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VPOWER GROUP INTERNATIONAL HOLDINGS LIMITED

偉能集團國際控股有限公司

(於開曼群島註冊成立之有限公司)

(股份代號：1608)

安排會議通告之更新

本公告由偉能集團國際控股有限公司(「本公司」)自願作出。

茲提述本公司日期為 2026 年 10 月 29 日的公告(「該公告」)，內容有關擬議安排。除另有界定外，本公告所用詞彙與該公告所界定者具有相同涵義。

就擬議安排向安排債權人發出之安排會議通告載於本公告附件。安排債權人如對安排會議或擬議安排有任何疑問，可聯絡資料代理人。

本公司將適時就擬議安排作出進一步公告。

擬議安排須待若干條件獲達成或獲豁免(如適用)後方可作實，故可能會或可能不會進行。

本公司股東、投資者及潛在投資者在買賣本公司股份時務請審慎行事。如有疑問，股東、投資者及潛在投資者務請向彼等本身之專業或財務顧問諮詢專業意見。

承董事會命
偉能集團國際控股有限公司
主席
陳盛光

香港，2026年10月30日

於本公告日期，董事會成員包括執行董事陳盛光博士、林而聰先生、劉瑞坤先生、王嘉昌先生及靳建堂先生；非執行董事黃國耀先生；以及獨立非執行董事孫懷宇先生、王征博士及林墩博士。

NOTICE OF SCHEME MEETING

HCMP 935 / 2026

**IN THE HIGH COURT OF THE
HONG KONG SPECIAL ADMINISTRATIVE REGION
COURT OF FIRST INSTANCE
MISCELLANEOUS PROCEEDINGS NO. 935 OF 2026**

**IN THE MATTER of VPower Group
International Holdings Limited (偉能集團國際控股有限公司) (incorporated in
the Cayman Islands) (Stock Code: 1608)**

and

**IN THE MATTER of Section 670 of the
Companies Ordinance, Chapter 622**

VPOWER GROUP INTERNATIONAL HOLDINGS LIMITED (偉能集團國際控股有限公司)

Unless otherwise defined herein, terms used in this Notice have the same meanings as defined in the explanatory statement (the "**Explanatory Statement**") relating to the proposed scheme of arrangement between VPower Group International Holdings Limited (偉能集團國際控股有限公司) (the "**Company**") and the Scheme Creditors (as defined therein) under sections 670, 673 and 674 of the Companies Ordinance (Cap. 622) of Hong Kong (the "**Scheme**").

Copies of the Scheme, the Explanatory Statement, and the Form of Proof of Debt have been shared with the Scheme Creditors upon request to the Information Agent at projectmega@parthenon.ey.com.

NOTICE IS HEREBY GIVEN that by order made on 21 October 2026 by the High Court of the Hong Kong Special Administrative Region (the "**Court**") (the "**Convening Order**"), the Court has directed that a single meeting of Scheme Creditors (the "**Scheme Meeting**") be convened for the purpose of considering and, if thought fit, approving the Scheme (with or without modification, addition or condition approved or imposed by the Court).

Details of Scheme Meeting

The Scheme Meeting will be convened at 3:00 p.m. Hong Kong time on 20 November 2026.

Registration at the Scheme Meeting for Scheme Creditors will commence at 2:00 p.m. Hong Kong time on 20 November 2026.

The Scheme Meeting will be held at the offices of Clifford Chance at 27/F, Jardine House, One Connaught Place, Central, Hong Kong (the "**Clifford Chance Office**"). The Scheme Meeting is subject to any adjournment as may be appropriate (in which case any changes in arrangements relating to the Scheme Meeting shall be communicated to Scheme Creditors in advance of the Scheme Meeting by email to the Scheme Creditors, for whom the Information Agent has valid contact details).

Scheme Creditors will be able to attend the Scheme Meeting by a duly authorised representative provided that a Proof of Debt has been validly submitted in relation to their Scheme Claims by the Record Time.

Scheme Creditors do not have to attend the Scheme Meeting in person in order to express their vote, provided that they validly complete and submit their Proof of Debt and Proxy Form by the relevant deadlines, and appoint the Chairperson as their proxy, or a proxy other than the Chairperson (who attends the Scheme Meeting on their behalf) for the purposes of expressing their vote.

Telephone and video conference facilities will also be made available to Scheme Creditors upon request to the Information Agent at projectmega@parthenon.ey.com at least two (2) Business Days before the Scheme Meeting. Scheme Creditors who dial in by telephone or video conference facilities will only be able to observe the Scheme Meeting (but not to cast their vote). Scheme Creditors will be sent instructions for dialing in via telephone or video conference upon providing the Information Agent with satisfactory evidence of their identity and/or their authority (in the case of a corporation) to represent the Scheme Creditor.

For the avoidance of doubt, Scheme Creditors, their duly authorised representatives, or their proxies will not be able to cast their vote at the Scheme Meeting should they only observe the Scheme Meeting via telephone or video conference rather than attend in person. Should Scheme Creditors wish to vote, they will need to attend the Scheme Meeting in person or by proxy (including appointing the Chairperson as proxy) at the Clifford Chance Office. Scheme Creditors who have validly completed and submitted their Proof of Debt and Proxy Form appointing the Chairperson as proxy or a proxy other than the Chairperson (who attends the Scheme Meeting on their behalf) to express their vote, may in addition request for the telephone and video conference facilities to observe the Scheme Meeting, subject to following the relevant procedures listed above.

Completion of voting forms

Scheme Creditors may appoint a duly authorised representative or appoint the Chairperson as their proxy or appoint a proxy other than the Chairperson to attend and vote in their place. A Scheme Creditor should indicate whether it wishes to attend and vote at the Scheme Meeting, or by way of a duly authorised representative, or to appoint a proxy to vote on its behalf at the Scheme Meeting in its Proof of Debt and Proxy Form (as applicable).

For the avoidance of doubt, Scheme Creditors, their duly authorised representatives, or their proxies will not be able to cast their vote at the Scheme Meeting should they observe the Scheme Meeting via telephone or video conference facilities rather than attend in person.

In order to vote on the Scheme and attend the Scheme Meeting (by way of a duly authorised representative or by proxy), a Scheme Creditor must ensure that the Proof of Debt and the Proxy Form (as applicable) have been validly completed and submitted on its behalf to and received by the Information Agent via email (in accordance with the instructions set out in the Proof of Debt

and/or the Proxy Form) by no later than the **Record Time** (being **5:00 p.m. Hong Kong time on 17 November 2026**).

Registration prior to the Scheme Meeting

Registration at the Scheme Meeting will commence at **2:00 p.m. Hong Kong time on 20 November 2026**.

Each Scheme Creditor, its duly authorised representative, or its proxy intending to attend the Scheme Meeting in person at the Clifford Chance Office: (i) will be required to register its attendance at the Scheme Meeting no later than half an hour prior to the scheduled start time of the Scheme Meeting; and (ii) must produce a duplicate copy of the Proof of Debt and/or Proxy Form validly completed and submitted by or on behalf of that Scheme Creditor together with evidence of corporate authority (for example, a valid power of attorney and/or board resolutions) and evidence of personal identity (being a valid original passport or other original government-issued photographic identification) at the registration desk. If the appropriate personal identification and authorisation evidence is not produced, that person may not be permitted to attend, or vote at, the Scheme Meeting. If a Scheme Creditor appoints the Chairperson as its proxy, there is no need for the Chairperson to take the Proof of Debt and/or Proxy Form to the Scheme Meeting.

Chairperson of the Scheme Meeting

Pursuant to the Convening Order, the Court has appointed Dr Chen Shengguang, or failing him, Mr Wang Jiachang of the Company to act as the Chairperson of the Scheme Meeting and have directed the Chairperson, in their capacity as the Chairperson of the Scheme Meeting, to report the results of the Scheme Meeting to the Court. The results of the Scheme Meeting will also be made available to Scheme Creditors upon request to the Information Agent at projectmega@parthenon.ey.com.

Sanction Hearing

The Scheme, if approved at the Scheme Meeting, will be subject to the subsequent approval and sanction of the Court. The Sanction Hearing is presently listed to be heard at 10:00 a.m. Hong Kong time on 8 December 2026. Any Scheme Creditor is entitled (but not obliged) to attend the Sanction Hearing, through legal counsel, to support or oppose the sanction of the Scheme.

Further information

For further information, please contact the Information Agent or the Company's financial advisers (as applicable), in each case, using the contact details below:

Information Agent

Ernst & Young Transactions Limited

Address: 27/F, One Taikoo Place, 979 King's Road, Quarry Bay, Hong Kong

Email: projectmega@parthenon.ey.com

Financial advisers to the Company

Moelis

Address: Suite 1402 – 12, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong

Email: Project_Vauxhall_Ext@moelis.com

Ernst & Young Transactions Limited

Address: 27/F, One Taikoo Place, 979 King's Road, Quarry Bay, Hong Kong

Email: projectmega@parthenon.ey.com

VPOWER GROUP INTERNATIONAL HOLDINGS LIMITED (偉能集團國際控股有限公司)

Dated: 29 October 2026