THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this Supplemental Circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in MTT Group Holdings Limited, you should at once hand this Supplemental Circular, together with the enclosed Revised Proxy Form, to the purchaser(s) or the transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

MTT Group Holdings Limited
數科集團控股有限公司

MTT GROUP HOLDINGS LIMITED
數科集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2350)

SUPPLEMENTAL CIRCULAR
PROPOSED RE-ELECTION OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

This Supplemental Circular should be read together with the Original Circular and the Original Notice. Capitalised terms used in this cover page have the same meanings as those defined in the section headed "Definitions" in this Supplemental Circular.

A Supplemental Notice is set out on pages AGM-1 to AGM-2 of this Supplemental Circular. The Annual General Meeting will be held as originally scheduled at 6/F, Everbright Centre, 108 Gloucester Road, Wan Chai, Hong Kong on Friday, 12 September 2025 at 4:00 p.m. A Revised Proxy Form is enclosed with this Supplemental Circular and it can also be downloaded from the websites of Hong Kong Exchanges and Clearing Limited (http://www.hkexnews.hk) and the Company (https://www.mttgholdings.com).

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed Revised Proxy Form 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 possible but in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof. Completion and return of the Revised Proxy Form will not preclude Shareholders from attending and voting in person at the Annual General Meeting if they so wish.

References to time and dates in this Supplemental Circular are to Hong Kong time and dates.

20 August 2025

CONTENTS

Page

In this Supplemental Circular, unless the context otherwise requires, the following expressions shall have the following meanings:

"Annual General Meeting"	the annual general meeting of the Company to be held at 6/F, Everbright Centre, 108 Gloucester Road, Wan Chai, Hong Kong on Friday, 12 September 2025 at 4:00 p.m.
"Articles" or "Articles of Association"	the articles of association of the Company currently in force
"Audit Committee"	the audit committee of the Board
"Board"	the board of Directors
"Company"	MTT Group Holdings Limited (數科集團控股有限公司), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 2350)
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Latest Practicable Date"	19 August 2025, being the latest practicable date prior to the printing of this Supplemental Circular for ascertaining certain information in this Supplemental Circular
"Listing Date"	26 September 2022, the date on which dealings in Shares on the Main Board of the Stock Exchange first commenced
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
"Memorandum"	the memorandum of association of the Company currently in force
"Nomination Committee"	the nomination committee of the Board
"Original Circular"	the circular of the Company dated 31 July 2025
"Original Notice"	a notice convening the Annual General Meeting dated 31 July 2025

"Original Proxy Form"	the form of proxy for use by the Shareholders at the Annual General Meeting accompanying the Original Circular and published on the websites of the Company and the Stock Exchange on 31 July 2025
"PRC"	the People's Republic of China, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Remuneration Committee"	the remuneration committee of the Board
"Revised Proxy Form"	the revised form of proxy for use by the Shareholders at the Annual General Meeting accompanying this Supplemental Circular and published on the websites of the Company and the Stock Exchange on 20 August 2025
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended from time to time
"Share(s)"	the ordinary shares of HK$0.01 each in the capital of the Company
"Shareholder(s)"	holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Supplemental Circular"	the circular of the Company dated 20 August 2025
"Supplemental Notice"	a notice convening the Annual General Meeting dated 20 August 2025
"%"	per cent

MTT GROUP HOLDINGS LIMITED
數科集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2350)

Executive Directors:
Mr. Yan Wei
Mr. Wang Guan

Non-executive Director:
Mr. Ip Ka Wai Charlie

Independent Non-executive Directors:
Mr. Jiao Jian
Mr. Wang Dong
Ms. Kwok Pui Ha

Registered Office:
4/F., Harbour Place
103 South Church Street
P.O. Box 10240
Grand Cayman KY1-1002
Cayman Islands

Head Office and Principal Place of Business in Hong Kong:
8/F Kwok Kee Group Centre
107 How Ming Street
Kwun Tong
Kowloon, Hong Kong

20 August 2025

To the Shareholders

Dear Sir/Madam,

SUPPLEMENTAL CIRCULAR
PROPOSED RE-ELECTION OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

This Supplemental Circular and the Supplemental Notice should be read together with the Original Circular and the Original Notice which contain, among other things, information regarding the resolutions to be proposed at the Annual General Meeting.

The purpose of this Supplemental Circular is to provide the Shareholders with further information in respect of, among other things, additional resolutions to be proposed at the Annual General Meeting for the re-election of independent non-executive Directors.

2. PROPOSED RE-ELECTION OF THE RETIRING DIRECTORS

Reference is made to the joint announcement of the Company and QH Technology Holdings Limited dated 14 August 2025 in relation to, among others, the appointments of Mr. Jiao Jian, Mr. Wang Dong and Ms. Kwok Pui Ha as the independent non-executive Directors, the re-designation of Mr. Ip Ka Wai Charlie as the non-executive Director, and the resignations of Mr. Chan Tim Cheung as the executive Director and Mr. Ho Wang Shun as the non-executive Director.

In accordance with Article 113 of the Articles of Association, any Director appointed by the Board to fill a casual vacancy or as an addition to the existing Board shall hold office only until the first annual general meeting of the Company after his/her appointment and shall then be eligible for re-election. Accordingly, Mr. Jiao Jian, Mr. Wang Dong and Ms. Kwok Pui Ha, the independent non-executive Directors who have been appointed by the Board on 15 August 2025, shall hold office until the Annual General Meeting. Mr. Jiao Jian, Mr. Wang Dong and Ms. Kwok Pui Ha are eligible and will offer himself/herself for re-election at the Annual General Meeting.

The Nomination Committee has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria set out in the Company's Board Diversity Policy and Director Nomination Policy and the Company's corporate strategy, and the independence of all independent non-executive Directors. The Nomination Committee has recommended to the Board on re-election of all the retiring Directors who are due to retire at the Annual General Meeting. The Board, having considered the recommendation of the Nomination Committee, is of the view that each of Mr. Jiao Jian, Mr. Wang Dong and Ms. Kwok Pui Ha is independent in accordance with the independence guidelines set out in the Listing Rules and has the character, integrity, independence and experience required to fulfil and discharge the role and duties of an independent non-executive Director.

Therefore, additional ordinary resolutions will be proposed at the Annual General Meeting to approve the re-election of Mr. Jiao Jian, Mr. Wang Dong and Ms. Kwok Pui Ha as independent non-executive Directors (the "**Additional Resolutions**").

Besides, due to the re-designation of Mr. Ip Ka Wai Charlie from an executive Director to a non-executive Director, the ordinary resolution no. 2(a) as set out in the Original Notice will be amended to: "To re-elect Mr. Ip Ka Wai Charlie as a non-executive director of the Company".

Also, due to the resignations of Mr. Chan Tim Cheung as an executive Director and Mr. Ho Wang Shun as a non-executive Director, ordinary resolution nos. 2(b) and 2(e) in respect of the re-election of Mr. Chan Tim Cheung as an executive Director and Mr. Ho Wang Shun as a non-executive Director as set out in the Original Notice are no longer applicable and will not be put forward for consideration by the Shareholders at the Annual General Meeting.

3. SUPPLEMENTAL NOTICE AND THE REVISED PROXY FORM

The Original Notice and the Original Proxy Form enclosed with the Original Circular were despatched to the Shareholders on 31 July 2025. The Supplemental Notice, which contains the Additional Resolutions, is set out on pages AGM-1 to AGM-2 of this Supplemental Circular.

Please refer to the Original Notice for details of other resolutions to be proposed at the Annual General Meeting, closure of register of members, eligibility for attending the Annual General Meeting, registration procedures for attending the Annual General Meeting, appointment of proxy and other relevant matters contained therein.

The Revised Proxy Form for use at the Annual General Meeting is enclosed with this Supplemental Circular and it is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.mttgholdings.com). To be valid, the Revised Proxy Form must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority at 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 possible but in any event not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof. Completion and delivery of the Original Proxy Form or Revised Proxy Form will not preclude you from attending and voting at the Annual General Meeting if you so wish and, in such event, the Original Proxy Form or Revised Proxy Form shall be deemed to be revoked.

A Shareholder who has not yet lodged the Original Proxy Form with the Company's branch share registrar and transfer office is requested to lodge the Revised Proxy Form if he/she wishes to appoint proxies to attend and vote at the Annual General Meeting on his/her behalf. In this case, the Original Proxy Form should not be lodged with the Company's branch share registrar and transfer office.

A Shareholder who has already lodged the Original Proxy Form with the Company's branch share registrar and transfer office should note that:

(i) If no Revised Proxy Form is lodged with the Company's branch share registrar and transfer office, the Original Proxy Form, if correctly completed, will be treated as a valid form of proxy lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any proposed resolutions properly put to the Annual General Meeting (including the Additional Resolution as set out in this Supplemental Circular) except for the resolution(s) to which the Shareholder has indicated his/her voting direction in the Original Proxy Form.

(ii) If the Revised Proxy Form is lodged with the Company's branch share registrar and transfer office not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjourned meeting, the Revised Proxy Form, if correctly completed, will revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid form of proxy lodged by the Shareholder.

(iii) If the Revised Proxy Form is lodged with the Company's branch share registrar and transfer office less than 48 hours before the time appointed for the holding of Annual General Meeting or any adjourned meeting, or if lodged not less than 48 hours before the time appointed for the holding of Annual General Meeting or any adjourned meeting but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form was lodged with the Company's branch share registrar and transfer office. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with the Company's branch share registrar and transfer office by not less than 48 hours before the time appointed for the holding of Annual General Meeting or any adjourned meeting.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on Additional Resolutions to be proposed at the Annual General Meeting.

Apart from the Additional Resolutions and the relevant information as set out in this Supplemental Circular, all the other matters of the Annual General Meeting remain unchanged. For details of other resolutions to be considered and approved at the Annual General Meeting, eligibility for attending the Annual General Meeting, closure of register of members and other relevant matters, please refer to the Original Circular and the Original Notice.

4. RESPONSIBILITY STATEMENT

This Supplemental 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 Supplemental 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 Supplemental Circular misleading.

5. RECOMMENDATION

In addition to the recommendation contained in the Original Circular in relation to the proposed resolutions set out in the Original Notice of Annual General Meeting, the Directors consider that the Additional Resolutions to be proposed at the Annual General Meeting is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the Additional Resolutions to be proposed at the Annual General Meeting.

Yours faithfully
By Order of the Board
MTT Group Holdings Limited
Yan Wei
Chairman

The biographical details of the retiring Directors proposed to be re-elected at the Annual General Meeting are set out below:

NON-EXECUTIVE DIRECTOR

Mr. Ip Ka Wai Charlie (葉嘉威先生) ("**Mr. Ip**"), aged 45, was appointed as the Director on 24 July 2020 and was re-designated as the executive Director, chairman of the Board and chief executive officer on 22 October 2020. Since 15 August 2025, Mr. Ip was re-designated as the non-executive Director. Mr. Ip was the founder of the Group. He has over 15 years of experience in the information and technology service industry. Prior to joining the Group, he derived experience in various companies which were specialized in providing networking, security and accounting solutions. Mr. Ip obtained a bachelor of business (business administration) degree from RMIT University in September 2006 through courses via The Hong Kong Management Association and a master of business administration from the Hong Kong Baptist University in November 2010.

Mr. Ip is (i) a director in five subsidiaries of the Company, namely Multisoft Limited, Multisoft Holding Limited, Tritech Distribution Limited, Tritech Distribution Holding Limited and MTS Group Limited; (ii) the general manager of Huayu CITIC Technology (Shenzhen) Co., Ltd.* (華譽中信科技(深圳)有限公司); and (iii) the administrator of Multisoft (Macau) Limited.

Mr. Ip is currently a vice-chairman of Hong Kong Shine Tak Foundation, a vice-chairman of Pok Oi Hospital, a director of Yan Chai Hospital (2021-2025) a member of the entrepreneur committee of the Hong Kong Baptist University Foundation, an honorary president of China Star Light Charity Fund Association and a president (2021-2022) of Rotary Club of Kowloon East Limited.

Mr. Ip was a director of the following three private companies incorporated in Hong Kong, which were dissolved due to cessation of business: (i) Alpha Intelligent Company Limited (智能會社有限公司), a company principally engaged in operation of an employment centre, which was dissolved by deregistration in February 2002; (ii) Asialink Service Limited, a company principally engaged in operation of an employment centre, which was dissolved by deregistration in July 2009; and (iii) Wemask Limited, a company which has never commenced business, which was dissolved by deregistration in October 2021. Mr. Ip confirmed that there is no outstanding claim or liability against him in connection with these dissolved companies, these companies were solvent at the time they were dissolved and there is no wrongful act on his part leading up to the dissolution of these companies.

Mr. Ip has entered into a letter of appointment as non-executive Director with the Company for a term of two years commencing on 15 August 2025. Mr. Ip is entitled to a director's fee of HK$240,000 per annum, which was determined with reference to his background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

* *For identification purpose only*

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Jiao Jian (焦健先生) ("**Mr. Jiao**"), aged 51, was appointed as the independent non-executive Director on 15 August 2025. Mr. Jiao is also the member of Audit Committee, Remuneration Committee and Nomination Committee. Mr. Jiao graduated from China University of Political Science and Law in Beijing, PRC with a bachelor's degree of law in 1996. He was accredited as a PRC lawyer by the Ministry of Justice of China in 1998. Mr. Jiao worked for Inner Mongolia Jian Zhong Law Firm (內蒙古建中律師事務所) from 1996 to 2006, where he had been a partner of the firm since 2000. Mr. Jiao has been a partner of Beijing Zhongzhou Law Firm (北京市中洲律師事務所) since 2006, and is primarily responsible for corporate, securities and finance-related projects. Since February 2019, Mr. Jiao has served as an independent non-executive director of Alliance International Education Leasing Holdings Limited (Stock Code: 01563), the issued shares of which are listed on the Stock Exchange.

Mr. Jiao has entered into a letter of appointment with the Company for a term of 1 year commencing from 15 August 2025. Mr. Jiao is entitled to a director's fee of HK$240,000 per annum, which was determined with reference to his background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

Mr. Wang Dong (王棟先生) ("**Mr. Wang**"), aged 46, was appointed as the independent nonexecutive Director on 15 August 2025. Mr. Wang is also the member of Audit Committee. Mr. Wang graduated from the Department of Electronic Engineering, Tsinghua University with a bachelor's degree in radio technology and information systems in 2001. He obtained a master's degree in information and communication engineering and a doctorate degree in artificial intelligence from Tsinghua University in 2003 and 2009 respectively. Mr. Wang has over 20 years of expertise in data and artificial intelligence technologies, specialising in visual understanding and advertising. From 2009 to 2010, he worked as a researcher at IBM China Research Laboratory. From 2010 to 2012, he held the position of architect at Hulu Beijing Research & Development Center. From 2012 to 2013, Mr. Wang worked as a senior algorithm engineer at Youku. From 2014 to 2023, Mr. Wang served as a senior technical director at Meituan.

Mr. Wang has entered into a letter of appointment with the Company for a term of 1 year commencing from 15 August 2025. Mr. Wang is entitled to a director's fee of HK$240,000 per annum, which was determined with reference to his background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

Ms. Kwok Pui Ha (郭佩霞女士) ("**Ms. Kwok**"), aged 56, was appointed as the independent non-executive Director on 15 August 2025. Ms. Kwok is also the chairperson of the Audit Committee and Remuneration Committee, and also the member of Nomination Committee. Ms. Kwok obtained a bachelor's degree in accountancy from the City Polytechnic of Hong Kong (currently known as City University of Hong Kong) in 1992. Ms. Kwok is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Institute of Chartered Accountants in England and Wales, and a member of Hong Kong Securities and Investment Institute. Ms. Kwok started her career with Deloitte Touche Tohmatsu and she has more than 30 years of experience in investment management, accounting and financial management. Being a finance executive, Ms. Kwok has taken up a broad range of responsibilities including accounting, financing, tax planning, strategic planning, deal analysis, treasury, legal and company secretarial matters, as well as human resources management. Ms. Kwok is currently an independent non-executive director of (i) Kai Yuan Holdings Limited (Stock Code: 01215), the issued shares of which are listed on the Stock Exchange, since 1 January 2023 and (ii) USPACE Technology Group Limited (Stock Code: 01725), the issued shares of which are listed on the Stock Exchange, since 1 July 2025. Also, Ms. Kwok is currently a director of Adanti Limited, a company which is principally engaged in the provision of business advisory services. Ms. Kwok was the group financial controller of CCIAM Future Energy Limited (Stock Code: 00145), the issued shares of which are listed on the Stock Exchange, from January 2022 to April 2023. Ms. Kwok had also worked as head of finance in CITIC International Assets Management Limited, an affiliate of CITIC Group for 10 years. Ms. Kwok has accumulated extensive experience in listed companies, including serving as an independent non-executive director of and as the head of finance and company secretary of a number of main board listed companies in Hong Kong for more than 25 years.

Ms. Kwok has entered into a letter of appointment with the Company for a term of 1 year commencing from 15 August 2025. Ms. Kwok is entitled to a director's fee of HK$240,000 per annum, which was determined with reference to her background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

Save as disclosed herein, as of the Latest Practicable Date, each of Mr. Ip, Mr. Jiao, Mr. Wang and Ms. Kwok does not (i) hold any other positions in the Company or any of its subsidiaries; (ii) have any relationships with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company; (iii) have any interests in shares and underlying shares of the Company and any associated corporation of the Company (within the meaning of Part XV of the SFO); (iv) hold any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; or (v) have any other information that needs to be disclosed pursuant to any of the requirements as set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter that needs to be brought to the attention of the holders of the securities of the Company.

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(Stock Code: 2350)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to (i) the circular of MTT Group Holdings Limited (the "**Company**") dated 31 July 2025 (the "**Original Circular**"); (ii) the notice of the annual general meeting of the Company (the "**Annual General Meeting**") dated 31 July 2025 (the "**Original Notice**") to convene the annual general meeting at 6/F, Everbright Centre, 108 Gloucester Road, Wan Chai, Hong Kong on Friday, 12 September 2025 at 4:00 p.m.; and (iii) the supplemental circular of the Company dated 20 August 2025 (the "**Supplemental Circular**").

Details of the proposed resolutions to be considered at the Annual General Meeting were stated in the Original Notice. Unless the context requires otherwise, terms defined herein shall bear the same meanings as those defined in the Original Circular and the Supplemental Circular. Apart from the amendments stated below, all the information contained in the Original Notice remains to have full force and effect, and this supplemental notice shall be read together with the Original Notice.

Due to the resignations of Mr. Chan Tim Cheung as an executive Director and Mr. Ho Wang Shun as a non-executive Director, ordinary resolution nos. 2(b) and 2(e) in respect of the re-election of Mr. Chan Tim Cheung as an executive Director and Mr. Ho Wang Shun as a non-executive Director as set out in the Original Notice are no longer applicable and will not be put forward for consideration by the Shareholders at the Annual General Meeting.

Due to the re-designation of Mr. Ip Ka Wai Charlie from an executive Director to a non-executive Director, the ordinary resolution no. 2(a) as set out in the Original Notice will be amended to: "To re-elect Mr. Ip Ka Wai Charlie as a non-executive director of the Company".

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT the Annual General Meeting will be held as originally scheduled. Due to the matters as set out in the Supplemental Circular and the abovementioned, the resolutions under item numbered 2(a) to 2(f) stated in the Original Notice should be deleted in its entirety and replaced by the following new resolutions under item numbered 2(a) to 2(g) as set out in this supplemental notice of Annual General Meeting:

2(a). To re-elect Mr. Ip Ka Wai Charlie as a non-executive director of the Company;

2(b). To re-elect Mr. Yan Wei as an executive director of the Company;

2(c). To re-elect Mr. Wang Guan as an executive director of the Company;

2(d). To re-elect Mr. Jiao Jian as an independent non-executive director of the Company;

2(e). To re-elect Mr. Wang Dong as an independent non-executive director of the Company;

2(f). To re-elect Ms. Kwok Pui Ha as an independent non-executive director of the Company;

2(g). To authorize the board of directors of the Company to fix the remuneration of the directors of the Company.

By Order of the Board
MTT Group Holdings Limited
Yan Wei
Chairman

Hong Kong, 20 August 2025

Notes:

1. A revised form of proxy (the "**Revised Proxy Form**") containing the resolutions stated above have been enclosed with the Supplemental Circular. Please refer to the section headed "SUPPLEMENTAL NOTICE AND REVISED PROXY FORM" of the Supplemental Circular for arrangements on the completion and submission of the Revised Proxy Form.

2. Save for the above supplemental resolutions, there are no other changes to the resolutions set out in the Original Notice. Please refer to the Original Notice for details of the other resolutions to be considered at the Annual General Meeting, closure of register of members, eligibility for attending the Annual General Meeting, registration procedures for attending the Annual General Meeting, appointment of proxy and other relevant matters.

3. To be valid, the Revised Proxy Form must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority at 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 possible but in any event not less than 48 hours before the time appointed for holding the Annual General Meeting (i.e. at or before 4:00 p.m. on Wednesday, 10 September 2025) or any adjournment thereof. Completion and delivery of the form of proxy which was despatched to the Shareholders on 31 July 2025 together with the Original Circular (the "**Original Proxy Form**") and/or Revised Proxy Form will not preclude you from attending and voting at the Annual General Meeting if you so wish and, in such event, the Original Proxy Form and/or Revised Proxy Form shall be deemed to be revoked.

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

5. Pursuant to Rule 13.39(4) of the Listing Rules, all resolutions set out in this notice will be decided by poll at the above meeting.

As at the date of this notice, the Board comprises Yan Wei and Wang Guan as executive Directors, Ip Ka Wai Charlie as a non-executive Director, and Jiao Jian, Wang Dong and Kwok Pui Ha as independent non-executive Directors.