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周大福創建有限公司

CTF Services Limited

(incorporated in Bermuda with limited liability)

(stock code: 00659)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of CTF Services Limited (the “**Company**”) will be held as a hybrid meeting with a combination of an in-room meeting at the principal meeting place of Meeting Room N201 (Expo Drive Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong and an online virtual meeting via electronic facilities on Tuesday, 18 November 2025 at 11:00 a.m. for the following purposes:

1. To receive and consider the audited financial statements and the Reports of the Directors and the Independent Auditor for the financial year ended 30 June 2025.
2. To declare a final ordinary dividend of HK\$0.35 per share, with an option for scrip dividend, for the financial year ended 30 June 2025.
3.
 - (a) To re-elect Mr Cheng Chi Ming, Brian as Director.
 - (b) To re-elect Mr Ho Gilbert Chi Hang as Director.
 - (c) To re-elect Mr Shek Lai Him, Abraham as Director.
 - (d) To re-elect Mr Wong Kwai Huen, Albert as Director.
 - (e) To re-elect Ms Ng Yuen Ting, Yolanda as Director.
 - (f) To authorize the Board of Directors to fix the Directors’ remuneration.
4. To re-appoint Messrs. PricewaterhouseCoopers as Auditor and to authorize the Board of Directors to fix the Auditor’s remuneration.

As special business, to consider and if thought fit, pass with or without amendment, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

5. “**THAT:**

- (A) subject to paragraph (C) of this resolution, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company (including any sale or transfer of treasury shares (has the meaning ascribed to it under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and as amended from time to time, “**Treasury Shares**”) out of treasury) or securities convertible into such shares or options, warrants, or similar rights to subscribe for any shares or convertible securities and to make or grant offers, agreements and options which would or might require the exercise of such powers be and is hereby generally and unconditionally approved;
- (B) the approval in paragraph (A) of this resolution shall authorize the directors of the Company during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;
- (C) the total number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Company pursuant to the approval granted in paragraph (A) of this resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) the exercise of any conversion rights attaching to any securities which are convertible into shares of the Company; (iii) the exercise of the rights under any option scheme or similar arrangement for the time being adopted for the grant or issue to directors and/or employees of the Company and/or any of its subsidiaries and/or eligible participants as defined under such option scheme of options to subscribe for, or rights to acquire, shares of the Company; or (iv) any issue of shares as scrip dividends or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the Bye-laws of the Company, shall not exceed 20% of the total number of issued shares of the Company (excluding any Treasury Shares) as at the date of passing of this resolution, provided that if any subsequent consolidation or subdivision of shares of the Company is effected, the maximum number of shares of the Company that may be issued pursuant to the approval in paragraph (A) of this resolution as a percentage of the total number of issued shares of the Company (excluding any Treasury Shares) at the date immediately before and after such consolidation or subdivision shall be the same and such maximum number of shares of the Company shall be adjusted accordingly, and the approval granted in paragraph (A) shall be limited accordingly;

(D) for the purpose 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;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company or any applicable laws to be held; and
- (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 open for a period fixed by the directors of the Company to holders of shares on the register on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognized regulatory body or any stock exchange in, any territory outside Hong Kong); and

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

6. **“THAT:**

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

(B) the total number of shares which may be repurchased by the Company pursuant to the approval in paragraph (A) of this resolution shall not exceed 10% of the total number of issued shares of the Company (excluding any Treasury Shares) as at the date of the passing of this resolution, provided that if any subsequent consolidation or subdivision of shares of the Company is effected, the maximum number of shares of the Company that may be repurchased pursuant to the approval in paragraph (A) of this resolution as a percentage of the total number of issued shares of the Company (excluding any Treasury Shares) at the date immediately before and after such consolidation or subdivision shall be the same and such maximum number of shares of the Company shall be adjusted accordingly, and the authority granted pursuant to paragraph (A) of this resolution shall be limited accordingly; and

(C) for the purpose of this resolution:

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

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company or any applicable laws to be held; and
- (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.”

7. “**THAT** conditional upon the Ordinary Resolutions Nos. 5 and 6 being passed, the general mandate granted to the directors of the Company pursuant to Ordinary Resolution No. 5 be and is hereby extended by the addition to the total number of shares of the Company which may be allotted by the directors of the Company pursuant to such general mandate, a number representing the total number of shares repurchased by the Company under the authority granted pursuant to Ordinary Resolution No. 6 provided that such number shall not exceed 10% of the total number of issued shares of the Company (excluding any Treasury Shares) as at the date of passing of this resolution (subject to adjustment in the case of consolidation or subdivision of shares of the Company).”
8. “**THAT** conditional upon the Listing Committee of the Hong Kong Stock Exchange granting the listing of, and permission to deal in, the Bonus Shares (as defined in this paragraph below), an amount standing to the credit of the share premium account of the Company equal to one-tenth of the aggregate nominal amount of the share capital of the Company in issue at the close of business on 24 November 2025 be capitalized and that the directors of the Company be and they are hereby authorized and directed to apply such sum in paying up in full at par such number of Bonus Shares to be allotted and distributed, credited as fully paid, to the members of the Company whose names appear on the register of members of the Company on 24 November 2025 in the proportion of one new ordinary share of HK\$1.00 for every ten ordinary shares of HK\$1.00 each then held by such members (“**Bonus Shares**”), and that such Bonus Shares shall rank for all purposes pari passu with the existing issued ordinary shares of the Company save that

they shall not rank for the final ordinary dividend declared in respect of the financial year ended 30 June 2025, and that no fractional Bonus Shares shall be allotted and fractional entitlements will be aggregated and sold at such time or times as the Directors of the Company shall think fit for the benefit of the Company, and the Directors of the Company be authorized generally to do all acts and things as may be necessary to give effect to the issue of the Bonus Shares.”

9. **“THAT:**

- (A) the proposed amendments to the terms of the share option scheme of the Company adopted on 23 November 2021 and amended on 13 January 2025 (the “**2021 Share Option Scheme**”), which are summarised in the circular of the Company dated 24 October 2025 (the “**Circular**”), be and are hereby approved and adopted;
- (B) the 2021 Share Option Scheme (after incorporating the proposed amendments referred to in sub-paragraph (A) above), the terms and conditions of which are set out in the document produced to this meeting marked “A” and for the purposes of identification initiated by the chairman of this meeting, be and is hereby approved and adopted; and
- (C) the directors of the Company be and are hereby authorised to grant options thereunder, and do all such acts as they may in their absolute discretion consider necessary or expedient in order to give full effect to the implementation of the proposed amendments referred to in sub-paragraph (A) above.”

10. **“THAT** conditional upon the Ordinary Resolution No. 9 being passed:

- (A) approval be and is hereby granted for refreshing the 10% limit under the 2021 Share Option Scheme (the “**Scheme Mandate Limit**”) provided that the total number of shares of the Company which may be issued upon the exercise of all options to be granted under the 2021 Share Option Scheme and any other share schemes of the Company under the limit as amended and refreshed hereby shall not exceed 10% of the ordinary share capital of the Company in issue (excluding Treasury Shares) as at the date on which this resolution is passed (options previously granted under the 2021 Share Option Scheme and any other share schemes of the Company (including options outstanding, cancelled, lapsed or exercised in accordance with the terms of the 2021 Share Option Scheme or any other share option schemes of the Company) shall not be counted for the purpose of calculating the Scheme Mandate Limit) (the “**Refreshed Scheme Mandate Limit**”); and
- (B) the directors of the Company be and are hereby authorised to grant options under the 2021 Share Option Scheme up to the Refreshed Scheme Mandate Limit, to exercise all powers of the Company to allot, issue and deal with shares of the Company pursuant to the exercise of such options and to do such acts and execute such documents, including under seal where applicable, as they consider necessary or expedient to give effect to the foregoing arrangement.”

11. “**THAT** the proposed revised annual cap for the financial year ending 30 June 2026 in respect of the provision of Operational Services by members of the Group to members of the NWD Group under the NWD Master Services Agreement (a copy of which has been produced to the meeting marked “B” and initialled by the chairman of the meeting for identification purpose) be and is hereby approved, ratified and/or confirmed and the directors of the Company acting together or by committee, or any director acting individually, be and is/are hereby authorized to take all steps necessary on behalf of the Company whatever he or they may, in his/their absolute discretion, consider necessary, desirable or expedient for the purpose of, or in connection with, the implementing and/or giving effect to the above matter (terms defined in the Circular have the same meanings when used in this resolution)”

By Order of the Board of
CTF Services Limited
Tang Wai Yau
Company Secretary

Hong Kong, 24 October 2025

Notes:

1. The annual general meeting will be a hybrid meeting. Registered shareholders may attend the annual general meeting either (a) in person; or (b) online through the Vistra eVoting Portal with the personalised login and access code provided by the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, by post. Registered shareholders attending the annual general meeting through the Vistra eVoting Portal will be able to vote and submit questions online. For non-registered shareholders whose Shares are held by banks, brokers, custodians or HKSCC Nominees Limited who wish to attend the annual general meeting online, they should consult their banks, brokers, custodians or HKSCC Nominees Limited (as the case may be) for the necessary arrangements and the personalised login and access code will be sent to them upon receipt of request through the banks, brokers, custodians or HKSCC Nominees Limited.
2. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or (if he is a holder of two or more shares) more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
3. In order to be valid, the instrument appointing a proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding of the meeting or any adjournment thereof (as the case may be).
4. Completion and return of the proxy form will not preclude you from attending and voting at the annual general meeting (or any adjournment thereof) and in such event, the proxy form shall be deemed to be revoked.
5. In addition to the physical submission of the proxy form, registered shareholders have the option to submit their proxy appointment electronically through the Vistra eVoting Portal (<https://evoting.vistra.com/#/659>) from Saturday, 25 October 2025 up to 11:00 a.m. on Sunday, 16 November 2025 or in any event not less than 48 hours before the time appointed for holding of the meeting or any adjournment thereof (as the case may be). Details regarding the submission of proxy forms electronically including login details to access the Vistra eVoting Portal are included in the Company’s notification letter to registered Shareholders dated 24 October 2025.

6. For the purposes of determining eligibility of the members of the Company to attend and vote at the meeting and entitlement to the final ordinary dividend and the Bonus Shares, the register of members of the Company will be closed. Details of such closures are set out below:

For determining eligibility to attend and vote at the meeting:

Latest time to lodge transfer documents for registration. 4:30 p.m. on 12 November 2025

Closure of register of members. 13 to 18 November 2025
(both days inclusive)

Record date 18 November 2025

For determining entitlement to the final ordinary dividend and the Bonus Shares:

Latest time to lodge transfer documents for registration. 4:30 p.m. on 21 November 2025

Closure of register of members. 24 November 2025

Record date 24 November 2025

During the above closure periods, no transfer of shares will be registered. To be eligible to attend and vote at the meeting and to qualify for the final ordinary dividend and the Bonus Shares, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than the aforementioned latest time.

7. If a tropical cyclone warning signal number 8 or above or black rainstorm warning signal or “extreme conditions” announced by the Government of the HKSAR is in force at any time between 7:00 a.m. and 11:00 a.m. on the date of the meeting, the meeting will be automatically postponed to a later date and/or time as determined by the Company. The Company will publish an announcement on its corporate website (www.ctfs.com.hk) and the HKEXnews website (www.hkexnews.hk) to notify members of the Company of the date, time and location of the rescheduled meeting.
8. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
9. The “Guidance for the 2025 AGM” set out in the circular dated 24 October 2025 shall form part of this notice.
10. As at the date of this notice, (a) the executive directors of the Company are Dr Cheng Kar Shun, Henry, Mr Cheng Chi Ming, Brian, Mr Ho Gilbert Chi Hang, Mr Lam Jim and Mr Cheng Chi Leong, Christopher; (b) the non-executive directors of the Company are Mr William Junior Guilherme Doo (alternate director to Mr William Junior Guilherme Doo: Mr Lam Wai Hon, Patrick) and Mr Tsang On Yip, Patrick; and (c) the independent non-executive directors of the Company are Mr Shek Lai Him, Abraham, Mr Lee Yiu Kwong, Alan, Mrs Oei Wai Chi Grace Fung, Mr Wong Kwai Huen, Albert, Professor Chan Ka Keung, Ceajer and Ms Ng Yuen Ting, Yolanda.