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**THIS SUPPLEMENTARY CIRCULAR IS IMPORTANT AND  
REQUIRES YOUR IMMEDIATE ATTENTION**

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

**If you have sold or transferred** all your shares in Global Tech (Holdings) Limited, you should at once hand this supplementary circular and the accompanying revised form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

The Company has a primary listing on The Stock Exchange of Hong Kong Limited and a secondary listing on Singapore Exchange Securities Trading Limited. Shareholders should take note that as The Stock Exchange of Hong Kong Limited is the principal stock exchange on which the Shares are listed and Singapore Exchange Securities Trading Limited is the secondary stock exchange on which the Shares are listed, the Company is not required to observe the continuing listing requirements of Singapore Exchange Securities Trading Limited, provided that it undertakes to release information to Singapore Exchange Securities Trading Limited and the Singapore Shareholders at the same time as such information is required to be released to The Stock Exchange of Hong Kong Limited and the Shareholders in Hong Kong.

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**GLOBAL TECH (HOLDINGS) LIMITED**

**耀科國際(控股)有限公司\***

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

**(Stock Code: 143)**

**SUPPLEMENTARY CIRCULAR  
RELATING TO RE-ELECTION OF  
RETIRING DIRECTORS AT ANNUAL GENERAL MEETING  
AND  
SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING**

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This supplementary circular should be read in conjunction with the circular of Global Tech (Holdings) Limited dated 7 January 2016 (the “**First Circular**”) to the Shareholders.

A notice convening the Annual General Meeting of the Company to be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Friday, 11 March 2016 at 11:00 a.m. is set out in the First Circular. The supplementary notice of Annual General Meeting is set out on pages 6 to 7 of this supplementary circular.

A revised form of proxy (the “**Revised Proxy Form**”) for use at the Annual General Meeting is enclosed with this supplementary circular. Unless the context requires otherwise, capitalized terms used in this supplementary circular shall have the same meanings as those defined in the First Circular.

Whether or not you are able to attend the Annual General Meeting in person, please complete the enclosed Revised Proxy Form in accordance with the instructions printed thereon and return it to the Company’s head office and principal place of business in Hong Kong at 2903 Prosperity Place, 6 Shing Yip Street, Kwun Tong, Kowloon, Hong Kong as soon as practicable and in any event not later than 48 hours before the time appointed for holding the Annual General Meeting. Completion and return of the Revised Proxy Form will not preclude you from attending and voting in person at the Annual General Meeting or any adjourned meeting should you so wish.

22 February 2016

\* For identification purpose only

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## LETTER FROM THE BOARD

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### GLOBAL TECH (HOLDINGS) LIMITED

耀科國際(控股)有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 143)

*Executive Directors:*

Mr. SY Ethan, Timothy

*Chairman and Chief Executive Officer*

Mr. SUNG Yee Keung, Ricky

Mr. SO Haw, Herman

*Non-executive Directors:*

Mr. KO Wai Lun, Warren

Mr. HUANG Zhen Qian

*Independent Non-executive Directors:*

Mr. Andrew David ROSS

Mr. Geoffrey William FAWCETT

Mr. Charles Robert LAWSON

*Registered office:*

P.O. Box 309

Ugland House

George Town

Grand Cayman KY1-1104

Cayman Islands

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

2903 Prosperity Place

6 Shing Yip Street

Kwun Tong

Kowloon

Hong Kong

22 February 2016

*To the Shareholders*

Dear Sirs or Madams,

**SUPPLEMENTARY CIRCULAR  
RELATING TO RE-ELECTION OF  
RETIRING DIRECTORS AT ANNUAL GENERAL MEETING  
AND  
SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING**

#### INTRODUCTION

This supplementary circular should be read in conjunction with the circular of Global Tech (Holdings) Limited dated 7 January 2016 (the “**First Circular**”). Unless the context requires otherwise, capitalized terms used in this supplementary circular shall have the same meanings as those defined in the First Circular.

Reference is made to the joint announcement of the Company and Road Shine Developments Limited dated 3 February 2016 in relation to, amongst other things, the appointment of Mr. SO Haw, Herman (“**Mr. SO**”) as executive Director and Mr. HUANG Zhen Qian (“**Mr. HUANG**”) as non-executive Director with effect from 3 February 2016.

\* For identification purpose only

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## LETTER FROM THE BOARD

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The purpose of this supplementary circular is to provide you with the supplementary notice of Annual General Meeting (which is set out on pages 6 to 7 herein) and information regarding (i) the change in the resolution(s) relating to re-election of retiring Directors; and (ii) the special arrangements about completion and submission of the Revised Proxy Form (as defined below).

### RE-ELECTION OF RETIRING DIRECTORS

Mr. SO and Mr. HUANG were appointed by the Board as executive Director and non-executive Director respectively, on 3 February 2016. In accordance with Article 99 of the Articles of Association of the Company, any Director appointed by the Board as an addition to the Board shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election at that meeting. Accordingly, Mr. SO and Mr. HUANG shall hold their offices as Directors until the Annual General Meeting and they shall be subject to re-election at the Annual General Meeting. In this connection, Mr. SO and Mr. HUANG will retire and, being eligible, offer themselves for re-election at the Annual General Meeting.

In light of the above, the resolution numbered 2 relating to re-election of retiring Directors set out in the notice of Annual General Meeting in the First Circular will be amended to include the additional resolutions for the re-election of Mr. SO and Mr. HUANG as Directors, as set out in the supplementary notice of Annual General Meeting.

The biographical details of Mr. SO and Mr. HUANG are set out below.

1. **Mr. SO Haw, Herman**, aged 34, is an executive Director of the Company since 3 February 2016. Mr. SO is a holder of a Master Degree of Business Administration at the Hong Kong University of Science and Technology. Mr. SO has experiences in banking services, commercial and residential real estate investment and development, developments and operations in information technology industry, mergers and acquisitions and general management. Mr. SO had worked in China Construction Bank (Asia) Corp. Ltd., Hong Kong for more than three and a half years. Subsequently, Mr. SO took up the role as a director in a private business group specialized in real estate development projects and investment in Hong Kong and the PRC. For the period from June 2011 to August 2015, Mr. SO was an executive director of Gold Tat Group International Limited (stock code: 8266), engaging in the businesses of information technology and electronic parts trading.

Save as disclosed above, Mr. SO (i) is not connected with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) is not interested in any Shares within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) has not held any position in the Company and other members of the Group, nor any other directorship in listed public companies in the last three years.

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## LETTER FROM THE BOARD

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There is no service contract entered into between the Company and Mr. SO. His remuneration will be determined by the Board with reference to his roles and responsibilities with the Company and prevailing market conditions. Mr. SO does not have any fixed term of service but will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles.

Save as disclosed above, there is no information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there any other matters that need to be brought to the attention of the Shareholders.

2. **Mr. HUANG Zhen Qian**, aged 55, is a non-executive Director of the Company since 3 February 2016. Mr. HUANG is an experienced businessman in the People's Republic of China ("PRC"). During the period from October 2000 to March 2015, Mr. HUANG worked in 中信網絡有限公司深圳分公司 (CITIC Networks Limited – Shenzhen Branch\*), a wholly-owned subsidiary under 中國中信集團有限公司 (CITIC Group Corporation\*), in the capacity of general manager and was responsible for managing the operation of the Shenzhen Branch including budgeting, development, operations and strategy in the region of southern and eastern Guangdong as well as liaising with corresponding governmental departments. Since 2009, Mr. HUANG has been acting as deputy managing director (副董事長) of Guoan (HK) Holdings Limited, the immediate holding company of Road Shine Developments Limited, the controlling shareholder of the Company.

Save as disclosed above, Mr. HUANG (i) is not connected with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) is not interested in any Shares within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) has not held any position in the Company and other members of the Group, nor any other directorship in listed public companies in the last three years.

There is no service contract entered into between the Company and Mr. HUANG. His remuneration will be determined by the Board with reference to his roles and responsibilities with the Company and prevailing market conditions. Mr. HUANG does not have any fixed term of service but will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles.

Save as disclosed above, there is no information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there any other matters that need to be brought to the attention of the Shareholders.

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## LETTER FROM THE BOARD

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### SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING AND REVISED PROXY FORM

The Annual General Meeting will be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong at 11:00 a.m. on Friday, 11 March 2016 as originally scheduled.

As a result of the addition of the Directors retiring and offering for re-election at the Annual General Meeting subsequent to the dispatch of the First Circular containing the notice of Annual General Meeting and the form of proxy enclosed with the First Circular (the “**First Proxy Form**”), a supplementary notice of Annual General Meeting is set out on pages 6 to 7 of this supplementary circular and a revised form of proxy containing such change (the “**Revised Proxy Form**”) has been prepared and is enclosed with this supplementary circular. Save as disclosed above, all the resolutions originally proposed in the First Circular will remain unchanged.

Whether or not you are able to attend the Annual General Meeting, you are requested to complete the Revised Proxy Form in accordance with the instructions printed thereon and return it to the Company’s head office and principal place of business in Hong Kong at 2903 Prosperity Place, 6 Shing Yip Street, Kwun Tong, Kowloon, Hong Kong as soon as practicable but in any event not less than 48 hours before the time appointed for holding the Annual General Meeting. Special arrangements about completion and submission of the Revised Proxy Form are set out in the Appendix to this supplementary circular. Shareholders who have appointed or intend to appoint proxies to attend the Annual General Meeting are requested to pay attention to such arrangements set out in the Appendix.

Completion and return of the First Proxy Form and/or the Revised Proxy Form will not preclude you from attending and voting in person at the Annual General Meeting or any adjourned meeting should you so wish, and in such event, the appointment of proxy shall be deemed to have been revoked.

### RECOMMENDATION

In addition to the recommendation contained in the First Circular, the Directors also consider that the proposed re-election of Mr. SO and Mr. HUANG as Directors as set out in this supplementary circular is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,  
For and on behalf of the Board  
**SY Ethan, Timothy**  
*Chairman*

As the First Proxy Form does not contain the proposed additional resolutions set out in the supplementary notice of Annual General Meeting, the Revised Proxy Form has been prepared. To be valid, the Revised Proxy Form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited with the Company's head office and principal place of business in Hong Kong at 2903 Prosperity Place, 6 Shing Yip Street, Kwun Tong, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the Annual General Meeting (the "**Closing Time**").

A Shareholder who has not yet lodged the First Proxy Form in accordance with the instructions printed thereon is required to lodge the Revised Proxy Form if he/she/it wishes to appoint proxy/proxies to attend the Annual General Meeting on his/her/its behalf. In this case, the First Proxy Form should not be lodged.

A Shareholder who has already lodged the First Proxy Form in accordance with the instructions printed thereon should note that:

- (i) if no Revised Proxy Form is lodged, the First Proxy Form, if correctly completed, will be treated as a valid form of proxy lodged by the Shareholder. The proxy appointed under the First Proxy Form will be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the Annual General Meeting, including the resolutions set out in the supplementary notice of Annual General Meeting;
- (ii) if the Revised Proxy Form is lodged in accordance with the instructions printed thereon before the Closing Time, the Revised Proxy Form, if correctly completed, will be treated as a valid form of proxy lodged by the Shareholder and will revoke and supersede the First Proxy Form previously lodged by such Shareholder; and
- (iii) if the Revised Proxy Form is lodged after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the appointment of proxy under the Revised Proxy Form will be deemed invalid. The First Proxy Form, if correctly completed, will be treated as a valid form of proxy lodged by the Shareholder. The proxy appointed under the First Proxy Form will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form had been lodged.

Shareholders are reminded that completion and return of the First Proxy Form and/or the Revised Proxy Form will not preclude them from attending and voting in person at the Annual General Meeting or any adjournment thereof. Shareholders who have appointed or intend to appoint proxies to attend the Annual General Meeting are requested to pay attention to the special arrangements set out above.

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## SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

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### GLOBAL TECH (HOLDINGS) LIMITED

耀科國際(控股)有限公司\*

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

(Stock Code: 143)

### SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

**THIS NOTICE** is supplemental to the notice of annual general meeting (the “**Notice of Annual General Meeting**”) dated 7 January 2016 and given by Global Tech (Holdings) Limited (the “**Company**”) to convene the annual general meeting of the Company to be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Friday, 11 March 2016 at 11:00 a.m..

Details of the proposed resolutions to be considered at the Annual General Meeting were stated in the Notice of Annual General Meeting. Unless the context otherwise requires, capitalised terms used herein shall bear the same meanings as those defined in the circular of the Company dated 7 January 2016. Apart from the amendments stated below, all information contained in the Notice of Annual General Meeting remains valid and effective.

Due to the matters as set out in the supplementary circular of the Company dated 22 February 2016 (the “**Supplementary Circular**”), resolution numbered 2 as set out in the Notice of Annual General Meeting shall be deleted in its entirety and replaced by the following:

- “2. (a) To re-elect Mr. SO Haw, Herman as a director;
- (b) To re-elect Mr. HUANG Zhen Qian as a director;
- (c) To re-elect Mr. Geoffrey William FAWCETT as a director;
- (d) To re-elect Mr. Charles Robert LAWSON as a director; and
- (e) To authorise the board of directors to fix the directors’ remuneration;”

\* *For identification purpose only*



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## SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

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Save as set out above, all resolutions contained in the Notice of Annual General Meeting will remain to have full force and effect.

By order of the Board  
**WONG Shuk Ching**  
*Company Secretary*

Hong Kong, 22 February 2016

*Notes:*

1. A revised form of proxy (the “**Revised Proxy Form**”) is enclosed with the Supplementary Circular. Please refer to the appendix to the Supplementary Circular for the special arrangements about completion and submission of the Revised Proxy Form.
2. Please refer to the Notice of Annual General Meeting for details of the other ordinary resolutions to be proposed at the Annual General Meeting, proxy and other relevant matters.