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

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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Jutal Offshore Oil Services Limited (the “Company”), you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

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**JUTAL OFFSHORE OIL SERVICES LIMITED**

**巨濤海洋石油服務有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3303)**

**SHAREHOLDER’S REQUISITION  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

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A notice convening the extraordinary general meeting of Jutal Offshore Oil Services Limited (the “Company”) to be held at the meeting room on Units 1102–3, 11th Floor, Nine Queen’s Road Central, Hong Kong on Friday, 26 August 2022 at 11 a.m. is set out on pages 12 to 14 of this circular.

Whether or not you are able to attend the extraordinary general meeting in person, you are requested to complete and return the form of proxy enclosed with this circular in accordance with the instructions printed thereon as soon as possible and, in any event, not less than 48 hours before the time appointed for holding the EGM or any adjourned meeting thereof to the Company’s share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (if the form of proxy will be returned before 15 August 2022) or 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong (if the form of proxy will be returned on or after 15 August 2022) . Completion and delivery of form of proxy will not preclude you from attending and voting at the EGM in person.

4 August 2022

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## PRECAUTIONARY MEASURES FOR THE EXTRAORDINARY GENERAL MEETING

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In view of the recent development of the COVID-19 pandemic and the recent guidelines for preventing and controlling its spread, the Company will implement the following precaution measures at the Extraordinary General Meeting:

- (i) The Company will limit attendance in person at the EGM venue in accordance with prevailing requirements or guidelines published by the Government and/or regulatory authorities at the time of the EGM. Given the limited capacity of the EGM venue and the requirements for social distancing to ensure attendee safety, only Shareholders and/or their representatives and relevant EGM staff will be admitted to the EGM. Admission to the EGM venue will not be granted in excess of the capacity of the EGM venue;
- (ii) Upon arrival, all attendees are required to take body temperature before registration. Anyone with a body temperature above 37.3 degrees Celsius will not be given access to the venue;
- (iii) Attendees must wear face-masks properly throughout the EGM and sit at a distance from other attendees. Please note that no masks will be provided at the EGM venue and attendees should bring and wear their own masks;
- (iv) There shall be no distribution of physical corporate souvenirs/gifts and no refreshments will be served, and
- (v) The Company might adopt other additional safe distancing measures as appropriate.

Any attendee, who (a) refuses to comply with the precautionary measures; (b) is subject to the Government's quarantine requirements or has close contact with any person under quarantine; (c) is subject to the Government's prescribed testing requirement or direction and has not tested negative; or (d) feels unwell or has any symptoms of Covid-19, will be denied entry into or be required to leave the EGM venue at the absolute discretion of the Company as permitted by law.

**It is possible that Shareholders and/or their representatives may not be able to attend in person at the EGM venue depending on prevailing Government regulations. Shareholders are strongly encouraged to appoint the chairman of the EGM as their proxy and to return their proxy forms by the time specified above, instead of attending the EGM in person.**

The Company seeks the understanding and cooperation of all Shareholders to minimise the risk of spreading COVID-19. Subject to the development of COVID-19, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate.

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## DEFINITIONS

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

“Articles”	the articles of association of the Company
“Board”	the board of directors of the Company
“Company”	Jutal Offshore Oil Services Limited, a company incorporated in the Cayman Islands and whose shares are listed on the Stock Exchange
“COVID-19”	the novel coronavirus (COVID-19) disease
“Director(s)”	the board of directors or directors of the Company
“Extraordinary General Meeting” or “EGM”	the extraordinary general meeting of the Company to be held at the meeting room on Units 1102–3, 11th Floor, Nine Queen’s Road Central, Hong Kong on Friday, 26 August 2022 at 11 a.m.; the notice of which is set out on pages 12 to 14 of this circular
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Notice”	the notice convening the Extraordinary General Meeting, which is set out on pages 12 to 14 of this circular
“Requisition”	a letter dated 25 July 2022 from Sanju HK to the Company, requesting the Board to convene an extraordinary general meeting of the Company for the purpose of considering and, if thought fit, passing the Resolutions (as defined hereinafter in the Letter of the Board)
“Sanju HK”	Sanju Environmental Protection (Hong Kong) Limited, a company incorporated in Hong Kong with limited liability
“Share(s)”	the share(s) of par value of HK\$0.01 each in the capital of the Company
“Shareholders”	holders of Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

*If there is any inconsistency in this circular between the Chinese and English versions, the English version shall prevail.*

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LETTER FROM THE BOARD

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**JUTAL**

**JUTAL OFFSHORE OIL SERVICES LIMITED**

**巨濤海洋石油服務有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3303)**

*Executive Directors:*

Mr. Wang Lishan (*Chairman*)  
Mr. Cao Yunsheng (*CEO and President*)  
Mr. Liu Yunian

*Non-executive Director:*

Mr. Han Guimao

*Independent Non-executive Directors:*

Ms. Choy So Yuk  
Mr. Tam Kin Yip  
Mr. Cheung Ngar Tat Eddie

*Registered Office:*

Cricket Square Hutchins Drive  
P.O. Box 2681  
Grand Cayman  
KY1-1111  
Cayman Islands

*Head Office and*

*Principal Place of Business:*

1102-3, 11th Floor  
No. 9 Queen's Road Central  
Hong Kong

4 August 2022

*To Shareholders*

Dear Sir or Madam,

**SHAREHOLDER'S REQUISITION  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**1. INTRODUCTION**

Reference is made to the announcement of the Company dated 27 July 2022 in relation to the Requisition from Sanju HK. The purpose of this circular is to provide Shareholders with (i) the information in relation to the Requisition; (ii) recommendations, if any, from the Board in relation to the Requisition; and (iii) the notice of the EGM.

Shareholders are advised to read this circular thoroughly and carefully before deciding how to vote on the resolutions.

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## LETTER FROM THE BOARD

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### 2. THE REQUISITION

On 25 July 2022, the Company received the Requisition from Sanju HK requesting the Board to convene an extraordinary general meeting of the Company pursuant to article 58 of the Articles for the purposes to consider the following resolutions (the “**Resolutions**”):

- “1. To consider, and if thought appropriate, resolve to appoint the following candidates as independent non-executive directors and executive directors of the Company with immediate effect:
  - (a) As independent non-executive directors:
    - (i) Mr Kwan Tong Kwong (鄺焜堂); and
    - (ii) Mr Yick Fabian Shin (洗易).
  - (b) As executive directors:
    - (i) Mr Wentao Zhao (趙文濤);
    - (ii) Mr Kun Hu (胡堃); and
    - (iii) Mr Yaoguang Li (李耀光).
2. To consider, and if thought appropriate, resolve that the Chairman of the Company, Mr Wang Lishan (the “**Chairman**”), deliver a signed report (the “**Report**”) to the members of the Company and, if necessary, to publish the Report by announcement(s) within 10 business days from the date of the Meeting, which addresses the following:
  - (a) The Chairman’s action plan addressing what steps the management team of the Company will take to:
    - (i) Improve the performance of the various businesses of the Company;
    - (ii) Increase the profitability of the Company;
    - (iii) Address the qualified opinion (“**Qualified Opinion**”) on the Company’s annual results for the year ended 31 December 2021, in particular, to remove the Qualified Opinion in the auditor’s report next year;
    - (iv) Address any corporate governance issues that may exist, and if so, determine whether a separate corporate governance report should be given to the members of the Company; and
    - (v) Address any other matters that Chairman considers to be in the best interests of the members to know.

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## LETTER FROM THE BOARD

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3. To approve a special resolution waiving, to the fullest extent necessary, Articles 104 and 169 of the Company's current memorandum and articles of association, to allow the Chairman to deliver the Report.
4. To transact such other business as may properly be brought before the Meeting."

Based on the records kept by Tricor Investor Services Limited, the Company's share registrar, as at the date of the Requisition, Sanju HK held 441,566,556 Shares in the Company, (representing approximately 26.26% of the Company's issued share capital) as at the date of the Requisition.

According to article 58 of the Articles, any one or more member(s) of the Company holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Secretary of the Company, to require an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition.

### **3. APPOINTMENTS OF DIRECTORS PROPOSED BY SANJU HK**

Pursuant to Rule 13.74 of the Listing Rules, the details of the directors proposed to be appointed by Sanju HK are set out in Appendix I to this circular.

For Shareholders' easy reference, we have set out the relevant articles, referred in the Requisition, of the Articles in Appendix II to this circular.

### **4. EXTRAORDINARY GENERAL MEETING**

In the Requisition, Sanju HK has requested the EGM to be conducted by a virtual meeting. The Company has sought advice from Cayman lawyer and understand that The Cayman Islands Companies Act, (2022 Revision) does not allow for virtual meetings of members of a company. Furthermore, the Articles do not authorise or anticipate virtual meetings.

The Notice of the EGM is set out on pages 12 to 14 of this circular. At the Extraordinary General Meeting, resolutions will be proposed to consider the resolution provided by Sanju HK.

A form of proxy for the EGM is enclosed with this circular. If you do not intend to be present at the EGM, you are requested to complete the form of proxy and return it to the Company's Share Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (if the form of proxy will be returned before 15 August 2022) or 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong (if the form of proxy will be returned on or after 15 August 2022) in accordance with the instructions printed thereon not less than 48 hours before the time fixed for the EGM or any adjourned meeting thereof. The

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## LETTER FROM THE BOARD

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completion and delivery of a form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting thereof.

### 5. LISTING RULES REQUIREMENT

According to rule 13.39(4) of the Listing Rules, 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, any vote of Shareholders at a general meeting must be taken by poll. Therefore, all the resolutions put to the vote at the EGM will be taken by way of poll.

### 6. 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. Save as disclosed in this circular, 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.

### 7. NO RECOMMENDATION FROM THE BOARD

With regard to the proposed resolution 1, Shareholders should note that the details of the proposed directors as set out in Appendix I to this circular have been reproduced from and are solely based on the information provided to the Company in the Requisition. The Board has not verified the particulars of the proposed Directors as stated in Appendix I and no recommendation has been made by the Board with regard to their proposed appointments. Further, the Board is not in a position to comment on whether there is any matter regarding their proposed appointments that needs to be brought to the attention of the Shareholders pursuant to the Listing Rules.

Save as disclosed in this circular, the Board expressed no opinion on the Requisition,

### 8. ADDITIONAL INFORMATION

Your attention is also drawn to the information set out in the appendix to this circular. You are recommended to read carefully the information set out in the appendix before voting on the Resolutions.

Yours faithfully,  
By Order of the Board  
**JUTAL OFFSHORE OIL SERVICES LIMITED**  
**Wang Lishan**  
*Chairman*

**1. PARTICULARS OF THE DIRECTORS**

The following are the particulars of the directors, provided to the Company in the Requisition, proposed to be appointed at the EGM:

**Mr Kwan Ton Kwong (鄺焜堂)**

Mr Kwan Tong Kwong, aged 56, is an Independent Non-Executive Director, the Chairman of the remuneration committee and a member of the audit committee of China Automotive New Retail (Holdings) Limited (stock code: 526.HK). From March 2013 to March 2022, Mr Kwong was the Chief Financial Officer, Company Secretary and Authorized Representative of Weichai Power Co., Ltd., a company listed on the Stock Exchange of Hong Kong Limited (stock code: 2338.HK) and the Shenzhen Stock Exchange (stock code: SZ.000338). Mr Kwong obtained a diploma in accountancy from the Morrison Hill Technical Institute in Hong Kong in 1987. He is a fellow member of the Association of Chartered Certified Accountants, a member of the Hong Kong Institute of Certified Public Accountants and a member of the Chartered Institute of Management Accountants. Mr Kwong has over 30 years of experience in accounting, internal audit and financial management fields.

**Mr Yick Fabian Shin (洗易)**

Mr Yick Fabian Shin, aged 53, is currently a non-executive directors of Pak Tak International Limited (stock code: 2668.HK), an independent director of Olympic Circuit Technology Co., Ltd. (stock code: SH.603920), and an independent non-executive director of Newton Resources Ltd. (stock code: 1231.HK), China Automobile New Retail (Holdings) Ltd. (stock code: 526.HK) and Zhengye International Holdings Co Ltd (stock code: 3363.HK). During the period from January 2021 to April 2021, Mr Shin was the company secretary of Victory City International Holdings Ltd. (stock code: 539.HK). During the period from June 2018 to January 2019, he was a Senior Consultant of a Chinese securities company, from August 2015 to May 2018 the Chief Executive Officer of a private corporate finance company and from February 2010 to July 2015 the Deputy Chief Executive Officer of CMB International Capital Limited. Mr Shin has over 30 years of experience in investment banking and financial management. Prior to joining CMB International Capital Limited, he worked for a number of investment banks in Hong Kong. Mr Shin was an Independent Non-Executive Director of China Tianrui Automotive Interiors Co. Ltd. (stock code: 6162.HK) and a Director of Bio-Key Incorporation Inc. (stock code: NASDAQ: BKYI), a company listed on the NASDAQ Stock Exchange, and resigned on 15 September 2020 and 2 September 2020 respectively. Mr Shin was subject to public sanctions imposed by the Securities and Futures Commission (“SFC”) on 16 September 2020 (“Sanctions”), whereby the SFC prohibited Mr Shin from re-entering the industry for 20 months from 15 September 2020 to 14 May 2022 for failing to discharge his duties as a sponsor principal, a responsible office and Chief Executive Officer of a listed entity and for breaching the SFC’s “Code of Conduct for Persons Licensed by or Registered with the SFC” and “Additional Fit and Proper Guidelines for Corporations and Authorized Financial

Institutions applying or continuing to act as Sponsors and Compliance Advisers”. In relation to the same matter, the Hong Kong Institute of Certified Public Accountants (“HKICPA”) resolved on 25 August 2021 that Mr Shin failed or neglected to observe, maintain or otherwise apply the fundamental principle of professional behaviour under sections 100.5(e) and 150 of the applicable Code of Ethics for Professional Accountants. Based on the Sanctions’ investigation findings, Mr Shin was reprimanded and ordered to pay costs of HK\$15,000 to the HKICPA. With effect from 31 August 2021, Mr Shin resigned as a member of the HKICPA and ceased to be a Fellow of the HKICPA. Mr Shin graduated from the University of Birmingham in the United Kingdom with a Bachelor of Commerce degree. After his graduation, he worked in the audit department of Deloitte Touche Tohmatsu and also as the group financial controller and Company Secretary of a Hong Kong-listed company. Mr Shin is a Fellow of the Association of Chartered Certified Accountants, the Institute of Chartered Secretaries and Administrators and the Hong Kong Institute of Chartered Secretaries.

**Mr Wentao Zhao (趙文濤)**

Mr Wentao Zhao, aged 40, joined Beijing Sanju Environmental Protection & New Materials Co. Ltd in July 2009 and served as engineer, Deputy Director and Director of the technical development department of the company. He has been the Deputy General Manager of the company since July 2021. He is also an Executive Director of Inner Mongolia Sanju Jiajing New Energy Co., Ltd and a Director of Fujian Sanju Fuda Fertilizer Catalyst National Engineering Research Center Co., Ltd. and of Shandong Sanju Bioenergy Co. Ltd. and of Inner Mongolia Meifang Coal Coking Co., Ltd. Mr Zhao has long been engaged in technology R&D, foreign technical cooperation work, undertaking catalyst research R&D and industrialization work, and is the backbone of catalyst research and development of the company. He was awarded the Capital Labor Medal and the National May Day Labor Medal. He has won the first prize of Science and Technology Progress of China Petroleum and Chemical Industry Federation twice, applied for 80 patents and published more than ten industry papers. He is a member of the Communist Party of China and has obtained a doctoral degree and the title of Senior Engineer.

**Mr Kun Hu (胡堃)**

Mr Kun Hu, aged 40, joined Beijing Sanju Environmental Protection & New Materials Co. Ltd as Assistant General Manager since April 2022 and is responsible for the planning and operation and legal management of the company. Mr Hu has many years of experience in business management and has served as Manager of the development department and Assistant General Manager of Beijing Fuquan Investment Co., Ltd., as Senior Investment Manager of Huifu Hengtai (Beijing) Fund Management Co., Ltd., Development Director of Dihai Investment Holding Group, General Manager of Zhongguancun Chuangke Town (Beijing) Technology Co., Ltd., and Deputy General Manager of Beijing Chuangke Town Real Estate Co., Ltd. Mr Hu received a bachelor’s degree in Engineering from Tsinghua University and a master’s degree in Science from the Chinese Academy of Sciences.

**Mr Yaoguang Li(李耀光)**

Mr Yaoguang Li, aged 34, joined Beijing Sanju Environmental Protection & New Materials Co. Ltd as assistant to the Chairman since September 2021 and is responsible for corporate strategy, capital operation and asset restructuring. Mr Li is a Certified Public Accountant in China and has more than ten years of experience in business strategy and investment financing. Mr Li also serves as a Director of Sanju Environmental Protection Energy International Co. Ltd. From September 2011 to September 2021, Mr Li served as a Senior Auditor of Deloitte Touche Tohmatsu, a Senior Investment Manager of Kunwu Jiuding Investment Management Co. Ltd., Head of the Public Utilities and Energy Conservation and Environmental Protection Department of the Investment Banking Committee of Jiuzhou Securities Co., Ltd., and a General Manager of the Investment Management Department of Civil Aviation Investment Fund Management Co., Ltd. Mr. Li received a bachelor's degree in Economics and a master's degree in Management from the University of International Business and Economics in China.

**THE ARTICLES**

Set out below are the relevant Articles referred to in this circular for Shareholder's reference:

58. The Board may whenever it thinks fit call extraordinary general meetings. Any one or more Members holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Secretary of the Company, to require an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition; and such meeting shall be held within two (2) months after the deposit of such requisition. If within twenty-one (21) days of such deposit the Board fails to proceed to convene such meeting the requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.
104. (1) The business of the Company shall be managed and conducted by the Board, which may pay all expenses incurred in forming and registering the Company and may exercise all powers of the Company (whether relating to the management of the business of the Company or otherwise) which are not by the Statutes or by these Articles required to be exercised by the Company in general meeting, subject nevertheless to the provisions of the Statutes and of these Articles and to such regulations being not inconsistent with such provisions, as may be prescribed by the Company in general meeting, but no regulations made by the Company in general meeting shall invalidate any prior act of the Board which would have been valid if such regulations had not been made. The general powers given by this Article shall not be limited or restricted by any special authority or power given to the Board by any other Article.
- (2) Any person contracting or dealing with the Company in the ordinary course of business shall be entitled to rely on any written or oral contract or agreement or deed, document or instrument entered into or executed as the case may be by any two of the Directors acting jointly on behalf of the Company and the same shall be deemed to be validly entered into or executed by the Company as the case may be and shall, subject to any rule of law, be binding on the Company.
- (3) Without prejudice to the general powers conferred by these Articles it is hereby expressly declared that the Board shall have the following powers:
- (a) To give to any person the right or option of requiring at a future date that an allotment shall be made to him of any share at par or at such premium as may be agreed.

- (b) To give to any Directors, officers or servants of the Company an interest in any particular business or transaction or participation in the profits thereof or in the general profits of the Company either in addition to or in substitution for a salary or other remuneration.
  - (c) To resolve that the Company be deregistered in the Cayman Islands and continued in a named jurisdiction outside the Cayman Islands subject to the provisions of the Law.
- (4) Except as would, if the Company were a company incorporated in Hong Kong, be permitted by Section 157H of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as in force at the date of adoption of these Articles, and except as permitted under the Law, the Company shall not directly or indirectly:
- (i) make a loan to a Director or a director of any holding company of the Company or to any of their respective associates (as defined by the rules, where applicable, of the Designated Stock Exchange);
  - (ii) enter into any guarantee or provide any security in connection with a loan made by any person to a Director or such a director; or
  - (iii) if any one or more of the Directors hold (jointly or severally or directly or indirectly) a controlling interest in another company, make a loan to that other company or enter into any guarantee or provide any security in connection with a loan made by any person to that other company.
169. No Member shall be entitled to require discovery of or any information respecting any detail of the Company's trading or any matter which is or may be in the nature of a trade secret or secret process which may relate to the conduct of the business of the Company and which in the opinion of the Directors it will be inexpedient in the interests of the members of the Company to communicate to the public.

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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# JUTAL

## JUTAL OFFSHORE OIL SERVICES LIMITED

巨濤海洋石油服務有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3303)**

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting of the shareholders of Jutal Offshore Oil Services Limited (the “**Company**”) will be held at the meeting room on Units 1102–3, 11th Floor, Nine Queen’s Road Central, Hong Kong on Friday, 26 August 2022 at 11 a.m. for the following purposes:

“1. To consider, and if thought appropriate, resolve to appoint the following candidates as independent non-executive directors and executive directors of the Company with immediate effect:

(a) As independent non-executive directors:

- (i) Mr Kwan Tong Kwong (鄺焜堂); and
- (ii) Mr Yick Fabian Shin (洗易).

(b) As executive directors:

- (i) Mr Wentao Zhao (趙文濤);
- (ii) Mr Kun Hu (胡堃); and
- (iii) Mr Yaoguang Li (李耀光).

2. To consider, and if thought appropriate, resolve that the Chairman of the Company, Mr Wang Lishan (the “**Chairman**”), deliver a signed report (the “**Report**”) to the members of the Company and, if necessary, to publish the Report by announcement(s) within 10 business days from the date of the Meeting, which addresses the following:

(a) The Chairman’s action plan addressing what steps the management team of the Company will take to:

- (i) Improve the performance of the various businesses of the Company;
- (ii) Increase the profitability of the Company;

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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- (iii) Address the qualified opinion (“**Qualified Opinion**”) on the Company’s annual results for the year ended 31 December 2021, in particular, to remove the Qualified Opinion in the auditor’s report next year;
  - (iv) Address any corporate governance issues that may exist, and if so, determine whether a separate corporate governance report should be given to the members of the Company; and
  - (v) Address any other matters that Chairman considers to be in the best interests of the members to know.
3. To approve a special resolution waiving, to the fullest extent necessary, Articles 104 and 169 of the Company’s current memorandum and articles of association, to allow the Chairman to deliver the Report.
4. To transact such other business as may properly be brought before the Meeting.”

By Order of the Board  
**JUTAL OFFSHORE OIL SERVICES LIMITED**  
**Wang Lishan**  
*Chairman*

Hong Kong, 4 August 2022

*Notes:*

- (1) Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company. All proxies must be deposited with the Company’s share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (if the form of proxy will be returned before 15 August 2022) or 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong (if the form of proxy will be returned on or after 15 August 2022), not less than 48 hours before the time appointed for the meeting.
- (2) The Register of Members will be closed from 23 August 2022 to 26 August 2022 (both days inclusive). In order to be qualified for attending to vote during the Extraordinary General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company’s share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (if the transfer will be lodged before 15 August 2022) or 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (if the transfer will be lodged on or after 15 August 2022) not later than 4:30 p.m. on 22 August 2022.
- (3) Shareholders and other persons attending the EGM should note that, consistent with the government guidelines for the prevention and control of COVID-19, the Company will implement precautionary measures to reduce the risk of contracting and spreading of COVID-19 at the EGM, including, without limitation: (i) limiting the number of the EGM attendees to avoid over-crowding; (ii) upon arrival, all attendees are required to take body temperature before registration. Anyone with a body temperature above 37.3 degrees Celsius will not be given access to the venue; (iii) attendees must wear face-masks properly throughout the EGM and sit at a distance from other attendees; (iv) there shall be no distribution of physical corporate souvenirs/gifts and no refreshments will be served; and (v) other safe distancing measures will be adopted as appropriate.

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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Any attendee, who (a) refuses to comply with the precautionary measures; (b) is subject to the Government's quarantine requirements or has close contact with any person under quarantine; (c) is subject to the Government's prescribed testing requirement or direction and has not tested negative; or (d) feels unwell or has any symptoms of Covid-19, will be denied entry into or be required to leave the EGM venue at the absolute discretion of the Company as permitted by law.

**It is possible that Shareholders and/or their representatives may not be able to attend in person at the EGM venue depending on prevailing Government regulations. Shareholders are strongly encouraged to appoint the chairman of the EGM as their proxy and to return their proxy forms by the time specified above, instead of attending the EGM in person.**

The Company seeks the understanding and cooperation of all Shareholders to minimise the risk of spreading COVID-19. Subject to the development of COVID-19, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate.