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 licensed securities dealer, registered institution in securities, a bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in Wealthink AI-Innovation Capital Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

华科智能

WEALTHINK AI

WEALTHINK AI-INNOVATION CAPITAL LIMITED
華科智能投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1140)

PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING

Capitalised terms used in this cover page shall have the same meaning as those defined in this circular.

A letter from the Board is set out on pages 4 to 7 of this circular. A notice convening the EGM to be held at Room 4011, 40/F, COSCO Tower, Grand Millennium Plaza, 183 Queen's Road Central, Hong Kong on Friday, 9 January 2026 at 11:00 a.m. is set out on pages EGM-1 to EGM-3 of this circular. A form of proxy for use at the EGM is enclosed with this circular. The EGM will be a hybrid meeting and Shareholders may attend the EGM in person or via the eVoting Portal.

Whether or not you intend to attend the EGM in person or via eVoting Portal (or any adjournment thereof), you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon 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 as soon as possible and in any event not less than 48 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be).

A proxy form for use at the EGM is enclosed with this circular. Such form of proxy is also published on the Company's website at www.1140.com.hk and the website of The Stock Exchange of Hong Kong Limited at www.hkex.com.hk.

Completion and return of the form of proxy will not preclude you from attending and voting in person or via eVoting Portal at the EGM or any adjournment thereof should you so wish and in such event the form of proxy shall be deemed to be revoked.

16 December 2025

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SPECIAL ARRANGEMENTS FOR THE EGM

The EGM will be a hybrid meeting. The venue of the EGM will be at Room 4011, 40/F, COSCO Tower, Grand Millennium Plaza, 183 Queen's Road Central, Hong Kong. Shareholders may attend the EGM in person or via the eVoting Portal. The eVoting Portal can be accessed from any location with access to the internet via smartphone, tablet device or computer.

The live broadcast can broaden the reach of the EGM to Shareholders who do not wish to attend physically, or for other overseas Shareholders who are unable to attend in person.

Through the eVoting Portal, our registered shareholders/proxies or corporate representatives will be able to view the live video broadcast and participate in voting and submitting questions online. Login details and information have been included in our letters to those parties regarding the eVoting Portal and will be posted to the Shareholders seven business days before the EGM.

How to attend and vote

Shareholders will be able to exercise their voting rights in one of the following ways:

(1) attend the EGM in person;

(2) attend the EGM via the eVoting Portal which enables live streaming and interactive platform for submitting questions and voting online; or

(3) appoint the Chairman of the EGM as your proxy to attend and vote on your behalf.

Your proxy's authority and instruction will be revoked if you attend and vote at the EGM in person or via the eVoting Portal. If you are a non-registered shareholder, you may instruct your banks, brokers or other custodians to appoint a proxy to attend and vote via the eVoting Portal for the EGM on your behalf if you wish.

The Company reminds all its Shareholders that physical attendance in person at the EGM is not necessary for the purpose of exercising voting rights. As an alternative, Shareholders may attend the EGM via the eVoting Portal or appoint the chairman of the EGM as their proxy to vote on the relevant resolutions at the EGM by using proxy forms with voting instructions inserted instead of attending the EGM in person. If Shareholders have any questions about the relevant resolutions, they are welcome to contact the Company via the Investor Relations Department as follows:

Investor Relation Department
Tel: (852) 2842 9688
Email: ir@1140.com.hk

DEFINITIONS

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

"Announcement"	the Company's announcement dated 5 December 2025 in relation to, amongst other things, the proposed Change of Company Name
"Board"	the board of Directors
"Change of Company Name"	the proposed change of the English name of the Company from "Wealthink AI-Innovation Capital Limited" to "HK. AI Capital Limited"
"Company"	Wealthink AI-Innovation Capital Limited, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the main board of the Stock Exchange (Stock code: 1140)
"Director(s)"	the director(s) of the Company
"EGM"	the extraordinary general meeting of the Company to be convened and held at Room 4011, 40/F, COSCO Tower, Grand Millennium Plaza, 183 Queen's Road Central, Hong Kong on Friday, 9 January 2026 at 11:00 a.m. (or any adjournment thereof), for the purpose of considering and, if thought fit, approving the Change of Company Name by the Shareholders
"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
"Latest Practicable Date"	9 December 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
"PRC"	the People's Republic of China, and for the purpose of this circular, excluding Hong Kong, Macau Special Administrative Region and Taiwan

"Share(s)"	the ordinary shares in the issued share capital of the Company, in the par value of HK$0.10
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	the Stock Exchange of Hong Kong Limited

The English text of this circular, the notice of the EGM and accompanying form of proxy shall prevail over their respective Chinese text in case of inconsistency.

华科智能
WEALTHINK AI

WEALTHINK AI-INNOVATION CAPITAL LIMITED
華科智能投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1140)

Non-executive Directors:
Dr. Wang Qin
Dr. Fu Weigang
Dr. Wang Shibin
Ms. Sun Qing

Independent non-executive Directors:
Mr. Yan Xiaotian
Mr. Zhao Kai
Mr. Yang Songbin

Registered office:
P.O. Box 309, Ugland House
Grand Cayman, KY1-1104
Cayman Islands

Head office and principal place of business in Hong Kong:
Room 4011
40/F, COSCO Tower
Grand Millennium Plaza
183 Queen's Road Central
Hong Kong

16 December 2025

To the Shareholders

Dear Sir/Madam,

PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING

INTRODUCTION

Reference is made to the Announcement in relation to the Change of Company Name.

The purposes of this circular are to provide you with, among other things, (i) further details of the Change of Company Name; and (ii) notice of the EGM. In the EGM, such necessary resolution will be proposed to the Shareholders to consider and, if thought fit, approve the Change of Company Name.

PROPOSED CHANGE OF COMPANY NAME

The Board of Directors of Wealthink AI-Innovation Capital Limited proposes to change the English name of the Company from "Wealthink AI-Innovation Capital Limited" to "HK.AI Capital Limited".

The dual foreign name in Chinese of the Company "華科智能投資有限公司" will remain unchanged.

Reasons for the Proposed Change of Company Name

The use of the phrase "HK" represents the abbreviation of "Hua Ke" (i.e. the Putonghua pinyin of the first two characters of the dual foreign name in Chinese of the Company "華科"). Accordingly, the Board considers that the proposed Change of Company Name is in line with the Group's strategic business plan for future development and refreshment for its brand, and believes that the proposed Change of Company Name is to provide the Group with a fresh corporate image and identity which will benefit future business development of the Group. The Board is therefore of the view that the proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

Conditions for the Change of Company Name

The proposed Change of Company Name is subject to the following conditions:

(1) the passing of the necessary special resolution by the Shareholders at the EGM to approve, amongst others, the proposed Change of Company Name; and

(2) the Registrar of Companies in the Cayman Islands approving the proposed Change of Company Name.

Subject to the satisfaction of all the conditions set out above, the proposed Change of Company Name will take effect from the date on which the Registrar of Companies in the Cayman Islands issues the certificate of incorporation on change of name. Thereafter, the Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

Effects of the Proposed Change of Company Name

The proposed Change of Company Name will not affect any of the rights of the Shareholders and the trading of the Shares on the Stock Exchange. Moreover, the proposed Change of Company Name will not affect any rights of the existing Shareholders or the Company's daily business operation and its financial position.

Upon the Change of Company Name becoming effective, any new issue of share certificates of the Company will be issued in the new English name and the existing dual foreign name in Chinese of the Company. All existing share certificates of the Company in issue bearing the existing English name and the existing dual foreign name in Chinese of the Company will, after the Change of Company Name has become effective, continue to be valid evidence of title to the Shares and will continue to be valid for trading, settlement, registration and delivery purposes.

Accordingly, there will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new English name and the existing dual foreign name in Chinese of the Company.

Subject to the confirmation of the Stock Exchange, the English and Chinese stock short names of the Company for trading of the Shares on the Stock Exchange, the logo of the Company and the website of the Company will also be changed after the proposed Change of Company Name becoming effective.

The Company will make further announcement(s) to inform the Shareholders of the poll results of the EGM, the effective date of the Change of Company Name, the new English and Chinese stock short names of the Company for trading of the Shares on the Stock Exchange and details of the change of the logo and website of the Company as and when appropriate. The stock code of the Company will remain as "1140".

EGM & IMPLICATIONS UNDER THE LISTING RULES

The Company will convene the EGM at Room 4011, 40/F, COSCO Tower, Grand Millennium Plaza, 183 Queen's Road Central, Hong Kong on Friday, 9 January 2026 at 11:00 a.m. to consider and, if thought fit, approve, among other things, the Change of Company Name. A notice convening the EGM is set out on pages EGM-1 to EGM-3 of this circular.

To the best of the Director's knowledge, information and belief having made all reasonable enquiries, as at the Latest Practicable Date, no Shareholder is required to abstain from voting on the resolution on the Change of Company Name at the EGM.

Pursuant to Rule 13.39(4) of the Listing Rules, the votes to be taken at the EGM will be taken by poll, the results of which will be announced after the EGM.

A form of proxy for the EGM is enclosed. Whether or not you wish to attend the EGM, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same 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 as soon as possible but in any event not less than 48 hours before the time appointed for the EGM (or any adjourned meeting). Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the EGM (or any adjourned meeting) if you so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.

RECOMMENDATIONS

The Directors consider that the proposed resolution at the EGM is in the best interests of the Company and the Shareholders as a whole and, accordingly, the Directors recommend all Shareholders to vote in favour of the resolution at the EGM.

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 this circular or any statement herein misleading.

By order of the Board
Wealthink AI-Innovation Capital Limited
WANG Qin
Chairman

华科智能
WEALTHINK AI

WEALTHINK AI-INNOVATION CAPITAL LIMITED
華科智能投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1140)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**EGM**") of Wealthink AI-Innovation Capital Limited (the "**Company**") will be held at Room 4011, 40/F, COSCO Tower, Grand Millennium Plaza, 183 Queen's Road Central, Hong Kong on Friday, 9 January 2026 at 11:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as the special resolution of the Company:

SPECIAL RESOLUTION

1. "**THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands, the English name of the Company be changed from "Wealthink AI-Innovation Capital Limited" to "HK.AI Capital Limited" (the "**Change of Company Name**") with effect from the date of the certificate of incorporation on change of name issued by the Registrar of Companies in the Cayman Islands, and that any one of the directors of the Company be and is hereby authorised to do all such acts and things and execute all such documents, including under seal where appropriate, which he may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company."

By order of the Board
Wealthink AI-Innovation Capital Limited
WANG Qin
Chairman

Hong Kong, 16 December 2025

Registered office:
P.O. Box 309
Ugland House
Grand Cayman, KY1-1104
Cayman Islands

Head office and principal place of business in Hong Kong:
Room 4011
40/F, COSCO Tower
Grand Millennium Plaza
183 Queen's Road Central
Hong Kong

Notes:

1. A form of proxy for use at the EGM or any adjournment thereof is enclosed. 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 authorised to sign the same.

2. A member entitled to attend and vote at the EGM is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the EGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each such proxy is so appointed.

3. As set out in the section headed "Special Arrangements for the EGM" of this circular, the above meeting will be a hybrid meeting. Shareholders may attend the above meeting in person or via the eVoting Portal. In addition to attending the above meeting in person, Shareholders will also be able to exercise their voting rights in one of the following ways: (1) attend the above meeting via the eVoting Portal which enables live streaming and interactive platform for submitting questions and voting online; or (2) appoint the Chairman of the meeting as your proxy to attend and vote on your behalf. Whether or not you intend to attend the above meeting via eVoting Portal, and in der to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, 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, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. The completion and return of a form of proxy will not preclude you from attending and voting at the above meeting via eVoting Portal.

4. For the purpose of determining the Shareholders who are entitled to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 6 January 2026 to Friday, 9 January 2026, both days inclusive. In order to qualify for attending and voting at the EGM, all transfer documents together with the relevant share certificates must be lodged for registration with 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 not later than 4:30 p.m. (Hong Kong time) on Monday, 5 January 2026.

5. In the case of joint holders of shares, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holder are present at the EGM 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 shares shall alone be entitled to vote in respect thereof.

6. Where a "black" rainstorm warning is in force or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted or "extreme conditions" is announced by the Government of Hong Kong is in force at 8:00 a.m. on the date of the EGM, the EGM will be postponed. The Company will post an announcement on the websites of Hong Kong Exchanges and Clearing Limited and the Company to notify shareholders of the date, time and location of the rescheduled meeting. The EGM will be held as scheduled when an amber or red rainstorm warning signal is in force. Having considered their own situations, Shareholders should decide on their own whether they would attend the EGM under any bad weather condition and if they do so, they are advised to exercise care and caution.

7. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

8. Pursuant to Rule 13.39(4) of the Listing Rules, all resolution at the EGM will be conducted by way of a poll.

As at the date of this notice, the Board comprises four non-executive Directors, namely Dr. Wang Qin, Dr. Fu Weigang, Dr. Wang Shibin and Ms. Sun Qing; and three independent non-executive Directors, namely Mr. Yan Xiaotian, Mr. Zhao Kai and Mr. Yang Songbin.