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**深圳控股有限公司**  
**SHENZHEN INVESTMENT LIMITED**

*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 00604)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (“**Meeting**”) of Shenzhen Investment Limited (the “**Company**”) will be held at Academy Rooms, 1st Floor, InterContinental Grand Stanford Hong Kong, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong at 10:30 a.m. on Thursday, 30 December 2021 for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions of the Company:

### **ORDINARY RESOLUTIONS**

**1. “THAT:**

- (a) the asset equity transfer agreement dated 18 October 2021 entered into amongst Shum Yip Group Limited\* (深業集團有限公司) (as the transferor), Shum Yip Holdings Company Limited (深業(集團)有限公司), the Company, Shenzhen Nongke Holdings Company Limited\* (深圳市農科集團有限公司) (“**Nongke**”, an indirect wholly-owned subsidiary of the Company) (as the transferee) and Shenzhen Nongke Dongcheng Estates Company Limited\* (深圳市農科東城置業有限公司) (an indirect wholly-owned subsidiary of the Company) in respect of the acquisition by Nongke of the interests corresponding to a land parcel located in Shahu-Biling area, Ping Shan District, Shenzhen, the PRC (中國深圳市坪山區沙湖-碧嶺地區) (lot no.: G11333-0099, land parcel code: 440307205001GB00621) (the “**Acquisition Agreement**”, a copy of which has been produced before the Meeting marked “A” and initialled by the chairman of the Meeting for the purpose of identification), and all transactions contemplated thereunder and in connection therewith be and are hereby approved, confirmed and ratified; and
- (b) the directors of the Company be and are hereby authorised for and on behalf of the Company to sign, execute, perfect, perform and deliver all such other agreements, instruments, deeds and documents and do all such acts or things and take all such steps as they may in their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement or give effect to or otherwise in connection with or incidental to the Acquisition Agreement and all the transactions contemplated thereunder and to agree to such variations, amendments or waivers as are, in the opinion of the directors of the Company, in the interests of the Company.”

2. “**THAT** Ms. SHI Xiaomei, who retires pursuant to the articles of association of the Company and is eligible for re-election, be and is hereby re-elected as a director of the Company.”

By order of the Board  
**SHENZHEN INVESTMENT LIMITED**  
**LU Hua**  
*Chairman*

Hong Kong, 30 November 2021

*Registered office:*

8th Floor, New East Ocean Centre  
9 Science Museum Road  
Tsim Sha Tsui, Kowloon  
Hong Kong

\* *For identification purpose only*

*Notes:*

1. A member of the Company entitled to attend and vote at the Meeting convened by the above notice is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. Votes may be given either personally (or, in the case of a shareholder being a corporation, by its duly authorised representative) or by proxy in accordance with the articles of association of the Company. A proxy need not be a member of the Company.
2. The instrument appointing a proxy must be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised.
3. Where there are joint registered holders of any share(s), any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share(s) as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of shareholders of the Company in respect of such share(s) shall alone be entitled to vote in respect thereof.
4. To be valid, a 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 that power or authority, must be delivered to the office of the Company's share registrar, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Meeting (or any adjournment thereof, as the case may be).
5. Delivery of an instrument appointing a proxy shall not preclude a member of the Company from attending and voting in person at the Meeting or poll concerned and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. The resolutions as set out in this notice will be decided by way of poll.
7. To ascertain the shareholders' entitlement to attend and vote at the Meeting, the register of members of the Company will be closed from Friday, 24 December 2021 to Thursday, 30 December 2021, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the

Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Thursday, 23 December 2021.

8. If a tropical cyclone warning signal no. 8 or above, or "extreme conditions" caused by super typhoons, or a black rainstorm warning signal is in force at any time between 8:30 a.m. and 10:30 a.m. on the day of the Meeting, the Meeting will be adjourned. The Company will post an announcement on the Company's website ([www.shenzheninvestment.com](http://www.shenzheninvestment.com)) and the HKEXnews website ([www.hkexnews.hk](http://www.hkexnews.hk)) to notify shareholders of the date, time and place of the adjourned meeting.

The Meeting will be held as scheduled when an amber or a red rainstorm warning signal is in force. Shareholders should decide on their own whether they would attend the Meeting under bad weather conditions bearing in mind their own situations.

9. Precautionary measures for the Meeting

To safeguard the health and safety of the shareholders and to prevent the spreading of the COVID-19 pandemic, the following precautionary measures will be implemented at the Meeting:

- limiting the number of attendees of the Meeting
- compulsory temperature checks
- every attendee will be required to wear a surgical face mask
- no refreshments or drinks will be served or distributed
- any other additional precautionary measures as considered appropriate in light of the development of COVID-19 pandemic

Attendees who do not comply with the precautionary measures may be denied entry to the Meeting.

**For the health and safety of the shareholders, the Company strongly encourages shareholders to exercise their right to vote at the Meeting by appointing the Chairman of the meeting as their proxy to vote on the resolutions instead of attending the meeting in person.**

10. Due to the constantly evolving COVID-19 pandemic situation in Hong Kong, the Company may be required to change the Meeting arrangements at short notice. Shareholders should check further announcements (if any) made by the Company which will be posted on the HKEXnews website ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company's website ([www.shenzheninvestment.com](http://www.shenzheninvestment.com)).

*As at the date of this notice, the Board comprises 8 directors, of which Dr. LU Hua, Mr. HUANG Wei, Ms. CAI Xun, Mr. DONG Fang and Ms. SHI Xiaomei are the executive directors of the Company and Mr. WU Wai Chung, Michael, Mr. LI Wai Keung and Dr. WONG Yau Kar, David are the independent non-executive directors of the Company.*