
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13A-16 OR 15D-16
OF THE SECURITIES EXCHANGE ACT OF 1934

For the month of November 2023

Commission File Number 001-37593

BORQS TECHNOLOGIES, INC.
(Translation of registrant's name into English)

Office B, 21/F, Legend Tower, 7 Shing Yip Street
Kwun Tong, Kowloon, Hong Kong
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

INFORMATION CONTAINED IN THIS FORM 6-K REPORT

Attached to this report on Form 6-K as Exhibit 99.1 are the proxy materials for the 2023 Annual General Meeting of Shareholders of Borqs Technologies, Inc. (the “Company”).

Attached as Exhibit 99.2 to this report on Form 6-K is the proxy card for the 2023 Annual General Meeting of Shareholders of the Company.

EXHIBIT INDEX

Exhibit No.

99.1 [Proxy Materials for the 2023 Annual General Meeting of Shareholders](#)

99.2 [Proxy Card for the 2023 Annual General Meeting of Shareholders](#)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: November 13, 2023

BORQS TECHNOLOGIES, INC.
(registrant)

By: /s/ Pat Sek Yuen Chan
Pat Sek Yuen Chan
Chief Executive Officer



TO THE SHAREHOLDERS OF BORQS TECHNOLOGIES, INC.
November 13, 2023

Enclosed is a Notice of the 2023 Annual General Meeting of Shareholders (the "Meeting") of Borqs Technologies, Inc. (the "Company"), which will be held at the office of Sichenzia Ross Ference Carmel LLP at 1185 Avenue of the Americas, 31/F, New York, NY 10036, USA, on December 18, 2023 at 10:00 a.m. Eastern Time.

At the Meeting, the shareholders of the Company will consider and vote upon proposals:

1. To elect two Class II Directors to serve until the 2026 Annual General Meeting of Shareholders ("Proposal One");
2. To ratify the appointment of YU Certified Public Accountant PC, as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2023 ("Proposal Two"); and
3. To transact such other business as may properly come before the meeting or any adjournment(s) or postponement(s) thereof.

Only holders of record of our ordinary shares, no par value (the "Ordinary Shares") at the close of business on November 10, 2023, will be entitled to vote at the Meeting. Each Ordinary Share then held entitles the holder thereof to one (1) vote per proposal.

Adoption of Proposal One requires the affirmative vote of the majority of the votes cast at a meeting where a quorum of at least 15% of the issued and outstanding share capital is present or represented. Adoption of Proposal Two requires the affirmative vote of the majority of the votes cast at a meeting where a quorum of at least 15% of the issued and outstanding share capital is present or represented.

You are cordially invited to attend the Meeting in person. If you attend the Meeting, you may revoke your proxy and vote your shares in person.

IT IS IMPORTANT TO VOTE. WHETHER OR NOT YOU PLAN TO ATTEND THE MEETING, PLEASE COMPLETE, DATE, SIGN AND RETURN THE ENCLOSED PROXY IN THE ENCLOSED ENVELOPE, WHICH DOES NOT REQUIRE POSTAGE IF MAILED IN THE UNITED STATES. THE VOTE OF EVERY SHAREHOLDER IS IMPORTANT AND YOUR COOPERATION IN RETURNING YOUR EXECUTED PROXY PROMPTLY WILL BE APPRECIATED. ANY SIGNED PROXY RETURNED AND NOT COMPLETED WILL BE VOTED IN FAVOR OF ALL THE PROPOSALS PRESENTED IN THE PROXY STATEMENT.

Very truly yours,

/s/ Pat Sek Yuen Chan

Pat Sek Yuen Chan
Chief Executive Officer



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
November 13, 2023

NOTICE IS HEREBY given that the 2023 Annual General Meeting of Shareholders (the "Meeting") of Borqs Technologies, Inc. (the "Company") will be held at 10:00 a.m. Eastern Time on December 18, 2023, at the office of Sichenzia Ross Ference Carmel LLP at 1185 Avenue of the Americas, 31/F, New York, NY 10036, USA, for the following purposes, of which Items 1 and 2 are more completely set forth in the accompanying Proxy Statement:

1. To elect two Class II Directors to serve until the 2026 Annual General Meeting of Shareholders ("Proposal One");
2. To ratify the appointment of Yu Certified Public Accountant PC, as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2023 ("Proposal Two"); and
3. To transact other such business as may properly come before the meeting or any adjournment(s) or postponement(s) thereof.

The board of directors has fixed the close of business on November 10, 2023, as the record date for the determination of the shareholders entitled to receive notice and to vote at the Meeting or any adjournment(s) or postponement(s) thereof.

Only holders of record of our ordinary shares, no par value (the "Ordinary Shares") at the close of business on November 10, 2023, will be entitled to vote at the Meeting. Each Ordinary Share then held entitles the holder thereof to one (1) vote per proposal.

IT IS IMPORTANT TO VOTE. WHETHER OR NOT YOU PLAN TO ATTEND THE MEETING, PLEASE COMPLETE, DATE, SIGN AND RETURN THE ENCLOSED PROXY IN THE ENCLOSED ENVELOPE, WHICH DOES NOT REQUIRE POSTAGE IF MAILED IN THE UNITED STATES. THE VOTE OF EVERY SHAREHOLDER IS IMPORTANT AND YOUR COOPERATION IN RETURNING YOUR EXECUTED PROXY PROMPTLY WILL BE APPRECIATED. ANY SIGNED PROXY RETURNED AND NOT COMPLETED WILL BE VOTED IN FAVOR OF ALL THE PROPOSALS PRESENTED IN THE PROXY STATEMENT.

All shareholders must present a form of personal photo identification in order to be admitted to the Meeting. In addition, if your shares are held in the name of your broker, bank or other nominee and you wish to attend the Meeting, you must bring an account statement or letter from the broker, bank or other nominee indicating that you were the owner of the Ordinary Shares on November 10, 2023.

If you attend the Meeting, you may revoke your proxy and vote in person.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Henry Sun

Henry Sun
Chief Financial Officer

November 13, 2023



BORQS TECHNOLOGIES, INC.

**PROXY STATEMENT
FOR
ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD ON DECEMBER 18, 2023**

INFORMATION CONCERNING SOLICITATION AND VOTING

GENERAL

The enclosed proxy is solicited on behalf of the board of directors (the "Board") of Borqs Technologies, Inc., a British Virgin Islands corporation (the "Company"), for use at the Company's 2023 Annual General Meeting of Shareholders (the "Meeting") to be held at the office of Sichenzia Ross Ference Carmel LLP at 1185 Avenue of the Americas, 31/F, New York, NY 10036, USA, at 10:00 a.m. Eastern Time on December 18, 2023, or at any adjournment(s) or postponement(s) thereof, for the purposes set forth herein and in the accompanying Notice of Annual General Meeting of Shareholders. This Proxy Statement and the accompanying form of proxy are expected to be mailed on or about November 20, 2023, to the shareholders of the Company entitled to vote at the Meeting.

VOTING RIGHTS AND OUTSTANDING SHARES

The Board has fixed the close of business on November 10, 2023 as the record date (the "Record Date") for the determination of the shareholders entitled to receive notice and to vote at the Meeting or any adjournment(s) or postponement(s) thereof. As of the Record Date, there were 16,342,316 ordinary shares, no par value (the "Ordinary Shares") issued and outstanding. Each shareholder of record on the Record Date is entitled to one (1) vote for each Ordinary Share then held. The Ordinary Shares represented by any proxy in the enclosed form will be voted in accordance with the instructions given on the proxy if the proxy is properly executed and is received by the Company prior to the close of voting at the Meeting or any adjournment(s) or postponement(s) thereof. Any proxies returned without instructions will be voted FOR the proposals set forth on the Notice of Annual General Meeting of Shareholders.

A quorum of fifteen percent (15%) of the Ordinary Shares outstanding as of the Record Date, present in person or by proxy, will be required to conduct the Meeting. If you choose to have your shares represented by proxy at the Meeting, you will be considered part of the quorum. If a quorum is not present at the Meeting, the Chairman of the Board may adjourn the meeting to a later date. If an adjournment is for more than thirty (30) days or a new record date is fixed for the adjourned meeting, we will provide notice of the adjourned meeting to each shareholder of record entitled to vote at the meeting.

The Ordinary Shares are listed on the OTC Pink under the symbol "BRQSF". As of the date of this Proxy Statement, the Company has an application pending to have its Ordinary Shares quoted on the OTCQB. There is no guarantee that the Ordinary Shares will be approved for quotation on the OTCQB.

REVOCABILITY OF PROXIES

A shareholder giving a proxy may revoke it at any time before it is exercised. A proxy may be revoked by filing with the Secretary of the Company at the Company's Hong Kong office, Office B, 21/F, Legend Tower, 7 Shing Yip Street, Kwun Tong, Kowloon, Hong Kong, a written notice of revocation by a duly executed proxy bearing a later date, or by attending the Meeting and voting in person.

PROPOSAL ONE
ELECTION OF DIRECTORS

As provided in the Company's Memorandum of Association, as amended, the Board is divided into three classes and each director is elected to serve for a three-year term. Directors elected to the Board serve until the annual general meeting of shareholders three years after their election or until a director's successor is duly elected. The terms of the two directors in Class I will expire at the 2025 Annual General Meeting of Shareholders. The term of the two directors in Class II will expire at the 2023 Annual General Meeting of Shareholders. The term of the one director in Class III will expire at the 2024 Annual General Meeting of Shareholders.

The Board has nominated Heung Sang Addy (Dexter) Fong and Shizhu (Steve) Long as Class II Directors. If duly elected at this Meeting, the foregoing nominees will serve until the 2026 Annual General Meeting of Shareholders or whenever their successors are duly elected.

Unless the proxy is marked to indicate that such authorization is expressly withheld, the person named in the enclosed proxy intend to vote the shares authorized thereby FOR the election of the following nominee. It is expected that the nominee will be able to serve, but if before the election it develops that the nominee is unavailable, the persons named in the accompanying proxy will vote for the election of such substitute nominee as the current board of directors may recommend.

Nominees for Election to the Company's Board of Directors

Information concerning the two nominees for Class II Director of the Company is set forth below:

Name	Age	Position
Heung Sang Addy (Dexter) Fong	64	Class II Director
Shizhu (Steve) Long	61	Class II Director

Heung Sang Addy (Dexter) Fong, 64, was elected as an independent board member by our stockholders in March 2020. He was also appointed as the Chairperson of the Audit Committee, our Audit Committee "financial expert," as member of the Compensation Committee, and as a member of the Enterprise Risk Oversight Committee. Mr. Fong has almost 36 years of experiences in cross border financial investments and business operations. Since 2017, he has served as the chief financial officer of Adlai Nortye Biopharma Ltd. Mr. Fong also led the B-round fundraising of Adlai Nortye Biopharma Ltd, but funding US\$53 million. He was the managing director of Bonus Eventus Securities Ltd. from 2015 to 2017, and was the chief financial officer of China Harmony Auto Holding Ltd. from 2012 to 2015 where he managed the company's initial public offering process onto the Hong Kong Stock Exchange (ticker HK: 03826). From 2009 to 2011, he was the director and chief financial officer of China Electric Motor, Inc. (NASDAQ: CELM) and Apollo Solar, Inc. (OTC: ASOE). Mr. Fong has held various financial executive positions for companies with businesses between China and the U.S. and his experience as an independent board member includes: Universal Technology (HK: 1026) from 2006 to 2013; China Housing and Land Development Inc. (NASDAQ: CHLN) from 2010 to 2014; independent director and audit committee chair for Sisram Med (HK: 01696) since 2017; and Kandi Technologies Corp (NASDAQ: KNDI) from 2007 to 2011. He also worked as a manager for KPMG from 1996 to 1997, and for Deloitte & Touché and Ernst & Young in the U.S. from 1993 to 1995. He was an auditor for Deloitte & Touché from 1989 to 1992. Mr. Fong received his Bachelor's degree in History from the Hong Kong Baptist University in 1982, an MBA in Accounting from the University of Nevada in 1988; he also earned a Master's Degree in Accounting from the University of Illinois in 1993. Mr. Fong is a member of AICPA & HKICPA.

Shizhu (Steve) Long, 61, was elected as an independent board member by our stockholders in March 2020. Mr. Long is an experienced telecommunication executive who has been working in the telecom industry for the last 25 years. Currently, he is the chief technology officer of Shenzhen Skyworth Digital Technology Corporation, which focuses on research and development, manufacture and sale of STB and broadband devices. He has comprehensive knowledge of the current telecommunications systems and equipment platforms. He recently had key research and development roles in the development of carrier class IPTV systems working with China Mobile Communications Corporations ("CMCC") to develop mobile phone backend service and information aggregation services. His latest research areas are broadband intellectual property-based advanced content delivery services and pertinent terminals. His other major research and development achievements include the development of the core network of personal handy-phone system ("PHS"), which was deployed in more than 150 systems all over China. Prior to joining UTStarcom Corp to start his telecommunication industry career in 1998, Mr. Long was a professor at the HuaZhong University of Science and Technology. He is also a rapporteur of the International Telecommunication Union ("ITU") of Geneva, Switzerland, particularly for Study Group 9 – Broadband cable and TV. Mr. Long received his Bachelor and Master degrees in Engineering from the HuaZhong University of Science and Technology.

Based on the above description of Mr. Fong and Mr. Long's extensive background, the Company believes that Mr. Fong and Mr. Li both qualify to serve on the Board of Directors.

The following subcommittees of the Board all consist of independent directors:

- **Audit Committee.** The Board established an Audit Committee, which is responsible for reviewing the Company's accounting controls and the appointment of the Company's outside auditors. The Audit Committee currently consists of Heung Sang Addy "Dexter" Fong (Chairperson), Wan Yu "Lawrence" Chow and Ji "Richard" Li.
- **Compensation Committee.** The Board established a Compensation Committee, which is responsible for implementing, reviewing and approving the Company's compensation plans to its employees and directors. The Compensation Committee currently consists of Heung Sang Addy "Dexter" Fong (Chairperson), Wan Yu "Lawrence" Chow and Ji "Richard" Li.
- **Nominating and Corporate Governance Committee.** The Board established a Nominating and Corporate Governance Committee, which is responsible for establishing criteria and qualifications for membership on the Board, selecting candidates, and monitoring and recommending subcommittees of the Board for the appropriate corporate governance guidelines. The Nominating and Corporate Governance Committee currently consists of Wan Yu "Lawrence" Chow (Chairperson) and Heung Sang Addy "Dexter" Fong.
- **Enterprise Risk Oversight Committee.** The Board established an Enterprise Risk Oversight Committee, which is responsible for carrying out the responsibility of overseeing the effectiveness of risk management policies, procedures and practices implemented by management of the Company with respect to strategic, operational, environmental, health and safety, human resources, legal and compliance and other risks faced by the Company. This committee currently consists of the same members as the Audit Committee.
- **Risk and Security Committee.** The Board established a Risk and Security Committee, which is responsible for overseeing and reviewing the Company's internal controls to protect the Company's information and proprietary assets. This committee currently consists of the same members of the Nominating and Corporate Governance Committee.

Required Vote. Approval of Proposal One will require the affirmative vote of the majority of the votes cast at a meeting where a quorum of at least 15% of the issued and outstanding share capital is present or represented.

THE BOARD OF DIRECTORS UNANIMOUSLY RECOMMENDS A VOTE IN FAVOR OF THE NOMINEES FOR THE CLASS II DIRECTORS. UNLESS REVOKED AS PROVIDED ABOVE, PROXIES RECEIVED BY MANAGEMENT WILL BE VOTED IN FAVOR OF SUCH PROPOSED DIRECTOR UNLESS A CONTRARY VOTE IS SPECIFIED.

PROPOSAL TWO

RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board is submitting for ratification at the Meeting the selection of Yu Certified Public Accountant PC (“YU CPA”) as the Company’s independent registered public accounting firm auditors for the fiscal year ending December 31, 2023. YU CPA was appointed as the Company’s independent registered public accounting firm by the Audit Committee on July 21, 2023.

YU CPA has advised the Company that YU CPA does not have any direct or indirect financial interest in the Company, nor has such firm had any such interest in connection with the Company other than in its capacity as the Company’s independent registered public accounting firm.

All services rendered by YU CPA are subject to review by the Audit Committee.

Required Vote. Approval of Proposal Two will require the affirmative vote of the majority of the votes cast at a meeting where a quorum of at least 15% of the issued and outstanding share capital is present or represented.

THE BOARD OF DIRECTORS UNANIMOUSLY RECOMMENDS A VOTE FOR RATIFICATION OF THE APPOINTMENT OF YU CERTIFIED PUBLIC ACCOUNTANT PC AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2023. UNLESS REVOKED AS PROVIDED ABOVE, PROXIES RECEIVED BY MANAGEMENT WILL BE VOTED IN FAVOR OF SUCH APPROVAL UNLESS A CONTRARY VOTE IS SPECIFIED.

SOLICITATION

The cost of preparing and soliciting proxies will be borne by the Company. Solicitation will be made primarily by mail, but shareholders may be solicited by telephone, telegraph, electronic mail or personal contact.

OTHER MATTERS

No other matters are expected to be presented for action at the Meeting. Should any additional matter come before the Meeting, it is intended that proxies in the accompanying form will be voted in accordance with the judgment of the person or persons named in the proxy.

REPORTS TO SHAREHOLDERS

The Company's latest annual report on Form 20-F to shareholders for the year ended December 31, 2022 (the "Annual Report") and this Proxy Statement are available on the Company's website at www.borqs.com. Upon request, and without charge, the Company will furnish each person to whom this Proxy Statement is delivered with a copy of the Company's Annual Report. To request a copy, please email to Sandra Dou, VP of Corporate Finance, at sandra.dou@borqs.net or write to Investor Relations, Borqs Technologies, Inc., Office B, 21/F, Legend Tower, 7 Shing Yip Street, Kwun Tong, Kowloon, Hong Kong.

By Order of the Board of Directors

/s/ Henry Sun

Henry Sun

Chief Financial Officer

November 13, 2023

YOUR VOTE IS IMPORTANT. PLEASE VOTE TODAY.

**Vote by Internet, Smartphone or Tablet –QUICK ★★★ EASY
IMMEDIATE – 24 Hours a Day, 7 Days a Week or by Mail**

BORQS TECHNOLOGIES, INC.

Your Mobile or Internet vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed and returned your proxy card by mail. Votes submitted electronically over the Internet must be received by 11:59 p.m., US Eastern Standard Time, on December 17, 2023.



VOTE BY INTERNET –
www.cstproxyvote.com

Use the Internet to vote your proxy. Have your proxy card available when you access the above website. Follow the prompts to vote your shares.



MOBILE VOTING –

On your Smartphone/Tablet, open the QR Reader and scan the below image. Once the voting site is displayed, enter your Control Number from the proxy card and vote your shares.



MAIL – Mark, sign and date your proxy card and return it in the postage-paid envelope provided.

**PLEASE DO NOT RETURN THE PROXY CARD
IF YOU ARE VOTING ELECTRONICALLY.**

▲ FOLD HERE • DO NOT SEPARATE • INSERT IN ENVELOPE PROVIDED ▲

PROXY

THIS PROXY WILL BE VOTED AS SPECIFIED ABOVE; UNLESS OTHERWISE INDICATED, THIS PROXY WILL BE VOTED FOR THE NOMINEES ON PROPOSAL NUMBER 1 AND FOR APPROVAL ON PROPOSAL NUMBER 2.

Please mark your votes like this



Proposal 1.

To elect two Class II Directors to serve until the 2026 Annual General Meeting of Shareholders;

- | | | | |
|-----------------------------------|---|--------------------------|--------------------------|
| | FOR ALL
NOMINEES LISTED
TO THE LEFT | FOR ALL
EXCEPT* | WITHHOLD
AUTHORITY |
| (1) Heung Sang Addy (Dexter) Fong | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| (2) Shizhu (Steve) Long | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

* (Instruction: To withhold authority to vote for any individual nominee, strike a line through that nominee's name in the list above)

Proposal 3.

To transact other such business as may properly come before the meeting or any adjournment(s) or postponement(s) thereof.

IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.

Proposal 2.

To ratify the appointment of Yu Certified Public Accountant PC, as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2023; and

- | | | |
|--------------------------|--------------------------|--------------------------|
| FOR | AGAINST | ABSTAIN |
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Mark here if you plan to attend the meeting.

CONTROL NUMBER

Signature

Signature, if held jointly

Date _____, 2023

Note: Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.

**Important Notice Regarding the Internet Availability of
Proxy Materials for the Annual General Meeting of Shareholders
The 2023 Proxy Statement and the 2022 Annual Report to Shareholders
are available at: <https://www.cstproxy.com/borqs/2023>**

▲ FOLD HERE • DO NOT SEPARATE • INSERT IN ENVELOPE PROVIDED ▲

PROXY

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

BORQS TECHNOLOGIES, INC.

ANNUAL GENERAL MEETING OF SHAREHOLDERS – DECEMBER 18, 2023 AT 10:00 AM (EST TIME)

The undersigned hereby appoint(s) each of Pat Chan and Henry Sun with the power of substitution and resubstitution to vote any and all shares in the capital of Borqs Technologies, Inc. (the "Company") which the undersigned would be entitled to vote as fully as the undersigned could do if personally present at the Annual General Meeting of Shareholders of the Company, to be held on December 18, 2023, at 10:00 A.M. US Eastern Standard Time, (or any adjournment(s) or postponement(s) thereof) at the office of Sichenzia Ross Ference Carmel LLP at 1185 Avenue of the Americas, 31/F, New York, NY 10036, USA, hereby revoking any prior proxies to vote said shares, upon the following items more fully described in the notice of any proxy statement for the annual general meeting (receipt of which is hereby acknowledged):

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF NO SUCH DIRECTION IS MADE, THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE BOARD OF DIRECTORS RECOMMENDATIONS.

PLEASE SIGN AND DATE THIS PROXY ON THE REVERSE SIDE AND RETURN PROMPTLY IN THE ENCLOSED POSTAGE-PAID ENVELOPE.

Mark here for address change.

(Continued, and to be marked, dated and signed, on the other side)
