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If you are in doubt as to any aspect this circular or as to the action to be taken, you should consult your licensed securities dealer 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 **Ling Yui Holdings Limited**, you should at once hand this circular with the enclosed form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

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LING YUI HOLDINGS LIMITED

凌銳控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 784)

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

Capitalised terms used in this cover page shall have the same meaning as those defined in this circular.

A notice convening the EGM to be held at 35/F, Dah Sing Financial Centre, 248 Queen's Road East, Wanchai, Hong Kong on Thursday, 18 June 2026 at 10:00 a.m. is set out on pages 8 to 9 of this circular. A form of proxy for use by the Shareholders at the EGM is enclosed with this circular.

Whether or not you intend to attend the EGM (or any adjournment thereof), you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM 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 EGM or any adjournment thereof (as the case may be) should you so wish and in such event the form of proxy shall be deemed to be revoked. For the avoidance of doubt, holders of treasury shares (if any) shall abstain from voting at the Company's EGM.

If the EGM fails to be held due to any severe weather conditions occurring on the date of the EGM, the EGM will be adjourned. The Company will make announcement on the respective websites of the Stock Exchange and the Company in this regard as and when appropriate.

2 June 2026

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DEFINITIONS

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

“Articles”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“BVI”	the British Virgin Islands
“Company”	Ling Yui Holdings Limited (凌銳控股有限公司), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange with stock code 784
“Director(s)”	director(s) of the Company
“EGM”	the extraordinary general meeting to be held by the Company for the purpose of considering and approving the Proposed Change of Company Name
“First Vendor”	Reach Goal Development Limited, a company incorporated in the BVI with limited liability and owned as to 100.00% by Mr. Ling
“Fourth Vendor”	Mr. Keung Yun Yuen (姜潤元先生), ultimate beneficial owner of one of the customers of the Group
“Group”	the Company and its subsidiaries
“Guarantors”	the First Guarantor and the Second Guarantor
“HI”	HaploX Investment Holding Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands on 29 November 2021, which wholly and beneficially owned the entire issued share capital of the Offeror as at the Latest Practicable Date
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

DEFINITIONS

“Joint Announcement”	the announcement dated 14 April 2026, jointly published by the Company and the Offeror relating to, among other things, the Proposed Change of Company Name
“Latest Practicable Date”	27 May 2026, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information referred to in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as amended, supplemented or otherwise modified from time to time)
“Mr. Lee” or “Second Guarantor”	Mr. Lee Kim Ming, the legal and beneficial owner of the Second Vendor
“Mr. Ling” or “First Guarantor”	Mr. Ling Chi Fai, an executive Director, chairman of the Board and a controlling Shareholder, and the legal and beneficial owner of the First Vendor
“Mr. Tommy Ling” or “Third Vendor”	Mr. Ling Yuk Tong, a non-executive Director and the son of Mr. Ling, an executive Director and chairman of the Board
“Offeror”	Hapbiotech Investment Holding Limited, a company incorporated in the BVI with limited liability which is beneficially owned by HI
“PRC”	the People’s Republic of China (excluding, for the purpose of this circular, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)
“Proposed Change of Company Name”	the proposal by the Board to change the English name of the Company from “Ling Yui Holdings Limited” to “AiLife International Group Limited” and the Chinese name of the Company from “凌銳控股有限公司” to “愛生命國際集團有限公司”
“Sale and Purchase Agreement”	the sale and purchase agreement dated 1 April 2026 entered into between the Vendors, the Guarantors and the Offeror in relation to the sale and purchase of the Sale Shares

DEFINITIONS

“Sale Share(s)”	an aggregate of 560,140,000 Shares to be transferred from the Vendors to the Offeror pursuant to the Sale and Purchase Agreement, representing 70.02% of the total number of issued Shares as at the Latest Practicable Date
“Second Vendor”	Simple Joy Investments Limited, a company incorporated in the BVI with limited liability, and owned as to 100.00% by Mr. Lee
“Share(s)”	ordinary share(s) of HK\$0.01 each in the issued share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Vendors”	collectively, the First Vendor, the Second Vendor, the Third Vendor and the Fourth Vendor
“%”	per cent.

LETTER FROM THE BOARD



LING YUI HOLDINGS LIMITED

凌銳控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 784)

Executive Directors:

Mr. Ling Chi Fai (*Chairman*)
Mr. Leung Cheuk Ho (*Chief Executive Officer*)
Dr. Xu Mingyan
Dr. Chen Shifu

Registered office in the Cayman Islands:

Windward 3
Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

Non-executive Director:

Mr. Ling Yuk Tong

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

Independent non-executive Directors:

Mr. Chong Kam Fung
Mr. Ho Chun Chung Patrick
Mr. Shi Wai Lim William
Ms. Yau Suk Man

Units 1702-03
Stelux House
698 Prince Edward Road East
San Po Kong
Kowloon
Hong Kong

2 June 2026

To the Shareholders

Dear Sir/Madam,

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

References are made to the Joint Announcement in relation to, among other things, the Proposed Change of Company Name.

The purpose of this circular is to provide the Shareholders with information in respect of the special resolution to be proposed at the EGM for the Proposed Change of Company Name, and the notice of the EGM to be convened and held for the purpose of considering, and if thought fit, approving the Proposed Change of Company Name.

A notice convening the EGM is set out on pages 8 to 9 in this circular.

LETTER FROM THE BOARD

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Ling Yui Holdings Limited” to “AiLife International Group Limited” and the Chinese name of the Company from “凌銳控股有限公司” to “愛生命國際集團有限公司”. The Proposed Change of Company Name is subject to the relevant conditions as set out in the paragraph headed “Conditions of the Proposed Change of Company Name” in this Circular. The EGM will be convened and held for the purposes of considering and, if thought fit, approving, the special resolution in respect of the Proposed Change of Company Name.

CONDITIONS OF THE PROPOSED CHANGE OF COMPANY NAME

The Proposed Change of Company Name is subject to the satisfaction of the following conditions:

- (i) the passing of a special resolution by the Shareholders at the EGM approving the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Company Name, and the new name being entered in the register of Companies by the Registrar of Companies in the Cayman Islands.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands. The Company will then carry out the necessary registration and/or filing procedures with the Registrar of Companies in the Cayman Islands and the Companies Registry in Hong Kong pursuant to Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME

Immediately following completion of the Sale and Purchase Agreement entered into between the Offeror, the Vendors and the Guarantors, as at the Latest Practicable Date, the Offeror had become the new controlling shareholder (with the meaning ascribed thereto under the Listing Rules) of the Company (details of which are set out in the Joint Announcement), and the Company has become a subsidiary of the Offeror and to better reflect the relationship between the Offeror and the Company. Therefore, the Board considers that the Proposed Change of Company Name would provide a clear identification to the market and general public, and is in the best interests of the Company and the Shareholders as a whole.

EFFECT OF THE PROPOSED CHANGE OF COMPANY NAME

The Proposed Change of Company Name will not affect any of the rights of the Shareholders or the Company’s daily business operation and its financial position. All existing share certificates in issue bearing the Company’s existing name shall continue to be valid evidence of the title and valid for trading, settlement, registration and delivery for the same number of Shares in the new name of the Company. There will not be any

LETTER FROM THE BOARD

arrangements for free exchange of existing share certificates for new share certificates under the new name of the Company. Once the Proposed Change of Company Name becomes effective, new share certificates will be issued under the new name of the Company.

Upon the Proposed Change of Company Name becoming effective and subject to the confirmation of the Stock Exchange, the Company intends to change the English and Chinese stock short names of the Company correspondingly. The Company will make further announcement(s) on the Proposed Change of Company Name as soon as practicable after the Proposed Change of Company Name has become effective and will announce the change of the English and Chinese stock short names of the Company under which the Shares will be traded on the Stock Exchange and the change of Company's website following the Proposed Change of Company Name. The stock code of the Company will remain as "784".

EGM

A notice convening the EGM is set out on pages 8 to 9 of this circular. The EGM will be held at 35/F, Dah Sing Financial Centre, 248 Queen's Road East, Wanchai, Hong Kong on Thursday, 18 June 2026 at 10:00 a.m., for the Shareholders to consider and, if thought fit, to approve the Proposed Change of Company Name.

PROXY ARRANGEMENT

A form of proxy for use at the EGM is enclosed with this circular. Such form of proxy is also published on the website of the Stock Exchange and the website of the Company. Whether or not you are able to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible, and in any event not later than 48 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy shall not preclude you from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should you so wish.

VOTING BY POLL AT THE EGM

Pursuant to Rule 13.39(4) of the Listing Rules and the Articles, any vote of the 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. On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative shall have one vote for every fully paid Share of which he is the holder. A Shareholder entitled to more than one vote on a poll needs not use all his votes or cast all the votes he uses in the same way. The Company will appoint scrutineers to handle vote-taking procedures at the EGM. An announcement on the poll results will be published by the Company after the EGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

LETTER FROM THE BOARD

The Proposed Change of Company Name is subject to the approval of a special resolution passed by the Shareholders. To the best of the Director's knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the Proposed Change of Company Name at the EGM.

CLOSURE OF REGISTER OF MEMBERS

For determine the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 15 June 2026 to Thursday, 18 June 2026 (both dates inclusive) during which period no transfer of Shares will be registered. The record date for determining the entitlement of the Shareholders to attend and vote at the EGM will be Thursday, 18 June 2026. In order to be eligible to attend and vote at the EGM, all transfer of Shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar 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 Friday, 12 June 2026. The record date for the attending and voting at the EGM is Thursday, 18 June 2026.

DIRECTORS' RESPONSIBILITY

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Board considers that the Proposed Change of Company Name to be in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the special resolution to be proposed at the EGM.

By order of the Board
Ling Yui Holdings Limited
Ling Chi Fai
Chairman and Executive Director

NOTICE OF EGM



LING YUI HOLDINGS LIMITED

凌銳控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 784)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the “EGM”) of Ling Yui Holdings Limited (the “Company”) will be held at 35/F, Dah Sing Financial Centre, 248 Queen’s Road East, Wanchai, Hong Kong on Thursday, 18 June 2026 at 10:00 a.m., for the following purposes:

SPECIAL RESOLUTION

To consider and, if thought fit passing with or without modification, the following as a special resolution of the Company:

“**THAT** subject to and conditional upon the necessary approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from “Ling Yui Holdings Limited” to “AiLife International Group Limited ” and the dual foreign name of the Company from “凌銳控股有限公司” to “愛生命國際集團有限公司”, and that the directors of the Company be and are hereby authorised to do all such acts, and execute such deeds and things they may, in their absolute discretion, deem fit in order to effect such change of name.”

By order of the Board
Ling Yui Holdings Limited
Ling Chi Fai
Chairman and Executive Director

Hong Kong, 2 June 2026

Notes:

1. Any Shareholders entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and, subject to the provisions of the articles of association of the Company, to vote on his/her/its behalf. A proxy need not be a Shareholder but must be present in person at the EGM to represent the Shareholder. 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. On a poll, votes may be given either personally or by proxy.
2. A form of proxy for use at the EGM is enclosed. Whether or not Shareholders intend to attend the EGM in person, they are requested to complete, sign and return the accompanying form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a Shareholder from attending and voting in person at the EGM or any adjournment thereof, should he/she/it so wishes.

NOTICE OF EGM

3. In order to be valid, the form of proxy, 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 must be deposited at the Company's Hong Kong branch share registrar and transfer office, 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 the EGM or any adjournment thereof.
4. In the case of joint holders of Shares, any one of such joint holders may vote at the EGM, either personally or by proxy, in respect of such Shares as if he/she/it was solely entitled thereto, but if more than one of such joint holders be 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 in respect of such Shares shall alone be entitled to vote in respect thereof.
5. For determining Shareholders' entitlement to attend and vote at the EGM, the transfer books and the register of members of the Company will be closed from Monday, 15 June 2026 to Thursday, 18 June 2026 (both days inclusive), during which period no transfer of Shares will be effected. The record date for determining the entitlement of the Shareholders to attend and vote at the meeting will be Thursday, 18 June 2026. In order to establish the right to attend and vote at the EGM, all transfer of Shares, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar and transfer office, 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 Friday, 12 June 2026. The record date for the attending and voting at the EGM is Thursday, 18 June 2026.
6.
 - (a) Subject to (b) below, if a tropical cyclone warning signal No. 8 or above or "extreme conditions" caused by super typhoons is expected to be hoisted or a black rainstorm warning signal is expected to be in force at any time between 9:00 a.m. and 5:00 p.m. on the date of the EGM, the EGM will be postponed and Shareholders will be informed of the date, time and venue of the postponed EGM by an announcement posted on the respective websites of the Company and the Stock Exchange.
 - (b) If a tropical cyclone warning signal No. 8 or above or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is lowered or cancelled 3 hours before the time appointed for holding the EGM and where conditions permit, the EGM will be held as scheduled.
 - (c) The EGM will be held as scheduled when an amber or red rainstorm warning signal is in force. After considering their own situations, Shareholders should decide on their own whether or not they would attend the EGM under any bad weather condition and if they do so, they are advised to exercise care and caution.
7. A form of proxy for use by Shareholders at the EGM is enclosed.
8. For the avoidance of doubt, holder of treasury share of the Company (if any) are not entitled to vote at the EGM.

As at the date of this notice, the Board comprises Mr. Ling Chi Fai, Mr. Leung Cheuk Ho, Dr. Xu Mingyan and Dr. Chen Shifu as executive Directors; Mr. Ling Yuk Tong as a non-executive Director; and Mr. Chong Kam Fung, Mr. Ho Chun Chung Patrick, Mr. Shi Wai Lim William and Ms. Yau Suk Man as independent non-executive Directors.