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

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**If you are in doubt** as to any aspect of this circular or as to the action you should take, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in CTEH INC., you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agents through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**CTEH INC.**

**加達控股有限公司**

*(Incorporated in Ontario, Canada and continued in the Cayman Islands with limited liability)*

**(Stock Code: 1620)**

### **(1) PROPOSED CHANGE OF COMPANY NAME AND (2) NOTICE OF EXTRAORDINARY GENERAL MEETING**

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Capitalised terms used in this cover page shall have the same meanings as those defined in the section headed "Definitions" in this circular.

A letter from the Board is set out on pages 2 to 5 of this circular. A notice convening the EGM to be held at 24/F., Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 10 September 2021 at 10:00 a.m. is set out on pages 6 to 10 of this circular. A form of proxy for use at the EGM is also enclosed with this circular.

Whether or not you are able to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at 2103B, 21st Floor, 148 Electric Road, North Point, Hong Kong as soon as possible but in any event not later than 48 hours before the time appointed for the holding of any adjourned meeting. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the meeting or any adjourned meeting should you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.

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

This circular is in English and Chinese. In case of any inconsistency, the English version shall prevail.

Hong Kong, 23 August 2021

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## DEFINITIONS

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

“Articles of Association”	the articles of association of the Company currently in force
“Board”	the board of Directors of the Company
“Change of Company Name”	the proposed change of the English name of the Company from “CTEH INC.” to “Cinese International Group Holdings Limited” and the dual foreign name of the Company in Chinese from “加達控股有限公司” to “富盈環球集團控股有限公司”, subject to the approval of the Shareholders at the EGM
“Company”	CTEH INC., a company incorporated in Ontario, Canada and continued in the Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board (stock code: 1620)
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be held at 24/F., Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 10 September 2021 at 10:00 a.m. or any adjourned meeting thereof, to consider and, if thought fit, approve the Change of Company Name
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as may be amended from time to time)
“Main Board”	the Main Board of the Stock Exchange
“Share(s)”	ordinary share(s) of HK\$0.0001 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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LETTER FROM THE BOARD

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**CTEH INC.**  
**加達控股有限公司**

*(Incorporated in Ontario, Canada and continued in the Cayman Islands with limited liability)*  
**(Stock Code: 1620)**

*Executive Directors:*

Mr. Liu Xue Bin  
Ms. Kou Chung Yin Mariana

*Non-executive Director:*

Mr. Liu Jiefeng

*Independent non-executive Directors:*

Mr. Fong Wai Bun Benny  
Ms. Suen Yin Wah Chloe  
Ms. Kwan Ka Yee

*Registered Office:*

4<sup>th</sup> Floor, Harbour Place  
103 South Church Street  
PO Box 10240  
Grand Cayman, KY1-1002  
Cayman Islands

*Headquarters and Principal Place of  
Business in Canada:*

15 Kern Road  
Toronto, Ontario  
Canada M3B 1S9

*Principal Place of Business in  
Hong Kong:*

31<sup>st</sup> Floor, 148 Electric Road  
North Point  
Hong Kong

23 August 2021

*To the Shareholders*

Dear Sir or Madam,

**(1) PROPOSED CHANGE OF COMPANY NAME  
AND  
(2) NOTICE OF EXTRAORDINARY GENERAL MEETING**

**INTRODUCTION**

Reference is made to the announcement of the Company dated 13 August 2021 in respect of the Change of Company Name.

The purpose of this circular is to provide you with information regarding the Change of Company Name and to give you notice of the EGM at which special resolution will be proposed to approve the Change of Company Name.

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## LETTER FROM THE BOARD

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This circular contains further information relating to the resolution proposed so as to enable you to make an informed decision on whether to vote for or against the resolution proposed. A notice for convening the EGM is also set out in this circular and a form of proxy is also included for your further action.

### **PROPOSED CHANGE OF COMPANY NAME**

The Board announced on 13 August 2021 that it proposed to change the English name of the Company from “CTEH INC.” to “Cinese International Group Holdings Limited” and the new dual foreign name of the Company in Chinese “富盈環球集團控股有限公司” will be adopted to replace “加達控股有限公司”, subject to the conditions set out below being fulfilled.

### **Conditions for the Change of Company Name**

The proposed Change of Company Name is conditional upon the following conditions having been satisfied:

- (ii) the passing of a special resolution by the Shareholders approving the Change of Company Name at the EGM; and
- (iii) the Registrar of Companies in the Cayman Islands granting approval for the Change of Company Name.

Subject to the satisfaction of the above conditions, the Change of Company Name will take effect from the date on which the Registrar of Companies in the Cayman Islands enters the new English name and the new dual foreign name in Chinese of the Company on the register of companies in place of the former English name and dual foreign name in Chinese, and issues a certificate of incorporation on change of name. The Company will then carry out all necessary filing procedures with the Companies Registry of Hong Kong.

### **Reasons for the Change of Company Name**

The Board considers that the Change of Company Name will provide the Company with a new corporate image which will benefit the Company’s future business development. Therefore, the Board considers that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

### **Effects of the Change of Company Name**

The proposed Change of Company Name will not affect any of the rights of the existing Shareholders or the Group’s daily business operations and its financial position.

All existing share certificates of the Company in issue bearing the Company’s existing name shall, after the Change of Company Name becoming effective, continue to be evidence of legal title and valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be

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## LETTER FROM THE BOARD

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any arrangement for free exchange of existing share certificates for new share certificates bearing the new names of the Company. Once the proposed Change of Company Name becomes effective, share certificates of the Company will be issued in the new names of the Company and the securities of the Company will be traded on the Main Board under the new names.

In addition, subject to confirmation by the Stock Exchange, the Company will change the English and Chinese stock short names of the Company for trading in the securities on the Stock Exchange after the proposed Change of Company Name becomes effective. The Company also intends to adopt a new company logo and change its company website afterwards.

### **EGM**

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve the proposed Change of Company Name. In compliance with the Listing Rules, the resolution will be voted on by way of a poll at the EGM. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholders are required to abstain from voting on the resolution to be proposed at the EGM.

### **Voting by way of poll**

Pursuant to Rule 13.39(4) of the Listing Rules, any votes of the shareholders at a general meeting must be taken by poll except where the chairman of the meeting, 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 special resolution to be considered and, if thought fit, passed at the EGM will be voted by way of poll by the Shareholders. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(4) of the Listing Rules.

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the EGM, the effective date of the proposed Change of Company Name, the new stock short names of the Company for trading of its securities on the Main Board and where appropriate, the new company logo and the company website.

### **CLOSURE OF REGISTER OF MEMBERS**

For determining the entitlement to attend and vote at the EGM to be held on Friday, 10 September 2021, the register of members of the Company will be closed from Tuesday, 7 September 2021 to Friday, 10 September 2021, both days inclusive, during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the EGM, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at 2103B, 21st Floor, 148 Electric Road, North Point, Hong Kong for registration no later than 4:30 p.m. on Monday, 6 September 2021. All persons who are registered holders of the Shares on Friday, 10 September 2021, the record date of the EGM, will be entitled to attend and vote at the EGM.

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## LETTER FROM THE BOARD

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### 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 respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

### RECOMMENDATIONS

The Directors consider that the proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole and therefore recommend you to vote in favor of the special resolution to be proposed at the EGM.

By order of the Board  
**CTEH INC.**  
加達控股有限公司  
**Ms. Kou Chung Yin Mariana**  
*Chairperson and executive Director*

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## NOTICE OF EGM

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**CTEH INC.**

**加達控股有限公司**

*(Incorporated in Ontario, Canada and continued in the Cayman Islands with limited liability)*

**(Stock Code: 1620)**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “**EGM**”) of CTEH INC. (the “**Company**”) will be held at 24/F., Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 10 September 2021 at 10:00 a.m. for the following purposes:

### **AS SPECIAL RESOLUTION**

To consider and, if thought fit, to pass the following resolution (with or without modifications) as special resolution of the Company:

“**THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from “CTEH INC.” to “Cinese International Group Holdings Limited “, and its dual foreign name in Chinese be changed from ”加達控股有限公司” to ”富盈環球集團控股有限公司”, with effect from the date of issue of the Certificate of Incorporation on Change of Name by the Registrar of Companies in the Cayman Islands, and any director of the Company (the “**Directors**”) and the registered office provider of the Company be and are hereby authorised severally to do all such acts and things and execute such further documents and (where required) under seal of the Company, and take all steps which, in his/her/its opinion, may be necessary, desirable or expedient to implement and give effect to the aforesaid change of the Company’s name, and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By order of the Board

**CTEH INC.**

加達控股有限公司

**Ms. Kou Chung Yin Mariana**

*Chairperson and executive Director*

Hong Kong, 23 August 2021



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## NOTICE OF EGM

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*Registered Office:*

4<sup>th</sup> Floor, Harbour Place  
103 South Church Street  
PO Box 10240  
Grand Cayman, KY1-1002  
Cayman Islands

*Headquarters and Principal Place of Business in Canada:*

15 Kern Road  
Toronto, Ontario  
Canada M3B 1S9

*Principal Place of Business in Hong Kong:*

31<sup>st</sup> Floor, 148 Electric Road  
North Point  
Hong Kong

*Notes:*

1. Any member of the Company (the “**Member**” or “**Shareholder**”) entitled to attend and vote at the EGM or its adjourned meeting (as the case may be) is entitled to appoint one (or, if he/she/it holds two or more Shares, more than one) proxy to attend and vote instead of him/her/it. A proxy needs not be a Member but must be present in person at the EGM to represent the Member. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which such proxy is so appointed.
2. Completion and return of the form of proxy will not preclude a Member from attending and voting in person at the EGM if he/she/it so wishes. In the event of a Member who has lodged a form of proxy attending the EGM in person, the form of proxy will be deemed to have been revoked.
3. In order to be valid, the duly completed and signed form of proxy must be deposited 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, at the office of the Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong as soon as possible but in any event, not later than 48 hours before the time appointed for holding the EGM or its adjournment (as the case may be).
4. For determining the entitlement of the Members to attend and vote at the EGM, the register of members of the Company (“**Register of Members**”) will be closed from Tuesday, 7 September 2021 to Friday, 10 September 2021 (both days inclusive), during which period no transfer of Shares will be effected. To qualify for attending and voting at the EGM, non-registered Members must lodge all duly completed signed transfer documents, accompanied by the relevant share certificates with the Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong for registration no later than 4:30 p.m. on Monday, 6 September 2021.
5. In compliance with Rule 13.39(4) of the Listing Rules, voting on the proposed resolutions set out in this Notice will be decided by way of a poll. The Company will announce the poll results of the EGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

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## NOTICE OF EGM

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6. In case of joint holders of a Share, any one of such joint holders may vote at the EGM, either personally or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the EGM personally or by proxy, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
7. If a black rainstorm warning signal or a tropical cyclone warning signal no. 8 or above is in force in Hong Kong at or after 7:00 a.m. on Friday, 10 September 2021 or if the Hong Kong Observatory has announced at or before 7:00 a.m. on Friday, 10 September 2021 that either of the above mentioned warnings is to be issued within the next two hours, the chairman of the EGM will propose for the EGM to be adjourned to a date which falls within 13 days from Friday, 10 September if a quorum is present and the adjournment is consented to by the shareholders present. If a quorum is not present, the meeting shall stand adjourned to the same day in the following week. If the meeting is so adjourned, the Company will make announcement as soon as practicable regarding the adjourned meeting.
8. References to time and dates in this notice are to Hong Kong time and dates.
9. The translation into Chinese language of this Notice is for reference only. In case of any inconsistency, the English version shall prevail.

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## NOTICE OF EGM

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### PRECAUTIONARY MEASURES FOR THE EGM

The holding of the EGM in order to comply with the Listing Rules and the Articles of Association could potentially create a significant risk in terms of the spread of the novel coronavirus disease (the “COVID-19”) pandemic because of large crowds coming together.

To reduce the risk of spreading the COVID-19 pandemic and for the health and safety of the attendees of the EGM, the Company wishes to remind the Shareholders and their proxies as follows:

#### **Limiting attendance in person at the venue of the EGM**

Under the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation 2020 (Chapter 599G of the Laws of Hong Kong) and Prevention and Control of Disease (Requirements and Directions) (Business and Premises) Regulation (Chapter 599F of the Laws of Hong Kong), the Company will limit attendance in person at the venue of the EGM in view of the capacity of the venue in compliance with the regulatory requirement prevailing at the time of the EGM. Admission to the venue will not be granted in excess of the capacity of the venue of the EGM. Seating at the EGM venue will be arranged in order to allow appropriate social distancing.

Due to the constantly evolving COVID-19 pandemic situation in Hong Kong, the Company may be required to change the EGM arrangements at short notice. Shareholders should check the Company’s website at <http://www.toureast.com> for future announcements and updates on the EGM arrangements.

#### **No attendance**

Those individual Shareholders who have any symptoms of an upper respiratory system disease or are under any quarantine requirements are advised not to attend the EGM in person.

#### **Not later than 48 hours before the time of the EGM**

- (i) For the health and safety of the Shareholders, the Company would like to encourage the Shareholders to exercise their right to vote at the EGM by appointing the chairman of the EGM (the “Chairman”) as their proxy instead of attending the EGM in person. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the EGM or any adjournment thereof should they subsequently so wish. Shareholders may appoint the Chairman to attend and vote on their behalf by completing and depositing the forms of proxy enclosed with the Circular with the Company’s branch share registrar and transfer office in Hong Kong, whose address is stated below:

Boardroom Share Registrars (HK) Limited  
2103B, 21/F.,  
148 Electric Road,  
North Point, Hong Kong

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## NOTICE OF EGM

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- (ii) Shareholders may send their questions in connection with the proposed resolution stated in the Notice by post to Mr. Kai Yu Chow, Company Secretary of the Company, at 31/F, 148 Electric Road, North Point, Hong Kong or by email to enquiry@toureast.com. If considered appropriate by the Directors at their absolute discretion, the questions will be answered firstly by the Chairman or other Directors present thereat on the floor and then answered in writing to the Shareholders concerned.

### **At the venue of the Meeting**

- (i) The Company will take the body temperature of the intended attendees and refuse entry of those with a temperature of 37.4 degree Celsius or above.
- (ii) Attendees are requested to observe good personal hygiene at all times at the EGM venue and alcohol rubs or hand sanitiser will be provided for use.
- (iii) Attendees must wear face-masks throughout the EGM and sit at a distance from other attendees and those not wearing face-masks may be denied entry to the EGM venue. Please note that no masks will be provided at the EGM venue and attendees should bring and wear their own masks.
- (iv) No drinks, refreshments or souvenirs will be provided.
- (v) Attendees who do not comply with the precautionary measures (i) to (iii) above or have been found to have the symptom(s) of an upper respiratory system disease or be obeying a quarantine order may be denied entry to the EGM venue at the absolute discretion of the Company as permitted by law.

*As at the date of this notice, the Board of the Company comprises two executive Directors, namely Mr. Liu Xue Bin and Ms. Kou Chung Yin Mariana, one non-executive Director, namely Mr. Liu Jiefeng, and three independent non-executive Directors, namely Mr. Fong Wai Bun Benny, Ms. Suen Yin Wah Chloe and Ms. Kwan Ka Yee.*