

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



## **Microwave Group Limited**

## **美高域集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1985)**

### **SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

References are made to the circular (the “**Original Circular**”) and the notice (the “**Original Notice**”) of the annual general meeting (the “**AGM**”) of Microwave Group Limited (the “**Company**”) dated 30 July 2025. Unless otherwise defined herein, terms used in this supplemental notice shall have the same meanings as those defined in the Original Circular and the Original Notice.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the AGM of the Company will be postponed to be held at 11:00 a.m. on Friday, 29 August 2025 at Unit 1701, 17/F, BEA Tower, Millennium City 5, 418 Kwun Tong Road, Kwun Tong, Kowloon, Hong Kong. In addition to the resolutions set out in the Original Notice, the AGM will be held for the following purposes:

### **SUPPLEMENTAL ORDINARY RESOLUTION**

#### **THAT:**

- (8) (i) the declaration and payment of a one-off special dividend of HK\$0.10 per ordinary share out of the share premium account of the Company (the “**Special Dividend**”) to the shareholders of the Company whose names appear on the register of members of the Company on the record date fixed by the board (the “**Board**”) of directors of the Company (the “**Director(s)**”) for determining the entitlements to the Special Dividend be and is hereby approved; and

- (ii) any one Director be and is/are hereby authorised to take such action, do such things and execute such further documents as the Director may at his/her absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Special Dividend.

By order of the Board  
**Microware Group Limited**  
**Wang Guangbo**  
*Chairman and executive Director*

14 August 2025

*Registered office:*

Conyers Trust Company (Cayman) Limited  
Cricket Square  
Hutchins Drive  
PO Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

*Principal place of business in Hong Kong:*

Room 1701, 17/F, BEA Tower  
Millennium City 5  
418 Kwun Tong Road  
Kwun Tong  
Kowloon  
Hong Kong

*Notes:*

- (i) Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes of resolutions at the AGM will be taken by poll except where the chairman decides to allow a resolution which relates to a procedural or administrative matter to be voted on by a show of hands. An announcement on the voting results will be published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.microware1985.com](http://www.microware1985.com)) in accordance with the Listing Rules.

The Shareholders of the Company are reminded that due to the postponement of the AGM, the period for closure of the register of members to determine the eligibility of Shareholders to attend the AGM will be changed from the original period from Tuesday, 19 August 2025 to Friday, 22 August 2025 (both days inclusive) to the new period from Tuesday, 26 August 2025 to Friday, 29 August 2025 (both days inclusive), during which period no transfer of Shares will be effected. Shareholders whose names appear on its register of members upon the closing of the business day of Monday, 25 August 2025 shall be entitled to attend the AGM and vote thereon.

If the Shareholders approve the declaration and payment of the Special Dividend at the AGM, the Company will distribute the relevant dividend to the Shareholders whose names appear on the register of members of the Company on Monday, 8 September 2025. The date of distribution is expected to be on or about Friday, 19 September 2025. The register of members of the Company will be closed from Thursday, 4 September 2025 to Monday, 8 September 2025 (both days inclusive) for the purpose of determining the entitlements of the Shareholders to the Special Dividend, during which period no transfer of shares in the Company will be effected. In order to qualify for the proposed Special Dividend, all transfers, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong, no later than 4:30 p.m. on Wednesday, 3 September 2025.

If the proposed declaration and payment of the Special Dividend is approved by the Shareholders at the AGM, relevant arrangements such as the timing of distribution and closure of the register of members will be announced separately in due course.

- (ii) For details of the other resolutions to be considered and approved at the AGM, the eligibility for attending the AGM, the registration procedures and other matters, please refer to the Original Notice.
- (iii) The supplemental form of proxy for use at the AGM is enclosed. Such supplemental form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.microware1985.com](http://www.microware1985.com)). The supplemental form of proxy must be returned to the Company's branch share registrar in Hong Kong in accordance with the instructions printed thereon as soon as possible but in any event not less than 48 hours before the time fixed for the holding of the AGM (i.e. no later than 11:00 a.m. on Wednesday, 27 August 2025) or any adjournment thereof.
- (iv) The supplemental form of proxy of the AGM is to be used for the supplemental resolution set out in this supplemental notice, and will not affect the validity of the original form of proxy (the "**Original Proxy Form**") accompanying the Original Circular and the Original Notice duly completed by you in respect of the resolutions set out in the Original Notice. If you have already validly appointed a proxy to attend and act on your behalf at the AGM but have not completed and returned the supplemental form of proxy of the AGM, your proxy will have the right to vote on your behalf on the supplemental resolution set out in this supplemental notice at his/her discretion. If you have not completed and returned the Original Proxy Form but completed and returned the supplemental form of proxy and validly appointed a proxy to attend and act on your behalf at the AGM, your proxy will have the right to vote on your behalf on the resolutions set out in the Original Notice at his/her discretion unless otherwise instructed.
- (v) Other matters in connection with the AGM (other than the supplemental resolution set out in this supplemental notice, convening time of the AGM, dividend distribution arrangement and the closing date for share registration) remain the same. For details of the other resolutions to be considered and approved at the AGM and other related matters, please refer to the Original Circular and the Original Notice available at the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.microware1985.com](http://www.microware1985.com)).

*As at the date of this supplemental notice, the executive Director is Mr. Wang Guangbo, the non-executive Director is Mr. Wang Zhi and the independent non-executive Directors are Mr. Dai Bin, Mr. Xu Jianwen and Ms. Lan Jia.*