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InvesTech Holdings Limited

威訊控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1087)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**Meeting**“) of InvesTech Holdings Limited (the “**Company**“) will be held at the Conference Room 7, 3rd Floor, Jianguo Garden Hotel, No. 17 Jianguomennei Avenue, Dongcheng District, Beijing, the People’s Republic of China on 10 July 2017 (Monday) at 11:00 a.m. (or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions:

ORDINARY RESOLUTIONS

“THAT

1. (a) the capital injection agreement dated 17 February 2017 (the “**Capital Injection Agreement**“) entered into between (i) the Company (“**Investor**“), (ii) Mr. Wu Guangsheng, Mr. Huang Yongjiang, Mr. Xiang Junhui, Mr. Feng Junzheng and Shenzhen Yindingdong Technology Company Limited (collectively being the existing shareholders (“**Existing Shareholders**“) of China Communication Technology Company Limited (“**Target Company**“) and currently hold in aggregate approximately 79.03% of the equity interests of the Target Company), and (iii) the Target Company, pursuant to which the Investor shall, subject to the fulfillment of the conditions precedent set out in the Capital Injection Agreement, to subscribe for an additional registered capital of RMB18,453,813 at the total consideration of RMB600,000,000 (RMB18,453,813 representing payment for the additional registered capital of the Target Company and RMB581,546,187 representing the increase in capital reserve of the Target Company), a copy of which is marked “A” and produced to the meeting and initialled by the chairman of the meeting for the purpose of identification, and the terms and conditions of the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

- (b) any one of the directors (the “**Directors**”) of the Company be and is hereby authorised to execute all documents and to do all such things and take all such other steps which, in his/her opinion, may be necessary, appropriate, desirable or expedient to implement and/or give effect to the terms of, or the transactions contemplated in and for completion of the Capital Injection Agreement and to agree to and make such variation, amendment or waiver in relation thereto which are, in the opinion of the Directors, in the interest of the Company.
2. To re-elect Mr. Wong Chun Sek, Edmund as an independent non-executive director of the Company.”

By order of the Board
InvesTech Holdings Limited
Chan Sek Keung, Ringo
Chairman and Chief Executive Officer

Hong Kong, 23 June 2017

Principal Place of Business in Hong Kong:

33rd Floor
Shui On Centre
6-8 Harbour Road
Wanchai
Hong Kong

Notes:

1. A shareholder entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and on a poll vote instead of him. A proxy need not be a shareholder of the Company.
2. In order to be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority, must be deposited at the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, located at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the Meeting or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude any member from attending and voting in person at the Meeting or any adjourned meeting thereof should he so wishes.
3. In case of joint shareholdings, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purposes seniority will be determined by the order in which the names stand in the Register of Members of the Company in respect of the joint shareholding.
4. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the meeting if shareholders so wish.
5. The ordinary resolution set out in this notice of extraordinary general meeting will be put to shareholders to vote taken by way of a poll.

6. The transfer books and register of members of the Company will be closed from 5 to 10 July 2017 (both dates inclusive), during which period no transfer of Shares will be effected. In order to qualify for the right to attend and vote at the EGM, all transfers of Shares accompanied by the relevant Share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, located at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on 4 July 2017.
7. Please also refer to the section headed "Letter of the Board — Re-election of Retiring Director" of the circular of the Company, of which this notice forms part, for biographical details of Mr. Wong Chun Sek, Edmund.
8. As at the date of this notice, the Board comprises four executive Directors, namely Mr. Chan Sek Keung, Ringo (Chairman and Chief Executive Officer), Mr. Lu Chengye, Ms. Wang Fang and Mr. Wu Chi Luen; and three independent non-executive Directors, namely Mr. Wong Chun Sek, Edmund, Mr. Lu, Brian Yong Chen and Mr. Huang Liangkuai.