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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 WebX Holding 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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**WebX Holding Group Limited**

**全球數字控股集團有限公司**

*(formerly known as China Sci-Tech Industrial Investment Group Limited*

*中國科創產業投資集團有限公司)*

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

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

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A notice convening an annual general meeting of WebX Holding Group Limited (the “Company”) to be held on Monday, 29 June 2026 at 3/F, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong at 11:00 a.m. is set out on pages 18 to 22 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.

5 June 2026

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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 3/F, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong on Monday, 29 June 2026 at 11:00 a.m.
“AGM Notice”	the notice convening the AGM set out on pages 18 to 22 of this circular
“Audit Committee”	the audit committee of the Company
“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”	WebX Holding 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. 9 in the AGM Notice
“Latest Practicable Date”	2 June 2026, 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
“Remuneration Committee”	the remuneration committee of the Company
“Repurchase Resolution”	the proposed ordinary resolution as referred to in resolution no. 8 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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**WebX Holding Group Limited**

**全球數字控股集團有限公司**

*(formerly known as China Sci-Tech Industrial Investment Group Limited*

*中國科創產業投資集團有限公司)*

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

*Executive Directors:*

Mr. SUN Bo

Mr. WANG Daming

*Non-executive Directors:*

Mr. ZHUANG Jiyong (*Chairman*)

Mr. XIAO Qiuli

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

5 June 2026

*To the Shareholders*

Dear Sir or Madam,

**PROPOSALS INVOLVING  
GENERAL MANDATES TO ISSUE SHARES AND  
TO REPURCHASE SHARES;  
RE-ELECTION OF DIRECTORS;  
CHANGE OF AUDITOR;  
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; (ii) the proposed re-election of Directors; and (iii) the proposed to change the Company's auditor in order to enable you to make an informed decision on whether to vote for or against the resolutions nos. 2 to 10 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. 9 and 10 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 432,000,000 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 86,400,000 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. 8 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 of the Bye-Laws of the Company, Ms. YAN Jia and Mr. WONG Yan Wai George will retire from office by rotation at the AGM and, being eligible, will offer themselves for re-election as Directors at the AGM.

In accordance with Bye-law 102(A) of the Bye-Laws of the Company, Mr. ZHUANG Jiyong and Mr. XIAO Qiuli will hold the office until the AGM and, being eligible, 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. As of the Latest Practicable Date, no notification has been received from each of the independent non-executive Directors regarding any subsequent change in circumstances affecting their independence. Each of the independent non-executive Directors has confirmed that they have no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons of the Company. 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, three 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 9 years
Mr. MOK Ho Ming	22 November 2016	About 9 years and 6 months
Mr. WONG Yan Wai George	11 April 2017	About 9 years and 1 month

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## LETTER FROM THE BOARD

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Having duly considered Ms. YAN Jia, Mr. WONG Yan Wai George, Mr. ZHUANG Jiyong and Mr. XIAO Qiuli'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. WONG Yan Wai George, 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. WONG Yan Wai George 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 Ms. YAN Jia, Mr. WONG Yan Wai George, Mr. ZHUANG Jiyong and Mr. XIAO Qiuli 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.

### **PROPOSED CHANGE OF AUDITOR**

The Board, upon the recommendation of the Audit Committee, has proposed the change of auditor for the following reason:

- (i) Periodic review as part of sound corporate governance: The Company maintains a policy of conducting a periodic review of its auditor appointment to ensure the Company continues to receive high quality audit services appropriate to its evolving business needs and operational scale. As part of this periodic review, the Audit Committee invited several accounting firms to submit proposals and quotations for audit services. LIF & Wong CPA Limited ("LIF & WONG") was first appointed as the Company's auditor in 2022. Having served the Company for three financial years, the Audit Committee considered it an appropriate juncture to conduct a comprehensive review. After evaluating the proposals received and assessing factors including audit quality, industry expertise, resources, capabilities and fees, the Audit Committee recommended McMillan Woods (Hong Kong) CPA Limited's ("McMillan Woods") appointment; and
- (ii) The Company will launch new businesses, enter a new stage of development and explore opportunities in various fields to continuously optimize its industrial layout, which requires more sufficient audit support.

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## LETTER FROM THE BOARD

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In light of the above reason, the Company's current auditor, LIF & Wong will retire as the auditor of the Company with effect from the conclusion of the AGM. The Board has proposed McMillan Woods as the new auditor of the Company with effect from the retirement of LIF & Wong at the conclusion of the AGM, subject to the approval of the Shareholders by way of an ordinary resolution at the AGM.

In evaluating the appointment of McMillan Woods as the Company's auditor, the Audit Committee has considered a number of factors with reference to the Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors issued by the Accounting and Financial Reporting Council (the "AFRC Guide"), including but not limited to: (i) the audit proposal and audit fees submitted by McMillan Woods (which will enable the Company to achieve its cost management objectives); (ii) McMillan Woods's extensive experience, industry knowledge, and technical capabilities in providing audit services to companies listed on the Stock Exchange, as well as its familiarity with the requirements of the Listing Rules; (iii) its independence from the Group and objectivity; (iv) its market reputation; (v) its resources and capabilities, including but not limited to manpower, expertise and time commitment and the Audit Committee's assessment that the proposed engagement team has sufficient resources to perform a quality audit; (vi) the relevant guidelines issued by the Stock Exchange and the Accounting and Financial Reporting Council; and (vii) McMillan Woods's audit inspection results and regulatory track record. Having conducted this assessment with reference to section 2 of the AFRC Guide, the Audit Committee is satisfied McMillan Woods is independent, competent and capable (in manpower, expertise, time and other resources) to perform a high quality audit of the Company.

The estimated audit fees for the year ending 2026 will be HKD300,000, which are determined by reference to the proposed scope of the audit, the Group's current size, complexity, and risk profile, the anticipated level of effort and timeline for the audit work, and based on the assumption that there will be no material changes in the Group's business. The Audit Committee notes that the proposed audit fees are determined after arm's length negotiations. The Audit Committee and the Board believe that the proposed appointment of McMillan Woods is driven by the aforementioned synergies and efficiencies rather than cost considerations, and that the estimated audit fees are commensurate with the audit work required to maintain high standards of audit quality. The Board and the Audit Committee have reviewed McMillan Woods's qualifications, capabilities, and experience, and are of the view that McMillan Woods (i) complies with regulatory requirements; and (ii) is qualified and suitable to act as the Company's auditor.

LIF & Wong has confirmed, and the Board and the Audit Committee of the Board confirm, that there are no disagreements between the Company and LIF & Wong, nor any other matters in relation to the proposed change of auditors that need to be brought to the attention of the Shareholders and creditors of the Company and the Stock Exchange.

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## LETTER FROM THE BOARD

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### **Auditor Change Policy**

The Company maintains a policy on auditor change to uphold high standards of audit quality and corporate governance. Under this policy, the Audit Committee shall: (i) conduct a periodic review of the Company's auditor appointment at least once every three years, or more frequently if circumstances warrant, assessing audit quality, independence, competence, resources and fees; (ii) invite proposals from alternative audit firms to enable comparison and benchmarking; (iii) evaluate and recommend to the Board the appointment, reappointment or change of auditor having regard to the factors in the AFRC Guide, including: (a) governance and leadership; (b) ethical requirements; (c) industry knowledge and technical competence; (d) engagement performance; (e) communication and interaction with the Audit Committee; and (f) audit inspection results and regulatory outcomes; (iv) ensure any auditor change is not driven solely by cost considerations and audit fees remain commensurate with the required scope and quality of audit work; and (v) ensure compliance with the Listing Rules and all applicable guidelines.

### **AGM**

The AGM Notice which contains, *inter alia*, ordinary resolutions to approve the Issue Mandate, the Repurchase Mandate, the proposed re-election of the Directors and the proposed change of auditor is set out on pages 18 to 22 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.

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## LETTER FROM THE BOARD

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### RECOMMENDATION

The Board believes that the Issue Mandate, the Repurchase Mandate, the extension of the Issue Mandate; the proposed re-election of Directors, and the proposed change of auditor 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  
**WebX Holding Group Limited**  
**ZHUANG Jiyong**  
*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 432,000,000 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 43,200,000 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 2025 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>2025</b>		
May	0.134	0.081
June	0.145	0.090
July	0.250	0.094
August	0.335	0.215
September	0.250	0.147
October	0.184	0.145
November	0.166	0.125
December	0.224	0.125
<b>2026</b>		
January	0.570	0.177
February	0.970	0.445
March	0.850	0.510
April	0.830	0.570
May	0.900	0.495
June (up to the Latest Practicable Date)	0.880	0.750

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
MAK Tsing-Yip <sup>1</sup>	108,479,491	25.11%	27.90%
Turing Innovation Limited <sup>1</sup>	108,479,491	25.11%	27.90%
HUANG Sihang	57,720,000	13.36%	14.85%
ZHU Wenjuan <sup>2</sup>	31,600,000	7.31%	8.13%
World Century Holding Group Co., Limited <sup>2</sup>	31,600,000	7.31%	8.13%
LIU Sihan <sup>3</sup>	27,580,000	6.38%	7.09%
Master Star Holding Group Co., Limited <sup>3</sup>	27,580,000	6.38%	7.09%

*Notes:*

1. Based on the disclosure of interests form submitted by this substantial shareholder, these shares were held by Turing Innovation Limited, which was solely and wholly owned by MAK Tsing-Yip. By virtue of the SFO, MAK Tsing-Yip is deemed to be interested in the 108,479,491 shares of the Company.
2. Based on the disclosure of interests form submitted by this substantial shareholder, these shares were held by World Century Holding Group Co., Limited, which was solely and wholly owned by ZHU Wenjuan. By virtue of the SFO, ZHU Wenjuan is deemed to be interested in the 31,600,000 shares of the Company.
3. Based on the disclosure of interests form submitted by this substantial shareholder, these shares were held by Master Star Holding Group Co., Limited, which was solely and wholly owned by LIU Sihan. By virtue of the SFO, LIU Sihan is deemed to be interested in the 27,580,000 shares of the Company.

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:

### **Ms. YAN Jia**

Ms. YAN Jia (“Ms. YAN”), aged 47, was appointed as a non-executive Director since 12 May 2023. She has been appointed as a member of the Nomination Committee on 30 June 2025. Ms. YAN holds a degree of Master of Commerce in Professional Accounting from the University of New South Wales. Ms. YAN is a member of Chartered Accountants Australia and New Zealand, a fellow member of CPA Australia, a registered tax agent in Australia and a registered Justice of Peace in Australia.

Ms. YAN has over 20 years of working experience in the field of business and tax advisory. Ms. YAN currently is a tax partner and a director of YML Group, an integrated professional services firm which offers a range of financial services from accounting, finance, business services and legal to financial planning and superannuation solutions in Australia.

Ms. YAN has entered a letter of appointment with the Company. Her directorship in the Company shall be for a term of one year commencing from 12 May 2026 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Ms. YAN prior thereto and in compliance with the Listing Rules. Ms. YAN’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.

Ms. YAN 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 her duties and responsibilities with the Company, the Company’s business performance, profitability and prevailing market conditions and to be authorised by the shareholders of the Company at the annual general meeting of the Company.

Save as disclosed above, as at the Latest Practicable Date, Ms. YAN (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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## APPENDIX II            DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION

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### **Mr. WONG Yan Wai George**

Mr. WONG Yan Wai George (“Mr. WONG”), aged 41, was appointed as the independent non-executive Director on 11 April 2017. Mr. WONG was appointed as a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee on 26 May 2017. He was further appointed as the chairman of the Remuneration Committee on 31 May 2017.

Mr. WONG obtained his bachelor degree of Science in Business Management from King’s College London, University of London in 2006. He has extensive experience in business and general corporate management field. From November 2009 to March 2016, Mr. WONG was the substantial shareholder and the director of a corporation licensed by the Securities and Futures Commission of Hong Kong to carry out in Type 4 (Advising on securities) and Type 9 (Asset management) regulated activities under the SFO. Since 2008, he has served as the managing director for King Wealth Group Limited involving in the setup, management and maintenance of a paid subscription-based online portal, [www.wongsir.com.hk](http://www.wongsir.com.hk), providing in-depth financial analysis and audio programmes to its subscribers.

Mr. WONG has been the managing director of China Tonghai Financial Media Limited, a subsidiary of China Tonghai International Financial Limited whose shares are listed on the Stock Exchange from July 2018 to March 2020 (stock code: 952). He also holds several positions in various charitable organisations and associations including the director of the Elderly HealthCare Foundation Limited and the Charter President of Rotary Club of Golden Bauhinia Hong Kong.

Mr. WONG has entered a letter of appointment with the Company. His directorship in the Company shall be for a term of one year commencing from 11 April 2026 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. WONG 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 provisions of the Bye-laws.

Mr. WONG 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. WONG (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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## APPENDIX II            DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION

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### Mr. ZHUANG Jiyong

Mr. ZHUANG Jiyong (“Mr. ZHUANG”), aged 50, was appointed as (1) the non-executive Director; (2) the chairman of the Board; (3) one of the authorised representatives of the Company as required under Rule 3.05 of the Listing Rules; and (4) 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) on 8 January 2026.

Mr. ZHUANG obtained a Degree of Master of Business Administration in Dominican University of California. He currently is the chairman of the board and founder of Guangdong GGbingo E-commerce Co., Ltd, a company located in the People’s Republic of China (the “PRC”) engaging in cross boarder e-commerce business. He has extensive experience in e-commerce business, general business management and internet technology innovation.

Mr. ZHUANG has entered a letter of appointment with the Company. His directorship in the Company shall be for a term of one year commencing from 8 January 2026 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. ZHUANG prior thereto and in compliance with the Listing Rules. Mr. ZHUANG’s directorship is subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the provisions of the Bye-laws.

Mr. ZHUANG does not receive director’s fee from the Company for his service as the non-executive Director nor does he receive any remuneration from any member of the Group. His remuneration as a non-executive Director will be reviewed from time to time at the discretion of the Board 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 of the Company at the annual general meeting of the Company.

Save as disclosed above, as at the Latest Practicable Date, Mr. ZHUANG (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. XIAO Qiuli**

Mr. XIAO Qiuli (“Mr. XIAO”), aged 52, was appointed as the non-executive Director on 20 March 2026. He obtained a diploma of International Advanced Business Administration Senior Executive Program\* (清華大學繼續教育學院國際高級工商管理總裁研修班) in School of Continuing Education, Tsinghua University. Mr. XIAO has extensive experience in e-commerce business and general business management. He currently is the general manager of Guangdong GGbingo E-commerce Co., Ltd, a company located in the PRC engaging in cross boarder e-commerce business. Mr. ZHUANG Jiyong, the non-executive Director and the chairman of the Board, serves as the chairman of the board and founder of Guangdong GGbingo E-commerce Co., Ltd.

Mr. XIAO has entered a letter of appointment with the Company. His directorship in the Company shall be for a term of one year commencing from 20 March 2026 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. XIAO prior thereto and in compliance with the Listing Rules. Mr. XIAO’s directorship is subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the provisions of the Bye-laws.

Mr. XIAO does not receive director’s fee from the Company for his service as the non-executive Director nor does he receive any remuneration from any member of the Group. His remuneration as a non-executive Director will be reviewed from time to time at the discretion of the Board 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 of the Company at the annual general meeting of the Company.

Save as disclosed above, as at the Latest Practicable Date, Mr. XIAO (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.

\* For identification purposes only

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## NOTICE OF ANNUAL GENERAL MEETING

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### **WebX Holding Group Limited**

### **全球數字控股集團有限公司**

*(formerly known as China Sci-Tech Industrial Investment Group Limited*

*中國科創產業投資集團有限公司)*

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

**NOTICE IS HEREBY GIVEN** that an annual general meeting of WebX Holding Group Limited (the “Company”) will be held at 3/F, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong on Monday, 29 June 2026 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 2025;
2. To re-elect Ms. YAN Jia as a non-executive director of the Company;
3. To re-elect Mr. WONG Yan Wai George as an independent non-executive director of the Company;
4. To re-elect Mr. ZHUANG Jiyong as a non-executive director of the Company;
5. To re-elect Mr. XIAO Qiuli as a non-executive director of the Company;
6. To authorise the board of directors of the Company to fix the remuneration of the directors of the Company;
7. To change the auditor of the Company to McMillan Woods (Hong Kong) CPA Limited and authorise the board of directors of the Company to fix its remuneration;

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## NOTICE OF ANNUAL GENERAL MEETING

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As special businesses:

8. 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;
- (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.”

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## NOTICE OF ANNUAL GENERAL MEETING

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9. 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;
- (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.

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## NOTICE OF ANNUAL GENERAL MEETING

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“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.”

10. 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 8 and 9 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 9 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 8 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  
**WebX Holding Group Limited**  
**ZHUANG Jiyong**  
*Chairman*

Hong Kong, 5 June 2026

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## NOTICE OF ANNUAL GENERAL MEETING

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*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 Monday, 29 June 2026 (or any adjournment thereof), the register of members of the Company will be closed from Wednesday, 24 June 2026 to Monday, 29 June 2026 (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 Tuesday, 23 June 2026. The record date for the attending and voting at the AGM is Monday, 29 June 2026.
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 and Mr. WANG Daming; the non-executive directors of the Company are Mr. ZHUANG Jiyong (Chairman), Mr. XIAO Qiuli 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.