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KINGKEY FINANCIAL INTERNATIONAL (HOLDINGS) LIMITED

京基金融國際(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01468)

**NOTICE OF EXTRAORDINARY GENERAL MEETING
HELD ON 8 MARCH 2024**

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of the Company (the “EGM”) will be held at 10/F, Konnect, 303 Jaffe Road, Wan Chai, Hong Kong on Friday, 8 March 2024, at 4:00 p.m., Hong Kong for the purpose of transacting the following business:

ORDINARY RESOLUTIONS

1. **THAT** the “General Mandate” as defined in the Company’s circular dated 28 July 2023 (the “**2023 AGM Circular**”) granted by the shareholders of the Company (the “**Shareholders**”) to the directors of the Company (the “**Directors**”) at the annual general meeting of the Company held on 7 September 2023 (“**2023 AGM**”) to allot, issue, and deal with unissued shares in the Company (the “**Shares**”) or securities convertible into Shares or options, warrants, or similar rights to subscribe for any Shares or such convertible securities (the “**Derivatives**”) and to make or grant offers, agreements, or options that would or might require the exercise of such powers (re-defined herein as the “**Issue Mandate**”), on the terms and conditions as set out in resolution numbered 4 (“**Resolution No. 4**”) of the notice of the 2023 AGM dated 28 July 2023 (the “**2023 AGM Notice**”), be revoked absolutely with immediate effect upon the passing of this resolution;
2. **THAT** the “General Extension Mandate” as defined in the 2023 AGM Circular, granted by the Shareholders to the Directors at the 2023 AGM to extend the Issue Mandate (redefined herein as the “**Extended Issue Mandate**”) on the terms and conditions as set out in resolution numbered 6 (“**Resolution No. 6**”) of the 2023 AGM Notice, by the addition thereto of such number of Shares that are repurchased by the Company under the “Repurchase Mandate” granted to the Directors at the

2023 AGM and as more particularly set out in resolution numbered 5 (“**Resolution No. 5**”) of the 2023 AGM Notice, be revoked absolutely with immediate effect upon the passing of this resolution;

3. **THAT** Mr. Mong Cheuk Wai be and is hereby removed as a Director pursuant to Article 83(5) of the articles of association of the Company (the “**Articles**”) and all other directorships, committee memberships and/or positions (if any) of the Company and its subsidiaries (collectively, the “**Group**”) and, for the avoidance of doubt, all power, authority, mandate or signatories (if any) previously conferred to him by the Company, other member of the Group, the board of directors of the Company (the “**Board**”) or the boards of directors of the Company’s subsidiaries (the “**Subsidiary Boards**”) be and are hereby absolutely revoked, in each case with immediate effect upon the passing of this resolution;
4. **THAT** Ms. Mak Yun Chu be and is hereby removed as a Director pursuant to Article 83(5) of the Articles and all other directorships, committee memberships and/or positions (if any) of the Group and, for the avoidance of doubt, all power, authority, mandate or signatories (if any) previously conferred to her by the Company, other member of the Group, the Board or the Subsidiary Boards be and are hereby absolutely revoked, in each case with immediate effect upon the passing of this resolution;
5. **THAT** Mr. Hung Wai Che be and is hereby removed as a Director pursuant to Article 83(5) of the Articles and all other directorships, committee memberships and/or positions (if any) of the Group and, for the avoidance of doubt, all power, authority, mandate or signatories (if any) previously conferred to him by the Company, other member of the Group, the Board or the Subsidiary Boards be and are hereby absolutely revoked, in each case with immediate effect upon the passing of this resolution;
6. **THAT** Mr. Leung Siu Kee be and is hereby removed as a Director pursuant to Article 83(5) of the Articles and all other directorships, committee memberships and/or positions (if any) of the Group and, for the avoidance of doubt, all power, authority, mandate or signatories (if any) previously conferred to him by the Company, other member of the Group, the Board or the Subsidiary Boards be and are hereby absolutely revoked, in each case with immediate effect upon the passing of this resolution;
7. **THAT** Mr. Chan Ting Fung be and is hereby removed as a Director pursuant to Article 83(5) of the Articles and all other directorships, committee memberships and/or positions (if any) of the Group and, for the avoidance of doubt, all power, authority, mandate or signatories (if any) previously conferred to him by the Company, other member of the Group, the Board or the Subsidiary Boards be and are hereby absolutely revoked, in each case with immediate effect upon the passing of this resolution;

8. **THAT** each and every Director(s) (if any) appointed by the Board but without the approval of the general meeting of the Company during the period commencing on the date of the notice of requisition (the “**Requisition Notice**”) dated on or around 17 January 2024 to convene an extraordinary general meeting (the “**EGM**”) and ending on the day of the holding of the EGM (or any adjournment thereof), both dates inclusive, be and are hereby removed as Director(s) (if any) with immediate effect upon the passing of this resolution, with the removal of each such Director(s) (if any) being put to vote individually as a subparagraph of this resolution;
9. **THAT** Mr. Wong Kwok Kuen (王國權) be and is hereby appointed as an independent non-executive Director of the Company with immediate effect upon passing of this ordinary resolution;
10. **THAT** Mr. Chan Wai Cheung Admiral (陳偉璋) be and is hereby appointed as an independent non-executive Director of the Company with immediate effect upon passing of this ordinary resolution;
11. **THAT** Ms. Chung Mei Yiu Anita (鍾美瑤) be and is hereby appointed as an independent non-executive Director of the Company with immediate effect upon passing of this ordinary resolution;
12. **THAT** Mr. Chen Jiajun be and is hereby removed as an executive Director of the Company with effect from the date of this resolution.

SPECIAL RESOLUTION

To consider and, if thought fit, pass the following resolution as a special resolution:

13. **THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be and is hereby changed from “Kingkey Financial International (Holdings) Limited” to “UKF (Holdings) Limited” and the Chinese name “英裘(控股)有限公司” to be adopted as the secondary name of the Company to replace its existing Chinese name “京基金融國際(控股)有限公司” (the “**Proposed Change of Company Name**”), and Mr. Chen Jiajun be and is hereby authorised to do all such acts, deeds and things and execute all such documents as he considers necessary or expedient in connection with the implementation of or in order to give effect to the Proposed Change of Company Name.

By order of the Board
Kingkey Financial International (Holdings) Limited
Mong Cheuk Wai
Chairman and Executive Director

Hong Kong, 19 February 2024

Notes:

1. Any member entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company. A proxy needs not be a member of the Company. Completion and return of the form of proxy will not preclude a member of the Company from attending and voting in person at the EGM and any adjournment of the EGM should he so wish. In such event, his form of proxy will be deemed to have been revoked.
2. A form of proxy for the EGM is enclosed with the Company's circular dated 19 February 2024. In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed on the form together with a valid power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, must be deposited at the office of the branch share registrar of the Company, 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 holding the EGM or any adjournment of that meeting.
3. The Register of Members of the Company will be closed from Tuesday, 5 March 2024 to Friday, 8 March 2024 (both days inclusive), during which period no transfer of Shares can be registered. Shareholders whose names appear in the Register of Members of the Company on Friday, 8 March 2024 are eligible to attend and vote at the EGM. All properly completed transfer forms accompanied by relevant share certificates must be lodged with Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration no later than 4:30 p.m. on Monday, 4 March 2024.
4. If tropical cyclone warning signal no. 8 or above or "extreme conditions" caused by super typhoons or a "black" rainstorm warning signal is in force at 1:00 p.m. on 8 March 2024, the meeting will be postponed and further announcement for details of alternative meeting arrangements will be made. The meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

As at the date of this notice, the Board comprises Mr. Chen Jiajun and Mr. Mong Cheuk Wai as executive Directors; and Ms. Mak Yun Chu, Mr. Leung Siu Kee, Mr. Hung Wai Che and Mr. Chan Ting Fung as independent non-executive Directors.