YING KEE TEA HOUSE GROUP LIMITED
英記茶莊集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 8241)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the "**Meeting**") of Ying Kee Tea House Group Limited (the "**Company**") will be held at 8th Floor, Wah Shing Centre, 5 Fung Yip Street, Siu Sai Wan, Hong Kong on Thursday, 19 March 2020 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the following resolution with or without amendments as ordinary resolution:

ORDINARY RESOLUTION

"**THAT**

1 (a) the respective agreements dated 4 February 2020 (the "**Sale and Purchase Agreements**") and entered into between (i) Chan Sing Hoi Enterprises Limited (陳星海企業有限公司) as the vendor (the "**Vendor**") and Sing Hoi Properties Limited (星海置業有限公司) as the purchaser in relation to the sale and purchase of the property at Shop B, Ground Floor, Siu Ying Commercial Building, Nos. 151-155 Queen's Road Central, Hong Kong ("**Property 1**") for the consideration of HK$50.0 million; and (ii) the Vendor and Union Lucky Limited (英聯有限公司) as the purchaser in relation to the sale and purchase of the property at Ground Floor, Mei Wah Building, No. 170 Johnston Road, Wan Chai, Hong Kong ("**Property 2**") for the consideration of HK$45.5 million, (subject to adjustments according to the terms of the Sale and Purchase Agreements) (copies of the Sale and Purchase Agreements are marked "A" and produced to the Meeting and signed by the chairman of the Meeting for identification purpose), and the transactions contemplated thereunder be and are hereby ratified, confirmed and approved;

(b) the issuance of the respective promissory notes (the "**Promissory Notes**") in the principal sum of HK$25.0 million and HK$25.5 million by the Company to the Vendor (or their respective nominee) as part of the consideration for the acquisition of Property 1 and Property 2 pursuant to the terms and conditions of the Sale and Purchase Agreements be and is hereby approved; and

(c) any one or more of the director(s) of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents (including under seal) which he/she/they consider necessary or expedient to give effect to the Sale and Purchase Agreements and the transactions contemplated thereunder including but not limited to the issuance of the Promissory Notes, for and on behalf of the Company."

By order of the Board
Ying Kee Tea House Group Limited
Chan Kwong Yuen
Chairman

Hong Kong, 28 February 2020

Registered Office:
Suites 1106-08, 11th Floor
The Chinese Bank Building
61-65 Des Voeux Road, Central
Hong Kong

Head Office and Principal Place of Business:
8/F., Wah Shing Centre
5 Fung Yip Street
Siu Sai Wan
Hong Kong

Notes:

1. All resolution at the Meeting will be taken by poll (except where the chairman decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands) pursuant to the GEM Listing Rules. The results of the poll will be published on the GEM website at www.hkgem.com and the Company's website at www.yingkeetea.com in accordance with the GEM Listing Rules.

2. Any shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint another person (who must be an individual) as his/her proxy to attend and, subject to the provisions of the Amended and Restated Articles of Association of the Company, to vote on his/her behalf, and a proxy so appointed shall have the same right as the shareholder to speak at the meeting. A proxy need not be a shareholder of the Company but must be present in person at the Meeting to represent the shareholder. A shareholder of the Company who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf at the meeting. If more than one proxy is so appointed, the number and class of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.

3. A form of proxy for use at the Meeting is enclosed. Whether or not you intend to attend the Meeting in person, you are encouraged to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. Completion and delivery of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the Meeting or any adjournment thereof should he so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.

4. In order to be valid, the form of proxy, together with a 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 at the Company's share registrar and transfer office, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.

5. Where there are joint holders of any shares, any one of such joint holder may vote, either in person or by proxy, in respect of such shares as if he/she were solely entitled to vote, but if more than one of such joint holders are present at the Meeting, the most senior holder shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names of the joint holders stand on the register of members of the Company in respect of the joint holding.

6. For determining the entitlement to attend and vote at the Meeting, the register of members of the Company will be closed from Monday, 16 March 2020 to Thursday, 19 March 2020, both dates inclusive, during which period no transfer of shares will be effected. In order to be eligible to attend and vote at the Meeting, unregistered holders of the shares of the Company should ensure that all transfer forms accompanied by the relevant share certificate(s) must be lodged with the Company's share registrar and transfer office, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Friday, 13 March 2020.

7. If typhoon signal no. 8 or above, "extreme conditions" caused by super typhoons or a "black" rainstorm warning is hoisted or remains hoisted at 7:00 a.m. on the date of the Meeting, the Meeting will be postponed. The Company will post an announcement on the GEM website at www.hkgem.com and the Company's website at www.yingkeetea.com to notify shareholders of the Company of the date, time and place of the rescheduled meeting.

As at the date of this announcement, the Board comprises Mr. Chan Kwong Yuen, Mr. Chan Kun Yuen and Mr. Chan Shu Yuen as executive Directors; and Mr. Wong Chee Chung, Mr. Siu Chi Ming and Mr. Lee Wai Ho as independent non-executive Directors.