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## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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**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, bank manager, solicitor, professional accountant, or other professional advisers.

**If you have sold or transferred** all your shares in Global Tech (Holdings) Limited, you should at once hand this circular and the accompanying 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 transferee.

Global Tech (Holdings) Limited 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 (i) it undertakes to release information to Singapore Exchange Securities Trading Limited and Singapore shareholders at the same time as such information is required to be released to The Stock Exchange of Hong Kong Limited and Singapore Exchange Securities Trading Limited and the shareholders in Hong Kong; (ii) it informs Singapore Exchange Securities Trading Limited of any issue of additional securities in a class already listed on Singapore Exchange Securities Trading Limited and the decision of The Stock Exchange of Hong Kong Limited; and (iii) it complies with such other listing rules as may be applied by Singapore Exchange Securities Trading Limited from time to time.

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

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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)**

### CHANGE OF COMPANY NAME

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A letter from the Board is set out on pages 3 to 6 of this circular. A notice convening the EGM of the Company to be held at TALK, 2/F, OZO Wesley Hong Kong, 22 Hennessy Road, Wanchai, Hong Kong on Friday, 18 August 2017 at 11:00 a.m. is set out on pages 7 to 8 of this circular.

A form of proxy is also enclosed. Whether or not you intend to attend the meeting, you are advised to complete the form of proxy attached to the notice of the EGM in accordance with the instruction printed thereon and return the same to (i) the Company's head office and principal place of business in Hong Kong at 15th Floor of Tower II, Admiralty Centre, No. 18 Harcourt Road, Hong Kong if you are shareholders in Hong Kong; or (ii) the office of the Company's share transfer agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd. (formerly known as Lim Associates (Pte) Ltd) at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 if you are shareholders in Singapore, as soon as possible but in any event not later than 48 hours before the time appointed for the holding of the EGM 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 adjournment thereof, should you so wish.

21 July 2017

\* For identification purpose only

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## DEFINITIONS

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

“Announcement”	announcement dated 6 June 2017 regarding the proposed Change of Company Name
“Board”	the board of Directors
“Change of Company Name”	the change of the English name of the Company from “Global Tech (Holdings) Limited” to “Guoan International Limited” and the adoption of the Chinese name of “國安國際有限公司” as the new dual foreign name of the Company in place of its existing dual foreign name of “環球科技控股有限公司” and the Chinese name of “耀科國際(控股)有限公司” currently used for identification purpose only
“Company”	Global Tech (Holdings) Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which have a primary listing on the Main Board of the Stock Exchange and a secondary listing on SGX-ST
“Depository Register”	a register maintained by The Central Depository (Pte) Limited, the securities clearing and depository house of SGX-ST, in respect of book entry securities
“Director(s)”	director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened to consider and, if thought fit, to approve the proposed Change of Company Name as referred to in this circular, or any adjournment thereof
“EGM Notice”	the notice convening the EGM as set out on pages 7 to 8 of this circular
“Group”	the Company together with its subsidiaries from time to time
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

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## DEFINITIONS

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“Latest Practicable Date”	11 July 2017, being the latest practicable date prior to the printing of this circular ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as amended from time to time)
“SGX-ST”	Singapore Exchange Securities Trading Limited
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

*In case of inconsistency, the English text of this circular, the accompanying notice of the EGM and form of proxy shall prevail over its Chinese text.*

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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. HUANG Zhen Qian

Mr. SO Haw Herman

*Non-executive Directors:*

Mr. DU Jun (Chairman)

Mr. LI Xiang Yu

Mr. CUI Ming Hong

Mr. YANG Li Ming

*Independent Non-executive Directors:*

Mr. WONG Chun Man

Mr. TSE Yung Hoi

Mr. NG Man Kung

*Registered office:*

PO Box 309

Ugland House

Grand Cayman, KY1-1104

Cayman Islands

*Head office and principal place*

*of business in Hong Kong:*

15th Floor of Tower II

Admiralty Centre

No. 18 Harcourt Road

Hong Kong

21 July 2017

*To the Shareholders:*

Dear Sir or Madam,

### CHANGE OF COMPANY NAME

#### INTRODUCTION

Reference is made to the Announcement dated 6 June 2017, whereby subject to the conditions as set out in the section headed “Conditions of the Change of Company Name”, the Board proposes to change the English name of the Company from “Global Tech (Holdings) Limited” to “Guoan International Limited” and to adopt the Chinese name of “國安國際有限公司” as the new dual foreign name of the Company in place of its existing dual foreign name of “環球科技控股有限公司”. The Chinese name of “耀科國際(控股)有限公司” currently used for identification purpose only will cease to be used once the Change of Company Name has become effective.

\* For identification purpose only

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## LETTER FROM THE BOARD

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### CONDITIONS OF THE CHANGE OF COMPANY NAME

The proposed Change of Company Name is subject to the satisfaction of the following conditions:

1. the passing of a special resolution by the Shareholders at the EGM approving the Change of Company Name; and
2. the Registrar of Companies of the Cayman Islands granting approval for the Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date of the special resolution of the Shareholders approving the Change of Company Name. Thereafter, the Company will carry out all necessary filing procedures with the Registrar of Companies in the Cayman Islands and the Companies Registry in Hong Kong.

### REASONS FOR THE CHANGE OF COMPANY NAME

The Board believes that the proposed Change of Company Name will better identify the Company and the Group with its substantial shareholder, 中信國安集團有限公司 (CITIC Guoan Group\*) and provide a fresh new corporate identity and image for the Group.

The Board therefore considers that the proposed Change of Company Name is in the interests of the Company and its Shareholders as a whole.

### EFFECT OF CHANGE OF COMPANY NAME

The proposed Change of Company Name will not affect any of the rights of the Shareholders. All existing share certificates in issue bearing the existing name of the Company will, after the Change of Company Name having become effective, continue to be evidence of the title to the Shares and will continue to be valid for trading, settlement, registration and delivery purposes. Upon the Change of Company Name becoming effective, new share certificates of the Company will be issued in the new name of the Company. Consequently, there will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

The Company expects its Shares to be traded in its new name as soon as the Change of Company Name has become effective and the filing procedures in the Cayman Islands and Hong Kong have been fulfilled. Further announcement(s) will be made by the Company to inform the Shareholders of the results of the EGM, the effective date of the Change of Company Name, the change of stock short names of the Company for trading of the Shares on the Stock Exchange and the change of name of the website of the Company as and when appropriate.

\* *For identification purpose only*

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## LETTER FROM THE BOARD

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### EXTRAORDINARY GENERAL MEETING

A notice convening the EGM to be held at TALK, 2/F, OZO Wesley Hong Kong, 22 Hennessy Road, Wanchai, Hong Kong on Friday, 18 August 2017 at 11:00 a.m. is set out on pages 7 to 8 of this circular. A special resolution will be proposed at the EGM to consider and, if thought fit, to approve the Change of Company Name.

A form of proxy for use at the EGM is enclosed. Whether or not you are able to attend the EGM in person, you should complete and return the accompanying form of proxy in accordance with the instruction printed thereon to (i) the Company's head office and principal place of business in Hong Kong at 15th Floor of Tower II, Admiralty Centre, No. 18 Harcourt Road, Hong Kong if you are Shareholders in Hong Kong; or (ii) the office of the Company's share transfer agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd. (formerly known as Lim Associates (Pte) Ltd) at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 if you are Shareholders in Singapore, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM or any adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof, should you so wish.

In order to be eligible to attend and vote at EGM, Shareholders in Singapore must have the Shares entered against their names in the Depository Register at least 48 hours before the time appointed for holding the meeting, and all unregistered holders of the Shares in Hong Kong shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with Hong Kong branch share registrar and the transfer office of the Company, Tricor Abacus Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Monday, 14 August 2017.

### VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, all votes at the EGM must be taken by poll except where the chairman of the EGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the chairman of the EGM will put the special resolution set out in the EGM Notice to be voted by way of poll pursuant to the articles of association of the Company. The Company will announce the results of the poll in the manner set out in Rule 13.39(5) of the Listing Rules.

### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with 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 respects and not misleading or deceptive, and there are no other matters the omission of which would make any statements herein or this circular misleading.

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## LETTER FROM THE BOARD

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### RECOMMENDATION

The Board is of the opinion that the Change of Company Name is in the best interests of the Company and its Shareholders as a whole, and recommends the Shareholders to vote in favour of the special resolution to be proposed at the EGM.

Yours faithfully,  
For and on behalf of the Board of  
**Global Tech (Holdings) Limited**  
**DU Jun**  
*Chairman*



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## NOTICE OF EXTRAORDINARY 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)**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of Global Tech (Holdings) Limited (the “Company”) will be held at TALK, 2/F, OZO Wesley Hong Kong, 22 Hennessy Road, Wanchai, Hong Kong on Friday, 18 August 2017 at 11:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as a special resolution of the Company:

#### **SPECIAL RESOLUTION**

“**THAT** the change of the English name of the Company from “Global Tech (Holdings) Limited” to “Guoan International Limited” and the adoption of the Chinese name of “國安國際有限公司” as the new dual foreign name of the Company in place of its existing dual foreign name of “環球科技控股有限公司” and the Chinese name of “耀科國際(控股)有限公司” currently used for identification purpose only be approved; and any director of the Company be authorized to execute all documents and agreements and do all such acts and things as he may in his absolute discretion consider to be necessary, desirable or expedient to implement and/or give effect to the change of company name and all matters incidental or ancillary thereto.”

By Order of the Board  
**Global Tech (Holdings) Limited**  
**DU Jun**  
*Chairman*

Hong Kong, 21 July 2017

\* *For identification purpose only*

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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*Notes:*

- (1) Shareholders in Hong Kong who are entitled to vote at the above meeting are those whose names appear as shareholders on the branch register of members of the Company as at the close of business on Monday, 14 August 2017. In order to qualify for the entitlement to attend and vote at the above meeting, all transfers of shares accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar and transfer office of the Company, Tricor Abacus Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by 4:30 p.m. (Hong Kong time) on Monday, 14 August 2017.
- (2) A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, in the event of a poll, vote in his stead. A proxy need not be a member of the Company.
- (3) To be valid, the form of proxy, 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 (i) the Company's head office and principal place of business in Hong Kong at 15th Floor of Tower II, Admiralty Centre, No. 18 Harcourt Road, Hong Kong if you are shareholders in Hong Kong; or (ii) the office of the Company's share transfer agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd. (formerly known as Lim Associates (Pte) Ltd) at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 if you are shareholders in Singapore, as soon as possible but in any event not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting (as the case may be).
- (4) Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or any adjourned meeting should they so wish, and in such event, the form of proxy shall be deemed to have been revoked.

*As at the date of this notice, the board of directors of the Company comprises 9 directors, of which 2 are executive directors, namely Mr. HUANG Zhen Qian and Mr. SO Haw Herman, 4 are non-executive directors, namely Mr. DU Jun, Mr. LI Xiang Yu, Mr. CUI Ming Hong and Mr. YANG Li Ming, and 3 are independent non-executive directors, namely Mr. WONG Chun Man, Mr. TSE Yung Hoi and Mr. NG Man Kung.*