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Max Sight Photo
名仕快相

Max Sight Group Holdings Limited

名仕快相集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8483)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the “**Annual General Meeting**”) of Max Sight Group Holdings Limited (the “**Company**”) will be held at The Hong Kong General Chamber of Commerce, 22nd Floor, United Centre, 95 Queensway, Admiralty, Hong Kong on Friday, 14 June 2024 at 2:30 p.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive and adopt the audited consolidated financial statements of the Company for the year ended 31 December 2023 and the reports of the directors of the Company (the “**Director(s)**”) and auditors thereon;
2. To re-elect the following retiring Directors:
 - (A) Mr. Chan Wing Chai, Jamson as an executive Director;
 - (B) Mr. Ngai James as an independent non-executive Director; and
 - (C) Mr. Hui Chi Kwan as an independent non-executive Director.
3. To authorise the board of Directors to fix the remuneration of the respective Directors;
4. To re-appoint RSM Hong Kong as auditors of the Company and to authorise the board of Directors to fix their remuneration for the year ending 31 December 2024;
5. “**THAT:**
 - (a) the declaration and payment of a special dividend of HK\$0.005625 per ordinary share out of the share premium account of the Company (the “**Special Dividend**”) to the shareholders of the Company whose names appear on the register of members of the Company on the record date fixed by the board of Directors for determining the entitlements to the Special Dividend be and is hereby approved; and

- (b) the Directors be and are hereby authorised to take such action, do such things and execute such further documents as the Directors may at their absolute discretion consider necessary or desirable for the purpose of or in connection with the payment of the Special Dividend.” and
6. “**THAT** with effect on the second business day after the passing of this resolution (the “**Effective Date**”):
- (a) the reduction of share premium from HK\$50,083,000 or HK\$45,583,000 (after the deduction of the proposed resolution for the Special Dividend is duly passed at the Annual General Meeting) be reduced in its entirety on the Effective Date be approved and confirmed and that the credit arising therefrom be applied to offset the entire amount of the accumulated losses of the Company as at 31 December 2023 and the remaining balance of the credit arising from the share premium reduction after the offset of such accumulated losses be transferred to the distributable reserve account of the Company (the “**Distributable Reserve Account**”);
- (b) the Directors be and are authorised to apply the entire amount standing to the credit of the Distributable Reserve Account in such manner as they consider appropriate from time to time, including but not limited to the payment of dividends without further authorisation from the shareholders of the Company and all such actions in relation thereto be approved, confirmed and ratified; and
- (c) any Directors be and are hereby authorised generally to carry out all acts and things which they may consider appropriate, necessary or desirable to give effect to or to implement the foregoing.”

By order of the Board
Max Sight Group Holdings Limited
Chan Wing Chai, Jamson
Chairman and Executive Director

Hong Kong, 28 March 2024

Registered office:

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

Head office and Principal place of business in Hong Kong:

14th Floor, McDonald’s Building
48 Yee Wo Street
Causeway Bay
Hong Kong

Notes:

- (i) Any member of the Company entitled to attend and vote at the Annual General Meeting 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 the Annual General Meeting.
- (ii) To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority must be deposited with the Company's Hong Kong branch share registrar and transfer office, 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 Annual General Meeting (i.e. before 2:30 p.m. on Wednesday, 12 June 2024) or any adjournment thereof. No instrument appointing a proxy shall be valid after the expiry of 12 months from the date of its execution.
- (iii) The register of members of the Company will be closed from Tuesday, 11 June 2024 to Friday, 14 June 2024 both days inclusive, in order to determine the eligibility of shareholders to attend the Annual General Meeting, during which period no share transfers will be registered. To be eligible to attend the above meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Friday, 7 June 2024.
- (iv) With reference to ordinary resolution numbered 2 above, Mr. Chan Wing Chai, Jamson, Mr. Ngai James and Mr. Hui Chi Kwan shall retire and being eligible, offered themselves for re-election at the above meeting. Details of the above retiring Directors are set out in Appendix I to the circular dated 28 March 2024.
- (v) Delivery of an instrument appointing a proxy will not preclude a shareholder from attending and voting in person at the Annual General Meeting or any adjournment thereof: in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (vi) If a Typhoon Signal No. 8 or above is hoisted or "extreme conditions" caused by a super typhoon or a Black Rainstorm Warning Signal is in force at or at any time after 12:00 noon on the date of the Annual General Meeting, the Annual General Meeting will be adjourned in accordance with the articles of association of the Company. The Company will post an announcement on the website of the Company at www.maxsightgroup.com and the website of the Stock Exchange at www.hkexnews.hk to notify Shareholders of the date, time and place of the adjourned meeting.

The Annual General 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.

As at the date of this announcement, the executive directors are Mr. Chan Wing Chai, Jamson, Mr. Chan Tien Kay, Timmy and Dr. Chan Wing Lok, Brian; the non-executive director is Mr. Riccardo Costi; and the independent non-executive directors are Mr. Ngai James, Mr. Hui Chi Kwan and Mr. Kwok Tsun Wa.

This announcement, for which the directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement 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 announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of The Stock Exchange of Hong Kong Limited website at www.hkexnews.hk for a minimum period of 7 days from the date of publication and on the website of the Company at www.maxsightgroup.com.