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RYKADAN CAPITAL LIMITED

宏基資本有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2288)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Rykadan Capital Limited (the “**Company**”) will be held at Room 1, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong on Thursday, 8 September 2022 at 4:30 p.m. (or soon thereafter as the 2022 annual general meeting of the Company to be held at 3:00 p.m. on the same day and at the same place has been concluded or adjourned), for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution (with or without modifications). Unless the context requires otherwise, the terms used herein shall have the same meanings as those used in the circular to the shareholders of the Company (the “**Shareholders**”) dated 19 August 2022 (the “**Circular**”).

ORDINARY RESOLUTION

1. “**THAT:**

- (a) the Master Agreement dated 17 June 2022 entered into among Worth Celestial Limited, Harbour Best Investments Limited, Century Winner Inc, Rykadan Carlyle South LLC, William Chan and Madeline Ng (a copy of which has been marked “A” and produced to the EGM and initialled by the chairman of the EGM for the purpose of identification) and the transactions and possible transactions contemplated thereunder (including the Proposed Acquisition, the Proposed Disposal, the Proposed Joint Venture and the Possible Unwinding Transaction (all such capitalised terms as defined in the Circular)) be and are hereby approved, confirmed and/or ratified; and

(b) any one or more of the directors of the Company be and is/are hereby authorised for and on behalf of the Company to approve, execute any further instrument, deed, agreement or document, waiver and/or amendment and to do all such acts and things as he/they may in his/their absolute discretion consider necessary, appropriate, desirable or expedient for the Company and/or any of its subsidiaries to give effect to the Master Agreement and the transactions and possible transactions contemplated thereunder (including the Proposed Acquisition, the Proposed Disposal, the Proposed Joint Venture and the Possible Unwinding Transaction (all such capitalised terms as defined in the Circular)) and all matters incidental thereto or in connection therewith.”

By Order of the Board
Rykadan Capital Limited
宏基資本有限公司
Lui Man Kit
Company Secretary

Hong Kong, 19 August 2022

Notes:

1. All resolution(s) at the EGM will be taken by poll pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
2. A member entitled to attend and vote at the EGM is entitled to appoint one or more (if he holds more than one Share) proxies to attend and vote instead of him. If more than one proxy is appointed, the appointment shall specify the number of shares of the Company (the “**Shares**”) in respect of which each such proxy is so appointed. A proxy need not be a member of the Company.
3. In order 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 certified copy thereof, must be deposited at the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy shall not preclude a member of the Company from attending and voting in person at the EGM or any adjournment thereof (as the case may be) and, in such event, the said form of proxy shall be deemed to be revoked.
4. For determining the qualification of members to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 5 September 2022 to Thursday, 8 September 2022, both dates inclusive, during which period no transfer of Shares will be registered. In order to be eligible as members to attend and vote at the EGM, all transfer documents, accompanied by the relevant Shares certificates, must be lodged with the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 2 September 2022.

5. If a black rainstorm warning signal or a tropical cyclone warning signal no. 8 or above is in force in Hong Kong 2 hours before the scheduled time of the EGM, the EGM will be adjourned. The Company will post an announcement on the Company's website and the Stock Exchange's website 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.
6. In view of the ongoing COVID-19 pandemic and in line with the Hong Kong Government's directive on social distancing, personal and environmental hygiene, the Company will implement the following preventive measures at the EGM to protect attending Shareholders, staff and other stakeholders from the risk of infection:
 - (a) Compulsory temperature screening/checks will be carried out on every attendee at the main entrance of the venue. Any person with a body temperature above the reference range quoted by the Department of Health, or is exhibiting flu-like symptoms or is otherwise unwell may be denied entry into the venue and be requested to leave the venue.
 - (b) Every attendee will be required to wear a surgical face mask 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 wear their own masks.
 - (c) There will be no distribution of gifts and no provision of beverages and refreshments attendees at the EGM.
 - (d) Every attendee will be required to complete scan the "LeaveHomeSafe" venue and vaccination record QR codes and comply with the requirements of the "Vaccine Pass Direction", prior to entry into the EGM venue.

Attendees are in addition requested to observe and practise good personal hygiene at all times. Any attendee, who (i) does not comply with the precautionary measures; (ii) is subject to any mandatory quarantine (including home quarantine) imposed by the Government or has close contact with any person under quarantine; (iii) is subject to the Government's prescribed testing requirement or direction and has not tested negative; or (iv) has any flu-like symptoms or is otherwise unwell, may be denied entry into or be required to leave the EGM venue, at the absolute discretion of the Company to the extent permitted by law.

7. The Company wishes to strongly advise Shareholders to appoint the chairman of the EGM as their proxy to vote on the relevant resolution(s) at the EGM as an alternative to attending the EGM in person.
8. Due to the constantly evolving COVID-19 pandemic situation in Hong Kong, the Company may be required to change the EGM arrangements on short notice. Shareholders should check the Company's website for future announcements and updates on the EGM arrangements.

As at the date of this notice, the Board comprises Mr. Chan William (Chairman and Chief Executive Officer), Mr. Yip Chun Kwok (Chief Operating Officer) and Mr. Lo Hoi Wah, Heywood (Chief Financial Officer) as executive Directors, Mr. Ng Tak Kwan as a non-executive Director and Mr. To King Yan, Adam, Mr. Wong Hoi Ki and Mr. Ho Kwok Wah, George as independent non-executive Directors.