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

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HUAJIN INTERNATIONAL HOLDINGS LIMITED

華 津 國 際 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2738)

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

A notice convening the AGM of the Company to be held at Unit 4, 20/F, New Trend Centre, 704 Prince Edward Road East, San Po Kong, Kowloon, Hong Kong on Thursday, 25 June 2026 at 2:30 p.m. is set out on pages 17 to 20 of this circular. A form of proxy for use in connection with the AGM is enclosed herewith. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.huajin-hk.com).

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 Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong as soon as practicable but in any event not later 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 Shareholders from attending and voting in person at the AGM or any adjournment thereof.

29 April 2026

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be convened and held at Unit 4, 20/F, New Trend Centre, 704 Prince Edward Road East, San Po Kong, Kowloon, Hong Kong on Thursday, 25 June 2026 at 2:30 p.m. or any adjournment thereof (as the case may be), the notice of which is set out on pages 17 to 20 of this circular
“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors
“BVI”	the British Virgin Islands
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“Companies Act”	the Companies Act, Chapter 22 (Act 3 of 1961, as consolidated and revised) of the Cayman Islands
“Company”	Huajin International Holdings Limited 華津國際控股有限公司, a company incorporated in the Cayman Islands with limited liability, whose Shares are listed on the Main Board of the Stock Exchange (Stock Code: 2738)
“Controlling Shareholder(s)”	has the meaning ascribed thereto under the Listing Rules and for the purpose of this circular only, refers to Intrend Ventures, Haiyi and Mr. Xu
“Director(s)”	the director(s) of the Company
“Extension Mandate”	a general and unconditional mandate proposed to be granted to the Directors to the effect that any Shares repurchased under the Repurchase Mandate will be added to the total number of Shares which may be allotted and issued under the Issue Mandate
“Group”	the Company and its subsidiaries
“Haiyi”	Haiyi Limited (海逸有限公司), a business company incorporated under the laws of BVI with limited liability and our Controlling Shareholder, which is wholly-owned by Intrend Ventures
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong

DEFINITIONS

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Intrend Ventures”	Intrend Ventures Limited, a business company incorporated under the laws of BVI with limited liability and our Controlling Shareholder, which is wholly-owned by Mr. Xu
“Issue Mandate”	a general and unconditional mandate to be granted to the Directors to allot, issue, and otherwise deal with new Shares (including any sale or transfer of treasury shares) and other securities with an aggregate nominal amount not exceeding 20% of the aggregate nominal amount of the share capital (including any sale or transfer of treasury shares) of the Company in issue as at the date of passing of the relevant resolution
“Jiangmen Huajin”	江門市華津金屬製品有限公司(Jiangmen Huajin Metal Product Company Limited*), a limited liability company established under the laws of PRC and an indirect wholly-owned subsidiary of our Company
“Jiangmen Huamu”	江門市華睦五金有限公司(Jiangmen Huamu Metals Company Limited*), a limited liability company established under the laws of PRC and an indirect wholly-owned subsidiary of our Company
“Latest Practicable Date”	20 April 2026, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Date”	15 April 2016, being the date on which dealings in our Shares on the Stock Exchange commences
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Member(s)”	the member(s) of the Company, being the Shareholder(s)
“Memorandum”	the memorandum of association of the Company
“Mr. Xu”	Mr. Xu Songqing (許松慶), our executive Director and Controlling Shareholder
“PRC”	the People’s Republic of China (for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)

DEFINITIONS

“Repurchase Mandate”	a general and unconditional mandate to the Directors to exercise the power of the Company to repurchase Shares in the capital of the Company up to a maximum of 10% of the aggregate nominal amount of the issued share capital of the Company (excluding any treasury shares) as at the date of passing of the relevant resolution
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended 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 the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs
“treasury shares”	has the meaning ascribed to it under the Listing Rules
“S\$” or “SGD”	Singapore dollar(s), the lawful currency of Singapore
“%”	per cent

* *for identification purpose only*

LETTER FROM THE BOARD



HUAJIN INTERNATIONAL HOLDINGS LIMITED

華 津 國 際 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2738)

Executive Directors:

Mr. Xu Songqing (*Chairman*)

Mr. Chen Chunniu (*Chief Executive Officer*)

Non-executive Director:

Mr. Xu Jianhong

Independent non-executive Directors:

Mr. Chan Oi Fat

Mr. Ou Qiyuan

Ms. Yip Nga Ting Cerin

Registered Office:

Cricket Square, Hutchins Drive

P.O. Box 2681, Grand Cayman

KY1-1111, Cayman Islands

Headquarters in the PRC:

Xinsha Industrial Zone of Muzhou Town

Xinhui District, Jiangmen City

Guangdong Province

PRC

Principal place of business in Hong Kong:

Unit 4, 20/F, New Trend Centre

704 Prince Edward Road East

San Po Kong, Kowloon

Hong Kong

29 April 2026

To the Shareholders

Dear Sirs or Madams,

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

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information regarding the following resolutions to be proposed at the AGM relating to, among other matters, (i) the proposed grant of the Issue Mandate, the Repurchase Mandate and the Extension Mandate; (ii) the proposed re-election of retiring Directors; (iii) the re-appointment of the auditor of the Company, and to give the Shareholder the notice of AGM.

LETTER FROM THE BOARD

2. GRANT OF GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES

At the AGM, the Shareholders will be asked to consider and, if thought fit, to approve the grant of the Issue Mandate to enable the Directors to exercise the powers of the Company to allot, issue and deal with new Shares not exceeding 20% of the number of issued Shares (excluding any treasury shares) as at the date of the passing of the relevant resolution. As at the Latest Practicable Date, the number of Shares in issue was 600,000,000. Subject to the passing of the relevant resolution, the maximum number of new Shares (assuming that there will be no change in the number of Shares in issue between the Latest Practicable Date and the date of the AGM) to be issued under the proposed Issue Mandate is 120,000,000.

Ordinary resolutions will also be proposed at the AGM for the grant of the Repurchase Mandate to enable the Directors to exercise all the powers of the Company to repurchase Shares up to 10% of the number of issued Shares (excluding any treasury shares) as at the date of the passing of the relevant resolution and to extend the Issue Mandate by an amount representing the aggregate number of issued Shares repurchased by the Company pursuant to the Repurchase Mandate to cover such Shares repurchased by the Company.

As at the Latest Practicable Date, the aggregate number of Shares in issue was 600,000,000. Accordingly, subject to the passing of the relevant resolutions and assuming that there will be no change in the number of Shares in issue between the Latest Practicable Date and the date of the AGM, the exercise of the Repurchase Mandate in full would enable the Company to repurchase up to 60,000,000 Shares.

The Issue Mandate and the Repurchase Mandate will remain in effect until whichever is the earliest of:

- (a) the conclusion of the next annual general meeting of the Company following the AGM;
- (b) the expiration of the period within which the next annual general meeting of our Company is required to be held by the Articles of Association or any applicable laws of Cayman Islands; and
- (c) the passing of an ordinary resolution of the Shareholders of our Company in a general meeting revoking, varying or renewing such mandate.

The Directors wish to state that they have no immediate plan to allot and issue any new Shares.

An explanatory statement containing information reasonably necessary to enable the Shareholders to make an informed decision on the proposed resolution for the grant of the Repurchase Mandate as required by the Listing Rules is set out in Appendix I to this circular.

LETTER FROM THE BOARD

3. RE-ELECTION OF DIRECTORS

As at the date hereof, the Board comprises two executive Directors, namely Mr. Xu Songqing, and Mr. Chen Chunniu, one non-executive Director, namely Mr. Xu Jianhong and three independent non-executive Directors, namely Mr. Chan Oi Fat, Mr. Ou Qiyan and Ms. Yip Nga Ting Cerin.

Pursuant to Article 83(3) of the Articles of Association of the Company, the Directors shall have the power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy on the Board or as an addition to the existing Board. Any Director so appointed shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election.

In accordance with Article 83(3) of the Articles of Association, Mr. Chen Chunniu (“**Mr. Chen**”) would hold office until the AGM and, being eligible, would offer himself for re-election as an executive Director at the forthcoming annual general meeting.

Pursuant to Article 84 of the Articles of Association, at each annual general meeting one-third of the Directors for the time being shall retire from office by rotation provided that every Director shall be subject to retirement by rotation at least once every three years. Accordingly, Mr. Xu Songqing and Mr. Xu Jianhong shall retire by rotation and, being eligible, offer themselves for re-election at the AGM.

The nomination committee of the Board (the “**Nomination Committee**”) has reviewed the structure, size, composition and diversity of the Board, the confirmations and disclosures given by the Directors, the education background, skills and professional experience, time commitment and contribution of the Directors. Each of the Directors standing for re-election has also confirmed that he would be able to devote sufficient time to the Board. The Nomination Committee has recommended to the Board on re-election of Mr. Chen, Mr. Xu Songqing and Mr. Xu Jianhong at the AGM.

Details of the Directors who are proposed to be re-elected at the AGM are set out in Appendix II to this circular, which indicates how each of such Directors contributes to the diversity of the Board and their skills and experience that they can bring to the Board.

Further information about the Board’s composition and diversity as well as the attendance record at the meetings of the Board and/or its committees and the general meetings of the Directors (including the retiring Directors) is disclosed in the Corporate Governance Report of the Company’s annual report for the year ended 31 December 2025.

LETTER FROM THE BOARD

4. ANNUAL GENERAL MEETING

The Company will convene the AGM at 2:30 p.m. on Thursday, 25 June 2026 at Unit 4, 20/F, New Trend Centre, 704 Prince Edward Road East, San Po Kong, Kowloon, Hong Kong at which resolutions will be proposed for the purpose of considering and if thought fit, approving, inter alia, the resolutions proposed in this circular. The notice of the AGM is set out on pages 17 to 20 of this circular.

A form of proxy for use in connection with the AGM is enclosed herewith. Such form of proxy is also published on the websites of the Stock Exchange and the Company. 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 Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong as soon as practicable but in any event not later 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 Shareholders from attending and voting in person at the AGM or any adjournment thereof. If you attend and vote in person at the AGM, the authority of your proxy will be revoked.

5. VOTING BY WAY OF POLL

In accordance with the requirements of Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, pursuant to Article 66 of the Articles of Association, the chairman of the AGM will demand a poll for the purpose of voting on all the resolutions set out in the notice of AGM. The Company will announce the results of the poll on all resolutions voted at the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

For the avoidance of doubt and for the purpose of the Listing Rules, holders of treasury shares of the Company (if any) shall abstain from voting on matters that require Shareholders' approval at the Company's general meeting(s).

6. CLOSURE OF REGISTER OF MEMBERS

In order to determine entitlement of Shareholders to the right to attend and vote at the AGM, the register of members of the Company will be closed from Monday, 22 June 2026 to Thursday, 25 June 2026, both days inclusive, during which period no share transfer will be effected. All share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, for registration not later than 4:00 p.m. on Thursday, 18 June 2026.

LETTER FROM THE BOARD

7. GENERAL INFORMATION

Your attention is drawn to the additional information as set out in Appendix I and Appendix II to this circular.

To the best of the Directors' knowledge, information and belief, having made reasonable enquiries, the Directors confirm that no Shareholder is required to abstain from voting at the AGM.

8. RECOMMENDATION

The Directors consider that the proposed grant of the Issue Mandate, the Repurchase Mandate, the Extension Mandate, the re-election of retiring Directors and the re-appointment of the auditor of the Company are in the best interests of the Company and its Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the resolutions to be proposed at the AGM.

9. 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.

Yours faithfully,
By Order of the Board
HUAJIN INTERNATIONAL HOLDINGS LIMITED
Xu Songqing
Chairman

This appendix serves as the explanatory statement, as required by the Listing Rules, to provide Shareholders requisite information for their consideration of the Repurchase Mandate.

1. LISTING RULES RELATING TO THE REPURCHASE OF SHARES

The Listing Rules permit companies whose primary listing is on the Stock Exchange to repurchase their shares on the Stock Exchange subject to certain restrictions. Among such restrictions, the Listing Rules provide that the shares of such a company must be fully paid up and all repurchase of shares by such a company must be approved in advance by an ordinary resolution of the shareholders, either by way of a general mandate or by specific approval of a specific transaction.

2. SHARE CAPITAL

As at the Latest Practicable Date, the Company had 600,000,000 Shares in issue and the Company did not hold any treasury shares.

Subject to the passing of the proposed resolution for the grant of the Repurchase Mandate at the AGM and on the basis that no Shares are issued or repurchased prior to the AGM, the Company will be allowed under the Repurchase Mandate to repurchase a maximum of 60,000,000 Shares, representing 10% of the total number of Shares in issue (excluding any treasury shares) as at the Latest Practicable Date.

For any repurchase of the Shares, the Company may cancel the repurchased Shares following settlement of any such repurchase and/or hold them as treasury shares subject to, among others, applicable laws, market conditions and its capital management needs at the relevant time of such repurchases, which may change due to evolving circumstances. Shareholders and potential investors of the Company should pay attention to any announcement to be published by the Company in the future, including but without limitation, any relevant next day disclosure return and monthly return.

For any treasury shares of the Company deposited with CCASS pending resale on the Stock Exchange, the Company shall, upon approval by the Board, implement the following interim measures which include (without limitation):

- i) procuring its broker not to give any instructions to HKSCC to vote at general meetings of the Company for the treasury shares deposited with CCASS;
- ii) in the case of dividends or distributions (if any and where applicable), withdrawing 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 relevant record date for the dividends or distributions; and
- iii) taking 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.

3. REASON FOR REPURCHASE

The Directors have no present intention to repurchase any Shares but consider that the mandate will provide the Company the flexibility to make such repurchase when appropriate and beneficial to the Company. Such repurchase, depending on market conditions and funding arrangements at the time, may lead to an enhancement of the net asset value of the Company and its net assets and/or the earnings per share of the Company. On the other hand, Shares repurchased and held by the Company as treasury shares may be resold on the market at market prices to raise funds for the Company, or transferred or used for other purposes, subject to compliance with all applicable laws of the Cayman Islands (including the Companies Act), the Articles of Association and the Listing Rules. Such repurchase of Shares will only be made when the Directors believe that such repurchase will benefit the Company and its Shareholders.

4. FUNDING OF REPURCHASE

Any repurchase must be financed out of funds legally available for such purpose in accordance with the Memorandum and Articles of Association, the Listing Rules and any applicable laws and regulations from time to time in force of the Cayman Islands.

5. EXERCISE OF REPURCHASE MANDATE

Exercise in full of the Repurchase Mandate, on the basis of 600,000,000 Shares in issue as at the Latest Practicable Date, could accordingly result in up to 60,000,000 Shares being repurchased by our Company during the period in which the Repurchase Mandate remains in force. On the basis of the current financial position of our Group as disclosed in our 2025 annual report and taking into account the current working capital position of our Group, our Directors consider that, if the Repurchase Mandate were to be exercised in full, there might be a material adverse impact on the working capital and/or gearing position of our Group (as compared with the position disclosed in our 2025 annual report). However, our 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 our Group or the gearing levels which in the opinion of our Directors are from time to time appropriate for our Group.

6. SHARE PRICES

The highest and lowest market prices per Share at which the Shares had been traded on the Stock Exchange during each of the twelve months preceding and up to the Latest Practicable Date were as follows:

	Shares	
	Highest	Lowest
	<i>HK\$</i>	<i>HK\$</i>
2025		
May	0.250	0.169
June	0.405	0.180
July	0.465	0.275
August	0.355	0.250
September	0.375	0.280
October	0.295	0.230
November	0.380	0.183
December	0.350	0.236
2026		
January	0.310	0.250
February	0.290	0.255
March	0.270	0.202
April (up to the Latest Practicable Date)	0.236	0.176

7. UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise all power of the Company to make repurchases pursuant to the Repurchase Mandate and in accordance with the Listing Rules and all applicable laws of the Cayman Islands, and in accordance with the regulations set out in the Articles of Association.

8. 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 purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder, or group of Shareholders acting in concert (as defined in the Takeovers Code), depending on the level of increase of the Shareholders' interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 or Rule 32 of the Takeovers Code.

To the best knowledge and belief of the Directors, having made all reasonable enquiries, as at the Latest Practicable Date, Haiyi was interested in 391,500,000 Shares representing approximately 65.25% of the issued Shares of the Company. The entire issued share capital of Haiyi is legally and beneficially owned by Intrend Ventures and the entire issued share capital of Intrend Ventures is legally and beneficially owned by Mr. Xu. Each of Haiyi, Intrend Ventures and Mr. Xu is considered as our Controlling Shareholders for the purpose of the Listing Rules.

On the basis that no Shares are issued or repurchased prior to the date of the AGM, in the event that the Directors exercise in full the power to repurchase Shares pursuant to the Repurchase Mandate, the shareholding of Haiyi will be increased to approximately 72.50% of the issued Shares of the Company. Such increase would not give rise to an obligation on the part of Haiyi and parties acting in concert (as defined in the Takeovers Code) with it to make a mandatory offer under Rule 26 of the Takeovers Code.

Nevertheless, the Directors have no present intention to exercise the Repurchase Mandate and will not effect repurchases to such an extent which will result in the number of Shares in the hands of the public falling below the prescribed minimum percentage of 25% as required by the Listing Rules.

On the basis that the issued share capital of the Company remains the same, the Directors are not aware of any consequences which may arise under Rules 26 and 32 of the Takeovers Code. The Directors do not intend to exercise the Repurchase Mandate to an extent which would, in the circumstances, trigger any potential consequences under the Takeovers Code.

9. SHARE REPURCHASE MADE BY THE COMPANY

The Company has not repurchased any of its Shares, whether on the Stock Exchange or otherwise, in the six months preceding the Latest Practicable Date.

The Listing Rules prohibit a company from making repurchase on the Stock Exchange if the result of the repurchase would be that less than 25% (or such other prescribed minimum percentage as determined by the Stock Exchange) of the issued share capital would be in public hands. The Directors do not propose to repurchase Shares which would result in less than the prescribed minimum percentage of Shares in public hands.

10. GENERAL

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their respective close associates (as defined under the Listing Rules), has any present intention to sell any Shares to the Company or its subsidiaries under the Repurchase Mandate if such resolution is approved by the Shareholders.

No core connected persons (as defined under the Listing Rules) of the Company have notified the Company that they have a present intention to sell Shares to the Company or its subsidiaries, or have undertaken not to do so, in the event that the Repurchase Mandate is approved by the Shareholders.

The following are the particulars of the retiring Directors proposed for re-election at the AGM:

(1) Mr. Chen Chunniu (陳春牛先生) (“Mr. Chen”)

Mr. Chen, aged 53, was appointed executive Director of the Company on 1 December 2025, previously holding the same position from 18 December 2015 to 24 February 2022. He joined the Group in July 2005 and currently serves as the General Manager and Legal Representative to oversee the production and operation process of Jiangmen Huajin Metal Product Company Ltd., Jiangmen Huamu Metals Company Ltd., Guangdong Huajin Industry Company Limited (廣東華津實業有限公司*), Jiangmen Jinrun Ecotechnology Company Limited (江門市津潤環保科技有限公司*) and Jiangmen Hairun Renewable Resources Recycling Company Limited (江門市海潤再生資源回收有限公司*), all of which are indirect wholly-owned subsidiaries of the Company. Mr. Chen also holds the position as a Director of Inter Consortium Holdings Limited (華滙控股有限公司*), an indirect wholly-owned subsidiary of the Company. Prior to joining the Group, Mr. Chen worked in an oil pump repairing factory in Jiangmen. He graduated from Jiangmen Advanced Technical Institute (江門市高級技工學校*) in June 1990. Mr. Chen also attained a certificate of junior safety officer in Guangdong Province (廣東省初級安全主任證書*) issued by Jiangmen Administration of Work Safety (江門市安全生產監督管理局*) on 26 October 2005.

As of the Latest Practicable Date, Irichest Enterprises Limited (“**Irichest**”), a company incorporated under the laws of the British Virgin Islands and wholly owned by Mr. Chen, holds 4,500,000 shares of the Company. Hence, Mr. Chen is deemed to be interested, within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, the Laws of Hong Kong) (the “**SFO**”), in the 4,500,000 shares held by Irichest. Mr. Chen, as a beneficial owner, personally holds 3,600,000 share options of the Company, which entitle him to subscribe for 3,600,000 shares of the Company. These share options held by Mr. Chen are also regarded as interests within the meaning of Part XV of the SFO.

Mr. Chen has entered into a letter of appointment with the Company in relation to his appointment as an executive Director for an initial term of three years commencing from 1 December 2025, which may be terminated by not less than three months’ notice in writing served by either the Company or the relevant Director. Mr. Chen is entitled to receive a Director’s fee of HK\$250,000 per annum, which has been determined by the Board based on recommendation of the remuneration Committee of the Company with reference to the market salary range for the position, qualifications, experience and level of responsibilities undertaken. The directorship of Mr. Chen is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. The Director’s fee for Mr. Chen will be reviewed annually by the Board with reference to his duties and responsibilities with the Company, the Company’s performance and the prevailing market situation.

Save as disclosed above, as at the Latest Practicable Date, Mr. Chen (i) had no interest in any Shares within the meaning of Part XV of the SFO; (ii) did not have any relationships with any Directors, senior management of the Company, substantial Shareholders or controlling Shareholders (within the meaning of the Listing Rules); and (iii) had not held any directorship in any listed public companies in the last three years preceding the Latest Practicable Date or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed herein, to the best of the knowledge, information and belief of Mr. Chen having made all reasonable enquiries, there were no other matters with respect to his appointment that need to be brought to the attention of the Company's Shareholders and there was no information relating to Mr. Chen that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules as at the Latest Practicable Date.

(2) Mr. Xu Songqing (許松慶先生) ("Mr. Xu SQ")

Mr. Xu SQ, aged 55, is the chairman of our Company and was appointed as an executive Director of our Company on 13 March 2015. Mr. Xu SQ is also the chairman of the nomination committee and a member of remuneration committee of the Company. As a founder of our Group, Mr. Xu SQ is also a director and legal representative of certain subsidiaries of the Company. Mr. Xu SQ founded Jiangmen Huajin in July 2005 and Jiangmen Huamu in November 2006, and served as a director of Jiangmen Huajin and Jiangmen Huamu. He has been primarily responsible for overall strategic planning and business development. Prior to joining our Group, Mr. Xu SQ served as a general manager at Zhongshan Guzhen Luhao Street Light Factory* (中山市古鎮路豪路燈廠) from December 2001 to July 2005, responsible for managing and supervising overall production of steel poles of street light. Mr. Xu SQ served as a factory manager at Zhongshan Guzhen Henghua Lighting & Appliances Factory* (中山市古鎮恒華電器燈飾廠) from October 1999 to December 2001, responsible for managing the workshop and familiarizing with characteristics and manufacturing requirements of all kinds of lamp poles. Mr. Xu SQ worked in lighting and transportation industry as a self-employed entrepreneur from 1991 to 1999. Mr. Xu SQ is the elder brother of Mr. Xu Songman and the father of Mr. Xu Jianhong, both are the executive Directors of the Company.

As at the Latest Practicable Date, Mr. Xu SQ was deemed to be interested in 391,500,000 Shares held by Haiyi, a Controlling Shareholder of the Company, by virtue of the SFO, and held 1,090,909 share options entitling him to subscribe for 1,090,909 Shares, representing 0.18% of the share capital of the Company. The entire issued share capital of Haiyi is legally and beneficially owned by Intrend Ventures and the entire issued share capital of Intrend Ventures is legally and beneficially owned by Mr. Xu SQ. Each of Mr. Xu SQ and Intrend Ventures is deemed to be interested in all the Shares held by Haiyi by virtue of the SFO. Save as disclosed above, Mr. Xu SQ does not have any other interest in the Shares of the Company within the meaning of Part XV of the SFO.

Mr. Xu SQ has entered into a service contract with the Company in relation to his appointment as an executive Director for an initial fixed term of three years commencing from the Listing Date renewable automatically until terminated by not less than three months' notice in writing served by either party on the other. Mr. Xu SQ is entitled to receive Director's fee of HK\$100,000 and SGD90,000 per annum, subject to annual review with such increment (if any) and, subject to the absolute discretion of the Board, a discretionary bonus as may be recommended by the remuneration committee and approved by the Board with reference to his duties and contributions. Mr. Xu SQ is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association. The Director's fee for Mr. Xu SQ will be reviewed by the Board with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

Save as disclosed above, as at the Latest Practicable Date, Mr. Xu SQ (i) had no interest in any Shares within the meaning of Part XV of the SFO; (ii) did not have any relationships with any Directors, senior management of the Company, substantial Shareholders or controlling Shareholders (within the meaning of the Listing Rules); and (iii) had not held any directorship in any listed public companies in the last three years preceding the Latest Practicable Date or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed herein, to the best of the knowledge, information and belief of Mr. Xu SQ having made all reasonable enquiries, there were no other matters with respect to his appointment that need to be brought to the attention of the Company's Shareholders and there was no information relating to Mr. Xu SQ that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules as at the Latest Practicable Date.

(3) Xu Jianhong (許健鴻先生) ("Mr. Xu JH")

Mr. Xu JH, aged 31, was re-designated as a non-executive Director of the Company on 17 April 2025. He was appointed as a non-executive Director of the Company on 21 November 2017, re-designated from non-executive Director to an executive Director of the Company on 1 May 2021. Mr. Xu is now re-designated from an executive Director to non-executive Director of the Company with effect from 17 April 2025. Mr. Xu graduated from The Kilmore International School in Australia in 2014 and received his Bachelor of Science degree from The University of Melbourne, Australia in July 2018. Mr. Xu is also a director of Inter Consortium Holdings Limited, Jiangmen Jinrun Ecotechnology Co., Ltd. (江門市津潤環保科技有限公司*) and Jiangmen Jinyang Metal Material Co., Ltd. (江門市津洋金屬材料有限公司*), all of which are indirect wholly-owned subsidiaries of the Company. Mr. Xu is the son of Mr. Xu Songqing, a controlling shareholder, an executive Director and the chairman of the Company.

As at the Latest Practicable Date, Mr. Xu JH held 1,090,909 share options entitling him to subscribe for 1,090,909 Shares of the Company, representing 0.18% of the share capital of the Company.

Mr. Xu JH has entered into an appointment letter with the Company in relation to his appointment as a non-executive Director for a term of three years commencing on 17 April 2025, which continues thereafter until terminated by either party giving not less than three months' notice in writing to the other party. The appointment will be subject to normal retirement and re-election at the annual general meeting by shareholders of the Company pursuant to the articles of association of the Company. Mr. Xu JH is entitled to a Director's fee of HK\$250,000 per annum, which is covered by the appointment letter and has been determined by the Board based on recommendation of the remuneration Committee of the Company with reference to his relevant qualifications, experience, duties and responsibilities undertaken. Mr. Xu JH is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association. The Director's fee for Mr. Xu JH will be reviewed by the Board with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

Save as disclosed above, as at the Latest Practicable Date, Mr. Xu JH (i) had no interest in any Shares within the meaning of Part XV of the SFO; (ii) did not have any relationships with any Directors, senior management of the Company, substantial Shareholders or controlling Shareholders (within the meaning of the Listing Rules); and (iii) had not held any directorship in any listed public companies in the last three years preceding the Latest Practicable Date or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed herein, to the best of the knowledge, information and belief of Mr. Xu JH having made all reasonable enquiries, there were no other matters with respect to his appointment that need to be brought to the attention of the Company's Shareholders and there was no information relating to Mr. Xu JH that is required to be disclosed.

NOTICE OF ANNUAL GENERAL MEETING



HUAJIN INTERNATIONAL HOLDINGS LIMITED

華 津 國 際 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2738)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of Huajin International Holdings Limited (the “**Company**”) will be held at Unit 4, 20/F, New Trend Centre, 704 Prince Edward Road East, San Po Kong, Kowloon, Hong Kong on Thursday, 25 June 2026 at 2:30 p.m. to consider and, if thought fit, transact the following ordinary businesses:

1. To consider, receive and adopt the audited consolidated financial statements, the reports of the directors (the “**Directors**”) and the independent auditor of the Company for the year ended 31 December 2025.
2.
 - (a) To re-elect Mr. Xu Songqing as an executive Director;
 - (b) To re-elect Mr. Chen Chunniu as an executive Director;
 - (c) To re-elect Mr. Xu Jianhong as a non-executive Director; and
 - (d) To authorise the board of the Directors (the “**Board**”) to fix the respective Directors’ remuneration.
3. To re-appoint KTC Partners CPA Limited as the Company’s auditor and authorize the Board to fix the remuneration of the auditor.

To consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions:

NOTICE OF ANNUAL GENERAL MEETING

4. “THAT:

- (a) subject to paragraph (c) below, pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), 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 in the share of the Company (the “**Shares**”) and securities convertible into such Shares or warrants or similar rights to subscribe for any Shares and to make or grant offers, agreements and options (including but not limited to bonds, warrants, debentures, notes convertible into Shares) which would or 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 be in addition to any other authorisation given to the Directors and shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options (including but not limited to bonds, warrants, debentures, notes convertible into Shares) which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of Shares allotted and issued 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 paragraph (a) of this resolution, otherwise than pursuant to (i) a Rights Issue (as defined below); or (ii) the exercise of options granted under any share option scheme or similar arrangement adopted from time to time by the Company; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association (the “**Articles of Association**”) of the Company in force from time to time; or (iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into Shares shall not exceed:
 - (i) 20 percent of the total number of issued Shares (excluding any treasury shares) on the date of the passing of this resolution; and
 - (ii) (if the Directors are so authorised by a separate ordinary resolution of the shareholders of the Company) the aggregate number of Shares purchased by the Company subsequent to the passing of this resolution (up to a maximum equivalent to 10 percent of the number of issued Shares on the date of the passing of this resolution),

and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly.

NOTICE OF ANNUAL GENERAL MEETING

- (d) for the purpose of this resolution, “**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:
 - (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 of Association or any applicable law of the Cayman Islands to be held; or
 - (iii) the revocation or variation of the authority given to the Directors under this resolution by an ordinary resolution passed by the shareholders of the Company in general meeting.

“**Rights Issue**” means an offer of Shares or offer or issue of options, warrants or other securities giving the rights to subscribe for Shares open for a period fixed by the Board to holders of Shares whose names appear on the Company’s register of members 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, or the requirements of, any recognised regulatory body or any stock exchange in, or in any territory outside Hong Kong, or the expense or delay that may be incurred in the determination of any such restrictions or obligations).”

Any reference to an allotment, issue, grant or offer of, or dealing with, shares of the Company shall include a sale or transfer of treasury shares in the capital of the Company (including to satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to subscribe for shares of the Company) to the extent permitted by, and subject to the provisions of, the Listing Rules and all applicable laws and regulations.”

5. “**THAT:**

- (a) subject to paragraph (b) below, the exercise by the Directors during the Relevant Period (as defined in resolution 4(d) set out herein) of all the powers of the Company to purchase Shares on the Stock Exchange, or any other stock exchange on which the securities of the Company may be listed and recognised by the Securities and Future Commission of Hong Kong (“**SFC**”) and the Stock Exchange for this purpose, and otherwise in accordance with the rules and regulations of the SFC, the Stock Exchange, the Companies Act, Chapter 22 (Act 3 of 1961, as consolidated and revised) of the Cayman Islands and all other applicable laws in this regard, be and the same is hereby generally and unconditionally approved; and

NOTICE OF ANNUAL GENERAL MEETING

- (b) the aggregate number of Shares which may be purchased by the Company pursuant to the authority granted pursuant to paragraph (a) above during the Relevant Period (as hereinafter defined) shall not exceed 10% of the aggregate number of Shares in issue (excluding any treasury shares) as at the date of the passing of this resolution, provided that if any subsequent consolidation or subdivision of Shares is effected, the maximum number of Shares that may be purchased by the Company pursuant to the authority granted pursuant to paragraph (a) above as a percentage of the total number of issued Shares immediately before and after such consolidation or subdivision shall be the same and such maximum number of Shares adjusted accordingly.
6. “**THAT** conditional on the passing of resolutions set out in the notice convening this meeting as resolutions numbered 4 and 5, the general mandate granted to the Directors pursuant to the approval granted under the resolution set out in the notice convening this meeting as resolution numbered 4 above be and is hereby extended by the addition to the aggregate nominal amount of the share capital of the Company (including any sale or transfer of treasury shares) which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to or in accordance with such general mandate an amount representing the aggregate nominal amount of the share capital of the Company which has been repurchased by the Company since the granting of such general mandate pursuant to the exercise by the Directors of the powers of the Company to repurchase such Shares pursuant to or in accordance with the authority granted under the resolution set out in the notice convening this meeting as resolution numbered 5, provided that such amount shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.”

By Order of the Board
HUAJIN INTERNATIONAL HOLDINGS LIMITED
Xu Songqing
Chairman

Hong Kong, 29 April 2026

Registered Office:

Cricket Square, Hutchins Drive
P.O. Box 2681, Grand Cayman
KY1-1111, Cayman Islands

Principal place of business in Hong Kong:

Unit 4, 20/F, New Trend Centre
704 Prince Edward Road East
San Po Kong, Kowloon
Hong Kong

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. Any member entitled to attend and vote at the above meeting is entitled to appoint one or, if he/she is the holder of two or more Shares, one or more proxies to attend and, on a poll, vote in his/her stead. A proxy need not be a member of the Company.
2. In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto in the meeting, 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 of the Company in respect of the joint holding.
3. In order to be valid, a form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, at least 48 hours before the time appointed for holding the above meeting or any adjournment thereof.
4. The register of members of the Company will be closed from Monday, 22 June 2026 to Thursday, 25 June 2026 (both days inclusive), during which period no transfer of Shares in the Company will be effected. In order to qualify for attending the annual general meeting, all transfers of Shares, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, not later than 4:00 p.m. on Thursday, 18 June 2026 for registration.
5. In relation to proposed resolutions numbered 4 and 6 above, approval is being sought from the shareholders for the grant to the Directors of a general mandate to authorise the allotment and issue of Shares under the Listing Rules.
6. In relation to proposed resolution numbered 5 above, the Directors of the Company wish to state that they will exercise the powers conferred thereby to repurchase Shares in circumstances which they deem appropriate for the benefit of the shareholders. An explanatory statement containing the information necessary to enable the shareholders to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in the Appendix I to the circular of the Company dated 29 April 2026.
7. Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the above meeting convened (or any adjournment thereof) and in such event, the instrument appointing a proxy shall be deemed to be revoked.
8. In the event that a black rainstorm warning signal or a tropical cyclone warning signal number 8 or above or extreme conditions caused by super typhoon is hoisted or remains hoisted in Hong Kong at any time after 11:30 a.m. on the date of the annual general meeting, the annual general meeting will be rescheduled until further notice.

Further announcement notifying shareholders of details (including the date, time and venue) of the rescheduled meeting will be posted on the websites of the Stock Exchange and the Company.

If a black rainstorm warning signal or tropical cyclone warning signal number 8 or above or extreme conditions caused by super typhoon is cancelled at or before 11:30 a.m. on the date of the annual general meeting, and where conditions permit, the annual general meeting will be held as scheduled.