with limited liability, and the Shares of which are listed on the Main Board of the Stock Exchange;
"core connected person"	has the meaning ascribed to it under the Listing Rules;
"Director(s)"	the 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 PRC;
"Issue Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot, issue or otherwise deal with Shares (or in the case of treasury shares, sell or transfer, if any) up to a maximum of 20% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of passing of the relevant resolution;
"Latest Practicable Date"	24 October 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"Nomination Committee"	the nomination committee of the Company;
"PRC"	the People's Republic of China;
"Remuneration Committee"	the remuneration committee of the Company;
"Repurchase Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to repurchase, and either cancel or hold in treasury, Shares up to a maximum of 10% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of passing of the relevant resolution;
"RMB"	Renminbi, the lawful currency of the PRC;
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
"Share(s)"	ordinary share(s) of par value of HK$0.01 each in the capital of the Company;
"Shareholder(s)"	the holder(s) of the Share(s);

"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Substantial Shareholder(s)"	has the meaning ascribed to it under the Listing Rules;
"Takeovers Code"	The Codes on Takeovers and Mergers and Share Buy-backs;
"treasury shares"	has the meaning ascribed to it under the Listing Rules; and
"%"	per cent.

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NOVAUTEK

NOVAUTEK TECHNOLOGIES GROUP LIMITED
諾科達科技集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 519)

Executive Directors:
Mr. Wu Zhanming *(Chairman and Acting Chief Executive Officer)*
Mr. Wu Tao

Non-executive Director:
Dr. Chan Kin Keung Eugene *SBS, BBS, JP*

Independent Non-executive Directors:
Mr. Jiang Pengzhi
Mr. Yang Ye
Ms. Tsang Fung Chu *JP*

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal place of business in Hong Kong:
Unit 2408A, 24th Floor
Tower 1, Lippo Centre
89 Queensway
Hong Kong

30 October 2025

To the Shareholders

Dear Sir or Madam,

(1) RENEWAL OF GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES; (2) RE-ELECTION OF DIRECTORS; AND (3) NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to: (i) provide you with details of the resolutions to be proposed at the forthcoming AGM in relation to (a) the proposed Issue Mandate and the proposed Repurchase Mandate and (b) the re-election of Directors; (ii) set out an explanatory statement regarding the proposed Repurchase Mandate; and (iii) give you the AGM Notice.

GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES

Ordinary resolutions will be proposed at the AGM to grant to the Directors general and unconditional mandates:

(i) to allot, issue or otherwise deal with new Shares (including any sale or transfer of treasury shares out of treasury) not exceeding 20% of the total number of issued Shares (excluding treasury shares, if any) as at the date of passing of the proposed resolution at the AGM. As at the Latest Practicable Date, 3,055,105,739 Shares have been fully paid-up. If there is no allotment or repurchase of the Shares between the Latest Practicable Date and the date of the AGM, the maximum number of Shares which can be allotted, issued or otherwise dealt with pursuant to the Issue Mandate will be 611,021,147 Shares; and

(ii) to repurchase, and either cancel or hold in treasury, Shares not exceeding 10% of the total number of issued Shares (excluding treasury shares, if any) as at the date of passing of the proposed resolution at the AGM. As at the Latest Practicable Date, 3,055,105,739 Shares have been fully paid-up. If there is no allotment or repurchase of the Shares between the Latest Practicable Date and the date of the AGM, the maximum number of Shares which can be repurchased pursuant to the Repurchase Mandate will be 305,510,573 Shares.

In addition, a separate ordinary resolution will also be proposed at the AGM to add to the number of Shares which may be allotted, issued or otherwise dealt with pursuant to the Issue Mandate (including sell or transfer any treasury shares out of treasury), those Shares repurchased (if any) by the Company pursuant to the Repurchase Mandate (if granted to the Directors at the AGM).

The Issue Mandate and the Repurchase Mandate will expire on whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company following the passing of the relevant resolutions at the AGM at which time such Issue Mandate and Repurchase Mandate shall lapse unless, by ordinary resolutions passed at that meeting, the mandates are renewed, either unconditionally or subject to conditions;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws or any applicable laws to be held; or

(iii) the revocation or variation of the authority given under the relevant resolutions at the AGM by an ordinary resolution of the Shareholders in a general meeting.

The Directors have no present intention to exercise the Issue Mandate (including sell or transfer any treasury shares out of treasury) or the Repurchase Mandate (if granted to the Directors at the AGM). An explanatory statement containing information regarding the Repurchase Mandate as required under Rule 10.06(1)(b) of the Listing Rules is set out in Appendix I to this circular. The explanatory statement is to provide you with the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolution to grant to the Directors the Repurchase Mandate at the AGM.

The listing of and permission to deal in any new Shares issued will be subject to the approval of the Stock Exchange.

RE-ELECTION OF DIRECTORS

The Board currently consists of six Directors, including two Executive Directors, namely Mr. Wu Zhanming (Chairman and Acting Chief Executive Officer) and Mr. Wu Tao, one Non-executive Director, namely Dr. Chan Kin Keung Eugene *SBS, BBS, JP*, and three Independent Non-executive Directors, namely Mr. Jiang Pengzhi, Mr. Yang Ye and Ms. Tsang Fung Chu *JP*.

Bye-law 86(2) of the Bye-laws provides, inter alia, that any Director(s) appointed by the Board to fill a casual vacancy on the Board shall hold office only until the first annual general meeting of the Company after his/her appointment and shall then be eligible for re-election at that meeting. Bye-law 87(1) of the Bye-Laws provides, inter alia, that at each annual general meeting, one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation. In addition, the CG Code provides, inter alia, that every Director should be subject to retirement by rotation at least once every three years.

In accordance with the Bye-laws and the CG Code, Mr. Wu Tao, Dr. Chan Kin Keung Eugene *SBS, BBS, JP* and Ms. Tsang Fung Chu *JP* shall retire and, being eligible, offer themselves for re-election as the Directors at the AGM.

Dr. Chan Kin Keung Eugene *SBS, BBS, JP* will not offer himself for re-election at the AGM and will retire as a Non-executive Director at the conclusion of the AGM.

In considering and approving such re-elections, the Nomination Committee has taken into account diversity perspectives, including but not limited to skills, regional and industrial experiences, background, race, gender and other qualities as set out in the board diversity policy of the Company.

The Nomination Committee has assessed and reviewed the written confirmation of the independence of Ms. Tsang Fung Chu *JP* who offered herself for re-election at the AGM, based on the independence criteria as set out in Rule 3.13 of the Listing Rules, and is satisfied that she remains independent.

The Nomination Committee has also considered that the extensive experience of Mr. Wu Tao in the financial sector and Ms. Tsang Fung Chu *JP* in finance and accounting field would continue to bring contribution to the diversity of the Board. In addition, Ms. Tsang Fung Chu *JP* has provided in-depth insights to the Board and has demonstrated her ability to provide independent, balanced and impartial views to the businesses of the Company.

Details of the retiring Directors who are proposed to be re-elected at the AGM are set out in Appendix II to this circular in accordance with the relevant requirements of the Listing Rules.

ANNUAL GENERAL MEETING

A notice convening the AGM to be held at 10:00 a.m. on 17 December 2025 (Wednesday) at Empire Room 1, 1/F., Empire Hotel Hong Kong • Wanchai, 33 Hennessy Road, Wanchai, Hong Kong is set out on pages 15 to 20 of this circular.

ACTION TO BE TAKEN

You will find enclosed a form of proxy for use at the AGM. Whether or not you are able to attend the AGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the office of the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the AGM (i.e. before 10:00 a.m. on 15 December 2025 (Monday)) 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, should you so wish.

VOTING BY POLL

There is no Shareholder who has any material interest in any of the resolutions to be proposed at the AGM, and therefore none of the Shareholders is required to abstain from voting on such resolutions. Separately, holders of treasury shares (if any) shall abstain from voting on matters that require Shareholders' approval at the AGM.

Pursuant to Rule 13.39(4) of the Listing Rules, any votes of the shareholders at a general meeting must be taken by poll save that resolutions on purely procedural or administrative matters may be voted on by a show of hands if allowed to do so by the chairman of the meeting acting in good faith. Therefore, pursuant to Bye-law 66(a) of the Bye-laws, the chairman of the AGM will demand that voting on all resolutions put forward at the AGM shall be taken by way of poll. The Company will appoint scrutineers to handle vote-taking procedures at the AGM. The results of the poll will be published on the websites of the Stock Exchange and the Company as soon as possible in accordance with Rule 13.39(5) of the Listing Rules.

RECOMMENDATION

The Directors consider that (i) the granting of the Issue Mandate and Repurchase Mandate and the extension of the Issue Mandate by the number of Shares repurchased under the Repurchase Mandate; and (ii) the re-election of Directors are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all the relevant resolutions at the AGM.

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 or this circular misleading.

By order of the Board
Novautek Technologies Group Limited
Wu Zhanming
Chairman, Acting Chief Executive Officer and Executive Director

In the event of inconsistency, the English text of this letter from the Board shall prevail over the Chinese text thereof.

This appendix includes an explanatory statement required by the Listing Rules to be presented to the Shareholders concerning the Repurchase Mandate proposed to be granted to the Directors.

1. THE LISTING RULES FOR REPURCHASES OF SHARES

The Listing Rules permit companies with a primary listing on the Stock Exchange to purchase their shares on the Stock Exchange subject to certain restrictions, which include that all proposed repurchases of shares by a company with a primary listing on the Stock Exchange must be approved by shareholders in advance by an ordinary resolution, either by way of a general mandate or by a specific approval of a particular transaction, and that the shares to be repurchased must be fully paid up.

2. FUNDING OF REPURCHASES

Any repurchase will be made out of funds which are legally available for the purpose in accordance with the Bye-laws and the Companies Act 1981 of Bermuda (as amended). It is presently proposed that any repurchase of Shares would be funded from the available cash flow and/or working capital facilities of the Company.

As compared with the financial position of the Company as at 30 June 2025 (being the date to which the latest published audited consolidated financial statements of the Company have been made up), the Directors consider that there would not be a material adverse impact on the working capital or gearing position of the Company in the event the proposed repurchases are carried out in full during the proposed repurchase period. The Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or its gearing position, which, in the opinion of the Directors, are from time to time appropriate for the Company.

3. SHARE CAPITAL

As at the Latest Practicable Date, the total number of issued Shares was 3,055,105,739 Shares. Subject to the passing of the relevant ordinary resolution at the AGM and on the basis that no further Shares are issued or repurchased between the Latest Practicable Date and the date of the AGM, the Directors would be authorised to exercise the powers of the Company to repurchase a maximum of 305,510,573 Shares, representing 10% of the total number of issued Shares (excluding treasury shares, if any) as at the Latest Practicable Date.

The Company may cancel such repurchased Shares or hold them as treasury shares, subject to market conditions and the Group's capital management needs at the relevant time of the repurchases of Shares.

For any treasury shares deposited with CCASS pending resale on the Stock Exchange, the Company shall (i) procure its broker not to give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings of the Company for the treasury shares deposited with CCASS; and (ii) in the case of dividends or distributions, withdraw the treasury shares from CCASS, and either re-register them in its own name as treasury shares or cancel them, in each case before the record date for the dividends or distributions, or take any other measures to ensure that it will not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those shares were registered in its own name as treasury shares.

4. REASONS FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and the Shareholders to have a general authority from the Shareholders to enable the Company to repurchase Shares on the market. 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 and will only be made when the Directors believe that such repurchases will benefit the Company and the Shareholders.

5. UNDERTAKING OF THE DIRECTORS

The Directors will, so far as the same may be applicable, exercise the power of the Company to repurchase Shares pursuant to the Repurchase Mandate in accordance with the Listing Rules, the applicable laws of Bermuda and the Bye-laws. Neither the explanatory statement in this Appendix I nor the proposed Repurchase Mandate has any unusual features.

6. EFFECT OF THE TAKEOVERS CODE

If, as a result of a repurchase of Shares, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of the Takeovers Code. As a result, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase of the Shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Directors, the following persons are directly or indirectly interested in 10% or more of the issued share capital of the Company:

Name of Shareholders	Number of issued Shares held	Approximate percentage of the total number of issued Shares	Approximate percentage of the total number of issued Shares assuming the Repurchase Mandate is exercised in full
Mr. Wu Zhanming	829,935,000	27.16%	30.18%
Ruixing Investments Limited	550,000,000	18.00%	20.00%
Ms. Li Fuyi	279,930,959	9.16%	10.18%

In the event that the Directors shall exercise the Repurchase Mandate in full and assuming that no further Shares are issued or repurchased prior to the AGM, the interest to be held by the above-mentioned Shareholders will be increased to the percentages as set out in the table above. To the best of the knowledge and belief of the Directors, such increase would give rise to an obligation of Mr. Wu Zhanming to make a mandatory offer under the Takeovers Code. The Directors have no present intention to repurchase the Shares to the extent that will trigger the obligations under the Takeovers Code for Mr. Wu Zhanming to make a mandatory offer. Save as disclosed above, the Directors are not aware of any other consequences which may arise under the Takeovers Code as a result of any repurchase by the Company of its Shares.

The Board does not intend to exercise the Repurchase Mandate to such an extent that it would result in less than 25% of the total number of issued Shares being held by the public, which is the minimum public float required under the Listing Rules.

7. DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSON

None of the Directors nor, to the best of the knowledge and belief of the Directors, having made all reasonable enquiries, any of their respective close associates have any present intention, in the event that the proposed Repurchase Mandate is approved, to sell any Shares to the Company. No core connected person of the Company has notified the Company that he/she/it has a present intention to sell any Shares to the Company nor has he/she/it undertaken not to sell any of the Shares held by him/her/it to the Company in the event that the Company is authorised to make repurchases of the Shares.

8. SHARE REPURCHASE MADE BY THE COMPANY

The Company had not purchased any of its Shares (whether on the Stock Exchange or otherwise) during the previous six months immediately prior to the Latest Practicable Date.

9. SHARE PRICES

The highest and lowest prices at which the Shares were traded on the Stock Exchange in each of the twelve months immediately prior to the Latest Practicable Date were as follows:

	Share Price	
	Highest	**Lowest**
	HK$	*HK$*
2024		
October	0.091	0.066
November	0.071	0.054
December	0.119	0.054
2025		
January	0.097	0.065
February	0.550	0.074
March	0.184	0.102
April	0.159	0.097
May	0.117	0.085
June	0.172	0.083
July	0.118	0.105
August	0.155	0.102
September	0.249	0.110
October (up to and including the Latest Practicable Date)	0.345	0.215

All of the following retiring Directors are eligible for re-election and have expressed their willingness to stand for re-election at the AGM. The biographical details for each of the retiring Directors are set out as follows:

Mr. Wu Tao, aged 56, an Executive Director and a director of the subsidiaries of the Company. He was appointed as a Non-executive Director on 21 August 2019 and re-designated as an Executive Director on 3 May 2022. Mr. Wu Tao currently serves as a partner in Dachao Asset Management (Shanghai) Co., Ltd.*(大朝資產管理(上海)有限公司). Mr. Wu Tao was awarded an executive master's degree in business administration from the School of Management of Fudan University in January 2009. He further obtained a degree of doctor of business administration from the United Business Institutes in Belgium in June 2011. Mr. Wu Tao has more than 20 years of experience in the financial sector. From January 1999 to December 2004, he worked at Langran Holding Limited Jiangsu Branch*(朗潤控股有限公司江蘇分公司). From January 2005 to April 2009, he served as the vice chief executive officer of Jiangsu Sheng's International Investment Group Limited*(江蘇盛氏國際投資集團有限公司). From May 2009 to February 2015, Mr. Wu Tao worked at Shengqu Information Technology (Shanghai) Co. Limited*(盛趣信息技術(上海)有限公司), an affiliate of Shanghai ShengDa Networking Development Co., Ltd*(上海盛大網絡發展有限公司) and his last position was fund manager.

As at the Latest Practicable Date, Mr. Wu Tao does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Wu Tao (i) does not hold any other position with the Company and/or its subsidiaries; (ii) does not have any relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules); and (iii) has not held any directorship in any listed public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

There is a service contract entered into between the Company and Mr. Wu Tao for a term of 3 years and his length of service as a Director is subject to the relevant provisions in the Bye-laws. Mr. Wu Tao is entitled to receive a Director's fee of HK$240,000 per annum and a salary of RMB55,000 per month, which have been approved by the Remuneration Committee and the Board and were determined based on his qualifications, experience, responsibilities and prevailing market practice. The Director's remuneration of Mr. Wu Tao is subject to annual review by the Remuneration Committee.

There is no other information concerning Mr. Wu Tao that needs to be brought to the attention of the Shareholders nor any other information in relation to Mr. Wu Tao which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

Ms. Tsang Fung Chu *JP* ("**Ms. Tsang**"), aged 57, an Independent Non-executive Director. She joined the Group in December 2024. Ms. Tsang is a certified public accountant (practising) in Hong Kong and a fellow of the Association of Chartered Certified Accountants. She holds a Bachelor Degree of Social Sciences from The University of Hong Kong and has broad experience in the finance and accounting field. She has been in the accounting profession for over 30 years and started her career in the audit division at an international auditing and accounting firm. She also served as a member of the All China Youth Federation and Beijing Youth Federation, the PRC. In addition, Ms. Tsang has been appointed various public offices in the Hong Kong SAR Government. She is currently the chairman on Sheung Wan & Sai Ying Pun Area Committee, a member of the board of management of the Chinese Permanent Cemeteries and vice chairman of Internal Affairs Committee. She was also a group chairman on Advisory Committee Admission of Quality Migrants and Professionals, a member of Central and Western District Fight Crime Committee, a member of Chung Wan & Mid Levels Area Committee, a member of the Panel of Advisors on Building Management Disputes of the Home Affairs Department and Observers on Independent Police Complaints Council., etc. She is a member of the Sixth Election Committee of the HKSAR and was appointed as Justice of the Peace (JP) on 1 July 2021. She has been an executive director of Bingo Group Holdings Limited (a company listed on the Stock Exchange, stock code: 8220) since July 2024.

As at the Latest Practicable Date, Ms. Tsang does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, Ms. Tsang (i) does not hold any other position with the Company and/or its subsidiaries; (ii) does not have any relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules); and (iii) has not held any directorship in any listed public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

There is a service contract entered into between the Company and Ms. Tsang for a term of 3 years and her length of service as a Director is subject to the relevant provisions in the Bye-laws. Ms. Tsang is entitled to receive a Director's fee of HK$240,000 per annum, which have been approved by the Remuneration Committee and the Board and were determined based on her qualifications, experience, responsibilities and prevailing market practice. The Director's remuneration of Ms. Tsang is subject to annual review by the Remuneration Committee.

There is no other information concerning Ms. Tsang that needs to be brought to the attention of the Shareholders nor any other information in relation to Ms. Tsang which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

* *For identification purposes only*

NOVAUTEK TECHNOLOGIES GROUP LIMITED
諾科達科技集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 519)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the "Annual General Meeting") of Novautek Technologies Group Limited (the "Company") will be held at Empire Room 1, 1/F., Empire Hotel Hong Kong • Wanchai, 33 Hennessy Road, Wanchai, Hong Kong on 17 December 2025 (Wednesday) at 10:00 a.m. for the following purposes:

As ordinary business, to consider and, if thought fit, pass the following ordinary resolutions:

1. To receive, consider and adopt the audited consolidated financial statements and reports of the directors of the Company (the "Director(s)") and auditor of the Company for the year ended 30 June 2025.

2. (a) To re-elect Mr. Wu Tao as an Executive Director; and

   (b) To re-elect Ms. Tsang Fung Chu *JP* as an Independent Non-executive Director.

3. To authorise the board of directors of the Company (the "Board") to fix the remuneration of the Directors.

4. To re-appoint Forvis Mazars CPA Limited as auditor of the Company and authorise the Board to fix its remuneration.

As special business, to consider and, if thought fit, pass with or without amendments, the following resolutions, which will be proposed as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

5. "**THAT**:

(A) subject to paragraph (C) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares (or in the case of treasury shares, sell or transfer, if any) in the capital of the Company (the "Shares") and to make or grant offers, agreements and options (including warrants, bonds and debentures convertible into Shares) which might require the exercise of such powers be and 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 or grant offers, agreements and options (including warrants, bonds and debentures convertible into Shares) which might require the exercise of such powers during or after the end of the Relevant Period;

(C) the aggregate number of Shares which may be allotted, issued or otherwise dealt with, or agreed conditionally or unconditionally to be allotted, issued or otherwise dealt with (or in the case of treasury shares, sold or transferred, if any, or agreed conditionally or unconditionally to be sold or transferred) (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraphs (A) and (B) of this resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) pursuant to the exercise of any options granted under the share option scheme adopted by the Company; or (iii) an issue of Shares upon the exercise of subscription or conversion rights attached to warrants which might be issued by the Company or any securities which are convertible into Shares; or (iv) an issue of Shares in lieu of the whole or part of a dividend on Shares or any scrip dividend scheme or similar arrangement in accordance with the bye-laws of the Company (the "Bye-laws"); or (v) a specific authority granted by the Shareholders of the Company (the "Shareholder(s)") in general meeting, shall not exceed 20% of the aggregate number of the Shares in issue (excluding treasury shares, if any) as at the close of business on the day of passing this resolution; and

(D) for the purposes of this resolution:

"Relevant Period" means the period from the time of the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company following the passing of this resolution at which time the authority granted under this resolution shall lapse unless, by ordinary resolution passed at that meeting, the mandate is renewed, either unconditionally or subject to conditions;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws or any applicable laws to be held; or

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the Shareholders in a general meeting.

"Rights Issue" means an offer of Shares or offer or issue of warrants, options or other securities giving rights to subscribe for Shares, open for a period fixed by the Directors to holders of Shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction, or the requirements of any recognised regulatory body or any stock exchange in that place)."

6. "**THAT**:

(A) subject to paragraph (C) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all powers of the Company to purchase, and either cancel or hold in treasury, the issued Shares on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, the exercise by the Directors of all powers of the Company to purchase, and either cancel or hold in treasury, such Shares being subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange, be and is hereby generally and unconditionally approved;

(B) the approval in paragraph (A) of this resolution shall be in addition to any other authorisation given to the Directors and shall authorise the Directors on behalf of the Company during the Relevant Period to procure the Company to purchase its Shares at a price determined by the Directors;

(C) the aggregate number of Shares which may be purchased or agreed conditionally or unconditionally to be purchased, and either cancelled or held in treasury, by the Company pursuant to the approval in paragraph (A) of this resolution during the Relevant Period shall not exceed 10% of the total number of the Shares in issue (excluding treasury shares, if any) as at the close of business on the day of passing this resolution; and

(D) for the purposes of this resolution:

"Relevant Period" means the period from the time of the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company following the passing of this resolution at which time the authority granted under this resolution shall lapse unless, by ordinary resolution passed at that meeting, the mandate is renewed, either unconditionally or subject to conditions;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws or any applicable laws to be held; or

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the Shareholders in a general meeting."

7. "**THAT** conditional upon the passing of ordinary resolutions numbered 5 and 6 above, the aggregate number of Shares which are repurchased by the Company pursuant to and in accordance with ordinary resolution numbered 6 shall be added to the aggregate number of Shares that may be allotted, issued or otherwise dealt with or agreed conditionally or unconditionally to be allotted, issued or otherwise dealt with (or in the case of treasury shares, sold or transferred, if any, or agreed conditionally or unconditionally to be sold or transferred) by the Directors pursuant to and in accordance with ordinary resolution numbered 5."

By order of the Board
Novautek Technologies Group Limited
Wu Zhanming
Chairman, Acting Chief Executive Officer and Executive Director

Hong Kong, 30 October 2025

Executive Directors:
Mr. Wu Zhanming *(Chairman and Acting Chief Executive Officer)*
Mr. Wu Tao

Non-executive Director:
Dr. Chan Kin Keung Eugene *SBS, BBS, JP*

Independent Non-executive Directors:
Mr. Jiang Pengzhi
Mr. Yang Ye
Ms. Tsang Fung Chu *JP*

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal place of business in Hong Kong:
Unit 2408A, 24th Floor
Tower 1, Lippo Centre
89 Queensway
Hong Kong

Notes:

1. Any Shareholder entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. On a poll, votes may be given either personally or by proxy. A proxy need not be a Shareholder. A Shareholder who is the holder of two or more Shares may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at the Annual General Meeting.

2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.

3. A form of proxy for use at the Annual General Meeting is enclosed. Delivery of an instrument appointing a proxy shall not preclude a Shareholder from attending and voting in person on any or all resolutions on which he/she/it is entitled to vote at the Annual General Meeting or poll concerned, and in such event, any vote cast by his/her/its proxy on the same resolution shall be null and void.

4. The register of members of the Company will be closed from 12 December 2025 (Friday) to 17 December 2025 (Wednesday) (both days inclusive) for the purpose of determining the entitlement to attend and vote at the Annual General Meeting, during which period no transfer of Share(s) will be registered. In order to be eligible to attend and vote at the Annual General Meeting, all completed transfer documents accompanied by the relevant share certificate(s) must be lodged with the office of the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on 11 December 2025 (Thursday). Shareholders whose names appear on the register of members of the Company on 17 December 2025 (Wednesday) shall be entitled to attend and vote at the Annual General Meeting.

5. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority shall be deposited at the office of the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Annual General Meeting (i.e. before 10:00 a.m. on 15 December 2025 (Monday)) or any adjourned meeting at which the person named in such instrument proposes to vote and in default the instrument of proxy shall not be treated as valid.

6. In the case of joint holders of Shares, any one of such holders may vote at the Annual General Meeting, either in person or by proxy, in respect of such Shares as if he/she/it was solely entitled thereto, but if more than one of such joint holders are present at the Annual General Meeting in person or by proxy, the persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.

7. All resolutions set out in the notice of the Annual General Meeting will be voted on by way of poll.

8. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning or "extreme conditions" resulting from super typhoons as announced by The Government of the Hong Kong Special Administrative Region is in effect any time after 6:00 a.m. on the date of the Annual General Meeting, the Annual General Meeting will be postponed. The Company will post an announcement on the website of the Company at www.novautekgroup.com and on the HKExnews website of the Stock Exchange at www.hkexnews.hk to notify the Shareholders of the date, time and place of the rescheduled meeting.

In the event of inconsistency, the English text of this circular shall prevail over the Chinese text thereof.