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## **AFFLUENT PARTNERS HOLDINGS LIMITED**

**錢唐控股有限公司\***

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

**(Stock Code: 1466)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of Affluent Partners Holdings Limited (the “**Company**”) will be held at Units 5906–12, 59/F, The Center, 99 Queen’s Road Central, Central, Hong Kong on Thursday, 8 February 2024 at 11:00 a.m., or any adjournment thereof, for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution of the Company. Capitalised terms defined in the circular dated 25 January 2024 issued by the Company (the “**Circular**”) of which this notice forms part shall have the same meanings when used herein unless otherwise specified:

#### **ORDINARY RESOLUTION**

“**THAT:**

- (a) the Sale and Purchase Agreement (a copy of which has been produced to the meeting and initialed by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder including the issue of the Consideration Shares, the Convertible Bond (including the Conversion Shares), be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee of the Hong Kong Stock Exchange granting the approval of the listing of, and permission to deal in, the Consideration Shares and the Conversion Shares to be issued by the Company in satisfaction of the Consideration payable by the Purchaser under the Sale and Purchase Agreement, the Directors be and are hereby granted the specific mandate to allot and issue the Consideration Shares and the Conversion Shares and take all such steps and do all such acts as may be necessary or expedient in order to give effect to the same; and

\* *for identification purpose only*

- (c) any one Director (or one Director and the secretary of the Company or any two Directors or such other person or persons (including a Director) as the Board may appoint, in case of execution of documents under seal) be and is hereby authorised to sign, execute and deliver all such documents and to do all such acts or things which he/she/they consider(s) necessary, desirable or expedient to implement, or to give effect to the transactions contemplated under the Sale and Purchase Agreement.”

By order of the Board  
**AFFLUENT PARTNERS HOLDINGS LIMITED**  
**Cheng Chi Kin**  
*Chairman*

Hong Kong, 25 January 2024

*Registered Office:*

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

*Principal place of business in Hong Kong:*

Room 906, 9/F.  
Wings Building  
110–116 Queen’s Road Central  
Central, Hong Kong

*Notes:*

1. The resolution set out in this notice of EGM will be taken by poll (except where the chairman decides to allow a resolution which relates to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.affluent-partners.com](http://www.affluent-partners.com) in accordance with the Listing Rules.
2. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it and a proxy so appointed shall have the same right as the Shareholder to speak at the meeting. A proxy need not be a Shareholder. A Shareholder who is the holder of two or more Shares may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at the EGM. If more than one proxy is appointed, the number of Shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. On a poll, votes may be given either personally (or in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy.
3. A form of proxy for use at the EGM is enclosed with the circular of the Company dated 25 January 2024. 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 notarially certified copy of that power of attorney or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof (as the case may be).
4. Whether or not you are able to attend the EGM in person, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the Tricor Investor Services Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding the meeting or any adjournment thereof (i.e. not later than 11:00 a.m. on Tuesday, 6 February 2024). Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should they so wish. If you attend and vote at the EGM in person, the form of proxy shall be deemed to be revoked.

5. Where there are joint registered holders of any Shares, any one of such holder may vote at the EGM (or any adjournment thereof), either in person or by proxy, in respect of such Shares as if he/she/it were solely entitled thereto, but if more than one of such joint registered holders are present at the EGM in person or by proxy, that one of such holders so present whose name stands first on the register of members of the Company in respect of the joint holding shall alone be entitled to vote in respect of such Share.
6. The register of members of the Company will be closed from Monday, 5 February 2024 to Thursday, 8 February 2024 (both days inclusive), for the purpose of determining shareholders' entitlement to attend and vote at the EGM, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the EGM, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, 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 February 2024.
7. If typhoon signal no. 8 or above, or a "black" rainstorm warning or extreme conditions caused by super typhoons is hoisted or remains hoisted in Hong Kong after 8:00 a.m. on the date of the EGM, the EGM will be postponed. The Company will publish an announcement on the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.affluent-partners.com](http://www.affluent-partners.com) to notify the Shareholders of the date, time and place of the rescheduled meeting as and when appropriate.
8. A circular containing further details concerning items set out in the notice will be sent to the all Shareholders.
9. Reference to time and dates in this notice are to Hong Kong time and dates.

*As at the date of this announcement, the Board comprises Mr. Cheng Chi Kin (Chairman), Mr. Cheung Sze Ming and Mr. Dong Peng as executive Directors; Mr. Zhu Yongjun as non-executive Director; Mr. Wong Siu Keung Joe, Mr. Chang Chunyu and Mr. Lee Ka Leung Daniel as independent non-executive Directors.*