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If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult a 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 Haitian International Holdings Limited, you should at once hand this circular, together with the accompanying form of proxy to the purchaser or the 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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HAITIAN INTERNATIONAL HOLDINGS LIMITED

海天國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(stock code: 1882)

**PROPOSED GRANT OF GENERAL MANDATES TO ISSUE AND
REPURCHASE SHARES,
RE-ELECTION OF RETIRING DIRECTOR AND
ELECTION OF NEW DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the annual general meeting of Haitian International Holdings Limited to be held at Room 1, United Conference Centre, 10/F United Centre, 95 Queensway, Admiralty, Hong Kong at 10:00 a.m. on 22 May 2026 is set out on pages 20 to 24 of this circular.

Whether or not you are able to attend the meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and deposit the same with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time of the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting or any adjournment thereof should you so wish.

27 April 2026

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DEFINITIONS

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

“Annual General Meeting” or “AGM”	the annual general meeting of the Company to be held at Room 1, United Conference Centre, 10/F United Centre, 95 Queensway, Admiralty, Hong Kong at 10:00 a.m. on 22 May 2026 or any adjournment thereof
“Articles”	the second amended and restated memorandum and articles of association and articles of association of the Company adopted pursuant to written resolutions passed by the Shareholders by special resolution on 16 May 2024
“Associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“Cambridge Management”	Cambridge Management Consultants (PTC) Ltd.
“Companies Act”	the Companies Act (2025 Revision) of the Cayman Islands, as amended, consolidated or otherwise modified from time to time
“Company”	Haitian International Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on the Stock Exchange
“Core Connected Person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Extension Mandate”	a general and unconditional mandate proposed to be granted to the Directors to the effect that the aggregate number of the Shares which may be allotted and issued under the Issue Mandate may be extended by an addition of the number of Shares repurchased under the Repurchase Mandate
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

DEFINITIONS

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise the power of the Company to allot, issue and deal with new Shares (including any sale or transfer of Treasury Shares out of treasury) not exceeding 20% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing the relevant resolution at the Annual General Meeting
“Latest Practicable Date”	17 April 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notice”	the notice convening the Annual General Meeting as set out on pages 20 to 24 of this circular
“PRC” or “China”	the People’s Republic of China
“Premier Capital”	Premier Capital Management Pte. Ltd.
“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise the power of the Company to repurchase the Shares on the Stock Exchange, the number of which shall not exceed 10% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing the relevant resolution at the Annual General Meeting
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

DEFINITIONS

"Takeovers Code"	The Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission as amended from time to time
"Treasury Shares"	has the meaning ascribed thereto under the Listing Rules
"%"	percent.

LETTER FROM THE BOARD



HAITIAN INTERNATIONAL HOLDINGS LIMITED

海天國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(stock code: 1882)

Executive Directors:

Mr. Zhang Jianming (*Chairman*)
Mr. Zhang Bin (*Chief Executive Officer*)
Mr. Zhang Jianfeng
Mr. Chen Weiqun
Ms. Chen Lu

Registered office:

PO Box 309
Ugland House
Grand Cayman, KY1-1104
Cayman Islands

Non-executive Directors:

Mr. Guo Mingguang
Mr. Liu Jianbo

Principal place of business in China:

No. 1688 Haitian Road
Beilun District, Ningbo
Zhejiang Province, China

Independent non-executive Directors:

Mr. Lou Baijun
Mr. Guo Yonghui
Ms. Yu Junxian
Mr. Lo Chi Chiu

Principal place of business in Hong Kong:

Unit 1105, Level 11
Metroplaza, Tower 2
223 Hing Fong Road
Kwai Fong, N.T.
Hong Kong

27 April 2026

To the Shareholders,

Dear Sir/Madam,

**PROPOSED GRANT OF GENERAL MANDATES TO ISSUE AND
REPURCHASE SHARES,
RE-ELECTION OF RETIRING DIRECTOR AND
ELECTION OF NEW DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The primary purpose of this circular is to provide you with information regarding (i) the proposed grant of the Issue Mandate, the Repurchase Mandate and the Extension Mandate (collectively the “**Mandates**”) and (ii) the re-election of the retiring Director and election of new Directors to seek your approval of the resolutions to these matters at the Annual General Meeting. The corresponding Mandates as resolved by the Shareholders of the Company on 16 May 2025, details of which have been set out in the circular of the Company dated 22 April 2025, will expire at the Annual General Meeting.

LETTER FROM THE BOARD

ISSUE MANDATE

At the Annual General Meeting, an ordinary resolution will be proposed to grant to the Directors a general and unconditional mandate to exercise the power of the Company to allot, issue and deal with new Shares (including any sale or transfer of Treasury Shares out of treasury) not exceeding 20% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing of the relevant resolution. As at the Latest Practicable Date, a total of 1,596,000,000 Shares were in issue. Subject to the passing of the proposed resolution granting the Issue Mandate to the Directors and on the basis that no Shares will be issued or repurchased by the Company prior to the Annual General Meeting, the Company will be allowed under the Issue Mandate to issue a maximum of 319,200,000 Shares.

REPURCHASE MANDATE

At the Annual General Meeting, an ordinary resolution will also be proposed to grant to the Directors a general and unconditional mandate to exercise all powers of the Company to repurchase, on the Stock Exchange, Shares not exceeding 10% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing of the relevant resolution.

Under the Listing Rules, the Company is required to give to its Shareholders all information which is reasonably necessary to enable Shareholders to make an informed decision as to whether to vote for or against the resolution in respect of the Repurchase Mandate at the Annual General Meeting. An explanatory statement for such purpose is set out in Appendix I to this circular.

EXTENSION MANDATE

In addition, an ordinary resolution will also be proposed at the Annual General Meeting to extend the Issue Mandate by an addition of an amount representing the aggregate number of Shares repurchased under the Repurchase Mandate (if granted to the Directors at the Annual General Meeting).

The Repurchase Mandate and the Issue Mandate would expire at the earliest of: (a) the conclusion of the next annual general meeting of the Company; or (b) the expiration of the period within which the Company is required by the Companies Act or the Memorandum and Articles to hold its next annual general meeting; or (c) when revoked or varied by ordinary resolution(s) of the Shareholders in a general meeting prior to the next annual general meeting of the Company.

THE ANNUAL GENERAL MEETING

The Notice of the Annual General Meeting is set out on pages 20 to 24 of this circular. The annual report (the “**Annual Report**”) incorporating the audited consolidated financial statements of the Group for the year ended 31 December 2025 and the report of the Directors and the independent auditor’s report thereon are dispatched to the Shareholders together with this circular.

LETTER FROM THE BOARD

A form of proxy for use at the Annual General Meeting is enclosed with this circular. Whether or not you are able to attend the Annual General Meeting in person, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not later than 48 hours before the time for the Annual General Meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof should you so wish.

RE-ELECTION OF RETIRING DIRECTOR, RETIREMENT OF DIRECTORS AND ELECTION OF NEW DIRECTORS

(i) Re-election of Retiring Director

The Board currently has eleven Directors, comprising five executive Directors namely Mr. Zhang Jianming, Mr. Zhang Bin, Mr. Zhang Jianfeng, Mr. Chen Weiqun and Ms. Chen Lu, two non-executive Directors namely Mr. Guo Mingguang and Mr. Liu Jianbo, and four independent non-executive Directors namely Mr. Lou Baijun, Mr. Guo Yonghui, Ms. Yu Junxian and Mr. Lo Chi Chiu.

Pursuant to Article 87(1) of the Company's Articles of Association, at each annual general meeting one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation. Accordingly, Mr. Chen Weiqun, Mr. Liu Jianbo, Mr. Lou Baijun and Mr. Guo Yonghui shall retire by rotation at the AGM.

Mr. Liu Jianbo, being eligible, will offer himself for re-election at the AGM. Accordingly, the Board proposes that Mr. Liu Jianbo stands for re-election as a non-executive Director at the AGM by way of a separate resolution.

Details of the retiring Director proposed for re-election at the AGM are set out in Appendix II to this circular.

(ii) Retirement of Directors

Mr. Chen Weiqun, Mr. Lou Baijun and Mr. Guo Yonghui will retire by rotation and will not offer themselves for re-election at the AGM. Accordingly, Mr. Chen Weiqun will retire as an executive Director, Mr. Lou Baijun will retire as independent non-executive Director, chairman of the audit committee (the "**Audit Committee**") and a member of each nomination committee (the "**Nomination Committee**") and remuneration committee (the "**Remuneration Committee**") of the Company and Mr. Guo Yonghui will retire as independent non-executive Director, chairman of nomination committee and a member of each of the Audit Committee and Remuneration Committee, in each case after the conclusion of the AGM.

Each of Mr. Chen Weiqun, Mr. Lou Baijun and Mr. Guo Yonghui has confirmed that he has no disagreement with the Board and that there are no other matters relating to his retirement that need to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Chen Weiqun, Mr. Lou Baijun and Mr. Guo Yonghui for their valuable contribution to the Company during their tenure of office.

LETTER FROM THE BOARD

(iii) Election of New Directors

Reference was made to the announcements of the Company dated 16 March 2026 and 26 March 2026 that (i) Mr. Xiang Linfa (項林法先生) has been proposed by the Board to be elected and appointed as an executive Director; (ii) Ms. Bei Hongjun (貝洪俊女士) has been proposed by the Board to be elected and appointed as an independent non-executive Director; and (iii) Mr. Shi Jianhui (石建輝先生) has been proposed by the Board to be elected and appointed as an independent non-executive Director, in each case subject to the Shareholders' approval at the AGM.

Following the Shareholders' approval of their respective appointments, and with effect from the conclusion of the Annual General Meeting, the board committees will be reconstituted as follows: Ms. Yu Junxian will serve as chairperson of the Audit Committee, with Ms. Bei Hongjun and Mr. Lo Chi Chiu as members; Ms. Bei Hongjun will serve as chairperson of the Remuneration Committee, with Ms. Yu Junxian and Mr. Shi Jianhui as members; and Mr. Shi Jianhui will serve as chairman of the Nomination Committee, with Ms. Bei Hongjun and Ms. Yu Junxian as members. Ms. Yu Junxian will cease to be chairperson of the Remuneration Committee upon the conclusion of the Annual General Meeting.

When identifying candidates for executive Director and independent non-executive Directors, the Nomination Committee reviews the structure, size, and composition of the Board in accordance with (i) the "Board Diversity Policy" and "Nomination Policy", and reviews the diversity of board members including but not limited to gender, ethnicity, skills, knowledge, experience, age (18 years or older), cultural and educational background; and (ii) the Listing Rules by reviewing the qualifications and independence of independent non-executive Director candidates, so as to find the most suitable candidates to take up the roles of independent non-executive Directors who best match with the composition of the Board.

The Nomination Committee also considers the number and nature of positions the candidates hold in public companies or organizations, as well as other administrative appointments or important commitments. The Company has also adopted appropriate procedures to evaluate candidates for executive Director and independent non-executive Directors, including interviews, background checks, or third-party recommendations. After the Nomination Committee has completed the preliminary review of the executive Director and independent non-executive Director candidates, it has recommended the executive Director and independent non-executive Director candidates to the Board. After deliberation, the Board has proposed to appoint Mr. Xiang, Ms. Bei, and Mr. Shi as new Directors for Shareholders' approval at the AGM.

The Nomination Committee has evaluated and reviewed the independence criteria set out in Rule 3.13 of the Listing Rules. According to Ms. Bei's and Mr. Shi's respective written confirmations of their independence to the Company, each of them confirmed (including but not limited to) that (i) they do not hold issued shares of the Company exceeding 1%; (ii) currently, and within two years prior to the proposal of their appointments as independent non-executive Directors, they are not connected with any

LETTER FROM THE BOARD

Director, senior management of the Company or a substantial Shareholder or controlling Shareholder; and (iii) currently, and within one year immediately prior to the proposal of their appointments as independent non-executive Directors, they have no material interest in any principal business activity of, and are not involved in any material business dealings with, the Company, its holding company or their respective subsidiaries or with any core connected persons of the Company. The Board is not aware of any circumstances that would affect Ms. Bei's and Mr. Shi's independent judgment and is satisfied that they have the character, integrity, independence, experience, and expertise required to perform the duties of independent non-executive Directors, and that they can maintain independent opinions in the affairs of the Group. The Board considers that they are independent persons.

The Board believes that the appointment of Mr. Xiang as an executive Director, and Ms. Bei and Mr. Shi as independent non-executive Directors are conducive to enhancing the standardization and professionalism in the aspects of business development and governance of the Company.

Having regard to the Board's diversity policy and the nomination policy adopted by the Company, the Nomination Committee recommended the re-election of the above retiring Director and election of new Directors to the Board. Accordingly, the Board has proposed the above retiring Director, namely Mr. Liu Jianbo, to stand for re-election as Director at the AGM. As a good corporate governance practice, the above retiring Director abstained from voting at the relevant Board meeting on the respective proposal of his recommendations for re-election by the Shareholders at the AGM.

For the proposed appointment of Ms. Bei Hongjun and Mr. Shi Jianhui as independent non-executive Directors, the Nomination Committee and the Board will evaluate and review the independence criteria with reference to Rule 3.13 of the Listing Rules and the written confirmations of independence to be provided by them. The Board considers that the proposed appointments are conducive to enhancing the standardisation and professionalism of the Company's governance and bringing valuable contributions to the Board and the Group, having regard to Ms. Bei's extensive expertise in accounting and academia, and Mr. Shi's extensive experience in corporate management and board affairs of listed companies.

Details of (i) Mr. Liu Jianbo proposed for re-election and (ii) the proposed new Directors for election at the AGM (including their biographical details) will be set out in Appendix III to this circular.

RECOMMENDATION

The Directors believe that the proposed grant of the Issue Mandate, the Repurchase Mandate and the Extension Mandate, the re-election of Directors and election of new Directors named above are beneficial to the Company and the Shareholders as a whole.

Accordingly, the Directors recommend that Shareholders vote in favour of the ordinary resolutions for approving the grant of the Issue Mandate, the Repurchase Mandate and the Extension Mandate, and the re-election of the retiring Directors at the Annual General Meeting.

LETTER FROM THE BOARD

CLOSURE OF REGISTER OF MEMBERS

Entitlement to attend and vote at the Annual General Meeting

The register of members of the Company will be closed from 19 May 2026 to 22 May 2026 (both days inclusive) for the purpose of determining the entitlement of the Shareholders to attend and vote at the Annual General Meeting. In order to be eligible to attend and vote at the Annual General Meeting, all properly completed share transfer forms accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 18 May 2026, for registration.

Yours faithfully,
For and on behalf of the Board of
HAITIAN INTERNATIONAL HOLDINGS LIMITED
Zhang Jianming
Chairman

This Appendix I serves as an explanatory statement, as required by the Listing Rules, to provide requisite information as to the proposed Repurchase Mandate.

1. LISTING RULES RELATING TO THE REPURCHASE OF SHARES

The Listing Rules permit companies whose primary listing is on the Stock Exchange to repurchase their shares on the Stock Exchange and any other stock exchange on which the securities of the company are listed and such exchange is recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange subject to certain restrictions. Among such restrictions, the Listing Rules provide that the shares of such company must be fully paid up and all repurchase of shares by such company must be approved in advance by an ordinary resolution of shareholders, either by way of a general repurchase mandate or by specific approval of a particular transaction.

2. SHARE CAPITAL

As at the Latest Practicable Date, there were a total of 1,596,000,000 Shares in issue.

Subject to the passing of the proposed resolution granting the Repurchase Mandate and on the basis that no further Shares are issued or repurchased prior to the Annual General Meeting, the Company will be allowed under the Repurchase Mandate to repurchase a maximum of 159,600,000 Shares, which represents 10% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing the resolution.

3. REASONS FOR THE REPURCHASE

The Directors believe that it is in the best interests of the Company and the Shareholders as a whole to seek a general authority from the Shareholders to enable the Company to repurchase the Shares on the Stock Exchange or any other stock exchange on which the Shares may be listed. Share repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such repurchase will benefit the Company and the Shareholders as a whole.

As at the Latest Practicable Date, the Company had no Shares repurchased and does not hold any Treasury Shares. However, it is intended that any Shares which are repurchased by the Company will be cancelled and/or held as Treasury Shares. The Shares which are repurchased by the Company will only be held as Treasury Shares by the Company when the Directors consider it prudent or beneficial for capital management purposes to do so, and the Treasury Shares will only be resold on the market when the Directors believe that a resale of such Treasury Shares is in the interests of the Company and the Shareholders as a whole.

For those Treasury Shares not directly held by the Company but are deposited with the Central Clearing and Settlement System pending resale on the Stock Exchange, the Company will adopt measures to ensure that it would not exercise any Shareholders' rights or receive any entitlements in respect of such Treasury Shares. Such measures will include (i) procuring the relevant broker not to give instructions to Hong Kong Securities

Clearing Company Limited to vote at general meetings of the Company for such Treasury Shares; and (ii) in case of dividends or distributions, withdrawing the Treasury Shares from the Central Clearing and Settlement System and either registering in the Company's own name or cancelling them, in each case before the record date for the dividend or distributions.

4. FUNDING OF REPURCHASES

In repurchasing the Company's securities, the Company may only apply funds legally available for the purpose in accordance with the Memorandum and Articles and the Companies Act.

Taking into account the current working capital position of the Company, the Directors consider that, if the Repurchase Mandate was to be exercised in full, it might have a material adverse effect on the working capital and/or the gearing position of the Company. However, the Directors do not intend to make any repurchases to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements or the gearing position of the Company.

5. SHARE PRICES

The highest and lowest prices at which the Shares have traded on the Stock Exchange during each of the previous twelve months prior to the Latest Practicable Date are as follows:

	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
April 2025	21.250	16.180
May 2025	20.400	17.760
June 2025	20.550	18.400
July 2025	22.750	19.960
August 2025	22.980	20.440
September 2025	22.960	21.180
October 2025	22.780	20.960
November 2025	22.960	20.620
December 2025	22.980	21.040
January 2026	24.940	22.020
February 2026	26.200	23.100
March 2026	25.700	19.850
April 2026 (up to and including the Latest Practicable Date)	22.120	20.100

6. THE TAKEOVERS CODE AND MINIMUM PUBLIC HOLDING

If a Shareholder's proportionate interest in the voting rights of the Company increases when the Company exercises its powers to repurchase Shares pursuant to the Repurchase Mandate, 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 could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 or Rule 32 of the Takeovers Code.

As at the Latest Practicable Date, to the best knowledge of the Directors, Mr. Zhang Jianming together with Premier Capital, Cambridge Management and the wholly-owned investment holding companies and Mr. Zhang Jingzhang (the former director of the Company) through Premier Capital, Cambridge Management and the wholly-owned investment holding company held respectively 531,663,219 Shares and 528,433,219 Shares, representing 33.31% and 33.11% of the issued Shares.

In the event that the Directors should exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the Repurchase Mandate, the shareholdings of Mr. Zhang Jianming together with Premier Capital, Cambridge Management and the wholly-owned investment holding companies and Mr. Zhang Jingzhang (the former director and chairman of the Company) through Premier Capital, Cambridge Management and the wholly-owned investment holding company would increase to approximately 37.01% and 36.79% of the issued Shares, resulting in a mandatory offer being made under the Takeovers Code. The Directors have no intention to exercise the Repurchase Mandate to an extent that would result in any Shareholder or group of Shareholders acting in concert becoming obliged to make a mandatory offer under Rule 26 of the Takeovers Code, or that would cause the number of Shares held in public hands to fall below the 25% minimum prescribed under the Listing Rules.

7. SHARE REPURCHASE MADE BY THE COMPANY

No purchase of Shares has been made by the Company (whether on the Stock Exchange or otherwise) in the six months prior to the date of this circular.

8. GENERAL

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their Associates has any present intention to sell any Shares to the Company if the Repurchase Mandate is approved by the Shareholders.

The Directors will only exercise the power of the Company to make repurchases pursuant to the Repurchase Mandate in accordance with the Memorandum and Articles, the Listing Rules and the applicable laws of the Cayman Islands.

The Directors confirmed that neither this explanatory statement nor the proposed repurchase has any unusual features.

No Core Connected Person of the Company has notified the Company that he has a present intention to sell any Shares to the Company nor has any such Core Connected Person undertaken not to sell any Shares held by him to the Company in the event that the Repurchase Mandate is granted.

The biographical details of the Directors eligible for re-election and appointment at the Annual General Meeting are set out below:

Mr. Liu Jianbo – Non-executive Director

Mr. Liu Jianbo (劉劍波), aged 59, is a Non-executive Director. Mr. Liu joined the quality assurance department of the Group in November 1986 and was appointed as a quality control manager in 1997. In 2000, he qualified as an internal auditor under the ISO9001:2000 certification system and since then has been responsible for the Company's internal quality control audit. He has been the Company's vice president of quality control since February 2004 and the Company's vice president of customer service since July 2004. Mr. Liu was re-designated from an Executive Director to a Non-Executive Director on 1 June 2012. Mr. Liu is a son-in-law of Mr. Zhang Jingzhang and the brother-in-law of Mr. Zhang Jianming, Mr. Zhang Jianfeng and Mr. Guo Mingguang, all of whom are directors of the Company.

Mr. Liu has entered into a service contract with the Company for a term of three years and thereafter may be terminated by either party upon a one-month prior written notice. Mr. Liu did not receive any emoluments in 2025.

Mr. Liu does not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years

Mr. Liu was deemed under the SFO to be interested in 540,000 shares of the Company through a wholly owned corporation as at the Latest Practicable Date.

Save as disclosed above, Mr. Liu is not related to any Directors, senior management, substantial or controlling Shareholders of the Company.

Mr. Xiang Linfa – Proposed executive Director

Mr. Xiang, aged 52, is a member of the senior management of the Group, being the vice president and director of overseas sales of the Group and is responsible for overseeing the Group's overseas business development and sales operations. He joined the Group in 1998 as a member of the plastics machinery quality inspection department and subsequently joined the domestic trade after-sales services in 1999. In 2000, he served in the plastics machinery technology department of the Group for one year. He was appointed overseas general manager of the Brazil business department in 2003, and in 2008 he was appointed the vice general manager of Ningbo Haitian Huayuan Machinery Co., Ltd. (寧波海天華遠機械有限公司), a subsidiary of the Group, where he was subsequently promoted to the general manager position. Currently, save as disclosed above, Mr. Xiang also serves as director in various subsidiaries of the Company both domestically and overseas, including Ningbo Free Trade Zone Haitian Trade Co., Ltd. (寧波保稅區海天貿易有限公司), Haitian Huayuan (Singapore) Pte. Ltd., Haitian Huayuan (Hong Kong) Limited (海天華遠(香港)有限公司), Niigata Machinery Co., Ltd. (新潟機械株式会社), Haitian International Germany GmbH, Huayuan (Vietnam) Machinery Co., Ltd. and Haitian International Mexico, S. de R.L. de C.V.

Mr. Xiang obtained a bachelor's degree in mechanical design and manufacturing from Wuhan University of Technology (武漢理工大學).

Subject to the approval of the Shareholders, Mr. Xiang will enter into a service contract with the Company for a term of three years commencing from the conclusion of the AGM and will be subject to retirement by rotation and re-election at least once every three years in accordance with the articles of association of the Company. Mr. Xiang will not be entitled to any director's fee under the service contract, which was determined by the Board with reference to the Company's remuneration policy, Mr. Xiang's duties and level of responsibilities with the Group for the relevant position and the prevailing market conditions.

As at the Latest Practicable Date, Mr. Xiang does not have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the SFO.

Save as disclosed above, during the three years immediately before the Latest Practicable Date, Mr. Xiang had not held any directorship in other listed public companies in Hong Kong or overseas or any other major appointments and professional qualifications.

Mr. Xiang is not related to any Directors, senior management of the Company or substantial or controlling Shareholders.

Ms. Bei Hongjun – Proposed independent non-executive Director, the chairperson of the Remuneration Committee and a member of each of the Audit Committee and Nomination Committee

Ms. Bei, aged 61, holds a bachelor's degree in accounting and possesses extensive experience in corporate governance and financial oversight. Ms. Bei currently holds and has held directorships in various listed companies, including as an independent director and the chair of the audit committee of Ningbo Menovo Pharmaceutical Co., Ltd. (寧波美諾華藥業股份有限公司), a company whose shares are listed on the Shanghai Stock Exchange (stock code: 603538) since May 2024; and since July 2021 as a director of Jinhe Agriculture Co., Ltd. (金鶴農業股份有限公司, formerly known as Guirenniao Co., Ltd. (貴人鳥股份有限公司)) ("Guirenniao"), a company whose shares were listed on the Shanghai Stock Exchange (stock code: 603555) until 29 March 2024, the day on which shares of Guirenniao were delisted from the Shanghai Stock Exchange (Ms. Bei was an independent director at Guirenniao until it was delisted, and she continued acting as its director after the said delisting). She previously served as an independent director of Ningbo Zhenyu Technology Co., Ltd. (寧波震裕科技股份有限公司), a company whose shares are listed on the Shenzhen Stock Exchange, (stock code: 300953) from November 2018 to November 2024.

Apart from her roles in listed companies, Ms. Bei also held role as a supervisor of Ningbo Haishu Yongqin Accounting Consulting Services Co., Ltd. (寧波市海曙甬勤會計諮詢服務有限公司) from October 2015 to October 2021.

Ms. Bei began her academic career teaching at Qiqihar University (齊齊哈爾大學) and later taught at Zhejiang Wanli University (浙江萬里學院). Since August 2014, she has served as a professor at the College of Wealth Management of Ningbo University of Finance & Economics (寧波財經學院). In her academic career, Ms. Bei has also published various journal articles and books, and led numerous education and academic projects in her field.

Ms. Bei has been subject to three regulatory decisions, the details of which were set out in the announcements of the Company dated 16 March 2026 and 26 March 2026 respectively and summarised hereinbelow. Ms. Bei's spouse, within a span of 6 months between 2 July 2021 and 10 December 2021, had bought and sold the stocks of Guirenniao, where Ms. Bei was then an independent director (the "**Incidents**"). The Incidents resulted in each of the following decisions against Ms. Bei, on the grounds that the Incidents constituted short-term trading in breach of relevant securities laws, rules and regulations of the People's Republic of China (the "**PRC Securities Law**"): a decision to issue a warning notice to Ms. Bei dated 19 January 2022 (Administrative Regulatory Measures Decision of the Fujian Bureau of the China Securities Regulatory Commission [2022] No. 2 (中國證券監督管理委員會福建監管局行政監管措施決定書[2022]2號)) issued by China Securities Regulatory Commission (the "**CSRC**"), Fujian Bureau (the "**CSRC Fujian**") in connection with the Incidents (the "**CSRC Decision**"); and a decision to issue a warning notice to Ms. Bei dated 10 June 2022 (Shanghai Stock Exchange Public Supervision Letter [2022] No. 0075 (上證公監函[2022] 0075號)) issued by the Shanghai Stock Exchange in connection with the Incidents (the "**SSE Decision**") (which for the avoidance of doubt, both the SSE Decision and CSRC Decision were made based on the totality of all the Incidents considered together). Ms. Bei was ordered to submit a written report to CSRC Fujian regarding the improvements and learning undertaken. As confirmed by Ms. Bei, the Incidents were of one-off nature and occurred several years ago without her knowledge at the time and neither Ms. Bei nor her spouse benefitted from the Incidents.

Further to the SSE Decision and CSRC Decision, the Shanghai Stock Exchange made a decision against Ms. Bei on 3 August 2023 ([2023] No. 87) (《紀律處分決定書》[2023]87號) (the "**2023 SSE Decision**"). On 19 January 2023, Guirenniao published its 2022 preliminary annual results (the "**Guirenniao 2022 Preliminary Results**"), stating that the net profit attributable to shareholders (the "**NPAS**") was approximately RMB74.77 million, and that the net profit after deduction of non-recurring gains/losses (the "**Adjusted NPAS**") was approximately RMB158.44 million. On 27 April 2023, Guirenniao issued a clarification and published its 2022 annual report, revising the NPAS to a net loss of approximately RMB9.41 million and the Adjusted NPAS to approximately RMB69.37 million, representing differences of approximately 112.59% and 56.22% compared with their original figures, respectively (the "**Adjustments**"). The Adjustments were made after the auditor found it was not able to verify certain grain trade transactions (the "**Transactions**") and thus issued a reserved opinion on the amount of the deferred tax assets, which ultimately resulted in the Adjustments. Also, the Guirenniao 2022 Preliminary Results did not flag the risk concerning the Transactions and possible adjustments on financial figures in connection therewith.

According to the 2023 SSE Decision, the differences adversely affected investors' reasonable expectations, and the clarification was not made in a timely manner, thereby contravening the relevant listing rules of the Shanghai Stock Exchange. The 2023 SSE Decision imposed a "Notice of Criticism" (通報批評) on the responsible persons of Guirenniao, including the then chairman, general manager, chief financial officer, and Ms. Bei, who was then an independent director and convenor of the audit committee. The Shanghai Stock Exchange notified the CSRC of the disciplinary action, recorded it in the listed companies' integrity database (上市公司誠信檔案), and required Guirenniao to submit a rectification report signed collectively by the directors, supervisors and senior management of Guirenniao at the time.

The Nomination Committee and the Board reviewed each of the CSRC Decision, the SSE Decision and the 2023 SSE Decision and received further confirmations from Ms. Bei, based on which their observations are as follows:

- (a) Ms. Bei was an independent director of Guirenniao and was not involved in day-to-day management of Guirenniao at the material time.
- (b) The Guirenniao 2022 Preliminary Results were published with the auditor and relevant management collectively in agreement in all material respects.
- (c) The auditor's later inability to verify the Transactions was not foreseeable by any responsible persons and the Adjustments only became ascertained on 25 April 2023 prior to publication thereof on 27 April 2023.
- (d) Each of the CSRC Decision, the SSE Decision and the 2023 SSE Decision did not reflect any findings of intentional omission, fraudulent intent, or gross negligence by Ms. Bei.
- (e) Ms. Bei was not subject to monetary penalties or other more aggravated administrative measures under each of the CSRC Decision, the SSE Decision and the 2023 SSE Decision, which the Nomination Committee and the Board believe corresponds to her limited involvement in a subject matter with limited foreseeability.

In view of the above, the Nomination Committee and the Board consider that Ms. Bei applied the degree of skill, care and diligence reasonably expected of a person with her knowledge and experience in connection with the publication of the Guirenniao 2022 Preliminary Results and the Adjustments.

Having noted Ms. Bei's extensive experience serving as independent director of various listed companies and her long academic career, the matters revealed in the CSRC Decision, the SSE Decision and the 2023 SSE Decision would not alter the Board's view of her suitability, integrity or ability to act honestly and in good faith in serving as an independent non-executive Director. To the best knowledge, information and belief of the Nomination Committee and the Board, and as confirmed by Ms. Bei, there are no other similar matters that are required to be disclosed or draw to the attention of the Shareholders pursuant to Rule 13.51(2) of the Listing Rules.

Subject to the approval of the Shareholders, Ms. Bei will enter into a service contract with the Company for a term of three years commencing from the conclusion of the AGM and will be subject to retirement by rotation and re-election at least once every three years in accordance with the articles of association of the Company. Ms. Bei will be entitled to a director's fee of RMB100,000 per annum under the service contract, which was determined by the Board with reference to the Company's remuneration policy, Ms. Bei's duties and level of responsibilities with the Group for the relevant position and the prevailing market conditions.

As at the Latest Practicable Date, Ms. Bei does not have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the SFO. Save as disclosed above, during the three years immediately before her proposed appointment, Ms. Bei had not held any directorship in other listed public companies in Hong Kong or overseas or any other major appointments and professional qualifications. Ms. Bei is not related to any Directors, senior management of the Company or substantial or controlling Shareholders and did not hold other positions with other members of the Group.

Mr. Shi Jianhui – Proposed independent non-executive Director, the chairperson of the Nomination Committee and a member of the Remuneration Committee

Mr. Shi, aged 53, holds master's degrees and possesses extensive experience in corporate governance and investment management. Mr. Shi currently holds various directorships in multiple listed companies, including as an independent non-executive director of Zhejiang Sanhua Intelligent Controls Co., Ltd. (浙江三花智能控制股份有限公司), a company whose A shares are listed on the Shenzhen Stock Exchange (stock code: 002050) and whose H shares are listed on the Stock Exchange (stock code: 2050) since May 2020; as an independent director of AAPICO Hitech Public Company Limited, a company whose shares are listed on the Stock Exchange of Thailand (stock code: AH) since June 2022; and as an independent director of Ningbo Fangzheng Tod Co., Ltd. (寧波方正汽車模具股份有限公司), a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 300998) since December 2023. He also served as an executive director and the chief executive officer of Minth Group Limited (敏實集團有限公司) ("Minth"), a company whose shares are listed on the Stock Exchange (stock code: 0425), from November 2005 to August 2017, where he acted as the chairman of the board from April 2016 to August 2017.

Mr. Shi also holds various directorships and management roles in several unlisted companies and partnerships, including serving as the managing partner of Ningbo Meishan Bonded Area Xiaozhi Venture Capital Partnership (Limited Partnership) (寧波梅山保稅港區小智創業投資合夥企業(有限合夥)) since September 2017, a director of BioMintec Environment (Shanghai) Co., Ltd. (柏美智慧科技(上海)股份有限公司) since January 2020, the chairman of the board of Hangzhou Homierobot Co., Ltd. (杭州好面科技股份有限公司) since April 2021, the managing partner of Ningbo Lingdong Venture Capital Partnership (Limited Partnership) (寧波靈動創業投資合夥企業(有限合夥)) since July 2020, a director of Shanghai SDRIVE Technology Co., Ltd. (上海時駕科技有限公司) since January 2022, and the managing partner of Hangzhou Chishi Enterprise Management Consulting Partnership (Limited Partnership) (杭州赤石企業管理諮詢合夥企業(有限合夥)) since August 2022. He also served as the director of Beijing LiangDao Automotive Technology Co., Ltd. (北京亮道智能汽車技術有限公司) from January 2019 to February 2022.

Mr. Shi received his EMBA degrees from Shanghai Advanced Institute of Finance (上海高級金融學院) in 2017 and Cheung Kong Graduate School of Business (長江商學院) in 2007 respectively, and his bachelor's degree in Mechanical Design from Zhejiang University of Technology (浙江工業大學) in 1993.

Mr. Shi was subject to an order obtained by the Securities and Futures Commission of Hong Kong (the "SFC"), the details of which were set out in the announcements of the Company dated 16 March 2026 and 26 March 2026 respectively and summarised herein below. On 6 November 2019, the SFC obtained from the Court of First Instance of the High Court in Hong Kong (the "Court") an order (the "Order") disqualifying Mr. Shi from being a director for three years, effective from 27 November 2019, which expired on 26 November 2022. Specifically, the Order was made by the Court pursuant to the judgement in HCMP 891 of 2014 (the "Judgement") and section 214(2)(b) of the Securities and Futures Ordinance (Cap. 571) ("SFO") on the application of the SFC. The Order prohibited Mr. Shi, without leave of the Court, for a period of three (3) years from: (a) being a director, liquidator, or receiver or manager of the property or business of any listed or unlisted company in Hong Kong; and (b) in any way, whether directly or indirectly, being concerned or taking part in the management of any listed or unlisted company in Hong Kong. The disqualification period took effect from 27 November 2019 and expired on 26 November 2022. Pursuant to the Order, Mr. Shi was also ordered to pay 15% of the SFC's costs of the proceedings.

The Order arose from the Court's findings that Mr. Shi, as an executive director of Minth at the relevant time, had failed to make sufficient inquiries in connection with an acquisition by a subsidiary of Minth in 2008, which failure may have prevented Minth from making false or misleading representations and/or material non-disclosure and committing breaches of the Listing Rules. Mr. Shi had no actual knowledge of the matters giving rise to the proceedings, and there was no finding of dishonest conduct on his part. The Court and the SFC were in agreement that his culpability fell within the lowest bracket of disqualification under the SFO.

Subject to the approval of the Shareholders, Mr. Shi will enter into a service contract with the Company for a term of three years commencing from the conclusion of the AGM and will be subject to retirement by rotation and re-election at least once every three years in accordance with the articles of association of the Company. Mr. Shi will be entitled to a director's fee of HK\$115,000 per annum under the service contract, which was determined by the Board with reference to the Company's remuneration policy, Mr. Shi's duties and level of responsibilities with the Group for the relevant position and the prevailing market conditions.

As at the date of the Latest Practicable Date, Mr. Shi does not have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the SFO. Save as disclosed above, during the three years immediately before his proposed appointment, Mr. Shi had not held any directorship in other listed public companies in Hong Kong or overseas. Mr. Shi is not related to any Directors, senior management of the Company or substantial or controlling Shareholders and did not hold other positions with other members of the Group.

Each of Ms. Bei and Mr. Shi has confirmed that (i) each of them has satisfied all the factors for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) each of them has no past or present financial or other interest in the business of the Group or connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect each of their independence at the time of each of their proposed appointments.

With respect to Ms. Bei and Mr. Shi's proposed appointments as independent non-executive Directors, the Nomination Committee and the Board have reviewed and assessed each of the Incidents, the CSRC Decision, the SSE Decision, the 2023 SSE Decision, the Judgement and the Order and consider that notwithstanding each of the Incidents, the CSRC Decision, the SSE Decision, the 2023 SSE Decision, the Judgement and the Order, each of Ms. Bei and Mr. Shi will be suitable to act as Directors under Rules 3.08 and 3.09 of the Listing Rules, for the reasons set out below:

- (a) the Board considers that each of Ms. Bei and Mr. Shi's extensive experience will bring valuable insight and contribution to the Group;
- (b) the matters pertaining to the Judgement and the Order also occurred several years ago and the Order has long before expired. To the best of the Board's knowledge after making all reasonable inquiries, apart from the Judgement and the Order above, Mr. Shi has no other non-compliance records during his tenure as a director of any other listed company; and
- (c) none of the Incidents, the CSRC Decision, the SSE Decision, the 2023 SSE Decision, the Judgement or the Order involves any dishonest or fraudulent conduct of Ms. Bei or Mr. Shi, nor impugns their integrity;

Having considered the above and having made relevant enquiries to each of Ms. Bei and Mr. Shi, and taking into account each of Ms. Bei and Mr. Shi's background, expertise, skills, experience and independence, the Nomination Committee and the Board considered that notwithstanding the Incidents, the CSRC Decision, the SSE Decision, the 2023 SSE Decision, the Judgement and the Order, Ms. Bei and Mr. Shi remain suitable to act as independent non-executive Directors.

Save as disclosed above, none of the above retiring Director and Proposed new Directors have any information which is required to be disclosed under Rules 13.51(2)(h)-(v) of the Listing Rules. Save as disclosed herein, there are no other matters relating to the re-election of the retiring Directors that need to be brought to the attention of the Shareholders.

NOTICE OF THE ANNUAL GENERAL MEETING



HAITIAN INTERNATIONAL HOLDINGS LIMITED

海天國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(stock code: 1882)

NOTICE IS HEREBY GIVEN that the annual general meeting of Haitian International Holdings Limited (the “**Company**”) will be held at Room 1, United Conference Centre, 10/F United Centre, 95 Queensway, Admiralty, Hong Kong at 10:00 a.m. on 22 May 2026 to consider and, if thought fit, transact the following business:

ORDINARY BUSINESS

1. to receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditors of the Company for the year ended 31 December 2025;
2. to re-elect Mr. Liu Jianbo as a non-executive director of the Company;
3. to elect Mr. Xiang Linfa as an executive director of the Company;
4. to elect Ms. Bei Hongjun as an independent non-executive director of the Company;
5. to elect Mr. Shi Jianhui as an independent non-executive director of the Company;
6. to authorise the board of directors of the Company to fix the directors’ remuneration;
7. to re-appoint Ernst & Young as the Company’s auditors and authorise the board of directors of the Company to fix their remuneration; and, as additional ordinary business, to consider and, if thought fit, pass the following resolutions as ordinary resolutions (with or without modification);

ORDINARY RESOLUTIONS

8. “**THAT:**
 - (a) subject to paragraph (c) below, pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the exercise by the directors of the Company during the Relevant Period (as defined in paragraph (d) below) of all the powers of the Company to allot, issue and deal with the unissued shares (each, a “**Share**”) (including any sale or transfer of Treasury Shares, if any, out of treasury) of HK\$0.10 each in the capital of the Company and

NOTICE OF THE ANNUAL GENERAL MEETING

to make or grant offers, agreements or options, including warrants to subscribe for Shares, which might require the exercise of such powers be and the same is hereby generally and unconditionally approved;

- (b) the approval in paragraph (a) above shall authorise the directors of the Company during the Relevant Period to make or grant offers, agreements or options which might require the exercise of the aforesaid powers after the expiry of the Relevant Period;
- (c) the aggregate number of Shares allotted and issued or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to options and otherwise) (including any sale or transfer of Treasury Shares out of treasury) by the directors of the Company pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (defined below); or (ii) the exercise of any options granted under all share option schemes of the Company adopted from time to time in accordance with the Listing Rules; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company in force from time to time; or (iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into Shares, shall not exceed the aggregate of:
 - (i) 20 per cent. of the total number of issued Shares (excluding any Treasury Shares) as at the date of the passing of this resolution; and
 - (ii) (if the directors of the Company are so authorised by a separate ordinary resolution of the shareholders of the Company) the aggregate number of Shares repurchased by the Company subsequent to the passing of this resolution (up to a maximum equivalent to 10 per cent. of the total number of issued Shares (excluding any Treasury Shares) as at the date of the passing of this resolution),

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

- (d) for the purposes of this resolution:

“**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;

NOTICE OF THE ANNUAL GENERAL MEETING

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or the applicable laws of the Cayman Islands to be held; or
- (iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the directors of the Company by this resolution.

“**Rights Issue**” means an offer of Shares, or offer or issue of warrants, options or other securities giving rights to subscribe for Shares open for a period fixed by the directors of the Company to holders of Shares on the Company’s register of members on a fixed record date in proportion to their then holdings of Shares (subject to such exclusion 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, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong).”

9. “**THAT:**

- (a) subject to paragraph (b) below, the exercise by the directors of the Company during the Relevant Period (as defined in paragraph (c) below) of all the powers of the Company to repurchase (or agree to repurchase) shares (each, a “**Share**”) of HK\$0.10 each in the capital of the Company on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), or any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for such purpose, and otherwise in accordance with the rules and regulations of the Securities and Futures Commission of Hong Kong, the Stock Exchange, the Companies Act (2023 Revision) of the Cayman Islands, as amended, consolidated or otherwise modified from time to time, and all other applicable laws in this regard, be and the same is hereby generally and unconditionally approved;
- (b) the aggregate number of Shares which may be repurchased or agreed to be repurchased by the Company pursuant to the approval in paragraph (a) during the Relevant Period shall not exceed 10 per cent. of the aggregate number of issued Shares (excluding any Treasury Shares) as at the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and

NOTICE OF THE ANNUAL GENERAL MEETING

- (c) for the purposes of this resolution, “**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:
- (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or the applicable laws of the Cayman Islands to be held; or
 - (iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the directors of the Company by this resolution.”
10. “**THAT** conditional on the passing of resolutions numbered 8 and 9 above, the general mandate granted to the directors of the Company pursuant to paragraph (a) of resolution numbered 8 above be and it is hereby extended by the addition to the aggregate number of Shares which may be allotted or agreed conditionally or unconditionally to be allotted by the directors of the Company pursuant to or in accordance with such general mandate of an amount representing the aggregate number of Shares (excluding Treasury Shares) repurchased or agreed to be repurchased by the Company pursuant to or in accordance with the authority granted under paragraph (a) of resolution numbered 9 above.”

Yours faithfully,
For and on behalf of the Board of
Haitian International Holdings Limited
Zhang Jianming
Chairman

Date: 27 April 2026

Registered office:
PO Box 309
Ugland House
Grand Cayman, KY1-1104
Cayman Islands

Principal place of business in China:
No. 1688 Haitian Road
Beilun District, Ningbo
Zhejiang Province, China

Principal place of business in Hong Kong:
Unit 1105, Level 11, Metroplaza, Tower 2
223 Hing Fong Road
Kwai Fong, N.T.
Hong Kong

NOTICE OF THE ANNUAL GENERAL MEETING

Notes:

1. The annual general meeting will be held in form of a physical meeting. Any member entitled to attend, speak and vote at the meeting convened by the above notice is entitled to appoint one or, if he is the holder of two or more shares, one or more proxies to attend, speak and, on a poll, vote in his stead. A proxy need not be a member of the Company.
2. In order to be valid, a form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the offices of the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at least 48 hours before the time of the above meeting or any adjourned meeting.
3. The register of members of the Company will be closed from 19 May 2026 to 22 May 2026 (both days inclusive), during which period no transfer of shares in the Company will be effected. The record date determining the eligibility of the shareholders to attend and vote at the AGM will be 22 May 2026. In order to qualify for attending the annual general meeting, all transfers of Shares, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on 18 May 2026, for registration.
4. In relation to proposed resolutions numbered 8 and 10 above, approval is being sought from the shareholders for the grant to the directors of a general mandate to authorise the allotment and issue of shares under the Listing Rules. The directors have no immediate plans to issue any new shares of the Company.
5. In relation to proposed resolution numbered 9 above, the directors wish to state that they will exercise the powers conferred thereby to purchase shares of the Company in circumstances which they deem appropriate for the benefit of the shareholders. An explanatory statement containing the information necessary to enable the shareholders to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in the Appendix I in the circular of which this notice of the annual general meeting forms part.
6. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the above meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding. Several executors or administrators of a deceased member in whose name any share stands shall be deemed joint holders thereof.
7. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
8. In case the annual general meeting (or any adjournment thereof) is anticipated to be affected by or tropical cyclone with warning signal no. 8 or above or "extreme conditions" caused by super typhoons or if a black rainstorm warning is in force at 7:00 a.m. on 22 May 2026, Shareholders are suggested to visit the Company's website (<http://haitianinter.com/en/>) and the HKEXnews website (<http://www.hkexnews.hk>) for the arrangements of the annual general meeting (or any adjournment thereof).