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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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

**If you have sold or transferred** all your shares in China Sci-Tech Industrial Investment Group Limited, you should at once forward this circular, together with the enclosed proxy form, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**China Sci-Tech Industrial Investment Group Limited**

**中國科創產業投資集團有限公司**

*(formerly known as Core Economy Investment Group Limited*

*核心經濟投資集團有限公司)*

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

**PROPOSALS INVOLVING  
GENERAL MANDATES TO ISSUE SHARES AND  
TO REPURCHASE SHARES;  
RE-ELECTION OF DIRECTORS  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

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A notice convening an annual general meeting of China Sci-Tech Industrial Investment Group Limited (the “Company”) to be held on Thursday, 29 May 2025 at Portion 2, 12th Floor, The Center, 99 Queen’s Road Central, Hong Kong at 11:00 a.m. is set out on pages 16 to 19 of this circular. Whether or not you propose to attend the annual general meeting, you are requested to complete the accompanying proxy form in accordance with the instructions as indicated thereon and return it to the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the annual general meeting or any adjournment thereof. Completion and return of the proxy form will not preclude you from subsequently attending and voting in person at the annual general meeting or any adjourned meeting should you so wish.

17 April 2025

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## DEFINITIONS

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*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 held at Portion 2, 12th Floor, The Center, 99 Queen’s Road Central, Hong Kong on Thursday, 29 May 2025 at 11:00 a.m.
“AGM Notice”	the notice convening the AGM set out on pages 16 to 19 of this circular
“Board”	the board of Directors
“Bye-laws”	the amended and restated new bye-laws of the Company currently in force
“CCASS”	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited
“Company”	China Sci-Tech Industrial Investment Group Limited, a company continued into Bermuda with limited liability, with its Shares listed on the Stock Exchange
“Companies Act”	the Companies Act 1981 of Bermuda as amended from time to time
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries (as the same is defined in the Companies Ordinance (Chapter 622 of the Laws of Hong Kong))
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China

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## DEFINITIONS

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“Issue Mandate”	a general mandate to be granted to the Board at the AGM to exercise the powers of the Company to allot and issue Shares and/or to sell or transfer Treasury Shares (if any) not exceeding 20% of the aggregate nominal amount of the entire issued share capital of the Company (excluding any Treasury Shares) on the terms set out in the AGM Notice, being the mandate referred to in resolution no. 5 in the AGM Notice
“Latest Practicable Date”	14 April 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	the nomination committee of the Company
“Repurchase Resolution”	the proposed ordinary resolution as referred to in resolution no. 4 in the AGM Notice
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.02 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 Share(s)”	shall have the meaning ascribed to it in the Listing Rules, as amended from time to time
“%”	Per cent.

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LETTER FROM THE BOARD

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**China Sci-Tech Industrial Investment Group Limited**

**中國科創產業投資集團有限公司**

*(formerly known as Core Economy Investment Group Limited*

*核心經濟投資集團有限公司)*

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

*Executive Directors:*

Mr. SUN Bo (*Chairman*)

Mr. WANG Daming

*Non-executive Directors:*

Mr. YANG Zhicheng (*Deputy Chairman*)

Mr. HE Yu

Ms. YAN Jia

*Independent Non-executive Directors:*

Mr. CHEN Ming

Mr. MOK Ho Ming

Mr. WONG Yan Wai George

*Registered Office:*

Victoria Place

5th Floor

31 Victoria Street

Hamilton HM10

Bermuda

*Head Office and principal place  
of business in Hong Kong:*

Room 1805

18/F, Harbour Centre

25 Harbour Road

Wanchai

Hong Kong

17 April 2025

*To the Shareholders*

Dear Sir or Madam,

**PROPOSALS INVOLVING  
GENERAL MANDATES TO ISSUE SHARES AND  
TO REPURCHASE SHARES;  
RE-ELECTION OF DIRECTORS  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

**INTRODUCTION**

The purpose of this circular is to provide you with information relating to (i) the proposed general mandates to issue and repurchase Shares and extend the general mandate to issue Shares by adding to it the amount of Shares repurchased; and (ii) the proposed re-election of Directors in order to enable you to make an informed decision on whether to vote for or against the resolutions nos. 2, 4 to 6 to be proposed at the AGM.

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## LETTER FROM THE BOARD

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### **GENERAL MANDATE TO ISSUE SHARES**

At the AGM, ordinary resolutions nos. 5 and 6 of the AGM Notice will be proposed which, if passed, will give the Directors a general mandate to issue new Share (including but not limited to sell or transfer of Treasury Shares) representing up to (i) 20% of the aggregate nominal amount of the entire issued share capital of the Company (excluding any Treasury Shares) at the date of passing the resolution plus (ii) the nominal amount of the share capital of the Company repurchased by the Company (under the authority granted pursuant to the Repurchase Resolution) subsequent to the passing of such resolution.

On the basis of a total 288,000,000 Shares in issue and the Company has no Treasury Share as at the Latest Practicable Date and assuming that no other Shares will be issued or repurchased whatsoever between the Latest Practicable Date and the AGM, the Issue Mandate (if granted by the Shareholders at the AGM) will empower the Directors to allot, issue or otherwise deal in up to a maximum of 57,600,000 new Shares, being 20% of the entire issued share capital of the Company (excluding any Treasury Shares) as at the Latest Practicable Date.

### **GENERAL MANDATE TO REPURCHASE SHARES**

The ordinary resolution no. 4 of the AGM Notice, if passed, will give the Directors a general and unconditional mandate to exercise the powers of the Company to repurchase Shares up to a maximum of 10% of the aggregate nominal amount of the issued share capital of the Company (excluding any Treasury Shares) at the date of passing the resolution at any time until the next annual general meeting of the Company following the passing of the said ordinary resolution or such earlier period as stated in the said ordinary resolution (the “Repurchase Mandate”).

An explanatory statement as required under the Listing Rules to provide the requisite information regarding the Repurchase Mandate is set out in the Appendix I to this circular.

### **RE-ELECTION OF DIRECTORS**

#### **Appointment procedure and process**

Appointments to the Board are made on merit and candidates are considered against objective criteria, having due regard to the benefits of the diversity of the Board. The Nomination Committee leads the Board appointment process, agrees the criteria for any appointments. At the conclusion of this process, the Nomination Committee will nominate potential candidates for appointment to the Board. In the exercise of its responsibilities, the Nomination Committee regularly reviews the Board’s structure, size and composition, including its skills, knowledge, independence and diversity.

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## LETTER FROM THE BOARD

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### Board diversity

The proposed re-election of Directors should be considered based on merit having regard to the experience, skills and expertise as well as the overall board diversity. More details about the board diversity are set out in the corporate governance report of the annual report of the Company.

In accordance with Bye-law 99, Mr. SUN Bo, Mr. HE Yu and Mr. MOK Ho Ming will retire from office by rotation at the AGM and, being eligible, will offer themselves for re-election as Directors at the AGM.

The Company confirms that it has received from each of the independent non-executive Directors an annual confirmation of his independence pursuant to Rule 3.13 of the Listing Rules and the Company considers the independent non-executive Directors are independent in character and judgment and fulfil the independence guidelines.

As at the Latest Practicable Date, no independent non-executive Director of the Company has served for over nine years, and the first appointment dates and length of directorship as at the Latest Practicable Date of each independent non-executive Director are as follows:

<b>Independent non-executive Director</b>	<b>First Appointment Date</b>	<b>Length of Directorship (As at the Latest Practicable Date)</b>
Mr. CHEN Ming	31 May 2017	About 7 years and 11 months
Mr. MOK Ho Ming	22 November 2016	About 8 years and 5 months
Mr. WONG Yan Wai George	11 April 2017	About 8 years

Having duly considered Mr. SUN Bo's, Mr. HE Yu's and Mr. MOK Ho Ming's qualifications, skills, experience, age, culture, ethnicity, gender, past contributions and all other relevant factors, the Nomination Committee is of the view that they continue to be suitable candidates to serve on the Board. Further, Mr. MOK Ho Ming, being independent non-executive Director, has satisfied all the criteria for independence set out in Rule 3.13 of the Listing Rules and provided annual confirmation of independence to the Company. Mr. MOK Ho Ming has exercised impartial judgments and given independent guidance to the Company during his tenure of office. The Board considers that he is independent. The Board believes that their re-election as the Directors would be in the best interests of the Company and its Shareholders as a whole.

Accordingly, the Board endorsed the recommendations of the Nomination Committee and recommended the retiring Directors, namely Mr. SUN Bo, Mr. HE Yu and Mr. MOK Ho Ming to stand for re-election at the AGM. The retiring Directors abstained from voting on the recommendation on their own re-election throughout the nomination processes.

Brief biographical details of the above retiring Directors who are proposed to be re-elected at the AGM are set out in Appendix II to this circular.

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## LETTER FROM THE BOARD

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### AGM

The AGM Notice which contains, *inter alia*, ordinary resolutions to approve the Issue Mandate, the Repurchase Mandate and the proposed re-election of the Directors is set out on pages 16 to 19 of this circular.

A proxy form for use at the AGM is herewith enclosed, and is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.ceig.hk](http://www.ceig.hk)). Whether or not you propose to attend the AGM, you are requested to complete the proxy form and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions as indicated thereon not later than 48 hours before the time fixed for holding the AGM. Completion and return of the proxy form will not prevent Shareholders from subsequently attending and voting in person at the AGM if they so wish.

### PROCEDURES BY WHICH A POLL MAY BE DEMANDED

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting of the Company must be taken by poll. Accordingly, all the proposed resolutions will be put to vote by way of poll at the AGM.

### RECOMMENDATION

The Board believes that the Issue Mandate, the Repurchase Mandate, the extension of the Issue Mandate and the proposed re-election of Directors as set out in the AGM Notice are all in the best interests of the Company and the Shareholders as a whole. The Board recommends that the Shareholders vote in favour of the relevant resolutions as set out in the AGM Notice.

### RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

### MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully,  
By order of the Board  
**China Sci-Tech Industrial Investment Group Limited**  
**SUN Bo**  
*Chairman*



This appendix serves as an explanatory statement, as required under Rule 10.06(1)(b) and other relevant rules of the Listing Rules to provide requisite information for Shareholders to consider the Repurchase Mandate to be proposed at the AGM.

### **1. Share Capital**

As at the Latest Practicable Date, the entire issued share capital of the Company comprised 288,000,000 Shares and the Company has no Treasury Shares.

Subject to the passing of the Repurchase Resolution and on the basis that no further Shares are issued or repurchased by the Company prior to the AGM, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 28,800,000 Shares (representing not more than 10% of the aggregate nominal amount of the entire issued share capital of the Company (excluding any Treasury Shares) as at the date of passing the Repurchase Resolution).

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.

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.

### **2. Reasons for Repurchase**

The Directors believe that the Repurchase Mandate is in the best interests of the Company and its Shareholders as a whole. Such repurchase may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets and/or earnings per Share of the Company and will only be made when the Directors believe that such a repurchase will benefit the Company and its Shareholders as a whole.

### **3. Funding of Repurchase**

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the Bye-laws, the Companies Act and any other applicable laws. Such funds legally available for repurchasing Shares include:

- (i) such funds made out of capital paid up on the Shares bought back or funds otherwise available for dividend or distribution and the proceeds of a fresh issue of Shares made for the purpose of the repurchase; and

- (ii) in the case of any premium payable on the repurchase, such funds be provided for out of funds of the Company otherwise available for dividend or distribution or out of the Company's share premium account.

There might be a material adverse impact on the working capital or gearing position of the Company as compared with the position disclosed in the audited accounts contained in the annual report for the year ended 31 December 2024 in the event that the power to repurchase Shares pursuant to the Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

#### 4. Share Prices

The highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the previous twelve months before the Latest Practicable Date, and the current month up to the Latest Practicable Date were as follows:

	Price per Share	
	Highest HK\$	Lowest HK\$
<b>2024</b>		
April	0.300	0.230
May	0.315	0.221
June	0.345	0.285
July	0.310	0.280
August	0.390	0.260
September	0.280	0.185
October	0.380	0.185
November	0.295	0.218
December	0.270	0.176
<b>2025</b>		
January	0.200	0.145
February	0.215	0.190
March	0.209	0.135
April (up to the Latest Practicable Date)	0.138	0.110

Source: <https://www.hkex.com.hk>

**5. General**

The Directors will exercise the powers of the Company to make repurchases pursuant to the Repurchase Resolution and in accordance with the Listing Rules and the applicable laws of Bermuda.

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

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

Neither this explanatory statement nor the proposed share repurchase (if any) under the Repurchase Mandate has any unusual features.

**6. Takeovers Code and Minimum Public Holding**

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

As at the Latest Practicable Date, according to the register of the Company kept under section 336 of the SFO, information on the Shareholder who has an interest of 5% or more of the issued share capital of the Company set out below.

Name	Number of Shares held as at the Latest Practicable Date	Percentage of existing shareholding as at the Latest Practicable Date	Approximate percentage of shareholding if the Repurchase Mandate is exercised in full
Zhongjin Technology Industrial Co., Limited <sup>1</sup>	42,220,000	14.66%	16.29%
Mr. YANG Zhicheng <sup>1</sup>	42,220,000	14.66%	16.29%
HK Jin Tai Feng Group Limited <sup>2</sup>	37,720,000	13.10%	14.55%
Zhongqing Keji Shiye Development Limited* (中擘科技實業發展有限公司) <sup>2</sup>	37,720,000	13.10%	14.55%
Ms. LIU Li <sup>2</sup>	37,720,000	13.10%	14.55%
World Century Holding Group Co., Limited <sup>3</sup>	31,600,000	10.97%	12.19%
Ms. ZHU Wenjuan <sup>3</sup>	31,600,000	10.97%	12.19%
Master Star Holding Group Co., Limited <sup>4</sup>	27,580,000	9.58%	10.64%
Ms. LIU Sihan <sup>4</sup>	27,580,000	9.58%	10.64%
China High Tech Electronic Technology Limited <sup>5</sup>	17,400,000	6.04%	6.71%
Ms. WANG Xuebo <sup>5</sup>	17,400,000	6.04%	6.71%

## Notes:

- These shares were held by Zhongjin Technology Industrial Co., Limited, which was solely and wholly owned by Mr. YANG Zhicheng, who is a non-executive Director and deputy chairman of the Board of the Company. By virtue of the SFO, Mr. YANG Zhicheng is deemed to be interested in the 42,220,000 Shares.
- Based on the disclosure of interest form submitted by this substantial shareholder, these shares were held by HK Jin Tai Feng Group Limited. Ms. LIU Li holds 99% of Zhongqing Keji Shiye Development Limited\* (中擘科技實業發展有限公司) which holds 80% of HK Jin Tai Feng Group Limited, which holds 37,720,000 shares of the Company. By virtue of the SFO, Ms. LIU Li is deemed to be interested in the 37,720,000 shares held by HK Jin Tai Feng Group Limited, representing 13.10% of the entire issued share capital of the Company.
- These shares were held by World Century Holding Group Co., Limited, which was solely and wholly owned by Ms. ZHU Wenjuan. By virtue of the SFO, Ms. ZHU Wenjuan is deemed to be interested in the 31,600,000 Shares.
- These shares were held by Master Star Holding Group Co., Limited, which was solely and wholly owned by Ms. LIU Sihan. By virtue of the SFO, Ms. LIU Sihan is deemed to be interested in the 27,580,000 Shares.
- These shares were held by China High Tech Electronic Technology Limited, which was solely and wholly owned by Ms. WANG Xuebo. By virtue of the SFO, Ms. WANG Xuebo is deemed to be interested in the 17,400,000 Shares.

\* For identification purpose only.

The Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, cause any Shareholders or group of Shareholders acting in concert to become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. Save as aforesaid, the Directors are not aware of any consequence which would arise under the Takeovers Code as a consequence of any repurchase pursuant to the Repurchase Mandate.

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

#### **7. Share Repurchase Made By The Company**

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

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**APPENDIX II                      DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION**

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The followings are the particulars of retiring Directors who are proposed to be re-elected at the AGM:

**Mr. SUN Bo**

Mr. SUN Bo (“Mr. SUN”), aged 43, has joined the Company as a non-executive Director of the Company since 14 March 2016 and has been further re-designated as an executive Director with effect from 20 March 2018. He is currently (1) the chairman of the Board; (2) the chairman of the Nomination Committee; (3) a member of remuneration committee of the Company; (4) one of the authorised representatives of the Company as required under Rule 3.05 of the Listing Rules; (5) an authorized representative of the Company for accepting service of process and notices on the Company’s behalf in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong); and (6) a director of CEIG Management Limited, a subsidiary of the Company. Mr. SUN is a cousin of Mr. ZHANG Yufei, the former Chief Executive Officer of the Company who has resigned with effect from 31 December 2024.

Mr. SUN obtained a Master Degree in Business Administration from the American National University in 2005. He also obtained a post graduate diploma in Business Administration from the Society of Business Practitioners in England (the “SBP”) in 2017. Mr. SUN has been also certified as the Honorable Fellow of the SBP. Mr. SUN has extensive experience in finance and real estate development and management in the People’s Republic of China (the “PRC”).

As at the Latest Practicable Date, Mr. SUN has provided several loans of HK\$4,260,000 in total to the Company. In February 2025, Mr. SUN had waived the repayments of his director’s loans as at 31 December 2024 of HK\$3,300,000. The purpose of the loans is to support the day-to-day operation of the Group. The remaining balance of loans of HK\$960,000 did not bear any interest and were repayable on 31 December 2027. As at the Latest Practicable Date, Mr. SUN is interested in 14,275,000 shares of the Company, representing approximately 4.96% of the issued share capital of the Company.

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**APPENDIX II                      DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION**

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Mr. SUN has entered into a service contract with the Company. His directorship in the Company shall be for a term of one year commencing from 20 March 2025 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. SUN prior thereto and in compliance with the Listing Rules. His directorship is subject to the retirement by rotation and re-election in accordance with the provisions of the Bye-laws. In February 2025, Mr. SUN had waived the amounts of accrued director's remuneration due to him as at 31 December 2024 of HK\$1,828,500 and agreed to forgo his director's remuneration since 1 January 2025 for acting as the Director of, and/or holding other positions with the Company.

Save as disclosed above, as at the Latest Practicable Date, Mr. SUN (i) does not hold any other positions with the Company and other members of the Group; (ii) does not hold any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not hold any other major appointments and professional qualifications; (iv) does not have any other interests in any shares, underlying shares or debentures of the Company or any of its associated corporation which are required to be disclosed pursuant to Part XV of the SFO; (v) does not have any other relationships with any Directors, senior management or substantial or controlling shareholders (as respectively defined in the Listing Rules) of the Company; (vi) does not have any information that needs to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and (vii) does not have any other matters that need to be brought to the attention of the Shareholders.

**Mr. HE Yu**

Mr. HE Yu ("Mr. HE"), aged 44, was appointed as a non-executive Director since 21 March 2019. He obtained a Master of Science Degree in Software Engineering from the University of Bradford in 2005. Mr. HE has extensive experience in asset management, project management and corporate advisory in the United Kingdom of Great Britain and Northern Ireland (the "UK"). He currently is the partner of LONDON AND OXFORD CAPITAL MARKETS LIMITED, a company incorporated in the UK, which is authorised and regulated by Financial Conduct Authority in the UK.

Mr. HE has entered into a letter of appointment with the Company. His directorship in the Company shall be for a term of one year commencing from 21 March 2025 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. HE prior thereto and in compliance with the Listing Rules. Mr. HE's directorship is subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the provision of the Bye-laws.

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## APPENDIX II            DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION

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Mr. HE is entitled to an annual director's fee of HK\$120,000 for acting as the Director of, and/or committee member(s) of the Company, which is determined by reference to his duties and responsibilities with the Company, the Company's business performance, profitability and prevailing market conditions and to be authorised by the Shareholders at the annual general meeting of the Company.

Save as disclosed above, as at the Latest Practicable Date, Mr. HE (i) does not hold any other positions with the Company and other members of the Group; (ii) does not hold any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not hold any other major appointments and professional qualifications; (iv) does not have any interests in any shares, underlying shares or debentures of the Company or any of its associated corporation which are required to be disclosed pursuant to Part XV of the SFO; (v) does not have any relationships with any Directors, senior management or substantial or controlling shareholders (as respectively defined in the Listing Rules) of the Company; (vi) does not have any information that needs to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and (vii) does not have any other matters that need to be brought to the attention of the Shareholders.

### **Mr. MOK Ho Ming**

Mr. MOK Ho Ming ("Mr. MOK"), aged 50, was appointed as an independent non-executive Director and a member of each of audit committee and remuneration committee since 22 November 2016. He was further appointed as the chairman of audit committee and a member of the Nomination Committee on 26 May 2017. Mr. MOK obtained a master degree in professional accounting from the Hong Kong Polytechnic University. He is a member of the Hong Kong Institute of Certified Public Accountants and a fellow member of the Association of International Accountants. Mr. MOK has over 20 years of experience in accounting, taxation, auditing and corporate finance.

Mr. MOK has entered into a letter of appointment with the Company. His directorship in the Company shall be for a term of one year commencing from 22 November 2024 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. MOK prior thereto and in compliance with the Listing Rules. His directorship is subject to the retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Bye-laws.



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**APPENDIX II                      DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION**

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Mr. MOK is entitled to an annual director's fee of HK\$120,000 for acting as the Director of, and/or committee member(s) of the Company, which is determined by reference to his duties and responsibilities with the Company, the Company's business performance, profitability and prevailing market conditions and to be authorised by the Shareholders at the annual general meeting of the Company.

Save as disclosed above, as at the Latest Practicable Date, Mr. MOK (i) does not hold any other positions with the Company and other members of the Group; (ii) does not hold any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not hold any other major appointments and professional qualifications; (iv) does not have any interests in any shares, underlying shares or debentures of the Company or any of its associated corporation which are required to be disclosed pursuant to Part XV of the SFO; (v) does not have any relationships with any Directors, senior management or substantial or controlling shareholders (as respectively defined in the Listing Rules) of the Company; (vi) does not have any information that needs to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and (vii) does not have any other matters that need to be brought to the attention of the Shareholders.

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**NOTICE OF ANNUAL GENERAL MEETING**

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**China Sci-Tech Industrial Investment Group Limited**

**中國科創產業投資集團有限公司**

*(formerly known as Core Economy Investment Group Limited*

*核心經濟投資集團有限公司)*

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

**NOTICE IS HEREBY GIVEN** that an annual general meeting of China Sci-Tech Industrial Investment Group Limited (the “Company”) will be held at Portion 2, 12th Floor, The Center, 99 Queen’s Road Central, Hong Kong on Thursday, 29 May 2025 at 11:00 a.m. for the following purposes:

As ordinary businesses:

1. To receive and consider the audited financial statements and the reports of the directors of the Company and of the auditor of the Company for the year ended 31 December 2024;
2. To re-elect the retiring directors of the Company and to authorise the board of directors to fix the remuneration of the directors of the Company;
3. To re-appoint LIF & Wong CPA Limited as the auditor of the Company and to authorise the board of directors of the Company to fix its remuneration;

As special businesses:

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

**“THAT:**

- (a) subject to paragraph (b) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares of the Company on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) or on any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

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## NOTICE OF ANNUAL GENERAL MEETING

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- (b) the aggregate nominal amount of the shares of the Company which the directors of the Company are authorised to repurchase pursuant to the approval in paragraph (a) above shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company (excluding any treasury shares) (has the meaning ascribed to it under the Listing Rules and as amended from time to time, “Treasury Shares”) as at the date of passing this Resolution and the said approval shall be limited accordingly; and
  - (c) for the purpose of this Resolution, “Relevant Period” means the period from 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 bye-laws of the Company or any applicable laws to be held; or
    - (iii) the date on which the authority set out in this Resolution is revoked, varied or renewed by an ordinary resolution of the shareholders of the Company in general meeting.”
5. To consider as special business and, if thought fit, pass with or without amendments, the following resolution as an Ordinary Resolution:

**“THAT:**

- (a) subject to paragraph (c) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares (including any sale or transfer of Treasury Shares out of treasury) in the capital of the Company and to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which would or might require the exercise of such power be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) above shall authorise the directors of the Company during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which would or might require the exercise of such powers after the end of the Relevant Period;

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## NOTICE OF ANNUAL GENERAL MEETING

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- (c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the directors of the Company pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) an issue of shares as scrip dividends, pursuant to the bye-laws of the Company from time to time; or (iii) an issue of shares under any option scheme or similar arrangement for the time being adopted for the grant or issue of shares or rights of the Company, shall not exceed 20% of the aggregate nominal amount of the issued share capital of the Company (excluding any Treasury Shares) as at the date of passing this Resolution and the said approval shall be limited accordingly; and
- (d) for the purpose of this Resolution, “Relevant Period” means the period from 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 bye-laws of the Company or any applicable laws to be held; or
  - (iii) the date on which the authority set out in this Resolution is revoked, varied or renewed by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of shares open for a period fixed by the directors of the Company to the holders of shares of the Company on the register on a fixed record date in proportion to their then holdings of such shares as at the date (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of, any recognised regulatory body or any stock exchange in, any territory outside Hong Kong applicable to the Company).

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

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## NOTICE OF ANNUAL GENERAL MEETING

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

“**THAT** subject to the passing of Ordinary Resolutions set out in items 4 and 5 in the notice convening this meeting, the general mandate granted to the directors of the Company to allot, issue and deal with additional shares (including any sale or transfer of Treasury Shares out of treasury) pursuant to Ordinary Resolution set out in item 5 in the notice convening this meeting be and is hereby extended by the addition thereto of an amount representing the aggregate nominal amount of shares in the capital of the Company repurchased by the Company under the authority granted pursuant to Ordinary Resolution set out in item 4 in the notice convening this meeting, provided that such amount of shares shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company (excluding any Treasury Shares) as at the date of passing the said Resolution.”

By order of the Board

**China Sci-Tech Industrial Investment Group Limited**

**SUN Bo**

*Chairman*

Hong Kong, 17 April 2025

Notes:

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on behalf of him/her. A proxy need not be a member of the Company.
2. To be valid, a proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be lodged 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 less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. For the purpose of ascertaining shareholders who are entitled to attend and vote at the annual general meeting to be held on Thursday, 29 May 2025 (or any adjournment thereof), the register of members of the Company will be closed from Monday, 26 May 2025 to Thursday, 29 May 2025 (both days inclusive). In order to qualify for the right to attend and vote at the meeting (or any adjournment thereof), all transfers documents accompanied by the relevant share certificates should be lodged with the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Friday, 23 May 2025.
4. If a tropical cyclone warning signal number 8 or above is hoisted, or “extreme conditions after a super typhoon” or black rainstorm warning announced by the Hong Kong Government are in force at or after 9:00 a.m. on the date of the annual general meeting, the annual general meeting will be postponed or adjourned. The Company will publish an announcement on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.ceig.hk](http://www.ceig.hk)) to notify shareholders of the Company of the date, time and venue of the rescheduled meeting.
5. As at the date hereof, the executive directors of the Company are Mr. SUN Bo (Chairman) and Mr. WANG Daming; the non-executive directors of the Company are Mr. YANG Zhicheng (Deputy Chairman), Mr. HE Yu and Ms. YAN Jia; and the independent non-executive directors of the Company are Mr. CHEN Ming, Mr. MOK Ho Ming and Mr. WONG Yan Wai George.