THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in Neo-Neon Holdings Limited, you should at once hand this supplemental circular, together with 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 transferee.

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Neo-Neon Holdings Limited
同方友友控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 01868)

SUPPLEMENTAL CIRCULAR
PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

This supplemental circular should be read together with the circular issued by the Company to the Shareholders dated 28 April 2025.

A supplemental notice convening the AGM of Neo-Neon Holdings Limited to be held at Unit 3405, 34/F., 118 Connaught Road West, Hong Kong on Friday, 20 June 2025 at 11:00 a.m. is being despatched to the Shareholders together with this supplemental circular.

Whether or not you are able to attend the AGM, you are requested to complete and return the accompanying Revised Proxy Form in accordance with the instructions printed thereon to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the Revised Proxy Form shall not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

13 May 2025

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

"AGM"	the annual general meeting of the Company to be convened and held at Unit 3405, 34/F., 118 Connaught Road West, Hong Kong on Friday, 20 June 2025 at 11:00 a.m., or where the context so admits, any adjournment thereof
"Articles of Association", or "Articles"	the articles of association of the Company, as restated and amended from time to time
"Board"	the board of Directors
"Company"	Neo-Neon Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on main board of the Stock Exchange
"controlling shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"core connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Latest Practicable Date"	8 May 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Revised Proxy Form"	the revised form of proxy for the AGM dated 13 May 2025 accompanying this supplemental circular
"Share(s)"	ordinary share(s) of HK$0.1 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"%"	per cent.

* *for identification purpose*

Neo-Neon Holdings Limited
同方友友控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 01868)

Executive Directors:
Ms. Zhang Yuanyuan
Mr. Lian Chenwei

Non-executive Directors:
Mr. Kong Lingqi
Ms. Liu Wenjing

Independent non-executive Directors:
Dr. Fan Ren Da Anthony
Ms. Yang Juan
Ms. Li Ming Qi

Registered office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Principal place of business in Hong Kong:
Unit 3405, 34th Floor
118 Connaught Road West
Hong Kong

13 May 2025

To the Shareholders and, for information only, optionholders of the Company

Dear Sir or Madam,

SUPPLEMENTAL CIRCULAR
PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

References are made to the Company's circular (the "**Original Circular**") and notice of AGM (the "**Original Notice**") dated 28 April 2025, which set out the time and venue of the AGM and contains the resolutions to be put forward at the AGM for Shareholders' consideration and approval.

The purpose of this supplemental circular is to provide you with further information in respect of the resolution to be proposed at the AGM for the appointment of an independent non-executive Director and to give you a supplemental notice of the AGM and the Revised Proxy Form.

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Pursuant to Article 86 of the Articles, the Board has resolved to propose at the AGM the appointment of Dr. Li Xuejin (李學金)("**Dr. Li**") as an independent non-executive Director (the "**Proposed Appointment**") to fill in the vacancy following the retirement of Dr. Fan Ren Da Anthony. The Board also proposes at the AGM the authorization to the Board to fix the remuneration of Dr. Li.

The Nomination Committee has taken into account the criteria including but not limited to experience and expertise and the objective criteria (including but not limited to, gender, age, cultural and education background, ethnicity, professional experience, skills, knowledge and length of service), with due regard for the benefits of diversity, as set out in the board diversity policy of the Company. The Board notes that Dr. Li has extensive experience in fields and professions that are relevant to the Company's business development. His education, background, experience and practice allow him to provide valuable and relevant insights and contribute to the diversity of the Board. Additionally, the Nomination Committee and the Board have also assessed and are satisfied of the independence of Dr. Li with reference to the criteria set out in Rule 3.13 of the Listing Rules. The Board considers that the appointment of Dr. Li as independent non-executive Directors is in the best interests of the Company and Shareholders as a whole.

The biographical details of Dr. Li are set out below:

Dr. LI Xuejin (李學金), aged 58, has been the associate vice president and the director of the research office at The Chinese University of Hong Kong, Shenzhen (香港中文大學(深圳)), and serves as the Director of the Shenzhen Key Laboratory of Sensor Technology (深圳市傳感器技術重點實驗室主任) and the Shenzhen Engineering Laboratory of Optical Fiber Sensor Networks (深圳光纖傳感網工程技術實驗室主任).

Dr. Li has extensive academic and professional experience in the fields of sensor technology and optical fiber sensing technology. From July 1991 to November 1994, Dr. Li worked as an engineer at the Institute of Nuclear Technology, Shenzhen University (深圳大學核技術研究所). From November 1994 to October 1997, Dr. Li served as the laboratory director and a lecturer in the Department of Applied Physics, Shenzhen University (深圳大學應用物理系). From October 1997 to July 2002, Dr. Li was the director, a lecturer, and an associate professor at the Experiment Center, College of Science, Shenzhen University (深圳大學理學院實驗中心). From July 2002 to September 2006, Dr. Li served as the deputy director of the Personnel Department (深圳大學人事處), an associate professor, and then a professor at Shenzhen University. From September 2006 to February 2014, Dr. Li held the position of the director, a professor, and a doctoral supervisor of the Scientific Research Department, Shenzhen University (深圳大學科研處).

Dr. Li obtained a doctorate in physical electronics (物理電子學) from Tianjin University (天津大學) in August 2005, a master's degree in microelectronics technology and semiconductor devices (微電子技術與半導體器件) and a bachelor's degree in physics from Heilongjiang University (黑龍江大學) in the People's Republic of China in June 1991 and in June 1988, respectively. He also completed advanced research as a visiting scholar at the Hong Kong University of Science and Technology and pursued English studies at Brunel University in the United Kingdom.

Dr. Li also holds numerous honorary and leadership positions, including Honorary President of the Shenzhen Intelligent Technology and Application Association (深圳智能技術與應用協會名譽會長), Chairman of the Guangdong Sensor Technology Industry-University-Research Alliance (廣東省傳感器技術產學研聯盟理事長), Vice Chairman of the Guangdong Measurement and Control Technology and Equipment Application Promotion Association (廣東省測量控制技術與裝備應用促進會副會長), and Vice Chairman of the Shenzhen Instrument and Automation Industry Association (深圳市儀器儀錶與自動化行業協會副會長). He is also a standing council member of various prestigious organizations, including the Chinese Society for Micro-Nano Devices and Systems Technology (中國儀器儀錶學會微納器件與系統技術學會常務理事), the Guangdong Instrument and Control Society (廣東省儀器儀錶學會常務理事), the Shenzhen Micronano Society (深圳微米納米學會常務理事), and the Shenzhen Optical Society (深圳市光學學會常務理事).

Dr. Li has received numerous awards in recognition of his contributions, including the Shenzhen Science and Technology Innovation Award (深圳市科技創新獎, 2009), the Shenzhen Natural Science Second Prize (深圳市自然科學二等獎, 2019), and the Guangdong Science and Technology Third Prize (廣東省科學技術三等獎, 2010). He has also been honored with titles such as Outstanding Teacher of Shenzhen (深圳市優秀教師), Outstanding Educator of Shenzhen (深圳市優秀教育工作者), Advanced Worker in the Management of National Natural Science Foundation Projects (國家自然科學基金管理先進工作者), and Advanced Worker in the Management of Guangdong Natural Science Foundation Projects (廣東省自然科學基金管理工作先進工作者).

Dr. Li has confirmed that he meets the independence criteria with reference to the factors set out in Rule 3.13 of the Listing Rules. Dr. Li has also confirmed that he has no past or present financial or other interest in the business of the Group and has no connection with any core connected person (as defined in the Listing Rules) of the Group, and that there are no other factors that may affect his independence.

Dr. Li will enter into a service contract with the Company for an initial term of three years commencing from the date of the AGM and will continue thereafter until terminated by not less than one month' notice in writing served by either party on the other. Dr. Li will be entitled to a Director's fee of HK$280,000 per annum, which was recommended by the Remuneration Committee and has been determined with reference to the prevailing market conditions, his qualification and level of experience, and his role and responsibilities in the Group, subject to review by the Board and the Remuneration Committee from time to time.

As at the Latest Practicable Date, save as disclosed above, Dr. Li (a) does not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the Latest Practicable Date; (b) does not hold any other position with the Company and other members of the Group; (c) does not hold any other major appointments and professional qualifications; (d) does not have any relationships with any Directors, senior management or substantial or controlling shareholders of the Company; and (e) does not have any interest in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

As at the Latest Practicable Date, save as disclosed above, Dr. Li has confirmed that there is no further information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters relating to the appointment of Dr. Li that need to be brought to the attention of the Shareholders.

The resolution in relation to the proposed appointment of Dr. Li as an independent non-executive Director will be submitted to the AGM for consideration and approval by the Shareholders by way of ordinary resolution.

AGM AND PROXY ARRANGEMENT

A supplemental notice of the AGM to be held as originally scheduled at Unit 3405, 34/F., 118 Connaught Road West, Hong Kong on Friday, 20 June 2025 at 11:00 a.m. is being despatched to the Shareholders together with this supplemental circular.

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

A Revised Proxy Form for use at the AGM is enclosed herewith. If you are not able to attend and/or vote at the AGM in person, you are requested to complete the Revised Proxy Form and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the Revised Proxy Form shall not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

Shareholders who have not completed and returned the form of proxy enclosed with the Original Circular dated 28 April 2025 (the "**Original Proxy Form**") are required to complete and return the Revised Proxy Form. Under such circumstances, they are not required to return the Original Proxy Form.

Shareholders who have completed and duly returned the Original Proxy Form must pay attention to the followings:

(a) if the Revised Proxy Form is not completed and duly returned, or if the Revised Proxy Form is returned later than 48 hours before the time stipulated for convening the AGM, and the Original Proxy Form has been correctly completed and returned, then the Original Proxy Form will be deemed as the valid form of proxy returned by you. The proxy appointed by you under such proxy will be entitled to vote at his discretion or abstain from voting on the supplemental resolution duly submitted to the AGM according to this supplemental circular; and

(b) if the Revised Proxy Form is completed and returned not less than 48 hours before the time stipulated for convening the AGM, then the Revised Proxy Form will supersede and replace the Original Proxy Form previously returned by you. The Revised Proxy Form, if correctly completed, will be deemed to be the valid form of proxy returned by you.

VOTING BY POLL

Pursuant to Rule 13.39 of the Listing Rules, any votes of the Shareholders at a general meeting must be taken by poll. Therefore, the chairman of the AGM will demand a poll for each and every resolution put forward at the AGM pursuant to the Articles of Association. The Company will appoint scrutineers to handle vote-taking procedures at the AGM. The results of the poll will be published on the websites of the Stock Exchange and the Company as soon as possible in accordance with Rule 13.39 of the Listing Rules.

RESPONSIBILITY STATEMENT

This supplemental circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this supplemental circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this supplemental circular misleading.

RECOMMENDATION

The Board considers that the appointment of independent non-executive Director are all in the best interests of the Company and the Shareholders. Accordingly, the Board recommends the Shareholders to vote in favour of the relevant resolution to be proposed at the AGM.

Yours faithfully,
For and on behalf of the Board of
Neo-Neon Holdings Limited
Zhang Yuanyuan
Chairperson

Neo-Neon Holdings Limited
同方友友控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 01868)

Reference is made to the notice of annual general meeting (the "**AGM**") of Neo-Neon Holdings Limited (the "**Company**") dated 28 April 2025 (the "**Original Notice**") which sets out the time and the venue of the AGM and contains resolutions to be proposed at the AGM for shareholders' approval. Unless otherwise defined herein, capitalized terms used in this supplemental notice shall have the same meaning as defined in the Original Notice.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT the AGM will be held as originally scheduled at Unit 3405, 34/F., 118 Connaught Road West, Hong Kong on Friday, 20 June 2025 at 11:00 a.m. In additional to the resolutions set out in the Original Notice, the AGM will be held to consider and, if thought fit, to pass the following resolution:

ORDINARY RESOLUTION

5. To appoint Dr. Li Xuejin as an independent non-executive Director.

Apart from the amendment set out above, all the information contained in the Original Notice shall remain valid and effective.

For and on behalf of the Board of
Neo-Neon Holdings Limited
Zhang Yuanyuan
Chairperson

Hong Kong, 13 May 2025

Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.

2. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.

3. Details of the above resolution are set out in the supplemental circular of the Company dated 13 May 2025 (the "**Supplemental Circular**"). Save for the inclusion of the newly proposed resolution, there are no other changes to the resolutions set out in the Original Notice. Please refer to the Original Notice and the circular of the Company for the AGM dated 28 April 2025 (the "**Original Circular**") for details of the other resolutions to be passed at the AGM and other relevant matters.

4. A revised form of proxy (the "**Revised Proxy Form**") in respect of the above resolution has been enclosed with the Supplemental Circular. Shareholders who have not completed and returned the form of proxy enclosed with the Original Circular (the "**Original Proxy Form**") are required to complete and return the Revised Proxy Form. Under such circumstances, they are not required to return the Original Proxy Form.

5. Shareholders who have completed and duly returned the Original Proxy Form must pay attention to the followings:

   (a) if the Revised Proxy Form is not completed and duly returned, or if the Revised Proxy Form is returned later than 48 hours before the time stipulated for convening the AGM, and the Original Proxy Form has been correctly completed and returned, then the Original Proxy Form will be deemed as the valid form of proxy returned by you. The proxy appointed by you under such proxy will be entitled to vote at his discretion or abstain from voting on the supplemental resolution duly submitted to the AGM according to this supplemental circular; and

   (b) if the Revised Proxy Form is completed and returned not less than 48 hours before the time stipulated for convening the AGM, then the Revised Proxy Form will supersede and replace the Original Proxy Form previously returned by you. The Revised Proxy Form, if correctly completed, will be deemed to be the valid form of proxy returned by you.

6. The register of members of the Company will be closed from Tuesday, 17 June 2025 to Friday, 20 June 2025, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the AGM, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's share registrars 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 Monday, 16 June 2025. The record date for the determination of the entitlement to attend and vote at the AGM will be on Friday, 20 June 2025.

As at the date of this announcement, the executive Directors are Ms. Zhang Yuanyuan and Mr. Lian Chenwei; the non-executive Directors are Mr. Kong Lingqi and Ms. Liu Wenjing; the independent non-executive Directors are Dr. Fan, Ren Da Anthony, Ms. Li Ming Qi and Ms. Yang Juan.