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Yun Lee Marine Group Holdings Limited 潤利海事集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2682)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“EGM”) of the Company will be held at Level 22, Nexxus Building, 41 Connaught Road Central, Hong Kong on Tuesday, 25 April 2023 at 2:00 p.m for the following purpose of considering and, if thought fit, passing with or without amendment, the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“THAT:

1. the agreement dated 13 January 2023 (the “**Agreement**”) entered into between UNIVERSAL MARINE SERVICES LIMITED, an indirect wholly owned subsidiary of the Company (the “**Purchaser**”), CHAN SHING LAM (“**Vendor 1**”) and CHOW WAI MING (“**Vendor 2**”) (Vendor 1 and Vendor 2 together, the “**Vendors**”) pursuant to which the Vendors have agreed to sell and the Purchaser has agreed to purchase 34% of entire issued and paid up share capital of Yun Lee (Tim Kee) Marine Construction Limited for the consideration of HK\$23,800,000 and the transactions contemplated thereunder be and are hereby confirmed, approved and ratified;
2. any one or more of the directors of the Company (the “**Directors**”) be and is/are hereby authorised to do all such acts and things and execute all such documents (in case of execution of documents under seal, to do so by any two Directors) and to take such steps which he/she/they may consider necessary, appropriate, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Agreement and the transactions contemplated thereunder;
3. (a) Ms. Chan Hei Ting be re-elected as independent non-executive Director; and
(b) Ms. Hong Ting be re-elected as independent non-executive Director.”

By order of the Board
Yun Lee Marine Group Holdings Limited
Wen Tsz Kit Bondy
Chairman and executive Director

Hong Kong, 31 March 2023

Notes:

1. A form of proxy for the EGM is enclosed.
2. Only members are entitled to attend and vote at the meeting (or at any adjournment thereof).
3. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint one or more proxies (who must be an individual) to attend and vote instead of him/her. A proxy need not be a member of the Company.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly 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. To be valid, the instrument appointing a 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 branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours before the time appointed for holding the extraordinary general meeting or any adjournment thereof.
5. The register of members of the Company will be closed from Thursday, 20 April 2023 to Tuesday, 25 April 2023, both dates inclusive, during which period, no transfer of shares will be registered. In order to qualify to attend and vote at the EGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the office of the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than Wednesday, 19 April 2023.
6. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning is in effect any time after 7:00 a.m. on the date of the extraordinary general meeting, the meeting will be postponed. The Company will post an announcement on the website of Company at www.yunlee.com.hk and on the HKExnews website of the Stock Exchange at www.hkexnews.hk to notify Shareholders of the date, time and place of the rescheduled meeting.

As at the date of this announcement, the Board comprises two executive directors, namely Mr. Wen Tsz Kit Bondy and Ms. Chan Sau Ling Amy, and two independent non-executive Directors, namely Ms. Chan Hei Ting and Ms. Hong Ting.