THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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 licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

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

EASYKNIT INTERNATIONAL HOLDINGS LIMITED
永義國際集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1218)

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

A letter from the Board is set out on pages 4 to 8 of this circular.

A notice convening the AGM of Easyknit International Holdings Limited to be held at Block A, 7th Floor, Hong Kong Spinners Building, Phase 6, 481–483 Castle Peak Road, Cheung Sha Wan, Kowloon, Hong Kong on Tuesday, 25 August 2026 at 10:00 a.m. is set out on pages AGM-1 to AGM-5 of this circular.

If Shareholders are not able to attend the AGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed 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 practicable but in any event not later than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjournment thereof (as the case may be) should Shareholders so wish and in such event, the proxy form shall be deemed to be revoked.

In the event of any inconsistency, the English version of this circular shall prevail over the Chinese version.

Hong Kong, 24 July 2026

CONTENTS

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

"AGM"	the annual general meeting of the Company to be convened and held at Block A, 7th Floor, Hong Kong Spinners Building, Phase 6, 481–483 Castle Peak Road, Cheung Sha Wan, Kowloon, Hong Kong on Tuesday, 25 August 2026 at 10:00 a.m., notice of which is set out on pages AGM-1 to AGM-5 in this circular
"Audit Committee"	the audit committee of the Company
"Board"	the board of Directors
"Board Diversity Policy"	the diversity policy adopted by the Board
"Bye-laws"	the bye-laws of the Company, as amended, modified or otherwise supplemented from time to time
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"close associate(s)"	has the meaning ascribed to it under the Listing Rules
"core connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Company"	Easyknit International Holdings Limited, an exempted company incorporated in Bermuda with limited liability, the issued Shares of which are listed on the main board of the Stock Exchange (Stock Code: 1218)
"Director(s)"	director(s) of the Company from time to time
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"HKSCC"	Hong Kong Securities Clearing Company Limited
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Latest Practicable Date"	Friday, 17 July 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular

"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Nomination Committee"	the nomination committee of the Company
"Nomination Policy for Directors"	the nomination policy for Directors adopted by the Board
"Remuneration Committee"	the remuneration committee of the Company
"Repurchase Mandate"	the proposed general mandate to be granted to the Directors at the AGM to exercise all powers of the Company to repurchase Shares not exceeding 10% of the total number of issued Shares (excluding treasury shares, if any) as at the date of approval of such mandate
"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 Share(s)
"Share Option(s)"	share option(s) granted or to be granted to the entitled persons to subscribe for Share(s) under the Share Option Scheme and any other share option scheme(s) of the Company
"Share Option Scheme"	the share option scheme adopted by the Company pursuant to a resolution passed by the Shareholders on 5 July 2012
"Shares Issue Mandate"	the proposed general mandate to be granted to the Directors at the AGM to exercise all powers of the Company to allot, issue and deal with (including any sale or transfer of treasury shares) new Shares not exceeding 20% of the total number of issued Shares (excluding treasury shares, if any) as at the date of approval of such mandate
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

"subsidiary(ies)"	subsidiary(ies) for the time being of the Company within the meaning ascribed thereto under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
"substantial shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Takeovers Code"	The Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission of Hong Kong, as amended, supplemented or otherwise modified from time to time
"treasury shares"	has the meaning ascribed to it under the Listing Rules
"%"	per cent.

EASYKNIT INTERNATIONAL HOLDINGS LIMITED
永義國際集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1218)

Executive Directors:
Ms. Koon Ho Yan Candy
(President and Chief Executive Officer)
Ms. Lui Yuk Chu *(Vice President)*

Independent Non-executive Directors:
Mr. Tsui Chun Kong
Mr. Lau Chak Hang Charles
Mr. Ma Man Yuet

Registered office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Head office and principal place of business in Hong Kong:
Block A, 7th Floor
Hong Kong Spinners Building, Phase 6
481–483 Castle Peak Road
Cheung Sha Wan
Kowloon
Hong Kong

24 July 2026

To the Shareholders

Dear Sir or Madam,

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

INTRODUCTION

The purpose of this circular is to provide the Shareholders with information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the resolutions to be proposed at the AGM for the approval of, among other matters, (a) re-election of retiring Directors; (b) re-appointment of auditor; and (c) granting the Directors of the Shares Issue Mandate to issue new Shares and the Repurchase Mandate to repurchase Shares, and extension of the Shares Issue Mandate.

PROPOSED RE-ELECTION OF RETIRING DIRECTORS

Pursuant to bye-law 99 of the Bye-laws, Ms. Lui Yuk Chu and Mr. Tsui Chun Kong will retire by rotation at the AGM and, being eligible, have offered themselves for re-election at the AGM.

The Nomination Committee, having reviewed the Board's composition, Ms. Lui Yuk Chu and Mr. Tsui Chun Kong were nominated to the Board for it to recommend to Shareholders for re-election at the AGM. Mr. Tsui Chun Kong, being a member of the Nomination Committee, had abstained from voting on the resolution of his own nomination at the Nomination Committee meeting.

The nominations were made in accordance with the Nomination Policy for Directors and the measurable objectives criteria (including but not limited to gender, age, cultural and educational background, professional experiences, skills, knowledge and length of service) with regard for the benefits of diversity, as set out under the Board Diversity Policy. The Nomination Committee had also taken into account the respective overall contributions (including the attendance of meetings and level of participation and performance on Board) of the re-electing Directors for the Board and Board committee responsibilities and their commitment to their roles. Information of the Directors' attendance record at the Board/committee/general meetings is disclosed in the 2025/26 annual report of the Company.

Mr. Tsui Chun Kong who has been serving the Board for over nine years, his further appointment as an independent non-executive Director should be subject to a separate resolution to be approved by the Shareholders pursuant to Corporate Governance Code under Appendix C1 to the Listing Rules. Mr. Tsui has provided to the Company his annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules. He has not involved in any daily operation and management of the Group. During his tenure, he has given valuable independent guidance and advice to the Company through active participation as a member in meetings of the Board and the board committees of the Company. As disclosed in his biographical details contained in Appendix I to this circular, he is a fellow member of both The Hong Kong Institute of Certified Public Accountants and The Association of Chartered Certified Accountants. Mr. Tsui has extensive experience in the public accounting profession and the commercial sector. He has experience in the preparation for the listing of shares on the Stock Exchange and worked for a few listed companies. Based on the criteria under Rule 3.13 of the Listing Rules and his professional qualifications and experience, Mr. Tsui has the expertise, integrity and independence to continue to act as an independent non-executive Director and to discharge related duties in providing guidance and advice on the affairs of the Company, with independent judgement and from balanced and objective view, and for safeguarding the interests of the Company and the Shareholders as a whole, despite the length of his service with the Company.

With the nomination by the Nomination Committee, the Board recommended the retiring Directors, Ms. Lui Yuk Chu and Mr. Tsui Chun Kong to stand for re-election as Directors at the AGM. Each of the retiring Directors abstained from voting on the resolutions of the relevant Board meeting on respective propositions of their recommendations for re-election by the Shareholders. Particulars of the re-electing Directors are set out in Appendix I to this circular.

PROPOSED RE-APPOINTMENT OF AUDITOR

Messrs. Deloitte Touche Tohmatsu ("**Deloitte**") will retire as the independent auditor of the Company at the AGM and, being eligible, offer themselves for re-appointment.

The Board, upon the recommendation of the Audit Committee, proposed to re-appoint Deloitte as the independent auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company.

The expected audit fee payable to Deloitte for the audit of the consolidated financial statements of the Group for the financial year ending 31 March 2027 is estimated to be not less than approximately HK$1,300,000 (exclusive of out-of-pocket expenses).

The estimated audit fee has been determined after due consideration and arm's length negotiations between the Company and Deloitte taking into account, among other matters, allocation of time and resources required reflecting the size and complexity of the Group's operations as well as the audit timetable. The estimated audit fee is determined on the basis that there will be no material change to the scope of audit work as previously communicated to Deloitte and that the Company will provide timely and adequate assistance and information as reasonably required for the purposes of the audit.

In the event of any material change in the basis or assumptions set out above, the Company will make further disclosure as appropriate.

GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE SHARES

At the last annual general meeting of the Company held on 21 August 2025, the Directors were granted a general mandate to allot and issue new Shares and a general mandate to repurchase Shares. These mandates will expire at the conclusion of the AGM. The Directors propose to seek the approval of the Shareholders at the AGM for the grant of:

(a) the Shares Issue Mandate to allot, issue and deal with new Shares (including sale or transfer of any treasury shares) not exceeding 20% of the total number of the issued Shares (excluding treasury shares, if any) as at the date of passing of relevant resolution set out in Ordinary Resolution No. 4(A) in the Notice of AGM. In respect of such resolution, the Board wishes to state that they have no immediate plans to allot and issue any new Shares pursuant to the general mandate under that ordinary resolution;

(b) the Repurchase Mandate to repurchase Shares not exceeding 10% of the total number of the issued Shares (excluding treasury shares, if any) as at the date of passing of relevant resolution set out in Ordinary Resolution No. 4(B) in the Notice of AGM; and

(c) subject to passing of ordinary resolutions to grant the Shares Issue Mandate and the Repurchase Mandate, an extension of the Shares Issue Mandate to extend the Shares Issue Mandate by including the total number of Shares repurchased under the Repurchase Mandate.

An explanatory statement to provide Shareholders with all the information reasonably necessary to enable them to make an informed decision on whether to vote for or against the resolution concerning the Repurchase Mandate as required by the Listing Rules is set out in Appendix II to this circular.

ANNUAL GENERAL MEETING

Notice convening of the AGM is set out on pages AGM-1 to AGM-5 of this circular.

ACTION TO BE TAKEN

A form of proxy be used at the AGM is enclosed with this circular. The proxy form can also be downloaded from the website of the Company at www.easyknit.com and the Stock Exchange at www.hkexnews.hk. If you are not able to attend the meeting, you are requested to complete the enclosed form of proxy in accordance with the instructions printed 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 practicable but in any event not later than 48 hours before the time appointed for holding the meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof (as the case may be) should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

CLOSURE OF REGISTER OF MEMBERS

For the purpose of ascertaining entitlement to attend and vote at the AGM (the "**Entitlement to AGM**"), the register of members of the Company (the "**Register of Members**") will be closed from Thursday, 20 August 2026 to Tuesday, 25 August 2026, both days inclusive, during which period no transfer of Shares will be effected. In order to be eligible to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates 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 for registration no later than 4:30 p.m. on Wednesday, 19 August 2026. The record date for Entitlement to AGM will be Tuesday, 25 August 2026.

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, all resolutions as set out in the notice convening the AGM will be voted by poll and, after being verified by the scrutineer, the results of the poll will be published in the manner prescribed under Rule 13.39(5) of the Listing Rules.

RECOMMENDATIONS

The Board considers that the ordinary resolutions as set out in the notice of AGM on pages AGM-1 to AGM-5 of this circular are all in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that the Shareholders vote in favour of all such resolutions to be proposed at the AGM.

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 contained herein misleading.

Yours faithfully,
For and on behalf of the Board
Easyknit International Holdings Limited
Koon Ho Yan Candy
President and Chief Executive Officer

Pursuant to the Listing Rules, the particulars of the retiring Directors proposed to be re-elected at the AGM are set out below:

Ms. Lui Yuk Chu, *Vice President and Executive Director*

Ms. Lui Yuk Chu ("**Ms. Lui**"), aged 68, is a co-founder of the Group, an executive Director and vice president, a member of the executive committee and an authorised representative of the Company. She is also a director of various subsidiaries of the Company. Besides, Ms. Lui is an executive director and deputy chairman, a member of the executive committee and a member of the nomination committee, and an authorised representative of Asset Chain Limited ("**Asset Chain**") (stock code: 616) and serves as a director of various subsidiaries of Asset Chain. Ms. Lui has been involved in the textiles industry for over 30 years and has extensive experience in design, manufacturing, marketing and distribution of apparel. Ms. Lui was appointed to the Board as an executive Director in 1994. In 2006, Ms. Lui was appointed as vice president of the Company.

As at the Latest Practicable Date, Ms. Lui was deemed to have an interest in 10,002,664 Shares, representing approximately 13.51% of the total number of issued Shares, including: (i) Sea Rejoice Limited, which is wholly and beneficially owned by Ms. Lui, is interested in 9,929,664 Shares, representing approximately 13.42% of the total number of issued Shares, and therefore, Ms. Lui was interest in these Shares within the meaning of Part XV of the SFO; and (ii) 73,000 Share Options granted to her pursuant to the Share Option Scheme on 30 August 2021 which were fully vested on the date of grant.

Ms. Lui is the wife of Mr. Koon Wing Yee, the co-founder of the Group. She is also the mother of Ms. Koon Ho Yan Candy, the president, chief executive officer, an executive Director and also a substantial shareholder of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, (i) Ms. Lui has not held any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years, and any other major appointments and professional qualifications; (ii) she has not held any other positions in the Company and its subsidiaries; (iii) she does not have any other relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iv) she does not have any interests in the Shares or underlying Shares within the meaning of Part XV of the SFO.

Ms. Lui has entered into an appointment letter dated 2 December 2019 (the "**Appointment Letter**") with the Company for an unspecified term but she is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws and the Listing Rules. Under the Appointment Letter and the subsequent supplemental appointment letters dated 28 June 2023 and 18 September 2023, respectively, Ms. Lui is entitled to (i) a monthly remuneration of HK$570,000 (subject to review at the end of each financial year of the Company) and (ii) a housing allowance of HK$1,000,000 per annum which are determined by reference to factors such as salaries paid by comparable companies, time commitment, responsibilities and employment conditions elsewhere within the group and in the market. On 30 August 2021, the Board resolved to grant 73,000 Share Options to Ms. Lui which were fully vested on the date of grant. The total amount of emoluments received by Ms. Lui as an executive Director and the vice president of the Company for the year ended 31 March 2026 was HK$7,962,000.

Save as disclosed above, as at the Latest Practicable Date, there is no information concerning Ms. Lui that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there is no any other matter that needs to be brought to the attention of the Shareholders in respect of Ms. Lui's re-election.

Mr. Tsui Chun Kong, *Independent Non-executive Director*

Mr. Tsui Chun Kong ("**Mr. Tsui**"), aged 75, has been an independent non-executive Director since 2004. He is also a member and the chairman of the Audit Committee, a member and the chairman of the Remuneration Committee and a member of the Nomination Committee. He obtained a Master's Degree in Business Administration from the Oklahoma City University in the United States in 1991 and is a fellow member of both The Hong Kong Institute of Certified Public Accountants and The Association of Chartered Certified Accountants. Mr. Tsui has over 40 years of experience in the public accounting profession and the commercial sector, especially the travel industry. He has experience in the preparation for the listing of shares on the Stock Exchange and worked for a few listed companies. Mr. Tsui is now practising as a public accountant under his own name.

As at the Latest Practicable Date, Mr. Tsui did not have any interests or deemed to be interested in any Shares or underlying Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, (i) Mr. Tsui has not held any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years, and any other major appointments and professional qualifications; (ii) he has not held any other positions in the Company and its subsidiaries; and (iii) he does not have any other relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Mr. Tsui has served on the Board as an independent non-executive Director for more than nine years. Please refer to the section headed "Proposed Re-election of Retiring Directors" under the preceding Letter from the Board for relevant factors of considering that Mr. Tsui is independent.

Under his supplemental appointment, Mr. Tsui has been appointed as an independent non-executive Director for a period of three years expiring on 31 March 2028 and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws and the Listing Rules. Mr. Tsui is entitled to an annual director fee of HK$155,000 (subject to review at the end of each financial year of the Company) which is determined with reference to his duties as independent non-executive Director. Mr. Tsui received HK$155,000 as aggregate Director's fee for the year ended 31 March 2026.

Save as disclosed above, as at the Latest Practicable Date, there is no information concerning Mr. Tsui that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there is no any other matter that needs to be brought to the attention of the Shareholders in respect of Mr. Tsui's re-election.

This appendix contains the information required under the Listing Rules to be included in an explanatory statement for the purposes to provide Shareholders with all the information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution approving the Repurchase Mandate at the AGM.

1. ISSUED SHARES

As at the Latest Practicable Date, the total number of Shares in issue was 73,988,403 and the Company did not have any treasury shares, and there was a total of 292,000 outstanding Share Option carrying the rights to subscribe for the Shares.

Subject to the passing of the relevant ordinary resolution(s) as set out in the notice of the AGM, assuming no further Shares are/will be issued and/or repurchased by the Company between the Latest Practicable Date and the date of the AGM, the Directors will be authorised to repurchase up to 7,398,840 Shares (representing 10% of the total number of issued Shares (including sale or transfer of any treasury shares) as at the date of passing the Repurchase Mandate resolution) pursuant to the Repurchase Mandate.

2. REASONS FOR REPURCHASES

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

3. FUNDING OF REPURCHASES

The Company must fund the repurchase entirely from the Company's available cash flow or working capital facilities legally available for such purpose in accordance with its memorandum of association, the Bye-laws, the laws of Bermuda and other applicable laws.

There will not be a material adverse impact on the working capital requirement or gearing level of the Company as compared with the positions disclosed in the audited consolidated financial statements set out in the Company's annual report for the year ended 31 March 2026 in the event that the Repurchase Mandate is to be exercised in full at any time during the proposed repurchase period. The Directors do not propose to exercise the Repurchase Mandate to such extent as could, in the circumstances, have a material adverse effect on the working capital requirements or the gearing level of the Company.

4. STATUS OF REPURCHASED SHARES

Shares repurchased by the Company may be cancelled or held by the Company as treasury shares as determined by the Directors, depending on the 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 HKSCC 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.

5. DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSONS

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their close associates, have any present intention, in the event that the grant of the Repurchase Mandate is approved by the Shareholders at the AGM, to sell any Shares to the Company under the Repurchase Mandate.

No core connected persons of the Company have notified the Company that they have a present intention to sell any Shares to the Company, or have undertaken not to sell any Shares held by them to the Company, in the event that the grant of the Repurchase Mandate is approved by the Shareholders at the AGM.

6. DIRECTORS' UNDERTAKING

The Directors will exercise the power of the Company to make repurchases pursuant to the Repurchase Mandate in accordance with the Listing Rules, the memorandum of association of the Company, the Bye-laws and the applicable laws of Bermuda so far as the same may be applicable.

The Directors confirm that the explanatory statement set out in this Appendix II contains the information required under Rule 10.06(1)(b) of the Listing Rules and that neither the explanatory statement nor the Repurchase Mandate has any unusual features.

7. EFFECT OF THE TAKEOVERS CODE

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

As at the Latest Practicable Date and to the best knowledge and belief of the Directors, the Shareholders having an interest of 5% or more in the issued share capital of the Company are as follows:

Name of Shareholder	*Notes*	Number of Shares held	Approximate percentage of the total issued Shares *(iv)*	If the Repurchase Mandate is exercised in full
Koon Ho Yan Candy ("**Ms. Koon**")	*(i) and (ii)*	29,252,480	39.53%	43.93%
Magical Profits Limited	*(i)*	29,179,480	39.43%	43.82%
Accumulate More Profits Limited	*(i)*	29,179,480	39.43%	43.82%
The Winterbotham Trust Company Limited	*(i)*	29,179,480	39.43%	43.82%
Winterbotham Holdings Limited	*(i)*	29,179,480	39.43%	43.82%
Christopher Geoffrey Douglas Hooper	*(i)*	29,179,480	39.43%	43.82%
Markson International Holding Limited	*(i)*	29,179,480	39.43%	43.82%
Ivan Geoffrey Douglas Hooper	*(i)*	29,179,480	39.43%	43.82%
Lui Yuk Chu ("**Ms. Lui**")	*(iii)*	10,002,664	13.51%	15.02%
Koon Wing Yee	*(iii)*	10,002,664	13.51%	15.02%
Sea Rejoice Limited	*(iii)*	9,929,664	13.42%	14.91%

Notes:

(i) As at Latest Practicable Date, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, 29,179,480 Shares are registered in the name of and are beneficially owned by Magical Profits Limited, which is wholly-owned by Accumulate More Profits Limited which in turn is wholly-owned by Delacroix Limited and beneficially owned by The Winterbotham Trust Company Limited in its capacity as the trustee of The Magical 2000 Trust (the beneficiaries of which include Ms. Koon, an executive Director of the Company). The Winterbotham Trust Company Limited is owned as to 60% by Winterbotham Holdings Limited and 40% by Markson International Holding Limited. Winterbotham Holdings Limited is owned as to approximately 99.99% by Mr. Christopher Geoffrey Douglas Hooper. Markson International Holding Limited is owned as to approximately 99.99% by Mr. Ivan Geoffrey Douglas Hooper.

(ii) On 30 August 2021, Ms. Koon was granted 73,000 Share Options under the Share Option Scheme.

(iii) 9,929,664 Shares are owned by Sea Rejoice Limited which is wholly and beneficially owned by Ms. Lui, an executive Director of the Company. On 30 August 2021, Ms. Lui was granted 73,000 Share Options under the Share Option Scheme. Mr. Koon Wing Yee, being the spouse of Ms. Lui, is deemed to be interested in 10,002,664 Shares by virtue of the SFO.

(iv) The percentage represented the number of Shares over the total number of issued Shares of the Company as at Latest Practicable Date was 73,988,403 Shares.

If the Repurchase Mandate is exercised in full and assuming that there is no other change to the issued share capital of the Company and that none of the Shareholders will acquire or dispose of any Shares after the Latest Practicable Date, the shareholding of Shareholders would be increased as shown in the table above, and such increase will not give rise to any obligation under Rule 26 of the Takeovers Code to make a mandatory offer. The Board is also not aware of any other Shareholder(s) which may become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code if the Board exercises the powers of the Company to repurchase Shares pursuant to the Repurchase Mandate.

The Directors are not aware of any consequences which may give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. The Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code and/or result in the aggregate number of Shares held by the public Shareholders falling below the prescribed minimum percentage of 25% required under Rule 8.08 of the Listing Rules.

In exercising the Repurchase Mandate (whether in full or otherwise), the Directors will ensure the Company shall comply with the requirements of the Listing Rules, including the minimum percentage of public float of 25% as required under Rule 8.08 of the Listing Rules. The Listing Rules prohibit a company from making repurchase of the Shares on the Stock Exchange if the result of the repurchase would be that less than 25% (or such other prescribed minimum percentage as determined by the Stock Exchange) of the Company's issued Shares would be in public hands. The Board does not propose to repurchase Shares, which would result in less than the prescribed minimum percentage of issued Shares in public hands. Save as aforesaid, the Directors are not aware of any other consequences which will arise under the Takeovers Code if the Repurchase Mandate is exercised in full.

8. REPURCHASE OF SHARES

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

9. SHARE PRICES

The highest and lowest prices at which the Shares were traded on the Stock Exchange in each of the last twelve months preceding the Latest Practicable Date were as follows:

	Highest *(HK$)*	Lowest *(HK$)*
2025		
July	2.01	1.50
August	3.08	1.50
September	4.10	2.97
October	3.29	2.80
November	3.14	2.76
December	4.73	2.70
2026		
January	3.45	2.85
February	3.17	2.84
March	4.20	2.89
April	3.04	2.90
May	2.90	2.31
June	2.45	2.12
July (up to and including the Latest Practicable Date)	2.40	2.30

EASYKNIT INTERNATIONAL HOLDINGS LIMITED
永義國際集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1218)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "**AGM**") of Easyknit International Holdings Limited (the "**Company**") will be held at Block A, 7th Floor, Hong Kong Spinners Building, Phase 6, 481–483 Castle Peak Road, Cheung Sha Wan, Kowloon, Hong Kong on Tuesday, 25 August 2026 at 10:00 a.m. for the following purposes:

As ordinary business

1. To receive, consider and adopt the audited consolidated financial statements and the report of the directors and the independent auditor's report of the Company for the year ended 31 March 2026.

2. (a) To re-elect Ms. Lui Yuk Chu as an executive director of the Company.

   (b) To re-elect Mr. Tsui Chun Kong as an independent non-executive director of the Company.

   (c) To authorise the board of directors of the Company (the "**Board**") to fix the directors' remuneration.

3. To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditor of the Company and authorise the Board to fix its remuneration.

As special business

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

ORDINARY RESOLUTIONS

4. (A) "**THAT**:

(a) subject to paragraph (c) below and in substitution for all previous authorities given by the Company, the exercise by the directors of the Company (the "**Directors**") during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with (including sale or transfer of any treasury shares) additional shares of the Company (the "**Shares**") and to make or grant offers, agreements, options and other rights, or issue other securities including bonds, debentures and notes convertible into Shares, which would or might require the exercise of such powers, be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period (as defined below) to make or grant offers, agreements, options and other rights, or issue other securities, which would or might require the exercise of such powers after the end of the Relevant Period (as defined below);

(c) the aggregate number of Shares allotted or to be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to a Rights Issue (as hereinafter defined) or the exercise of the subscription rights under the share option scheme of the Company, shall not exceed 20% of the aggregate number of the issued Shares (excluding treasury shares, if any) at the date of passing of this resolution and the said approval shall be limited accordingly; and

(d) for the purposes of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever is the earlier of:

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

(ii) the expiration of the period within which the next annual general meeting of the Company is required to be held under the laws of Bermuda or the Bye-laws of the Company or any applicable laws to be held; or

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.

"**Rights Issue**" means an offer of Shares, or an offer of warrants, options or other securities giving rights to subscribe for Shares, open for a period fixed by the Directors to holders of Shares on the registers of members of the Company on a fixed record date in proportion to their then holdings of such Shares (subject in all cases to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements or any recognised regulatory body or any stock exchange in, any territory outside Hong Kong Special Administrative Region of the People's Republic of China)."

4. (B) "**THAT**:

(a) the exercise by the Directors during the Relevant Period (as defined below) of all powers of the Company to repurchase the Shares, subject to and in accordance with all applicable laws, be and is hereby generally and unconditionally approved;

(b) the aggregate number of Shares which may be repurchased or agreed conditionally or unconditionally to be repurchased by the Company pursuant to the approval in paragraph (a) above during the Relevant Period (as defined below) shall not exceed 10% of the aggregate number of the issued Shares (excluding treasury share, if any) as at the date of passing of this resolution and the said approval be limited accordingly; and

(c) for the purposes of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever is the earlier of:

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

(ii) the expiration of the period within which the next annual general meeting of the Company is required to be held under the laws of Bermuda or the Bye-laws of the Company or any applicable laws to be held; or

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting."

4. (C) "**THAT** conditional upon the ordinary resolutions numbered 4(A) and 4(B) set out in the notice of AGM being passed (with or without amendments), the general mandate granted to the Directors of the Company to allot, issue and deal with (including sale or transfer of any treasury shares) additional Shares pursuant to ordinary resolution numbered 4(A) above be and is hereby extended by the addition thereto of the total number of Shares which may be repurchased by the Company under the authority granted pursuant to ordinary resolution numbered 4(B) above, provided that such number of Shares so repurchased shall not exceed 10% of the total number of issued Shares (excluding treasury shares, if any) as at the date of passing of this resolution."

By Order of the Board
Easyknit International Holdings Limited
Koon Ho Yan Candy
President and Chief Executive Officer

Hong Kong, 24 July 2026

Registered office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Head office and principal place of business in Hong Kong:
Block A, 7th Floor
Hong Kong Spinners Building, Phase 6
481–483 Castle Peak Road
Cheung Sha Wan
Kowloon
Hong Kong

Notes:

1. A form of proxy for use in connection with the AGM is enclosed.

2. For the purpose of ascertaining entitlement to attend and vote at the AGM (the "**Entitlement to AGM**"), the register of members of the Company (the "**Register of Members**") will be closed from Thursday, 20 August 2026 to Tuesday, 25 August 2026, both days inclusive, during which period no transfer of Shares will be effected. In order to be eligible to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates 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 for registration no later than 4:30 p.m. on Wednesday, 19 August 2026. The record date for Entitlement to AGM will be Tuesday, 25 August 2026.

3. A member entitled to attend and vote at the AGM by the above notice is entitled to appoint another person as his proxy to attend and vote on his behalf. A member who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at the AGM. A proxy need not be a member of the Company. If more than one proxy is appointed, the appointment shall specify the number of Shares in respect of which each such proxy is appointed.

4. In order to be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power of attorney or authority, must be deposited at the office of 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 for holding the AGM or any adjournment thereof (as the case may be).

5. Where there are joint holders of a Share, any one of such joint holders may vote at the AGM either personally or by proxy, in respect of such Share as if he/she/it was solely entitled thereto, but if more than one of such joint holders be present at the AGM personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of such joint holding.

6. If a tropical cyclone warning signal No. 8 or above is expected to be hoisted or a black rainstorm warning signal is expected to be in force at any time after 6:00 a.m. on the date of the AGM, the AGM will be postponed and Shareholders will be informed of the date, time and venue of the postponed AGM by a supplementary announcement, posted on the respective website(s) of the Company and The Stock Exchange of Hong Kong Limited.

   If a tropical cyclone warning signal No. 8 or above or a black rainstorm warning signal is cancelled at or before 6:00 a.m. on the date of the AGM and where conditions permit, the AGM will be held as scheduled.

   The AGM will be held as scheduled when an amber or red rainstorm warning signal is in force.

   After considering their own situations, Shareholders should decide whether they would attend the AGM under bad weather condition and if they do so, they are advised to exercise care and caution.

7. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.