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Leoch International Technology Limited
理士國際技術有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 842)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“EGM”) of Leoch International Technology Limited (the “**Company**”) will be held at Unit C, 33/F., TML Tower, No 3 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong on Friday, 17 December 2021 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. **“THAT:**

- (a) the master sales agreement dated 22 November 2021 (the “**Master Sales Agreement**”) entered into between the Company and 深圳瑪西爾電動車股份有限公司 (Shenzhen Marshall Electric Vehicle Co., Limited[#]) (“**Shenzhen Marshall**”) in respect of the sales by the Company and its subsidiaries (together the “**Group**”) to Shenzhen Marshall and its subsidiaries (together the “**Shenzhen Marshall Group**”) of batteries and related parts including connecting cables, moulds and other miscellaneous items (together the “**Sales Products**”) for a term of three years commencing from 1 January 2022 (a copy of the Master Sales Agreement is marked “A” and produced to the EGM and signed by the chairman of the EGM for identification purpose) and the transactions contemplated thereby be and are hereby approved, confirmed and ratified;

[#] *The English name is not an official name but is provided for identification only.*

- (b) the maximum values for sales of the Sales Products under the Master Sales Agreement of RMB280.0 million, RMB364.0 million and RMB473.2 million for each of the three years ending 31 December 2024 respectively be and are hereby approved; and
- (c) any one or more directors (the “**Directors**”) of the Company be and are hereby authorised to do all such acts and things as they consider necessary or expedient for the purposes of giving effect to the Master Sales Agreement and the transactions contemplated thereby.”

2. “**THAT:**

- (a) the master purchases agreement dated 22 November 2021 (the “**Master Purchases Agreement**”) entered into between the Company and Shenzhen Marshall in respect of the purchase of battery related components including chargers, connecting cables, battery management systems, battery racks, and electric vehicles and related parts by the Group from Shenzhen Marshall Group (together the “**Purchases Products**”) for a term of three years commencing from 1 January 2022 (a copy of the Master Purchases Agreement is marked “B” and produced to the EGM and signed by the chairman of the EGM for identification purpose) and the transactions contemplated thereby be and are hereby approved, confirmed and ratified;
- (b) the maximum values for purchases of the Purchases Products under the Master Purchases Agreement of RMB80.0 million, RMB104.0 million and RMB135.2 million for each of the three years ending 31 December 2024 respectively be and are hereby approved; and

- (c) any one or more Directors be and are hereby authorised to do all such acts and things as they consider necessary or expedient for the purposes of giving effect to the Master Purchases Agreement and the transactions contemplated thereby.”

By order of the Board
Leoch International Technology Limited
Mr. Dong Li
Chairman

Hong Kong, 26 November 2021

Registered office:

Cricket Square, Hutchins Drive
PO Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place of
business in Hong Kong:*

Workshop C, 33/F
TML Tower
No. 3 Hoi Shing Road
Tsuen Wan
New Territories
Hong Kong

Notes:

1. A member entitled to attend and vote at the EGM is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the EGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. The register of members of the Company will be closed from Tuesday, 14 December 2021, to Friday, 17 December 2021, (both days inclusive) for the purpose of determining Shareholders' entitlement to attend and vote at the EGM, during which period no transfer of Shares will be registered. In order to be eligible to attending and vote at the EGM, Shareholders should ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Company's branch share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration by no later than 4:30 p.m. on Monday, 13 December 2021.

3. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof, should he so wish.
4. In the case of joint holders of shares, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holder are present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
5. All resolutions at the EGM will be conducted by way of a poll.

As of the date of this notice, the executive Directors are Mr. DONG Li and Ms. YIN Haiyan; and the independent non-executive Directors are Mr. CAO Yixiong Alan, Mr. LAU Chi Kit and Dr. NAN Xinsheng.