THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this 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 Precious Dragon Technology Holdings Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or the transferee or to the bank, stockbroker, or other agent through whom the sale was effected for transmission to the purchaser or transferee.

PRECIOUS DRAGON TECHNOLOGY HOLDINGS LIMITED
保寶龍科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1861)

(1) REVISION OF ANNUAL CAPS FOR AND RENEWAL OF CONTINUING CONNECTED TRANSACTIONS; AND (2) NOTICE OF EXTRAORDINARY GENERAL MEETING

Financial adviser to the Company

銀豐 SNGI

Independent Financial Adviser to the Independent Board Committee and the Shareholders

Donvex 富域資本

Donvex Capital Limited
富域資本有限公司

A notice convening the EGM of Precious Dragon Technology Holdings Limited to be held at Edinburgh Room No. 4, 17th Floor, Edinburgh Tower, No. 15 Queen's Road Central, Hong Kong on 11 August 2026 at 2:30 p.m. is set out on pages EGM-1 to EGM-2 of this circular. A form of proxy for use at the EGM is enclosed with this circular. Such form of proxy is also published on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.botny.com.

Whether or not you intend to attend and vote at the EGM, you are requested to complete and sign the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Hong Kong branch share registrar and transfer office of the Company, 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 scheduled for the holding of the EGM (i.e. not later than 2:30 p.m. on 9 August 2026) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting thereof should you subsequently so wish and in such event, your form of proxy returned shall be deemed to be revoked.

References to time and dates in this circular are to Hong Kong time and dates.

23 July 2026

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

"2021 Master Supply Agreement"	the master supply agreement dated 8 December 2021 entered into between Hong Kong Aluminum Cans and the Company in relation to the sale and purchase of the Products for the three financial years ended 31 December 2024
"2025 Master Supply Agreement"	the master supply agreement dated 6 January 2025 entered into between China Aluminum Cans and the Company in relation to the sale and purchase of the Products for the three financial years ending 31 December 2027
"2026 Master Supply Agreement"	the master supply agreement dated 9 June 2026 entered into between China Aluminum Cans and the Company in relation to the sale and purchase of the Products for the three financial years ending 31 December 2028
"associates"	has the meaning ascribed to it under the Listing Rules
"Board"	the board of Directors
"China Aluminum Cans"	China Aluminum Cans Holdings Limited, a company incorporated under the laws of the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 6898)
"China Aluminum Cans Board"	the board of directors of China Aluminum Cans
"China Aluminum Cans Group"	China Aluminum Cans and its subsidiaries
"Company"	Precious Dragon Technology Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability on 4 May 2018, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1861)
"controlling shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"EGM"	the extraordinary general meeting of the Company to be convened and held for the Independent Shareholders to consider and, if thought fit, approve the 2026 Master Supply Agreement and the transaction contemplated thereunder (including the Revised Annual Caps)

"Existing Annual Caps"	the existing annual caps amount under 2025 Master Supply Agreement for the three financial years ending 31 December 2027 as set out in the Previous Circular
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Aluminum Cans"	Hong Kong Aluminum Cans Limited (香港鋁罐有限公司), a company incorporated in Hong Kong with limited liability on 6 September 2012 and a wholly-owned subsidiary of China Aluminum Cans
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Independent Board Committee"	an independent board committee, comprising the three independent non-executive Directors, namely Mr. Lee Yiu Pui, Mr. Poon Tak Ching and Mr. Pang Cheung Wai Thomas, formed for the purpose of advising and giving recommendation to the Independent Shareholders in respect of the 2026 Master Supply Agreement and the transaction contemplated thereunder (including the Revised Annual Caps)
"Independent Financial Adviser" or "Donvex Capital"	Donvex Capital Limited, a corporation licensed to carry out Type 6 (advising on corporate finance) regulated activities under the SFO, being the independent financial adviser appointed by the Company to advise the Independent Board Committee and the Independent Shareholders in respect of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps)
"Independent Shareholders"	Shareholders, other than Mr. Lin and his associates, who are entitled to vote at the EGM in respect of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps)
"Latest Practicable Date"	20 July 2026, being the latest practicable date prior to printing of this circular for ascertaining certain information contained in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Mr. Lin"	Mr. Lin Wan Tsang, the controlling Shareholder of the Company and China Aluminum Cans

"PRC"	the People's Republic of China, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan for the purpose of this circular
"Previous Circular"	the circular of both China Aluminum Cans and the Company dated 27 January 2025 in relation to, among others, the entering into of the 2025 Master Supply Agreement and the Existing Annual Caps
"Products"	certain monobloc aluminum aerosol cans
"Revised Annual Caps"	the revised annual cap amount in respect of the provision of the Products by China Aluminum Cans Group to the Group under the 2026 Master Supply Agreement for the three financial years ending 31 December 2028
"SFO"	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Shares"	ordinary share(s) of HK$0.01 each in the issued share capital of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent.

PRECIOUS DRAGON TECHNOLOGY HOLDINGS LIMITED
保寶龍科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1861)

Executive Directors:
Ms. Ko Sau Mee
(Chairman and Chief Executive Officer)
Ms. Lin Hing Lei
Mr. Lin Hing Lung
Mr. Yang Xiao Ye

Independent Non-executive Directors:
Mr. Lee Yiu Pui
Mr. Pang Cheung Wai Thomas
Mr. Poon Tak Ching

Registered Office:
Ocorian Trust (Cayman) Limited,
Windward 3, Regatta Office Park,
P.O. Box 1350, Grand Cayman
KY1-1108, Cayman Islands

Headquarters and Principal Place of Business in the Hong Kong:
Unit G, 20/F, Golden Sun Centre
Nos.59-67 Bonham Strand West
Sheung Wan, Hong Kong

Principal Place of Business in the PRC:
No. 628 Jufeng North Road, Aotou Town,
Conghua District, Guangzhou, Guangdong,
China (Postal Code: 510940)

23 July 2026

To the Shareholders

Dear Sir/Madam,

(1) REVISION OF ANNUAL CAPS FOR AND RENEWAL OF CONTINUING CONNECTED TRANSACTIONS AND (2) NOTICE OF EXTRAORDINARY GENERAL MEETING

INTRODUCTION

Reference is made to the joint announcement of the Company and the China Aluminum Cans dated 9 June 2026 in relation to the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps).

The purpose of this circular is to provide you with further information in relation to, among other things, (i) details of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps); (ii) a letter from the Independent Board Committee to the Independent Shareholders; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; (iv) a notice convening the EGM; and (v) other information as required under the Listing Rules.

BACKGROUND

As the Board expected that the transaction amount for the transactions contemplated under the 2025 Master Supply Agreement will exceed the annual cap set for the financial year ending 31 December 2026, the Board proposed to revise the Existing Annual Caps.

Pursuant to the 2025 Master Supply Agreement, the original terms thereof will expire on 31 December 2027. On 9 June 2026, the Company (for itself and on behalf of its subsidiaries) and China Aluminum Cans (for itself and on behalf of its subsidiaries) entered into the 2026 Master Supply Agreement to renew a term of three years commencing on 1 January 2026 and ending on 31 December 2028 (both days inclusive). In addition, the Board has determined that the Revised Annual Caps for the Products shall apply to the transactions contemplated under the 2026 Master Supply Agreement during the renewed term thereof.

2026 Master Supply Agreement

1. Principal terms

The principal terms of the 2026 Master Supply Agreement are as follows:

Date:	9 June 2026 (after trading hours)
Parties:	China Aluminum Cans (for itself and on behalf of its subsidiaries); and
	The Company (for itself and on behalf of its subsidiaries)
Term:	From the 1 January 2026 to 31 December 2028 (both days inclusive)

Pursuant to the terms of the 2026 Master Supply Agreement and subject to the terms and conditions of each relevant purchase order, the China Aluminum Cans Group agreed to sell the Products to the Group, and the Group agreed to purchase the Products from the China Aluminum Cans Group during the term of the 2026 Master Supply Agreement.

2. Pricing basis and payment term

Pursuant to the 2026 Master Supply Agreement, the Group and China Aluminum Cans Group agreed to enter into separate purchase orders in respect of each purchase of the Products to specify the details of each purchase including but not limited to the types and/or specifications of the Products, quantity, purchase prices, payment terms, date and mode of delivery and other relevant terms in relation to that purchase. The terms of such purchase orders shall be consistent with the terms under the 2026 Master Supply Agreement and shall comply with the principles of the 2026 Master Supply Agreement. The Group shall make payment to the China Aluminum Cans Group for the Products on a 30-day monthly basis in arrears.

The purchase price of each and every sale shall be separately determined on order-by-order basis by the parties to the 2026 Master Supply Agreement according to the following principles: (i) the purchase price shall be determined on normal commercial terms which shall be fair and reasonable after arm's length negotiation between the parties to the 2026 Master Supply Agreement; (ii) the purchase price shall be at prevailing market price; and (iii) the purchase price shall be no less favourable to the prices payable by the Group to its other independent suppliers or other comparable independent customers of the China Aluminum Cans Group.

To ensure the Group's future purchase prices are fair and reasonable and in accordance with the principles set out above, the Group will, on a best effort basis, solicit at least two other independent supplier's quotation in relation to its purchase of the same type of the Products provided by the China Aluminum Cans Group where necessary so as to know the prevailing market price. In the event that no such comparable quotation can be obtained from the other comparable independent suppliers due to the quantity, quality and/or production lead time, and such quotations are unable meet the requirements of the Group, the purchase department of the Company will request the China Aluminum Cans Group to furnish the transaction prices it provided to its other independent customers in relation to the same type of the Products. To the best knowledge of the management of the Group, the pricing mechanism adopted by China Aluminum Cans is a cost-plus basis. In determining the transaction price, the Group makes reference to the prevailing trend of aluminum prices as published by the National Development and Reform Commission, plus processing costs which considered relatively stable to the historical transactions with the China Aluminum Cans Group. The Group then assesses whether the margin falls within a range having regard to historical transactions with the China Aluminum Cans Group, to ensure that the pricing terms offered are no less favourable than those available to other comparable independent customers of China Aluminum Cans Group. The Board shall review the pricing policy and the reasonableness and fairness of the Group's purchase prices on regular basis.

3. Condition precedent

The 2026 Master Supply Agreement is conditional upon the independent shareholders of each of China Aluminum Cans and the Company having approved the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) in accordance with the Listing Rules.

4. Renewal

Subject to the compliance with the requirements of the Listing Rules, the parties to the 2026 Master Supply Agreement may negotiate for extension of the term of the 2026 Master Supply Agreement upon expiry.

5. Termination

Unless otherwise specified in the 2026 Master Supply Agreement, either party to the 2026 Master Supply Agreement has a right to terminate the 2026 Master Supply Agreement by giving the other party a 30-day prior written notice.

6. Historical transaction amounts

For the year ended 31 December 2024, the amount of the sale of the Products by the China Aluminum Group and the purchase of the Products by the Group amounted to approximately HK$13.8 million, representing utilisation rate of approximately 32.1% of the set annual cap for the year ended 31 December 2024 under the 2021 Master Supply Agreement.

For the year ended 31 December 2025, the five months ended 31 May 2026 and the period from 1 January 2026 up to the Latest Practicable Date, the amount of the sale of the Products by the China Aluminum Cans Group and the purchase of the Products by the Group amounted to approximately HK$12.2 million, HK$22.7 million and HK$28.97 million, representing utilisation rate of approximately 43.6%, 78.2% and 99.89%, respectively, under the 2025 Master Supply Agreement. Based on the latest financial information of the Group, the Existing Annual Caps for the Products has not been exceeded as at the Latest Practicable Date.

7. Revised Annual Caps

The Existing Annual Caps under the 2025 Master Supply Agreement:

	Existing Annual Caps *(HK$'000)*
For the year ended 31 December 2025	28,000
For the year ending 31 December 2026	29,000
For the year ending 31 December 2027	31,000

The 2026 Master Supply Agreement shall be subject to the following Revised Annual Caps:

	Revised Annual Caps *(HK$'000)*
For the year ending 31 December 2026	75,000
For the year ending 31 December 2027	83,000
For the year ending 31 December 2028	91,000

The Revised Annual Caps are determined by the Board after taking into account the following factors:

(i) the historical transaction amounts for the year ended 31 December 2025, and the annualised transaction amount for the five months ended 31 May 2026 under the 2025 Master Supply Agreement;

(ii) the expected growth in the personal care market as driven by the growing awareness of health and wellness. According to Frost & Sullivan, being an independent market research and consulting company based in the PRC, the market size of beauty industry in PRC, in terms of retail sales, is expected to reach RMB876.3 billion by 2028 and the growth is expected to reach CAGR of 8.6% from 2023 to 2028. As such, an annual growth rate of approximately 10% has been applied on the Revised Annual Caps for the three years ending 31 December 2028;

(iii) a new customer who purchased aluminum aerosol products with unique specifications was secured by the Group in 2026 which is expected for a substantial growth in purchase amount from June to December 2026. The Group has devoted a significant period of time for research, develop and testing of product specifications and quality with this new customer. In addition, the Group has entered into a framework agreement with this new customer which has an initial term of two years upon signing with automatic renewal for successive 12-month periods unless terminated with not less then three months' prior written notice and secured an order plan covering the period from February 2026 to February 2027. Having considered (i) this new customer and the Group have devoted substantial efforts to the development and testing of products, and the Group has already been recognized as an approved supplier by the new customer. The Company's management is of the view that it is unlikely for the Group to lose this new customer; (ii) the purchases from this new customer for the five months ended 31 May 2026 amounted to approximately HK$17.1 million; (iii) the unique specifications, high quality, substantial quantity and intensive delivery schedule of products required by this new customer; and (iv) the solid order plan obtained from this new customer extending to 2027, the Directors are of the view that purchases from this new customer are expected to record substantial growth from June to December 2026, and to be sustained on a recurring basis in 2027 and 2028; and

(iv) a buffer of 10% to cater for unforeseeable circumstances, such as unexpected increase in demand for the Products, fluctuation in the price of aluminum and the growth in the personal care market.

8. Periodic review and internal control

Periodic review on the purchase prices and payment terms will be made, including but not limited to (i) monthly review the purchase amount and purchase prices in relation to the connected transaction by the finance department; (ii) review the Monthly CT Report by compliance department on a monthly basis; (iii) quarterly review the purchase prices and payment terms by the Board; (iv) review the connected transactions annually by the auditor; and (v) review the connected transaction annually by the audit committee of the Board. The Board believes that the periodic review and internal control procedures in place will help ensure the relevant continuing connected transactions to be conducted on normal commercial terms, fair and reasonable from time to time and not prejudicial to the interest of the Company and the Shareholders as a whole.

The Group has adopted a series of internal control measures to supervise the transactions contemplated under the 2026 Master Supply Agreement. Specifically:

(i) the purchasing department will, on a best effort basis, solicit at least two quotations from the Group's independent suppliers in relation to its purchase of the same type of the Products provided by the China Aluminum Cans Group. In the event that no such comparable quotation can be obtained from the other comparable independent suppliers due to the constraints of quantity, quality and/or production lead time, and such quotations are unable meet the requirements of the Group, the purchase department of the Company shall request the China Aluminum Cans Group to furnish the transaction prices it provided to its other independent customers for the same type of the Products being procured by the Group;

(ii) the finance department of the Group will maintain a database to record and monitor the aggregate transaction amounts with the unit purchase price under the continuing connected transactions from time to time together with the cost reference on aluminum price and prepare a monthly report containing the transaction details, including but not limited to the types and specifications of the products, quantity, purchase price of connected transactions entered into during the month (the "**Monthly CT Report**") and attached with either the quotation from other independent suppliers or the assessment on the cost and margin for the purpose of monitoring whether (1) the transactions with the China Aluminum Cans Group is in line with the pricing policy stated in the 2026 Master Supply Agreement; and (2) the actual amount of the connected transaction has exceeded the amount of the proposed Revised Annual Caps;

(iii) the compliance department will review the Monthly CT Report on a monthly basis, to ensure (1) the transactions with the China Aluminum Cans Group is in line with the Group's pricing policy; and (2) the actual amount of connected transaction has not exceed the amount of the proposed Revised Annual Caps, if the actual transaction amount reaches approximately 90% of the proposed Revised Annual Caps or the major terms of the transactions have any changes at any time during the year, the compliance department will report to the connected transaction officer of the Company, who will seek advice from the audit committee of the Company, and the Board will consider taking appropriate measures, including to revisiting the Revised Annual Caps amounts and complying with the relevant announcement and shareholders' approval requirements in accordance with the Listing Rules;

(iv) the independent non-executive Directors will review the continuing connected transactions contemplated under the 2026 Master Supply Agreement to ensure that such agreement is entered into on normal commercial terms, is fair and reasonable, and are carried out pursuant to the terms of such agreement on an annual basis; and

(v) the auditor of the Company will conduct an annual review on the transactions contemplated under such agreement to ensure that they have been carried out in accordance with the pricing policies of such agreement and have not exceeded the Revised Annual Caps.

By implementing the above procedures, the Directors consider that the Company has established appropriate internal control measures to ensure that the transactions contemplated under the 2026 Master Supply Agreement will be on normal commercial terms and not prejudicial to the interests of the Company and the Shareholders as a whole.

REASONS FOR REVISION OF ANNUAL CAP FOR AND RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

The Group is principally engaged in the design, development, manufacture and sale of a wide range of automotive beauty and maintenance products, and also personal care products and other products including household products.

The China Aluminum Cans Group is principally engaged in the manufacture and sale of monobloc aluminum aerosol cans, which are generally used in the packaging of fast-moving personal care products such as sanitizer products, body deodorant, hair styling products and shaving cream, as well as pharmaceutical products such as pain-relieving spray, spray dressing and antiseptic spray.

During the beginning of June 2026 when the Company's latest unaudited management accounts and operational data for the five months ended 31 May 2026 became available to the Group, it has come to the attention of the Board that the purchase amount of the Products from China Aluminum Cans in respect of the transactions contemplated under the 2025 Master Supply Agreement for five months ended 31 May 2026 amounted to approximately HK$22.7 million, representing approximately 78.2% of the corresponding Existing Annual Caps of HK$29 million for the transactions contemplated thereunder for the financial year ending 31 December 2026. Such increase is mainly attributable to a substantial new customer secured by the Group in 2026 which has already been generated purchase amount of approximately HK$17.1 million for five months ended 31 May 2026. The purchase amount of this new customer of the Group is expected for a substantial growth from June to December 2026.

In light of the above, the Board expected that the purchase amount of the Products from China Aluminum Cans Group in respect of the transactions contemplated under the 2025 Master Supply Agreement for the period between 1 January 2026 to 31 July 2026 shall exceed the corresponding Existing Annual Caps of the financial year ending 31 December 2026 for the Products. Accordingly, the Board considered that it is necessary to revise the Existing Annual Caps for the Products in compliance with the requirements under Chapter 14A of the Listing Rules.

The Directors (including the independent non-executive Directors) are of the view that the 2026 Master Supply Agreement and the transactions contemplated thereunder (including Revised Annual Caps) are conducted in the ordinary and usual course of business of the Group, on normal commercial terms which are fair and reasonable and in the interests of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

As at the Latest Practicable Date, Mr. Lin, the controlling shareholder of the Company and was beneficially interested in 175,288,500 Shares, representing approximately 74.94% of the issued share capital of the Company, and was therefore a connected person of the Company. On the other hand, Mr. Lin was beneficially interested in 660,546,000 shares of China Aluminum Cans, representing approximately 69.97% of the issued share capital of China Aluminum Cans as at the Latest Practicable Date. As China Aluminum Cans is an associate of Mr. Lin, it is therefore a connected person of the Company. Accordingly, the entering into of the 2026 Master Supply Agreement and the transactions contemplated thereunder constitute continuing connected transactions (including Revised Annual Caps) for the Company under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio (other than the profits ratio) as defined under the Listing Rules for the Revised Annual Caps exceeds 5%, the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) are subject to the reporting, announcement, annual review, circular and independent shareholders' approval requirements under Chapter 14A of the Listing Rules. Save as Ms. Ko Sau Mee, Ms. Lin Hing Lei and Mr. Lin Hing Lung who are the spouse, daughter and son of Mr. Lin, respectively, no other Director is required to abstain from voting on the Board resolution in relation to the approval of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps).

The Independent Board Committee comprising all the independent non-executive Directors, namely Mr. Lee Yiu Pui, Mr. Poon Tak Ching and Mr. Pang Cheung Wai Thomas, has been established by the Company to consider the terms of the 2026 Master Supply Agreement, and to advise the Independent Shareholders as to whether the terms of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) are on normal commercial terms or better, in the ordinary and usual course of business of the Group, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Donvex Capital Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders (i) in relation to the terms of the 2026 Master Supply Agreement, and (ii) whether the terms of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) are on normal commercial terms or better, in the ordinary and usual course of business of the Group, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

EGM

The EGM will be held at Edinburgh Room No. 4, 17th Floor, Edinburgh Tower, No. 15 Queen's Road Central, Hong Kong on 11 August 2026 at 2:30 p.m. to consider and, if thought fit, approve the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps).

A notice convening the EGM is set out on pages EGM-1 to EGM-2 of this circular. A proxy form for use 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 the accompanying proxy form in accordance with the instructions printed thereon and return the same 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, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish.

In accordance with the Listing Rules, any Shareholder who has a material interest in the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) is required to abstain from voting on the relevant resolutions at the EGM. As at the Latest Practicable Date, Ms. Ko Sau Mee, Ms. Ling Hing Lei and Mr. Lin Hing Lung who are the spouse, daughter and son of Mr. Lin, respectively, were beneficially interested in 175,288,500, 478,000 and 500,000 Shares, respectively, representing approximately 74.94%, 0.20% and 0.21% of the Company's total issued share capital, respectively. Mr. Lin and his associates will therefore abstain from voting on the resolutions at the EGM in which they have material interests. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, save as disclosed herein, none of any other Shareholders shall abstain from voting on the resolutions at the EGM.

RECOMMENDATION

Your attention is drawn to the letter from the Independent Board Committee set out on page 13 of this circular which contains its recommendation to the Independent Shareholders in relation to the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps).

Your attention is also drawn to the letter from the Independent Financial Adviser set out on pages 14 to 26 of this circular which contains its recommendations to the Independent Board Committee and the Independent Shareholders in relation to the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) and the principal factors and reasons taken into account in arriving at its recommendation.

The Directors (including the independent non-executive Directors who have taken into account the advice of the Independent Financial Adviser) consider that the transactions contemplated under the 2026 Master Supply Agreement (including the Revised Annual Caps) are conducted in the ordinary and usual course of business of the Group and the terms are fair and reasonable, on normal commercial terms and in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors (including the independent non-executive Directors) recommend the Independent Shareholders to vote in favour of the ordinary resolution as set out in the notice of the EGM to approve the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps).

ADDITIONAL INFORMATION

Your attention is drawn to the additional information set out in the appendices to this circular.

By order of the board of
Precious Dragon Technology Holdings Limited
Ko Sau Mee
Chairlady and Executive Director

The following is the text of a letter of advice from the Independent Board Committee, prepared for the purpose of inclusion in this circular, setting out its recommendation to the Independent Shareholders in relation to the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps):

PRECIOUS DRAGON TECHNOLOGY HOLDINGS LIMITED
保寶龍科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1861)

23 July 2026

To the Independent Shareholders

Dear Sir or Madam,

REVISION OF ANNUAL CAPS FOR AND RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

We refer to the circular of the Company to the Shareholders dated 23 July 2026 (the "**Circular**"), of which this letter forms part. Capitalised terms used herein will have the same meanings as defined in the Circular, unless the context requires otherwise.

We have been appointed by the Board as members of the Independent Board Committee to advise you on the terms of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps). Donvex Capital has been appointed as the Independent Financial Adviser to advise you and us in this regard. Details of their advice, together with the principal factors and reasons they have taken into consideration in giving such advice, are set out on pages 14 to 26 of this circular. Your attention is also drawn to the "Letter from the Board" in this circular and the additional information set out in the appendix thereto.

Having considered the terms of the 2026 Master Supply Agreement and taking into account the advice of the Independent Financial Adviser, in particular the principal factors, reasons and recommendations as set out in their letter, we consider that the terms of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) are on normal commercial terms and in the ordinary and usual course of business of the Company, and are fair and reasonable so far as the Independent Shareholders are concerned and the entering into of the 2026 Master Supply Agreement is in the interests of the Company and the Shareholders as a whole. Accordingly, we recommend the Independent Shareholders to vote in favour of the resolution to be proposed at the EGM to approve the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps).

Yours faithfully,
the Independent Board Committee

Mr. Lee Yiu Pui **Mr. Poon Tak Ching** **Mr. Pang Cheung Wai Thomas**
Independent non-executive Directors

The following is the full text of the letter of advice from Donvex Capital Limited setting out their advice to the Independent Board Committee and the Independent Shareholders, which has been prepared for the purpose of inclusion in this circular.

Donvex 富域資本

Unit 2502, 25/F
Carpo Commercial Building
18-20 Lyndhurst Terrace
Central
Hong Kong

23 July 2026

The Independent Board Committee and the Independent Shareholders of
Precious Dragon Technology Holdings Limited

Dear Sir/Madam,

REVISION OF ANNUAL CAPS FOR AND RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

INTRODUCTION

We refer to our engagement as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders of the Company on whether the terms of the continuing connected transactions contemplated under the 2025 Master Supply Agreement and the revision of Existing Annual Caps are fair and reasonable, and on a normal commercial terms and in the interests of the Company and its shareholders as a whole. Details of which are set out in the "**Letter from the Board**" contained in the circular of the Company dated 23 July 2026 to the Shareholders (the "**Circular**"), of which this letter forms part. Capitalised terms used in this letter shall have the same meanings as those defined in the Circular unless otherwise stated.

Reference is made to the joint announcement of the Company and the China Aluminum Cans dated 9 June 2026 in relation to the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps).

Pursuant to the 2025 Master Supply Agreement, the original terms thereof will expire on 31 December 2027. On 9 June 2026, the Company and China Aluminum Cans entered into the 2026 Master Supply Agreement to renew a term of three years commencing on 1 January 2026 and ending on 31 December 2028 (both days inclusive). In addition, the Board has determined that the Revised Annual Caps for the Products shall apply to the transactions contemplated under the 2026 Master Supply Agreement during the renewed term thereof.

As at the Latest Practicable Date, Mr. Lin, the controlling Shareholder of the Company, was beneficially interested in 175,288,500 Shares of the Company, representing approximately 74.94% of the issued share capital of the Company, and was therefore a connected person of the Company. On the other hand, Mr. Lin was beneficially interested in 660,546,000 shares of China Aluminum Cans, representing approximately 69.97% of the issued share capital of China Aluminum Cans as at the date of this Circular. As China Aluminum Cans is an associate of Mr. Lin, it is therefore a connected person of the Company. The Company is also an associate of Mr. Lin and therefore a connected person of China Aluminum Cans. Accordingly, the entering into of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including Revised Annual Caps) constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

Save as Ms. Ko Sau Mee, Ms. Lin Hing Lei and Mr. Lin Hing Lung who are the spouse, daughter and son of Mr. Lin, respectively, no other Director is required to abstain from voting on the board resolution in relation to the approval of the 2026 Master Supply Agreement and the transactions contemplated thereunder, including the Annual Caps.

The Independent Board Committee, comprising all the independent non-executive Directors, namely Mr. Lee Yiu Pui, Mr. Poon Tak Ching, and Mr. Pang Cheung Wai, Thomas has been established to advise the Independent Shareholders on (i) whether the terms of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) are on normal commercial terms, and are fair and reasonable so far as the Independent Shareholders are concerned and the entering into of the 2026 Master Supply Agreement is in the interests of the Company and the Shareholders as a whole and in the ordinary and usual course of business of the Group, and (ii) how the Independent Shareholders should vote in respect to the relevant resolution(s) to be proposed at the EGM to approve the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Proposed Annual Caps). In our capacity as the Independent Financial Adviser, our role is to advise the Independent Board Committee and the Independent Shareholders in this regard.

INDEPENDENCE

As at the Latest Practicable Date, we are not connected with the Company or any of its substantial Shareholders, Directors, chief executive, or any of their respective associates and accordingly, are considered suitable to give independent advice to the Independent Board Committee and the Independent Shareholders in respect of the 2026 Master Supply Agreement and the transactions contemplated thereunder.

In the past two years, we have not acted in any financial adviser role to the Company. Save for the appointment as the Independent Financial Adviser, there was no other relationship and/or engagement between the Company and us in the past two years.

With regards to our independence from the Company and China Aluminum, it is noted that (i) apart from normal professional fees paid or payable to us in connection with the current appointment as the Independent Financial Adviser, no other arrangements exist whereby we had received or will receive any fees or benefits from the Company and China Aluminum, its subsidiaries, or any parties (if applicable) that could reasonably be regarded as relevant to our independence; and (ii) the aggregate professional fees paid or to be paid to us do not make up a significant portion of our revenue during the relevant period which would affect our independence. Accordingly, we consider that we are independent to act as the Independent Financial Adviser in respect of 2026 Master Supply Agreement and the transactions contemplated thereunder pursuant to Rule 13.84 of the Listing Rules.

BASIS OF OUR OPINION

In formulating our opinion to the Independent Board Committee and the Independent Shareholders, we have relied on the statements, information, opinions and representations contained in the Circular and the information and representations provided to us by the Directors and management of the Company. We have no reason to believe that any information and representations relied on by us in forming our opinion is untrue, inaccurate or misleading, nor are we aware of any material facts the omission of which would render the information provided and the representations made to us untrue, inaccurate or misleading. We have assumed that all statements, information, opinions and representations contained or referred to in the Circular, which have been provided by the Directors and management of the Company and for which they are solely and wholly responsible, were true and accurate at the time they were made and continue to be true until the date of the EGM.

The Directors have collectively and individually accepted full responsibility for the accuracy of the information contained in the Circular and have confirmed that, having made all reasonable enquiries, to the best of their knowledge and belief, the information contained in the Circular is accurate and complete in all material respects and not misleading or deceptive, and there are no material facts and representations the omission of which would make any statement in the Circular or the Circular misleading.

We consider that we have reviewed sufficient information to reach an informed view regarding the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps), and to justify reliance on the accuracy of the information contained in the Circular and to provide a reasonable basis for our recommendation. We have not, however, for the purpose of this exercise, conducted any form of independent in-depth investigation or audit into the businesses or affairs or future prospects of the Group, nor have we considered the taxation implication on the Group.

Our opinion is based on the financial, economic, market, and other conditions in effect and the information made available to us as at the Latest Practicable Date. Shareholders should note that subsequent developments (including any material change in market and economic conditions) may affect and/or change our opinion, and we have no obligation to update this opinion to take into account events occurring after the Latest Practicable Date or to update, revise, or reaffirm our opinion. In addition, nothing contained in this letter should be construed as a recommendation to hold, sell, or buy any Shares or any other securities of the Company.

This letter is issued for the information for the Independent Board Committee and the Independent Shareholders solely in connection with their consideration of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps), and, except for its inclusion in the Circular, is not to be quoted or referred to, in whole or in part, nor shall this letter be used for any other purpose, without our prior written consent.

PRINCIPAL FACTORS AND REASONS CONSIDERED

In arriving at our opinion in respect of the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps), we have taken into consideration the following principal factors and reasons:

A. Background information on the Group and China Aluminum Cans Group

1. Information of the Group

The Group is principally engaged in the design, development, manufacturing and sale of a wide range of automotive beauty and maintenance products, and also personal care products and other products including household products.

2. Information of China Aluminum Cans Group

China Aluminum Cans Group is principally engaged in the manufacturing and sale of monobloc aluminum aerosol cans, which are generally used in the packaging of fast-moving personal care products, as well as pharmaceutical products.

As per our discussion with the Company, the monobloc aluminum aerosol cans are the major raw materials for its manufacturing business, while China Aluminum Cans Group is principally engaged in the manufacturing and sale of monobloc aluminum aerosol cans. Therefore, we are of the view that the Company entering into the 2026 Master Supply Agreement in relation to the purchase of the Products is in its ordinary course of business.

B. Reasons for and benefits of the Continuing Connected Transactions

We have summarized the reasons for and benefits of revising the Existing Annual Cap regarding 2025 Master Supply Agreement as set out in "Letter from the Board" in the Circular.

During the beginning of June 2026 when the Group's latest unaudited management accounts and operational data for the five month ended 31 May 2026 became available to the Group, it has come to the attention of the Board that the purchase amount of the Products from China Aluminum Cans in respect of the transactions contemplated under the 2025 Master Supply Agreement for five months ended 31 May 2026 amounted to approximately HK$22.7 million (representing approximately 78.2% of the Existing Annual Caps of HK$29.0 million for the transactions contemplated thereunder for the financial year ending 31 December 2026). Such increase which is mainly attributable to a globally renowned consumer goods corporation (the "**New Global Customer**") secured in 2026, in which HK$17.1 million purchase of Products from China Aluminum for the five months ended 31 May 2026 was due to the sales demand from New Global Customer. The purchase amount of this New Global Customer is expected for a substantial growth from June to December 2026.

The Board expected that the purchase amount from China Aluminium Cans in respect of the transactions contemplated under the 2025 Master Supply Agreement for the seven month ending 31 July 2026 will be exceeding the Existing Annual Caps for the Products. The Company would purchase Products from China Aluminum Cans that exceeding the Existing Annual Caps only after obtaining independent shareholders' approval for the 2026 Master Supply Agreement. Accordingly, the Board considered that it is necessary to revise the Existing Annual Caps for the Products in compliance with the requirements under Chapter 14A of the Listing Rules.

In light of the above, the Directors are of the view and we concur that the 2026 Master Supply Agreement and the transactions contemplated thereunder (including Revised Annual Caps) are conducted in the ordinary and usual course of business of the Group, on normal commercial terms which are fair and reasonable and is in the interests of the Company and its Shareholders as a whole.

C. Principal terms of the 2026 Master Supply Agreement

Details of the terms of the 2026 Master Supply Agreement are set out in the section headed "2026 Master Supply Agreement" in the "Letter from the Board" in the Circular.

1. Existing and Revised Annual Caps

Set out below are the Existing Annual Caps and respective utilization amounts under the 2025 Master Supply Agreement and the Revised Annual Caps under the 2026 Master Supply Agreement:

	For the year ended 31 December 2025 *HK$'000*	**For the five months ended 31 May 2026 (for utilisation amount only) / For the year ending 31 December 2026 (for existing annual cap and Revised 2026 annual cap)** *HK$'000*	**For the year ending 31 December 2027** *HK$'000*	**For the year ending 31 December 2028** *HK$'000*
Purchase of Products from China Aluminum Cans				
Existing annual caps	28,000	29,000	31,000	N/A
Utilisation amounts	12,191	22,664	N/A	N/A
Utilisation ratio of annual caps	43.6%	78.2%	N/A	N/A
Revised annual caps	N/A	75,000	83,000	91,000

The management is of the view that the Revised Annual Caps should be determined at HK$75.0 million, for the year ending 31 December 2026, and further increase to HK$83.0 million and HK$91.0 million for the two years ending 31 December 2028, respectively. Despite the Revised Annual Caps are greater than the historical purchase amounts of the Products from China Aluminum Cans Group during year ended 31 December 2025, the Management is of the view that it is important to maintain higher annual caps in order to have more flexibility to capture different business opportunities which may arise in the future. This consideration takes into account several factors, mainly including (i) the expected growth in the personal care market, and (ii) substantial growth in purchase from a New Global Customer in 2026.

We have discussed with the management of the Company and obtained the quantitative analysis of the Revised Annual Caps as below:

Basis and formula	**For the year ending 31 December**		
	2026	**2027**	**2028**
	HK$'000	*HK$'000*	*HK$'000*
Projection based on the historical purchase amount from China Aluminum Cans Group and market demand for the Group's personal care products ("**Projection**") (A)	30,259 *(Note 1)*	75,575 *(Note 2)*	83,313 *(Note 2)*
Expected increase in demand in relation to a New Global Customer ("**Additional Demand**") (B)	38,446 *(Note 1)*	—	—
Buffer ("**Buffer**") (C) *(Note 3)*	10%	10%	10%
Estimated transaction amount **(A + B) x (1 + C)**	75,575	83,313	91,644
The Annual Caps	75,000	83,000	91,000

Notes:

(1) The amount is calculated by (i) the actual purchase amount for the five months ended 31 May 2026 of approximately HK$22.7 million, (ii) the projected purchase amount for the seven months ending 31 December 2026 of approximately HK$7.6 million, based on the actual purchase amount for the year ended 31 December 2025 and the five months ended 31 May 2026, and (iii) expected increase in purchase of Products to meet the substantial demand from a New Global Customer for the seven months ending 31 December 2026 of approximately HK$38.4 million.

(2) The amount represents the Management's expected growth in personal care product market of 10% as compared to the prior year.

(3) A buffer of 10% takes into account of (i) flexibility in conducting and expanding its business if the Annual Caps are tailored to future business growth; (ii) the fluctuation of aluminum price; and (iii) rising demand in automotive beauty and maintenance industry.

In order to assess whether the basis of determining the proposed Revised Annual Caps are fair and reasonable, we have reviewed the historical usage of the annual caps under the 2025 Master Supply Agreement that were approximately 43.6% and 78.2% during the year ended 31 December 2025 and the five months ended 31 May 2026, respectively. As the usage of the annual caps under the 2025 Master Supply Agreement is expected to exceed the Existing Annual Caps for the six months ending 30 June 2026, we discussed with the management of the Company for the rationale behind as illustrated below.

Industry Overview in beauty and personal care industry

With regard to the Projection, we have (i) reviewed the historical purchase amount from China Aluminum Cans Group for the year ended 31 December 2025 and five months ended 31 May 2026; (ii) reviewed a press release titled "NIQ's State of Beauty 2025: Beauty Breaks Boundaries with 10% Growth, Digital Surge & Wellness Shift" published by NielsenIQ on 1 October 2025, being one of the leading consumer intelligence company, delivering the most complete understanding of consumer buying behavior and revealing new pathways to growth. From which, the global beauty market recorded approximately 10% year-on-year growth, with the Asia Pacific region leading at 14.3% primarily driven by the strong performance of PRC's haircare and skincare segments and the rapid expansion of digital platforms such as Douyin (TikTok Shop), and (iii) reviewed an industry report issued by Frost & Sullivan (Beijing) Inc., Shanghai Branch Co. ("Frost & Sullivan"), being an independent market research and consulting company based in the PRC. The report stated that the market size of the beauty industry in China, in terms of retail sales, grew from RMB402.6 billion in 2018 to RMB579.8 billion in 2023, representing a CAGR of 7.6%. This growth is expected to continue at a CAGR of 8.6% from 2023 to 2028, and the market size is expected to reach RMB876.3 billion by 2028. In addition, the domestic beauty market in China reached RMB263.1 billion in 2023, representing a CAGR of 9.8% from 2018 to 2023, and is expected to continue growing at a CAGR of 10.3% to reach RMB430.2 billion by 2028. This is especially relevant when determining the Revised Annual Caps, given the significant growth in personal care product segment that the Company experienced during 31 December 2024 and 2025. In this connection, the Management is of the view and we concur that the basis and assumption for the Projection are fair and reasonable.

Sales demand from New Global Customer

(a) New Global Customer Relationship

With regard to the Additional Demand, the Group has successfully secured a new commercial relationship with the New Global Customer who purchased aluminum aerosol products from the Group. Due to the massive global market share and retail footprint of this corporate client, large-scale purchase orders have rapidly materialized. The Group has devoted a significant period of time for research, development and testing of product specifications and quality with the New Global Customer. In addition, the Group has entered into a supply agreement with the New Global Customer and secured an order plan covering the period from June 2026 to February 2027. The expected increase in purchase of Products to meet the substantial demand from the New Global Customer for the seven months ending 31 December 2026 is approximately HK$38.4 million.

(b) Reasonableness of Additional Demand

In assessing the reasonableness of the Additional Demand, we have discussed with Management regarding (i) the procurement roadmap and ordering pipeline of the New Global Customer and (ii) reviewed the actual transaction records and invoices between the Group and the New Global Customer. We noted that the actual purchase of Products to meet the substantial demand from this New Global Customer amounted to approximately HK$17.1 million during five months ended 31 May 2026.

Having considered that:

(i) purchases of Products to meet the substantial demand from the New Global Customer for the five months ended 31 May 2026 amounted to approximately HK$17.1 million;

(ii) the estimated total purchase orders from the New Global Customer for 2026 are approximately HK$55.5 million. Of this amount, the expected increase in purchase of Products to meet the substantial demand from this customer for the seven months ending 31 December 2026 is approximately HK$38.4 million (approximately 69.2% of the total annual orders), comprising actual purchase orders of approximately HK$13.1 million for June to August 2026 (approximately 23.6% of the total annual orders) and the remaining approximately HK$25.3 million for the rest of 2026 (approximately 45.6% of the total annual orders), demonstrating that the Additional Demand is backed by committed orders;

(iii) the unique specifications, high quality and substantial quantity of products required by the New Global Customer; and

(iv) the solid order plan obtained from the New Global Customer extending to 2027.

The Directors are of the view that purchases from the New Global Customer are expected to record substantial growth from June to December 2026.

(c) Recurring Purchasing Pattern

In forming our view that this significant transaction volume demonstrates a recurring purchasing pattern, we have performed the following work:

(i) we reviewed the monthly purchase orders and delivery schedules from the New Global Customer during five months ended 31 May 2026 and noted a consistent and increasing order trend with no material interruption or cancellation;

(ii) we reviewed actual purchase orders received from the New Global Customer for June to August 2026 amounted to approximately 23.6% of the estimated total annual orders from the New Global Customer for 2026;

(iii) we examined the supply agreement entered into between the Group and the New Global Customer, which sets out the terms of a continuing supply relationship rather than a one-off transaction. The supply agreement has an initial term of two years upon signing, with automatic renewal for successive 12-month periods unless terminated with not less than three months' prior written notice. In any event, the supply agreement shall not continue beyond five years from the commencement date. As at the Latest Practicable Date, the supply agreement remains in full force and effect; and

(iv) we reviewed correspondence and communications between the Group and the New Global Customer, which indicate ongoing commercial discussions for extended supply arrangements in the upcoming months.

Accordingly, we are of the view that the significant transaction volume demonstrates recurring purchasing pattern and to be sustained on a recurring basis in 2027 and 2028.

(d) Fairness and Reasonableness of Additional Demand and Revised Annual Caps

In assessing whether and how the determination of the Additional Demand and the Revised Annual Cap are fair and reasonable, we have discussed with Management and reviewed the methodology adopted in determining the Additional Demand of HK$38.4 million for the year ending 31 December 2026, which was derived from actual purchases for the five months ended 31 May 2026 of approximately HK$17.1 million, and projected purchases for the remaining months based on the order plan and procurement roadmap provided by the New Global Customer. We noted that Management has adopted a prudent approach to the annualized figure implied by the five months ended 31 May 2026 actuals.

We assessed that the Revised Annual Cap provides adequate headroom above the Additional Demand with a buffer of 10% to accommodate operational flexibility. We also reviewed the pricing terms under the supply agreement and compared them with those offered to other independent customers, noting that they are determined on an arm's length basis and consistent with the Group's standard commercial practices.

Having considered the above factors and the work performed, the Management is of the view and we concur that the basis and assumption for the Additional Demand and the Revised Annual Cap are fair and reasonable.

Buffer

With regard to the Buffer, the Management is of the view and we concur that the Group would have the flexibility to adapt to various conditions, including but not limited to the unexpected business growth, fluctuations in aluminum prices, and rising demand from the automotive aftermarket industry. In particular, (i) aluminum is one of the major raw material components for the monobloc aluminum aerosol cans supplied under the 2026 Master Supply Agreement. According to data from the National Bureau of Statistics of China (國家統計局), the market price of primary aluminum ingot (A00) published under the "Market Prices of Important Means of Production in Circulation" (流通領域重要生產資料市場價格變動狀況) series was highly volatile from January 2024 to April 2026. The price fluctuated from approximately RMB18,955 per tonne in late January 2024 to approximately

RMB24,264 per tonne in late May 2026, representing a volatility range of approximately 28.0%. These price fluctuations are driven by global macroeconomic conditions, supply-chain disruptions, and geopolitical tensions, including the ongoing Russia-Ukraine conflict, Sino-U.S. trade tensions, and maritime security crises in critical shipping lanes such as the Red Sea and the Strait of Hormuz, which have created logistics bottlenecks and inflated global shipping container freight rates, (ii) the rising demand from the automotive aftermarket industry. With reference to a market research report in relation to the automotive aftermarket industry issued by CIC, we noted that with the positive outlook on Chinese economy and increasing car parc of passenger vehicles, PRC's automotive aftermarket industry is expected to surge from approximately RMB5.2 trillion in 2023 to RMB9.1 trillion in 2028, representing a CAGR of 11.8%. It is worth mentioning that, out of which, the auto repair and maintenance segment is expected to grow steadily from approximately RMB0.9 trillion in 2023 to RMB1.4 trillion in 2028, representing a CAGR of 9.0%. This growth is further supported by Frost & Sullivan's 2025 analysis, which projects China's automotive aftermarket to grow from approximately USD87.4 billion in 2024 to nearly USD151.8 billion by 2030, reflecting a CAGR of around 9.6%, as a result of increasing vehicle parc, rising average vehicle age, and accelerating EV adoption; and (iii) other potential business opportunities may arise in the future. In this connection, the Management is of the view and we concur that the basis and assumption for the Buffer are fair and reasonable.

Having considered that it will be burdensome to revise the annual caps subsequently, and in light of the above, we concur with the view of the Management that the proposed Revised Annual Caps have taken into account, among other things, (i) both the historical sales amount and the additional demand arising from the expected growth in personal care and automotive aftermarket industries in PRC for the next three years, (ii) the additional sales demand from a New Global Customer, and (iii) for the sake of flexibility to adapt to various conditions and capture the aforementioned business opportunities are fair and reasonable, and in the interest of the Company and its Shareholders as a whole.

(b) Pricing policy

In assessing the fairness and reasonableness of the pricing policy under the 2026 Master Supply Agreement, we note that the pricing mechanism adopted by China Aluminum Cans Group is on a cost-plus basis. We have reviewed (i) the latest full transaction list with China Aluminum Cans Group (the "Full List") and (ii) reviewed 17 selected samples, each representing the largest monthly order during the period from January 2025 to May 2026 for transactions between the Group and China Aluminum Cans Group. This includes purchase orders of the products made by the Group to China Aluminum Cans Group, and their corresponding comparable quotations (the "Selected Samples").

Per review of the Full List and Selected Samples, we noted that the Group has implemented the pricing policy and the transactions between the Group and China Aluminum Cans Group are in line with prevailing market price as we noted that each of the Selected Samples is supported by corresponding comparable quotations solicited from two of the Group's independent suppliers. We have compared the corresponding comparable quotations and noted that the quotation prices provided by the Group's independent suppliers are higher than those provided by China Aluminum Cans Group.

The period from January 2025 to May 2026 covered by our review spans across the 2025 Master Supply Agreement. We consider this relevant to our assessment as the pricing policy under the 2026 Master Supply Agreement is substantially the same as that under the 2025 Master Supply Agreement. Our review of 12 Selected Samples from 2025 and 5 Selected Samples from 2026 confirms that the same pricing methodology has been consistently applied, with the prices supported by comparable quotations from the Group's independent suppliers. The consistent pattern of pricing, being the prices offered by China Aluminum Cans Group to the Group were lower than with those offered by the Group's independent suppliers was observed for both periods, demonstrating arm's length commercial practice.

We concluded that the prices offered by China Aluminum Cans Group to the Group were more favourable than those offered by the Group's independent suppliers. Having considered that the lower prices were attributable to the long-term business relationship and were supported by the comparable quotations reviewed, we are of the view that such pricing demonstrating normal commercial practice. Therefore, we concur with the Management's view that the pricing policy of the 2026 Master Supply Agreement is fair and reasonable.

(c) Periodic review and internal control

To ensure the Group's conformity with the above pricing policy in relation to the transactions contemplated under the 2026 Master Supply Agreement and the proposed Revised Annual Caps will not be exceeded, we have reviewed the internal control policies of the Group in relation to connected transaction and note the following:

(i) the purchasing department will, on best effort basis, solicit at least two quotations from the Company's independent suppliers in relation to its purchase of the same type of the Products provided by China Aluminum Cans Group. In the event that no such comparable quotation can be obtained from the other comparable independent suppliers due to quantity, quality and/or production lead time constraints, and such quotations are unable to meet the requirements of the Group, the purchase department of the Company shall request China Aluminum Cans Group to furnish the transaction prices it provided to its independent customers for the same type of the Products being procured by the Company;

(ii) the finance department of the Group will maintain a database to record and monitor the aggregate transactions amounts with the unit purchase price under the continuing connected transactions from time to time together with cost reference on aluminum price and prepare a monthly report containing the transaction details, including but not limited to the types and specifications of the products, quantity, purchase price of connected transactions entered into during the month (the "Monthly CT report") and attached with either the quotation from other independent suppliers or the assessment on the cost and margin for the purpose of monitoring whether (1) the transactions with China Aluminum Cans Group is in line with the pricing policy stated in the 2026 Master Supply Agreement; and (2) the actual amount of the connected transaction has exceeded the amount of the proposed Revised Annual Caps.

(iii) the compliance department will review the Monthly CT Report on a monthly basis, to ensure (1) the transactions with the China Aluminum Cans Group is in line with the Group's pricing policy; and (2) the actual amount of connected transaction has not exceed the amount of the proposed Revised Annual Caps, if the actual transaction amount reaches approximately 90% of the proposed Revised Annual Caps or the major terms of the transactions have any changes at any time during the year, the compliance department will report to the connected transaction officer of the Company, who will seek advice from the audit committee of the Company, and the Board will consider taking appropriate measures, including to revisiting the Revised Annual Caps amounts and complying with the relevant announcement and shareholders' approval requirements in accordance with the Listing Rules;

(iv) the independent non-executive Directors will review the continuing connected transactions contemplated under the 2026 Master Supply Agreement to ensure that such agreement is entered into on normal commercial terms, is fair and reasonable, and are carried out pursuant to the terms of such agreement on an annual basis; and

(v) the auditor of the Company will conduct an annual review on the transactions contemplated under such agreement to ensure that they have been carried out in accordance with the pricing policies of such agreement and have not exceeded the Revised Annual Caps. By implementing the above procedures, the Directors consider that, and we concur that the Company has established appropriate internal control measures to ensure that the transactions contemplated under the 2026 Master Supply Agreement will be on normal commercial terms and not prejudicial to the interests of the Company and the Shareholders as a whole. In addition, we have selected (i) five Monthly CT reports for the connected transactions during January 2026 to May 2026, and (ii) the meeting minutes of the independent non-executive Directors dated 16 March 2026 for the connected transactions with China Aluminum Cans Group during the year ended 31 December 2025 of which the independent non-executive Directors were of the opinion that the continuing connected transactions are (1) in the ordinary and usual course of business of the Company; (2) on normal commercial terms or better; and (3) in accordance to the agreement governing them, on fair and reasonable terms and in the interests of the shareholders of the Company, which are in line with the protocol stated in the compliance manual and the pricing policy stated in the 2025 Master Supply Agreement, which is the same as the 2026 Master Supply Agreement. The basis for selecting five Monthly CT reports is that the New Global Customer only started its business relationship with the Group in 2026. For the five months ended 31 May 2026, purchases of Products from China Aluminum Cans Group for supply to the New Global Customer accounted for approximately 75.5% of the total purchase amount from China Aluminum Cans Group (being approximately HK$17.1 million out of approximately HK$22.7 million). The transactions are executed under the same pricing policy of the 2026 Master Supply Agreement, which is identical to the pricing policy stated in the 2025 Master Supply Agreement.

We have reviewed the five Monthly CT reports for the connected transactions during January 2026 to May 2026 and noted that each report accurately tracked and recorded the transaction amount against the Revised Annual Cap, classified the transactions as Continuing Connected Transactions, and confirmed that they were on normal commercial terms. Each report was completed by the finance department, certified by the connected transactions officer, and reviewed and signed by the department head or designated officer before submission to the company secretary by email in accordance with the prescribed protocol. No instance of cap breach, misclassification, or transaction on not normal commercial terms was identified during the review period. The same reporting format, classification, and approval process were consistently applied across the five months period, and the same internal control procedures were previously applied to the 2025 transactions as confirmed by the independent non-executive Directors in their meeting minutes dated 16 March 2026. In addition, we have obtained and reviewed at least two quotations of the Company's independent suppliers for similar types of products in respect of all 5 Selected Samples from 2026, and noted that the pricing terms and credit periods offered by the Group to such independent suppliers are substantially the same as those offered by China Aluminum Cans Group to the Group.

Therefore, we are of the view that the Company has sufficient and effective internal control policy to ensure the proposed Revised Annual Caps will not be exceeded and the price of the Product are on normal commercial terms, fair and reasonable, and in the interest of the Company and its Shareholders as a whole.

RECOMMENDATION

Having considered the abovementioned principal factors and reasons, we are of the view that the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) are on normal commercial terms, fair and reasonable so far as the Independent Shareholders are concerned and in the interests of the Company and the Shareholders as a whole and in the ordinary and usual course of business of the Group.

Accordingly, we advise the Independent Board Committee to recommend the Independent Shareholders, and we also recommend the Independent Shareholders, to vote in favor of the ordinary resolution(s) to be proposed at the EGM to approve the 2026 Master Supply Agreement, the transactions contemplated thereunder and the Proposed Annual Caps.

Yours faithfully,
For and on behalf of
Donvex Capital Limited
Sy Wai Shuen
Director

Ms. Sy Wai Shuen is a person licensed to carry out type 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance and is a responsible officer of Donvex Capital Limited who has over 22 years of experience in corporate finance advisory.

1. RESPONSIBILITY STATEMENT

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 aspects and not misleading or deceptive, and there is no other matter the omission of which would make any statement herein or this circular misleading.

2. DISCLOSURE OF INTERESTS

(a) Directors and chief executive

Save as disclosed below, as at the Latest Practicable Date, no Directors and the chief executive of the Company had or was deemed to have interests and short positions in Shares, underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which (i) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provision of the SFO); or (ii) were required, pursuant to section 352 of the SFO, to be entered in the register of the Company referred to therein; or (iii) were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies set out in Appendix C3 to the Listing Rules to be notified to the Company and the Stock Exchange.

Save as disclosed below, as at the Latest Practicable Date, none of the Directors of the Company is a director or employee of a company which has an interest or short position in the Shares and underlying Shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

Long positions in the Shares and underlying Shares of the shares options granted under the Pre-IPO Share Option Scheme of the Company

	Number of Shares			Interests in underlying Shares		
Names of Directors	**Beneficial owner**	**Interest of family**	**Interests in a controlled corporation**	**Share options** *(Note 1)*	**Total**	**Approximate percentage of the issued Shares** *(Note 2)*
Ms. Ko Sau Mee (“**Mrs. Lin**”)	—	107,788,500 *(Note 3)*	67,000,000 *(Note 4)*	500,000	175,288,500	74.94%
Ms. Lin Hing Lei	200,500	—	—	277,500	478,000	0.20%
Mr. Lin Hing Lung	—	—	—	500,000	500,000	0.21%
Mr. Yang Xiaoye	—	—	—	300,000	300,000	0.13%
Mr. Poon Tak Ching	192,000	—	—	—	192,000	0.08%

Notes:

(1) These share options represent the awarded underlying Shares granted to the Directors under a pre-IPO share option scheme of the Company (the "Pre-IPO Share Option Scheme") which was adopted on 12 April 2019.

(2) These percentages have been compiled based on the total number of issued Shares as at the Latest Practicable Date (i.e. 233,917,250 Shares).

(3) These Shares are held by Mr. Lin, as Mrs. Lin is the spouse of Mr. Lin, Mrs. Lin is deemed to be interested in all the Shares held by Mr. Lin by virtue of the SFO.

(4) These Shares are held by Wellmass International Limited ("Wellmass"), which is wholly and beneficially owned by Mr. Lin. As Mrs. Lin is the spouse of Mr. Lin, Mrs. Lin is deemed to be interested in all the Shares held by Mr. Lin (through Wellmass) by virtue of the SFO.

Save as disclosed above, none of the Directors or chief executive of the Company and/or any of their respective close associates had registered any interests or short positions in any Shares, underlying Shares in, and debentures of, the Company or any associated corporations as at the Latest Practicable Date, as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to Part XV of the SFO or the Model Code.

(b) Substantial Shareholder

As at the Latest Practicable Date, the following person (not being a Director or chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company which fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

Long positions in the Shares

Name of shareholder	**Capacity/Nature of interests**	**Number of shares held**	**Approximate percentage of the issued Shares** *(Note 1)*
Mr. Lin	Beneficial Owner	107,788,500	46.08%
	Interest of spouse	500,000 *(Note 2)*	0.21%
	Interests in a controlled corporation	67,000,000 *(Note 3)*	28.64%
Wellmass	Beneficial owner	67,000,000 *(Note 3)*	28.64%

Notes:

(1) These percentages have been compiled based on the total number of issued Shares as at the Latest Practicable Date (i.e. 233,917,250 Shares).

(2) These underlying Shares are held by Mrs. Lin, as Mr. Lin is the spouse of Mrs. Lin, Mr. Lin is deemed to be interested in all the Shares held by Mrs. Lin by virtue of the SFO.

(3) These Shares are held by Wellmass, a company incorporated in the British Virgin Islands, and is solely and beneficially owned by Mr. Lin.

Save as disclosed above, as at the Latest Practicable Date, no person, other than the Directors or chief executive of the Company, had registered an interest or short position in the Shares or underlying Shares that was required to be recorded pursuant to Section 336 of the SFO.

3. DIRECTORS' SERVICE CONTRACTS

As at the Latest Practicable Date, none of the Directors had any existing or proposed service contracts with any member of the Group (excluding contracts expiring or determinable within one year without payment of compensation, other than statutory compensation).

4. COMPETING INTERESTS

As at the Latest Practicable Date, none of the Directors or their respective close associates was interested in any business which competes or is likely to compete, either directly or indirectly, with the business of the Group as required to be disclosed pursuant to the Listing Rules.

5. MATERIAL ADVERSE CHANGE

The Directors confirm that, as at the Latest Practicable Date, there had been no material adverse change in the financial or trading position of the Group since 31 December 2025, being the date to which the latest published audited accounts of the Company were made up.

6. MATERIAL INTERESTS

As at the Latest Practicable Date, none of the Directors (i) had any direct or indirect interest in any assets which had been, since 31 December 2025, being the date to which the latest published audited accounts of the Company were made up, acquired or disposed of by or leased to any member of the Group, or were proposed to be acquired or disposed of by or leased to any member of the Group; and (ii) was materially interested in any contract or arrangement entered into by any member of the Group subsisting as at the Latest Practicable Date and which was significant in relation to the business of the Group.

7. CONSENT AND QUALIFICATION OF THE EXPERT

The following are the qualification of the expert who has been named in this circular or has given opinion or advice which is contained in this circular:

Name	Qualification
Donvex Capital Limited	a corporation licensed to carry out Type 6 (advising on corporate finance) regulated activities under the SFO

As at the Latest Practicable Date, Donvex Capital had (i) no shareholding in any member of the Group and did not have any right, whether legally enforceable or not, to subscribe for or to nominate persons to subscribe for securities in any member of the Group; and (ii) had no direct or indirect interest in any assets which had been, since 31 December 2025 (the date to which the latest published audited accounts of the Company were made up), acquired, disposed of by, or leased to any member of the Group, or were proposed to be acquired, disposed of by, or leased to any member of the Group.

Donvex Capital has given and has not withdrawn its written consent to the issue of this circular with the inclusion of its letter or report and the reference to its name included herein in the form and context in which it appears.

8. GENERAL

(i) The registered office of the Company is located at Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands.

(ii) The head office and principal place of business in Hong Kong of the Company is located at Unit G, 20/F., Golden Sun Centre, Nos. 59/67 Bonham Strand West, Sheung Wan, Hong Kong.

(iii) The branch share registrar and transfer office of the Company in Hong Kong is Tricor Investor Services Limited.

(iv) The principal share registrar and transfer office of the Company is Ocorian Trust (Cayman) Limited.

(v) The company secretary of the Company is Mr. Lee Kam Fai.

(vi) The English text of this circular shall prevail over their respective Chinese text for the purpose of interpretation.

9. DOCUMENTS ON DISPLAY

Copies of the following documents will be published on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.botny.com/) for a period of 14 days from the date of this circular:

(a) the 2026 Master Supply Agreement;

(b) the letter of recommendation from the Independent Board Committee in relation to the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps), the text of which is set out on page 13 of this circular;

(c) the letter from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in relation to the 2026 Master Supply Agreement and the transactions contemplated thereunder (including the Revised Annual Caps), the text of which is set out on pages 14 to 26 of this circular;

(d) written consent of Donvex Capital Limited as mentioned in the paragraph 7 in this Appendix; and

(e) this circular.

PRECIOUS DRAGON TECHNOLOGY HOLDINGS LIMITED
保寶龍科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1861)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the "**EGM**") of Precious Dragon Technology Holdings Limited (the "**Company**") will be held at Edinburgh Room No. 4, 17th Floor, Edinburgh Tower, No. 15 Queen's Road Central, Hong Kong on 11 August 2026 at 2:30 p.m. for the purposes of considering and, if thought fit, passing the following resolution, as an ordinary resolution of the Company:

ORDINARY RESOLUTION

"That:

(a) the 2026 Master Supply Agreement (as defined and described in the circular to the shareholders of the Company dated 23 July 2026 (the "**Circular**"), a copy of which has been produced to the meeting marked "A" and signed by the Chairman of the meeting for the purpose of identification) and the execution thereof and implementation of all transactions thereunder be and are hereby approved, ratified and confirmed;

(b) the Revised Annual Caps of the transactions contemplated under the 2026 Master Supply Agreement as described in the Circular be and are hereby approved, ratified and confirmed; and

(c) the directors of the Company or any other person authorized by the directors of the Company be and are hereby authorized to sign, execute, perfect and deliver all such documents and do all such deeds, acts, matters and things as they may in their absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the 2026 Master Supply Agreement and all transactions and other matters contemplated thereunder or ancillary thereto, to waive compliance from and/or agree to any amendment or supplement to any of the provisions of the 2026 Master Supply Agreement which in their opinion is not of a material nature and to effect or implement any other matters referred to in this resolution."

By order of the Board
Precious Dragon Technology Holdings Limited
Ko Sau Mee
Chairlady and executive Director

Hong Kong, 23 July 2026

Notes:

1. A member of the Company entitled to attend and vote at the EGM is entitled to appoint another person at his/ her/its proxy to attend and vote in his/her/its stead in accordance with the bye-laws of the Company. A proxy needs not be a member of the Company.

2. Whether or not you intend to attend the EGM in person, you are encouraged to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. 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.

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 Company's branch share registrar in Hong Kong, 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 holders may vote at the EGM, either personally or by proxy, in respect of such shares as if he was solely entitled thereto, but if more than one of such joint holders are present at the EGM personally or by proxy, that one of the said persons so present whose name stands first in the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

5. The register of members of the Company will be closed from 6 August 2026 to 11 August 2026, both days inclusive, during which period no transfers of shares shall be registered. The holder of shares whose name appears on the register of members of the Company on 11 August 2026 will be entitled to attend and vote at the EGM. In order to qualify for attending and voting at the forthcoming EGM, all transfers 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 not later than 4:30 p.m. on 5 August 2026.

As at the date of this notice, the executive Directors are Ms. Ko Sau Mee, Ms. Lin Hing Lei, Mr. Lin Hing Lung and Mr. Yang Xiaoye; and the independent non-executive Directors are Mr. Lee Yiu Pui, Mr. Poon Tak Ching and Mr. Pang Cheung Wai Thomas.