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盛洋投資

Gemini Investments (Holdings) Limited

盛洋投資（控股）有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 174)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a general meeting (the “GM”) of Gemini Investments (Holdings) Limited (the “Company”) will be held at Room 3902, 39th Floor, Tower One, Lippo Centre, No. 89 Queensway, Hong Kong (the “Principal Meeting Venue”) and online through the e-Meeting System (<https://spot-emeeting.tricor.hk/#/374>) on 18 May 2022 at 10:30 a.m. or any adjournment of such meeting for the following purposes. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as ascribed to them in the circular dated 25 April 2022 issued by the Company:

1. to consider and, if thought fit, approve, with or without modification, the following resolution as an ordinary resolution:

“**THAT**

- (a) the Neutron B Redemption pursuant to the Neutron B Redemption Notice and transactions contemplated thereunder be and are authorized, confirmed, approved and ratified;
- (b) any one Director be and is hereby authorised to take all steps and acts and things and to sign and execute all documents, instruments and agreements (including the affixation of the Company’s common seal) deemed by the Director to be incidental to, ancillary to or in connection with the Neutron B Redemption and the transactions contemplated thereunder.”

By order of the Board

Gemini Investments (Holdings) Limited

LAI Kwok Hung, Alex

Executive Director and Chief Executive Officer

Hong Kong, 25 April 2022

Notes:

- (1) In light of the current COVID-19 pandemic situation and the current regulatory requirements and guidelines under the laws of Hong Kong, the GM will be a hybrid meeting. The Company strongly encourages members to exercise their rights to attend and vote at the GM through the e-Meeting System. Shareholders will not be permitted to gain access to the Principal Meeting Venue of the GM in person. Via the e-Meeting System, registered Shareholders will be able to attend the GM, vote and submit questions online. Non-registered Shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the GM, vote and submit questions online through the e-Meeting System. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.
- (2) A Shareholder entitled to attend and vote at the GM may appoint a proxy or, if holding two or more ordinary shares, more than one proxy to attend, and speak and vote at, the GM or any adjournment thereof on his behalf. If a Shareholder appoints more than one proxy, he must specify the number of ordinary shares each proxy is appointed to represent. A proxy need not be a Shareholder. However, if a Shareholder (other than those who are required to attend the GM physically to form a quorate meeting) wishes to vote on any resolution at the Principal Meeting Venue of the Meeting, he/she/it must complete the proxy form and appoint the Chairman of the GM as his/her/its proxy to exercise his/her/its right to vote at the Principal Meeting Venue of the Meeting in accordance with his/her/its instructions.
- (3) To be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy thereof must be deposited at the Company's share registrar, Tricor Standard Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong or via the designated URL (<https://spot-emeeting.tricor.hk/#/374>) by using the username and password provided on the notification letter sent by the Company on 25 April 2022 not less than 48 hours before the time fixed for holding the GM or adjournment thereof. Completion and return of any instrument appointing a proxy shall not preclude a Shareholder from attending and voting online at the GM or any adjournment thereof by means of the e-Meeting System and, in such event, the instrument appointing a proxy shall be deemed to be revoked. The proxy form must be signed by the appointor or his attorney authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- (4) Registered Shareholders are requested to provide a valid email address of his or her proxy (except appointment of "**The Chairman of the Meeting**") for the proxy to receive the login and access code to participate online to the e-Meeting System.
- (5) To ascertain shareholders' eligibility to attend and vote at the GM, the register of members of the Company will be closed from 13 May 2022 to 18 May 2022, both days inclusive, during which period no transfer of shares of the Company will be effected. In order to qualify to attend and vote at the GM, all transfers of shares of the Company 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 no later than 4:30 p.m. on 12 May 2022.

The record date for such purposes is 18 May 2022.

- (6) Where there are joint registered holders of any ordinary share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such ordinary share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such ordinary share(s) shall alone be entitled to vote in respect thereof.

- (7) Shareholders are advised to read the circular to the shareholders of the Company dated 25 April 2022 which contains information concerning the resolution to be proposed in this notice and the detailed arrangements relating to participation and voting at the GM online.
- (8) According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders of the Company at a general meeting of the Company must be taken by poll. Accordingly, the chairman of the GM will exercise his power under the articles of association of the Company to demand a poll in relation to the proposed ordinary resolution at the GM.
- (9) Subject to the continuing development of the COVID-19 pandemic, the Company may be required to adopt further changes to the GM arrangements on short notice. Shareholders are advised to check the websites of the Company (www.geminiinvestments.com.hk) and The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) for any further announcement(s) and information relating to the GM.

As at the date of this notice, the Directors are as follows:

Executive Directors:

Mr. SUM Pui Ying
Mr. LAI Kwok Hung, Alex
Ms. LAM Yee Lan

Non-executive Directors:

Mr. TANG Runjiang
Mr. ZHOU Yue

Independent non-executive Directors:

Mr. LO Woon Bor, Henry
Ms. CHEN Yingshun
Mr. LEE Sai Kai, David