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If you have sold or transferred all your shares in **C-Link Squared Limited**, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, licensed securities dealer, registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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C-LINK SQUARED LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1463)

PROPOSALS FOR GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES; RE-ELECTION OF RETIRING DIRECTORS; AND NOTICE OF ANNUAL GENERAL MEETING

Capitalised terms used in the lower portion of this page and the cover inside page shall have the same respective meanings as those defined in the section headed “Definitions” of this circular.

A notice convening the 2024 AGM to be held at 10:00 a.m. on Thursday, 23 May 2024 at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong is set out on pages 23 to 29 of this circular.

A form of proxy for use in connection with the 2024 AGM is enclosed with this circular. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.clinksquared.com) respectively. If you do not intend to attend the 2024 AGM but wish to exercise your right as a Shareholder, you are required to complete and sign the form of proxy in accordance with the instructions printed thereon and return the same to the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, located at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not later than 48 hours before the time appointed for holding the 2024 AGM (i.e., not later than 10:00 a.m. on Tuesday, 21 May 2024) or the adjournment thereof. Completion and return of the form of proxy will not preclude you from subsequently attending and voting in person at the 2024 AGM or the adjournment thereof should you so wish and in such event, the form of proxy shall be deemed to be revoked.

References to dates and time in this circular are to Hong Kong dates and time.

This circular is prepared in both English and Chinese. In the event of any inconsistency, the English version of this circular shall prevail over the Chinese version.

30 April 2024

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following respective meanings:

“2024 AGM”	the annual general meeting of the Company to be held at 10:00 a.m. on Thursday, 23 May 2024 at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong or any adjournment thereof
“Articles of Association”	the memorandum and articles of association of the Company currently in force, as amended, supplemented, restated or otherwise modified from time to time
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors
“close associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Company”	C-Link Squared Limited, an exempted company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed and traded on the Main Board of the Stock Exchange (stock code: 1463)
“controlling shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“core connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Director(s)”	the director(s) of the Company
“ED(s)”	the executive Director(s)
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC

DEFINITIONS

“Hong Kong Branch Share Registrar”	the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited
“INED(s)”	the independent non-executive Director(s)
“Issuing Mandate”	the general and unconditional mandate proposed to be granted to the Directors at the 2024 AGM to allot, issue and deal with Shares and/or to sell or transfer Treasury Shares (if any) of not exceeding 20% of the aggregate number of the issued Shares (excluding Treasury Shares, if any) as at the date of passing the relevant resolution granting such mandate
“Latest Practicable Date”	25 April 2024, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended, supplemented or otherwise modified from time to time
“Main Board”	the stock exchange (excluding the options market) operated by the Stock Exchange which is independent from and operating in parallel with GEM of the Stock Exchange
“Mandatory General Offer”	a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code
“NED(s)”	the non-executive Director(s)
“Nomination Committee”	the nomination committee of the Board
“PRC”	the People’s Republic of China
“Remuneration Committee”	the remuneration committee of the Board

DEFINITIONS

“Repurchase Mandate”	the general and unconditional mandate proposed to be granted to the Directors at the 2024 AGM to repurchase Shares not exceeding 10% of the aggregate number of the issued Shares (excluding Treasury Shares, if any) as at the date of passing the relevant resolution granting such mandate
“RM”	Ringgit Malaysia, the lawful currency of Malaysia
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of par value of one third Hong Kong cent each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs as amended, supplemented or otherwise modified from time to time and administered by the Securities and Futures Commission of Hong Kong
“Treasury Shares”	has the meaning ascribed thereto under the Listing Rules which will come into effect on 11 June 2024 and as amended from time to time
“Year”	the year ended 31 December 2023
“%”	per cent

LETTER FROM THE BOARD

C-LINK SQUARED LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1463)

Executive Directors:

Mr. Ma Shengcong (*Chairman of the Board and
Chief Executive Officer*)
Ms. Zhang Ying

Non-executive Directors:

Mr. Ling Sheng Shyan
Dr. Wu Xianyi

Independent non-executive Directors:

Mr. Yang Junhui
Mr. Qian Jianguang
Mr. Xie Yaozu

Registered office:

Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

*Headquarters and principal place of
business in Malaysia:*

No. 1, Persiaran Sungai Buloh
Taman Industri Sungai Buloh
Kota Damansara
47810 Petaling Jaya
Selangor
Malaysia

*Principal place of business
in Hong Kong:*

Room 1901, 19/F, Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

30 April 2024

To the Shareholders

Dear Sir or Madam,

**PROPOSALS FOR
GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES;
RE-ELECTION OF RETIRING DIRECTORS;
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The Directors wish to seek the approval of the Shareholders at the 2024 AGM for, among other matters, the proposed grant of the Issuing Mandate and the Repurchase Mandate, the proposed extension of the Issuing Mandate, the proposed re-election of the retiring Directors, and the proposed re-appointment of the independent auditor of the Company.

The purpose of this circular is to give you information regarding the resolutions to be proposed at the 2024 AGM relating to the above matters and the notice of the 2024 AGM.

LETTER FROM THE BOARD

ISSUING MANDATE

In order to ensure flexibility and give discretion to the Directors, in the event that it becomes desirable for the Company to issue any new Shares and/or to sell or transfer Treasury Shares (if any), approval is to be sought from the Shareholders, pursuant to the Listing Rules, for the Issuing Mandate to issue Shares and/or to sell or transfer Treasury Shares (if any). At the 2024 AGM, an ordinary resolution will be proposed to grant the Issuing Mandate to the Directors. Subject to the passing of the proposed ordinary resolution approving the grant of the Issuing Mandate and based on 2,874,251,497 Shares in issue as at the Latest Practicable Date and assuming that no further Shares will be issued or no Shares will be repurchased and cancelled after the Latest Practicable Date and up to the date of the 2024 AGM, the Directors, upon exercising all the powers of the Company, will be able to allot, issue and deal with and/or to sell or transfer Treasury Shares (if any) up to a total of 574,850,299 Shares, being approximately 20% of the total number of the issued Shares (excluding Treasury Shares, if any) as at the date of the resolution in relation thereto. The Issuing Mandate, if granted at the 2024 AGM, will remain in effect until the earliest of (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles of Association or any applicable laws of the Cayman Islands; or (iii) the passing of an ordinary resolution by the Shareholders at a general meeting of the Company revoking or varying the authority given to the Directors.

The Company may use the general mandate for the sale or transfer of Treasury Shares (if required) only after the amendments to the Listing Rules relating to treasury shares have come into effect on 11 June 2024.

REPURCHASE MANDATE

In addition, an ordinary resolution will be proposed at the 2024 AGM to grant the Repurchase Mandate to the Directors. Subject to the passing of the proposed ordinary resolution approving the grant of the Repurchase Mandate and based on the 2,874,251,497 Shares in issue as at the Latest Practicable Date and assuming that no further Shares will be issued or no Shares will be repurchased and cancelled after the Latest Practicable Date and up to the date of the 2024 AGM, the Directors, upon exercising all the powers of the Company, would be allowed to repurchase a maximum of 287,425,149 Shares, being approximately 10% of the total number of the issued Shares (excluding Treasury Shares, if any) as at the date of the resolution in relation thereto. The Repurchase Mandate, if granted at the 2024 AGM, will be effective until the earliest of (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles of Association or any applicable laws of the Cayman Islands; or (iii) the passing of an ordinary resolution by the Shareholders at a general meeting of the Company revoking or varying the authority given to the Directors.

LETTER FROM THE BOARD

An explanatory statement in connection with the Repurchase Mandate is set out in Appendix I to this circular. The explanatory statement contains all the requisite information required under the Listing Rules to be given to the Shareholders to enable them to make an informed decision on whether to vote for or against the resolution approving the Repurchase Mandate.

EXTENSION OF THE ISSUING MANDATE

Subject to the passing of the ordinary resolutions to grant the Issuing Mandate and the Repurchase Mandate, an ordinary resolution will be proposed at the 2024 AGM to extend the Issuing Mandate by the addition to the aggregate number of the Shares which may be allotted or agreed, conditionally or unconditionally, to be allotted by the Directors pursuant to such general mandate of an amount representing the aggregate number of the Shares repurchased by the Company pursuant to the Repurchase Mandate provided that the extended amount shall not exceed 10% of the aggregate number of the issued Shares (excluding Treasury Shares, if any) as at the date of passing the resolution in relation thereto.

RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, there were two EDs, namely Mr. Ma Shengcong and Ms. Zhang Ying, two NEDs, namely Mr. Ling Sheng Shyan and Dr. Wu Xianyi; and three INEDs, namely Mr. Yang Junhui, Mr. Qian Jianguang and Mr. Xie Yaozu.

Article 108(a) of the Articles of Association provides that one-third of the Directors for the time being, or, if their number is not a multiple of three, the number nearest to but not less than one-third, shall retire from office by rotation at each annual general meeting provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years and shall be eligible for re-election.

Article 108(b) of the Articles of Association provides that the Directors to retire by rotation shall include (so far as necessary to obtain the number required) any Director who wishes to retire and not to offer himself for re-election. Any Director who has not been subject to retirement by rotation in the three years preceding the annual general meeting shall retire by rotation at such annual general meeting. Any further Directors so to retire shall be those who have been longest in office since their last re-election or appointment and so that as between persons who became or were last re-elected Directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

Article 112 of the Articles of Association provides that any Director appointed by the Board to fill a casual vacancy shall hold office only until the first annual general meeting of the Company after his appointment and be subject to re-election at such meeting. Any Director appointed by the Board as an addition to the existing Board shall hold office only until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election. Any Director appointed under such Article shall not be taken into account in determining the Directors or the number of Directors who are to retire by rotation at an annual general meeting.

LETTER FROM THE BOARD

In accordance with the abovementioned Articles, Mr. Ma Shengcong, Dr. Wu Xianyi, Mr. Yang Junhui and Mr. Xie Yaozu will retire from office and, being eligible, have offered themselves for re-election at the 2024 AGM.

The biographical details of each of the retiring Directors to be re-elected at the 2024 AGM are set out in Appendix II to this circular in accordance with the relevant requirements of the Listing Rules. Under resolution no. 2, the re-election of Directors will be individually voted on by the Shareholders.

The Board selects INEDs based on their qualification and experience and hence their ability to contribute to the affairs of the Group, and of overriding importance is their possession of a mindset that is independent and constructively challenges management's views. Although some INEDs do not necessarily have a background in document management services, their backgrounds in the finance and legal fields have enabled them to contribute to the management of the risks involved as well as add to the diversity of the skills and perspectives of the Board given their different educational backgrounds and diverse work experience.

The Nomination Committee has (i) reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria set out in the Company's director nomination policy and board diversity policy; (ii) considered the diversity aspects (including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of services) set out in the board diversity policy of the Company in relation to the retiring Directors; and (iii) reviewed and assessed the independence of all INEDs.

In particular, the Nomination Committee and the Board are of the view that Mr. Ma Shengcong possesses extensive experience in the insurance industry, which would enable him to develop strategic business plans and explore new business opportunities for the Company's operations in the PRC in the outsourced insurance risk analysis services, insurance marketing services, and the distribution and sales of medical equipment business. In addition, Dr. Wu Xianyi, Mr. Yang Junhui and Mr. Xie Yaozu represent qualification and industry backgrounds which are different from those of other Directors. Dr. Wu Xianyi has over 30 years of teaching and research experience in the fields of actuarial science and statistics, biomedical and health industry, Mr. Yang Junhui has over 10 years of experience in financial management and Mr. Xie Yaozu has over 8 years of experience in legal and regulatory compliance. The Board believes that they will bring professionalism and diverse perspectives to the Board, thus contributing to better corporate governance of the Company. With these perspectives, skills, experience and diversity that the retiring Directors can bring to the Board, the Nomination Committee and the Board have considered that the retiring Directors satisfy the selection criteria as set out in the Company's director nomination policy and the diversity aspects as set out in the Company's board diversity policy.

LETTER FROM THE BOARD

Dr. Wu Xianyi, Mr. Yang Junhui and Mr. Xie Yaozu are not involved in the daily management of the Company nor has any relationships with any other Directors, senior management, substantial shareholders or controlling shareholders of the Company which would interfere with the exercise of his independent judgment. In addition, Mr. Yang Junhui and Mr. Xie Yaozu have made a confirmation of independence pursuant to Rule 3.13 of the Listing Rules. The Nomination Committee and the Board are of the view that after taking into account of the above factors, Mr. Yang Junhui and Mr. Xie Yaozu meet the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the provisions of the guidelines.

Having taken into account the above factors, the Nomination Committee has recommended to the Board the re-election of the retiring Directors, who are due to retire at the 2024 AGM. With the nomination of the Nomination Committee, the Board has recommended that the retiring Directors, namely Mr. Ma Shengcong, Dr. Wu Xianyi, Mr. Yang Junhui and Mr. Xie Yaozu, stand for re-election as Directors at the 2024 AGM. The retiring Directors abstained from the discussion and voting at the meetings of the Nomination Committee and the Board regarding their respective nominations.

RE-APPOINTMENT OF INDEPENDENT AUDITOR

Ernst & Young PLT has resigned as the independent auditor of the Company with effect from 28 September 2023. With the recommendation of the Audit Committee, CCTH CPA Limited has been appointed as the new independent auditor of the Company to fill the casual vacancy following the resignation of Ernst & Young PLT with effect from 21 November 2023 and will retire as the independent auditor of the Company at the 2024 AGM. For details, please refer to the Company's announcements dated 28 September 2023 and 21 November 2023.

In accordance with Rule 13.88 of the Listing Rules, an ordinary resolution will be proposed at the 2024 AGM to re-appoint CCTH CPA Limited as the independent auditor of the Company to hold office from the conclusion of the 2024 AGM until the conclusion of the next annual general meeting and to authorize the Board to fix their remuneration for the year ending 31 December 2024. The re-appointment of the independent auditor of the Company has been reviewed by the Audit Committee which made recommendation to the Board that the re-appointment be submitted and proposed for Shareholders' approval at the 2024 AGM. In view of its competence, capability and objectivity to effectively and efficiently carry out the audit engagement for the year ended 31 December 2023 at a reasonable level of fee, the Board, with the recommendation from the Audit Committee, considered that the aforesaid re-appointment is in the best interests of the Company and the Shareholders as a whole.

2024 AGM AND CLOSURE OF THE REGISTER OF MEMBERS

The notice convening the 2024 AGM is set out on pages 23 to 29 of this circular. At the 2024 AGM, resolutions will be proposed to approve, among others, the grant of the Issuing Mandate and the Repurchase Mandate, the extension of the Issuing Mandate, the re-election of the retiring Directors and the re-appointment of the independent auditor of the Company.

LETTER FROM THE BOARD

For determining the Shareholders' entitlement to attend and vote at the 2024 AGM, the register of members of the Company will be closed from Monday, 20 May 2024 to Thursday, 23 May 2024 (both dates inclusive), during which period no transfer of Shares will be effected. In order to qualify for attending and voting at the 2024 AGM, the unregistered holders of Shares must lodge all transfer documents, accompanied by the relevant share certificates and properly completed transfer forms, with the Company's Hong Kong Branch Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for registration not later than 4:30 p.m. on Friday, 17 May 2024.

PROXY ARRANGEMENT

A form of proxy for use in connection with the 2024 AGM is enclosed with this circular and such form of proxy is also published on the respective websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.clinksquared.com). If you do not intend to attend the 2024 AGM but wish to exercise your right as a Shareholder, you are required to complete and sign the form of proxy in accordance with the instructions printed thereon and return the same to the Hong Kong Branch Share Registrar, Computershare Hong Kong Investor Services Limited, located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 48 hours before the time appointed for holding the 2024 AGM (i.e., not later than 10:00 a.m. on Tuesday, 21 May 2024) or the adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2024 AGM or the adjournment thereof should you so wish and in such event, the form of proxy shall be deemed to be revoked.

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules and Article 72 of the Articles of Association, any vote of the Shareholders at a general meeting must be taken by poll except where the chairman of the meeting decides, in good faith, to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, all resolutions proposed at the 2024 AGM will be voted by poll and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote for every fully paid Share of which he/she/it is the holder. A Shareholder entitled to more than one vote needs not use all his/her/its votes or cast all such votes in the same way.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the resolutions to be proposed at the 2024 AGM.

LETTER FROM THE BOARD

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules 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 circular 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 circular misleading.

RECOMMENDATION

The Directors believe that the proposals for the grant of the Issuing Mandate and the Repurchase Mandate, the extension of the Issuing Mandate, the re-election of the retiring Directors and the re-appointment of the independent auditor of the Company as set out in the notice convening the 2024 AGM are in the best interests of the Company and the Shareholders as a whole. Therefore, the Directors recommend the Shareholders voting in favour of the relevant resolutions to be proposed at the 2024 AGM as set out in the notice convening the 2024 AGM on pages 23 to 29 of this circular.

Yours faithfully,

By order of the Board

C-Link Squared Limited

Ma Shengcong

Chairman of the Board and executive Director

This appendix serves as an explanatory statement, as required by the Listing Rules, to provide the requisite information to you for your consideration of the proposed grant of the Repurchase Mandate.

1. REPURCHASE OF SECURITIES FROM CONNECTED PARTIES

Under the Listing Rules, a company is prohibited from knowingly purchasing securities on the Stock Exchange from a “core connected person”, that is, any director, chief executive or substantial shareholder of the Company or any of its subsidiaries or their respective close associates and a core connected person is prohibited from knowingly selling his/her/its securities to the Company.

As at the Latest Practicable Date, to the best knowledge of the Directors, having made all reasonable enquiries, no core connected person of the Company has notified the Company that he/she/it has a present intention to sell any Shares to the Company nor has any such core connected person undertaken not to sell any of the Shares held by him/her/it to the Company in the event that the Repurchase Mandate is approved by the Shareholders.

2. SHARE CAPITAL

As at the Latest Practicable Date, there were a total of 2,874,251,497 Shares in issue. Subject to the passing of the ordinary resolution for the approval of the Repurchase Mandate and assuming that no further Shares are issued and no Shares are repurchased and cancelled after the Latest Practicable Date and up to the date of the 2024 AGM, the Directors would be authorised to exercise all the powers of the Company to repurchase up to a maximum of 287,425,149 Shares, representing approximately 10% of the issued Shares as at the date of the 2024 AGM up to the earliest of (i) the conclusion of the next annual general meeting; (ii) the expiration of the period within which the next annual general meeting is required to be held by the Articles of Association or any applicable laws of the Cayman Islands; or (iii) the revocation or variation of the Repurchase Mandate by an ordinary resolution of the Shareholders at a general meeting of the Company.

3. REASONS FOR REPURCHASES

The Company has no present intention to repurchase any Shares but the Directors consider that the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole. An exercise of the Repurchase Mandate may, depending on market conditions and funding arrangements at the time of repurchasing Shares, lead to the Directors resolving to cancel the Shares bought back following settlement of any such repurchased Shares or hold them as Treasury Shares. Shares repurchased for cancellation may lead to an enhancement of the net assets value per Share and/or earnings per Share. Shares repurchased and held by the Company as Treasury Shares may be resold on the market at market prices to raise funds for the Company, or transferred or used for other purposes, subject to compliance with the Listing Rules, the Articles of Association, and the laws of the Cayman Islands. Repurchases of Shares will only be made when the Directors believe that a repurchase will benefit the Company and the Shareholders as a whole.

4. FUNDING OF REPURCHASES

Pursuant to the Repurchase Mandate, repurchases would be funded entirely from the Company's available cash flow or working capital facilities which will be funds legally available under the laws of the Cayman Islands, the Articles of Association and the Listing Rules for such purpose.

5. IMPACT OF REPURCHASE

An exercise of the Repurchase Mandate in full might have a material adverse impact on the working capital or gearing position of the Company when compared with the position as disclosed in the Company's latest published audited consolidated financial statements for the Year contained in the Company's annual report 2023. The Company does not, however, intend to make any repurchase in circumstances that would have a material adverse impact on the working capital or gearing position of the Company.

6. GENERAL

Under the existing Listing Rules, the Company is required to cancel any Shares purchased by the Company as soon as reasonably practicable following such purchase. The Board notes that with effect from 11 June 2024, the Listing Rules will be amended to remove the requirement to cancel repurchased shares and to adopt a framework to govern the resale of treasury shares. In view of the changes to the Listing Rules, if the Company purchases any Shares pursuant to the Repurchase Mandate, the Company will either (i) cancel the Shares repurchased, and/or (ii) hold such Shares in treasury for subsequent sale or transfer subject to market conditions and the Company's capital management needs at the relevant time any repurchases of Shares are made. If the Company holds any Treasury Shares, any sale or transfer of Treasury Shares will be made pursuant to the terms of the Issue Mandate and in accordance with the Listing Rules and applicable laws and regulations of the Cayman Islands.

For the Treasury Shares deposited with the Central Clearing and Settlement System ("CCASS") pending resale on the Stock Exchange, the Company has appropriate measures to ensure that it would not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the relevant laws if those Shares were registered in the Company's own name as Treasury Shares. The Company has implemented the following measures in place: (i) the Company would procure its broker not to give any instructions to Hong Kong Securities Clearing Company Limited (HKSCC) to vote at general meetings for the Treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, the Company would withdraw the Treasury Shares from CCASS, and either re-register them in the Company's own name as Treasury Shares or cancel them, in each case before the record date for the dividends or distributions or take any other measures to ensure that it will not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as Treasury Shares.

7. SHARE PRICES

The highest and lowest market prices at which the Shares had been traded on the Stock Exchange in each of the previous twelve months immediately prior to the Latest Practicable Date were as follows:

Month	Price per Share (HK\$)	
	Highest	Lowest
2023		
May	4.230	3.801
June ^(Note)	1.800	1.343
July	1.710	1.320
August	1.770	1.420
September	1.560	1.410
October	1.410	1.200
November	1.200	1.100
December	1.100	1.000
2024		
January	1.000	0.810
February	1.800	0.600
March	1.850	1.100
April (up to and including the Latest Practicable Date)	1.710	1.090

Note: Subdivision of every one issued and unissued ordinary shares of par value of HK\$0.01 each in the share capital of the Company into three (3) ordinary shares of par value of one third Hong Kong cent each became effective on 13 June 2023 (the “Share Subdivision”). The share prices for June 2023 above have been adjusted accordingly to reflect the effect of the Share Subdivision.

8. DIRECTORS AND THEIR CLOSE ASSOCIATES

None of the Directors or, to the best of their knowledge and having made all reasonable enquiries, their respective close associates, have any present intention to sell to the Company or its subsidiaries any of the Shares if the Repurchase Mandate is approved by the Shareholders at the 2024 AGM.

9. UNDERTAKING OF THE DIRECTORS

The Directors have undertaken that so far as the same may be applicable, they will exercise the powers of the Company to make repurchases pursuant to the Repurchase Mandate in accordance with the Listing Rules, the Articles of Association and the applicable laws of the Cayman Islands.

The Directors confirm that the explanatory statement set out in this Appendix contains the information required under Rule 10.06(1)(b) of the Listing Rules and that neither the explanatory statement nor the Repurchase Mandate has any unusual features. The Directors will exercise the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

10. EFFECT OF TAKEOVERS CODE AND PUBLIC FLOAT

If a Shareholder's proportionate interest in the voting rights of the Company increases as a result of the Company exercising its powers to buy-back Shares pursuant to the Repurchase Mandate, such an increase will be treated as an acquisition for the purpose of Rule 32 of the Takeovers Code. As a result, a Shareholder or a group of Shareholders acting in concert (as defined in the Takeovers Code) could, depending on the level of increase of the interest of the Shareholder(s), obtain or consolidate control of the Company and become obliged to make a Mandatory General Offer. According to the register of interests and short positions in Shares maintained by the Company under Section 336 of the SFO, as at the Latest Practicable Date, the following Shareholders were interested or deemed to be interested in 5% or more of the issued Shares:

Name of Shareholders	Capacity/ Nature of interest	Number of issued Shares held	Position held	Approximate percentage of shareholding	Approximate percentage of shareholding if Repurchase Mandate is exercised in full
Mr. Wang Yaxian	Beneficial owner	522,000,000	Long position	18.16%	20.18%
Mr. Wu Xianlong*	Beneficial owner	360,000,000	Long position	12.53%	13.92%
Sun Join Capital Investment Limited	Beneficial owner	284,550,898	Long position	9.90%	11.00%
Ms. Zou Cheung	Interest of corporation	284,550,898	Long position	9.90%	11.00%
Mr. Li Lianbin	Interest of spouse	284,550,898	Long position	9.90%	11.00%
Sun Join Venture Management Limited	Beneficial owner	189,700,599	Long position	6.60%	7.33%
Ms. Le Xian	Interest of corporation	189,700,599	Long position	6.60%	7.33%
Mr. Wan Shifang	Beneficial owner	162,000,000	Long position	5.64%	6.26%
Mr. Liao Hui	Beneficial owner	153,468,000	Long position	5.34%	5.93%

Pursuant to the Takeovers Code, the requirement to make a Mandatory General Offer is triggered when any person holds not less than 30%, but not more than 50%, of the voting rights of a company and that person acquires additional voting rights and such acquisition has the effect of increasing that person's holding of voting rights of the company by more than 2% from the lowest percentage holding of that person in the 12 month period ending on and inclusive of the date of the relevant acquisition, and such rule applies to any immediately preceding 12 month period if at any time during such period a person, or group of persons acting in concert, holds 50% or less of the voting rights.

To the best knowledge and belief of the Directors, the Company's exercise of its powers to buy-back any Shares pursuant to the Repurchase Mandate will not result in any Shareholders becoming obliged to make a Mandatory General Offer under the Takeovers Code.

The Listing Rules prohibit a company from making repurchase on the Stock Exchange if the result of the repurchase would be that less than 25% (or such other prescribed minimum percentage as determined by the Stock Exchange) of the issued share capital would be in public hands. The Directors do not propose to repurchase Shares which would result in less than the prescribed minimum percentage of Shares in public hands.

11. SHARE REPURCHASE MADE BY THE COMPANY

The Company did not redeem any of its Shares listed and traded on the Main Board of the Stock Exchange nor did the Company or any of its subsidiaries purchase or sell any of such Shares in the six months preceding the Latest Practicable Date.

The particulars of the Directors retiring as required by the Articles of Association and the Listing Rules and proposed to be re-elected at the 2024 AGM are set out as follows.

Save as disclosed herein, there is no information to be disclosed pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Listing Rules in respect of each of the following retiring Directors and there are no other matters that need to be brought to the attention of the Shareholders in respect of each of the following retiring Directors' re-election.

Mr. Ma Shengcong (“Mr. Ma”)

Position and Experience

Mr. Ma, aged 50, was appointed as an INED from 17 November 2021 to 25 October 2022 and re-designated as an ED with effect from 25 October 2022. Mr. Ma has been appointed as the chairman of the Board, the Chief Executive Officer, an authorised representative of the Company, the chairman of the Nomination Committee and a member of the Remuneration Committee with effect from 1 May 2023.

Mr. Ma has over 20 years of experience in the insurance industry. From March 2017 to March 2021, he served as the vice president of Aier Medical Investment Group Co., Ltd., an investment company. From October 2016 to March 2021, he worked as the preparation team leader and proposed general manager of Aier Health Insurance Co., Ltd.. From October 2014 to March 2017, he was the general manager of the Community Finance Division in Anbang Insurance Group (the “**Anbang Group**”), where he was responsible for managing and coordinating the affairs of the Anbang Group with the government of the PRC, and operating and maintaining the corporate, Internet and community channels of Anbang Group. From October 2015 to December 2016, he served as the deputy general manager of the Inclusive Finance Division and Innovative Finance Division in Anbang Group, where he was responsible for risk control, product development, fund management and comprehensive financial business innovation of microenterprises and personal online credit business. From October 2010 to October 2014, he was the deputy general manager of the Bancassurance division in Centennial Life Corporation and the deputy general manager of its office in Shandong, China. Between the period from August 2004 to October 2010, he worked at Ping An Insurance (Group) Company of China, Ltd., where he took up various positions and responsibilities including the deputy general manager and general manager of its various business departments and branches before being promoted to supervisor of the Bancassurance east area in August 2009. Prior to that, Mr. Ma served as the manager of the Bancassurance department in China Ping An Life Insurance Co., Ltd. from December 1998 to August 2004. From July 1994 to December 1998, he served as a business specialist of the Import Department in a state-owned factory, principally engaged in the airborne radar military industry.

In July 1994, Mr. Ma graduated from Beijing Technology and Business University in the PRC with a bachelor's degree in Industrial and Foreign Trade. In December 2003, he obtained a master's degree in business administration from The Open University of Hong Kong (currently known as Hong Kong Metropolitan University). In October 2020, he obtained a master's degree in executive master of business administration from the National Development Research Institute of Peking University in the PRC. As at the date of this announcement, he is a PhD candidate in financial management of Fordham University in the United States.

Save as disclosed above, Mr. Ma (i) does not hold any other position within the Group; and (ii) has not held any directorship in any public company, the securities of which are listed on any securities market in Hong Kong or overseas, in the past three years.

Length of service and emoluments

Mr. Ma has entered into a service agreement with the Company for a fixed term of three years commencing on 25 October 2022 and is subject to retirement by rotation and re-election in accordance with the Articles of Association and the Listing Rules. He is presently entitled to receive a director's fee of HK\$120,000 per annum as set out in his service agreement. His emolument has been reviewed by the Remuneration Committee and determined by the Board with reference to his responsibilities and duties within the Company and the prevailing market conditions. For the Year, he received a director's fee of HK\$120,000. The total amount of his emoluments for the Year was HK\$120,000.

Relationships

Mr. Ma does not have any relationship with any other Directors, senior management, or substantial shareholders or controlling shareholders of the Company.

Interest in Shares

As at the Latest Practicable Date, Mr. Ma was not interested or deemed to be interested in any Shares, underlying Shares or debenture of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Dr. Wu Xianyi (“Dr. Wu”)***Position and Experience***

Dr. Wu, aged 57, was appointed as a NED with effect from 30 July 2021. Dr. Wu has over 30 years of teaching and research experience in the fields of actuarial science and statistics. Dr. Wu has served as Professor of Statistics and Actuarial Science of the East China Normal University since April 2008. From September 2005 to February 2006, he was a Postdoctoral Fellow at the Department of Systems Engineering and Engineering Management at the Chinese University of Hong Kong. From August 2002 to August 2005, he was a Postdoctoral Fellow at the Department of Applied Mathematics of the Polytechnic University of Hong Kong. From July 1992 to August 1998, he was a lecturer at the Guiyang Medical College. From July 1986 to August 1989, he taught as a teacher at the Guizhou Bijie Finance and Trade School.

Dr. Wu received a bachelor’s degree in mathematics with concentration in pure mathematics from Guizhou University in the PRC in 1986, and a master’s degree in mathematics with concentration in pure mathematics (mathematical statistics) from the Guizhou University in the PRC in July 1992. In July 2001, he received a Doctor of Philosophy in Science from the East China Normal University in the PRC.

Save as disclosed above, Dr. Wu (i) does not hold any other position within the Group; and (ii) has not held any directorship in any public company, the securities of which are listed on any securities market in Hong Kong or overseas, in the past three years.

Length of service and emoluments

Dr. Wu entered into a letter of appointment with the Company for a fixed term of three years commencing from 30 July 2021 (automatically renewed for a further term of three years commencing from 30 July 2024), and is subject to retirement by rotation and re-election in accordance with the Articles of Association and the Listing Rules. Dr. Wu is currently entitled to a fixed director’s fee of HK\$120,000 per annum under the letter of appointment, which is determined by the Company with reference to his responsibilities and duties within the Company and the prevailing market conditions. For the Year, he received a director’s fee of HK\$120,000. The total amount of his emoluments for the Year was HK\$120,000.

Relationships

Dr. Wu does not have any relationship with any other Directors, senior management, or substantial shareholders or controlling shareholders of the Company.

Interest in Shares

As at the Latest Practicable Date, Dr. Wu did not have any interests in the securities of the Company within the meaning of Part XV of the SFO.

Mr. Yang Junhui (“Mr. Yang”)***Position and Experience***

Mr. Yang, aged 55, was appointed as an INED with effect from 21 March 2022. Mr. Yang is the chairman of each of the Audit Committee and the Remuneration Committee and a member of the Nomination Committee. Mr. Yang is responsible for providing independent judgment on issues of strategy, policy, performance, accountability, key appointments and standard of conduct of the Group.

Mr. Yang has over 10 years of experience in financial management. Since December 2012, he has been a consultant of various consulting companies and investment management companies and the director (consultant) of Investment Department of Shenzhen Branch of National Modern Finance Holdings Co., Ltd.* (全國現代金融控股有限公司深圳分公司). Since December 2019, he has been a partner of Cybernaut Hechuang (Qingdao) Industrial Internet Technology Co., Ltd.* (賽伯樂合創(青島)工業互聯網科技有限公司)(a subsidiary of Shanghai Cybernaut Investment Co., Ltd.* (上海賽伯樂投資有限公司)), and a financial adviser of Bestway Marine Technology Co., Ltd.* (天海融合防務裝備技術股份有限公司)(stock code: 300008, a company listed on the Shenzhen Stock Exchange) and SOS Limited (艾斯歐艾斯有限公司)(stock code: SOS, a company listed on the New York Stock Exchange). In the aforementioned positions, he is responsible for engaging in financial advisory services, managing financial projects, and reviewing and analysing audited financial statements and internal controls of companies listed in the People’s Republic of China, Hong Kong and the United States. From December 2010 to November 2012, he served as the director of new business development and manager of financial and tax control products of IT Services Division of North China District of Founder Technology Group Co., Ltd.* (方正科技集團股份有限公司)(stock code: 600601, a company listed on the Shanghai Stock Exchange), where he was responsible for managing the market value, equity and debt financing, mergers and acquisitions, providing financial advice, promoting financial tax system products, and maintaining internal controls, of the listed company.

In June 1991, Mr. Yang graduated from the College of Resources and Environmental Sciences, Nanjing Agricultural University in the PRC with an undergraduate degree in soil chemistry.

Save as disclosed above, Mr. Yang (i) does not hold any other position within the Group; and (ii) has not held any directorship in any public company, the securities of which are listed on any securities market in Hong Kong or overseas, in the past three years.

Length of service and emoluments

Mr. Yang has entered into a letter of appointment with the Company for a fixed term of three years commencing on 21 March 2022 and is subject to retirement by rotation and re-election in accordance with the Articles of Association and the Listing Rules. He is presently entitled to receive a director's fee of HK\$120,000 per annum as set out in his letter of appointment. His emolument has been reviewed by the Remuneration Committee and determined by the Board by reference to his responsibilities and duties within the Company and the prevailing market conditions. For the Year, he received a director's fee of HK\$120,000. The total amount of his emoluments for the Year was HK\$120,000.

Relationships

Mr. Yang does not have any relationship with any other Directors, senior management, or substantial shareholders or controlling shareholders of the Company.

Interest in Shares

As at the Latest Practicable Date, Mr. Yang did not have any interests in the securities of the Company within the meaning of Part XV of the SFO.

Mr. Xie Yaozu (“Mr. Xie”)***Position and Experience***

Mr. Xie, aged 34, was appointed as an INED with effect from 25 April 2024. Mr. Xie is a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee. Mr. Xie has over 8 years of experience in legal and regulatory compliance. Mr. Xie had been a lawyer at the Beijing office of Jingtian & Gongcheng from May 2022 to October 2023. He had also been a lawyer at Beijing Tianyuan Law Firm from July 2021 to May 2022. From August 2020 to July 2021, Mr. Xie had been a legal director at First Property Services (Beijing) Co., Ltd. (the principal operating company in the PRC of First Service Holding Limited (the shares of which are listed on the Main Board of the Stock Exchange with stock code 2107)). Mr. Xie had been a lawyer at Beijing Anjie Broad Law Firm from April 2020 to July 2020, and a lawyer at the Beijing office of Commence & Finance Law Offices from July 2016 to March 2020.

Mr. Xie obtained a PRC Legal Professional Qualification Certificate from the Ministry of Justice of the PRC in September 2012. He then graduated with a Master of Laws in the Zhongnan University of Economics and Law in the PRC in June 2016.

Save as disclosed above, Mr. Xie (i) does not hold any other position within the Group; and (ii) has not held any directorship in any public company, the securities of which are listed on any securities market in Hong Kong or overseas, in the past three years.

Length of service and emoluments

Mr. Xie entered into a letter of appointment with the Company for a fixed term of three years commencing from 25 April 2024 (automatically renewed for a further term of three years commencing from 25 April 2027), and is subject to retirement by rotation and re-election in accordance with the Articles of Association and the Listing Rules. Mr. Xie is currently entitled to a fixed director’s fee of HK\$120,000 per annum under the letter of appointment, which is determined by the Company with reference to his responsibilities and duties within the Company and the prevailing market conditions. As Mr. Xie was appointed as an INED on 25 April 2024, he has not received any director’s fee for the Year.

Relationships

Mr. Xie does not have any relationship with any other Directors, senior management, or substantial shareholders or controlling shareholders of the Company.

Interest in Shares

As at the Latest Practicable Date, Mr. Xie did not have any interests in the securities of the Company within the meaning of Part XV of the SFO.

* For identification purposes only

NOTICE OF 2024 AGM

C-LINK SQUARED LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1463)

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the “**2024 AGM**”) of C-Link Squared Limited (the “**Company**”) will be held at 10:00 a.m. on Thursday, 23 May 2024 at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong for the following purposes:

As ordinary resolutions,

1. To consider and receive the audited consolidated financial statements and the reports of the directors (the “**Directors**”) and independent auditor of the Company for the year ended 31 December 2023.
2. To consider and re-elect the following retiring Directors each as a separate resolution:
 - (i) To re-elect Mr. Ma Shengcong as an executive Director;
 - (ii) To re-elect Dr. Wu Xianyi as a non-executive Director;
 - (iii) To re-elect Mr. Yang Junhui as an independent non-executive Director; and
 - (iv) To re-elect Mr. Xie Yaozu as an independent non-executive Director.
3. To authorise the board of Directors (the “**Board**”) to fix the Directors’ remuneration for the year ending 31 December 2024.
4. To re-appoint CCTH CPA Limited as the independent auditor of the Company for the ensuing year and authorise the Board to fix its remuneration.
5. To consider as special business and, if thought fit, pass with or without amendments the following resolution as an ordinary resolution:

“**THAT:**

- (a) subject to paragraph (c) of this resolution below, pursuant to the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with shares of the Company (the “**Shares**”) or securities convertible into or exchange for Shares, or options or warrants, for similar rights to subscribe for any Shares and/or to sell or transfer treasury Shares, which shall have the meaning as ascribed to it under the Listing Rules coming into effect on 11 June 2024 (the “**Treasury Shares**”) (if any) and to make or grant offers, agreements and options, including warrants to subscribe for Shares, which might require the exercise of such powers be and the same is hereby generally and unconditionally approved;

NOTICE OF 2024 AGM

- (b) the approval in paragraph (a) of this resolution above shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise) and Treasury Shares, if any, sold or transferred or agreed conditionally or unconditionally to be sold or transferred by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as defined below); or (ii) the exercise of any options granted under the share option scheme of the Company; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the memorandum and articles of association of the Company in force from time to time (the “**Articles of Association**”); or (iv) any issue of Shares upon the exercise of rights of subscription, conversion or exchange under the terms of any warrants of the Company or any securities which are convertible into or exchangeable for Shares, shall not exceed the aggregate of 20% of the aggregate number of the issued Shares (excluding Treasury Shares, if any) as at the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution above shall be limited accordingly;
- (d) for the purposes of this resolution:

“**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles of Association or any other applicable laws of the Cayman Islands; or

NOTICE OF 2024 AGM

- (iii) the passing of an ordinary resolution by the shareholders of the Company in a general meeting revoking or varying the authority given to the Directors by this resolution.

“**Rights Issue**” means an offer of Shares, or offer or issue of warrants, options or other securities giving the rights to subscribe for Shares open for a period fixed by the Directors to holders of Shares on the register on a fixed record date in proportion to their then holdings of such Shares (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, or having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction applicable to the Company or any recognised regulatory body or any stock exchange applicable to the Company); and

- (e) the Company may use the general mandate for the sale or transfer of Treasury Shares (if required) only after the amendments to the Listing Rules relating to treasury shares have come into effect on 11 June 2024.”

- 6. To consider as special business and, if thought fit, pass with or without amendments the following resolution as an ordinary resolution:

“**THAT:**

- (a) subject to paragraph (b) of this resolution below, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to repurchase the Shares on the Stock Exchange or any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong (the “**Commission**”) and the Stock Exchange under the Hong Kong Code on Share Buy-backs issued by the Commission for such purpose, and otherwise in accordance with the rules and regulations of the Commission, the Stock Exchange and all other applicable laws in this regard, be and the same is hereby generally and unconditionally approved;
- (b) the aggregate number of the Shares which may be repurchased by the Company pursuant to the approval in paragraph (a) of this resolution above during the Relevant Period (as defined below) shall not exceed 10% of the aggregate number of the issued Shares (excluding Treasury Shares, if any) as at the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and

NOTICE OF 2024 AGM

(c) for the purpose of this resolution:

“**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles of Association or any other applicable laws of the Cayman Islands; or
- (iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this resolution.”

7. To consider as special business and if thought fit, pass with or without amendments the following resolution as ordinary resolutions:

“**THAT** subject to the passing of resolutions nos. 5 and 6 set out in the notice convening the annual general meeting of the Company (the “**Notice**”), the authority of the Directors of the Company pursuant to resolution no. 5 set out in the Notice be and the same is hereby approved to extend to cover such amount representing the aggregate number of the issued Shares repurchased pursuant to the authority granted pursuant to resolution no. 6 set out in the Notice provided that such number shall not exceed 10% of the aggregate number of the issued Shares (excluding Treasury Shares, if any) as at the date of the passing of this resolution.”

By order of the board of
C-Link Squared Limited
Ma Shengcong

Chairman of the Board and executive Director

Hong Kong, 30 April 2024

NOTICE OF 2024 AGM

Registered office:

Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

Headquarters and principal place of business in Malaysia:

No. 1, Persiaran Sungai Buloh
Taman Industri Sungai Buloh
Kota Damansara
47810 Petaling Jaya
Selangor
Malaysia

Principal place of business in Hong Kong:

Room 1901, 19/F, Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

As at the date of this Notice, the Directors are:

Executive Directors:

Mr. Ma Shengcong (*Chairman of the Board and Chief Executive Officer*)
Ms. Zhang Ying

Non-executive Directors:

Mr. Ling Sheng Shyan
Dr. Wu Xianyi

Independent non-executive Directors:

Mr. Yang Junhui
Mr. Qian Jianguang
Mr. Xie Yaozu

NOTICE OF 2024 AGM

Notes:

1. Any member of the Company (the “**Member(s)**”) entitled to attend and vote at the 2024 AGM convened by this Notice or its adjourned meeting (as the case may be) is entitled to appoint one (or, if he/she/it holds two or more Shares in the Company, more than one) proxy to attend and, on a poll, vote on his/her/its behalf subject to the provisions of the Articles of Association. A proxy need not be a Member but must be present in person at the 2024 AGM to represent the Member. If more than one proxy is so appointed, the appointment shall specify the number and class of such Shares in respect of which such proxy is so appointed.
2. In order to be valid, the duly completed and signed form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the office of the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited located at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not later than 48 hours before the time appointed for holding the 2024 AGM (i.e., not later than 10:00 a.m. on Tuesday, 21 May 2024) or its adjourned meeting. Completion and return of a form of proxy will not preclude a Member from subsequently attending in person and voting at the 2024 AGM or its adjourned meeting should he/she so wish.
3. For determining the Members’ entitlement to attend and vote at the 2024 AGM, the register of Members will be closed from Monday, 20 May 2024 to Thursday, 23 May 2024 (both dates inclusive), during which period no transfer of Shares will be effected. In order to qualify for attending and voting at the 2024 AGM, the unregistered holders of Shares must lodge all transfer documents and properly completed transfer forms, accompanied by the relevant share certificates, with the Company’s Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, located at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Friday, 17 May 2024.
4. In relation to the proposed resolution no. 2 above, details of the retiring Directors standing for re-election are set out in Appendix II to the circular (the “**Circular**”) of the Company dated 30 April 2024.
5. In relation to the proposed resolution no. 4 above, the Board concurs with the views of the audit committee of the Board and has recommended that CCTH CPA Limited be re-appointed as independent auditor of the Company.

NOTICE OF 2024 AGM

6. In relation to the proposed resolutions nos. 5 and 7 above, approval is being sought from the Members for the grant to the Directors of a general mandate to authorise the allotment and issue of Shares under the Listing Rules. The Directors wish to state that they have no immediate plans to issue any new Shares.
7. In relation to the proposed resolution no. 6 above, the Directors wish to state that they will exercise the powers conferred thereby to repurchase Shares only in the circumstances which they consider appropriate for the benefit of the Members. An explanatory statement containing the information necessary to enable the Members to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in Appendix I to the Circular.
8. In compliance with Rule 13.39(4) of the Listing Rules, voting on all proposed resolutions set out in this Notice will be taken by way of a poll.
9.
 - (a) Subject to paragraph (b) below, if a tropical cyclone warning signal No. 8 or above is expected to be hoisted or a black rainstorm warning signal is expected to be in force at any time between 8:00 a.m. and 5:00 p.m. on the date of the 2024 AGM, the 2024 AGM will be postponed and Members will be informed of the date, time and venue of the postponed 2024 AGM by a supplemental notice posted on the respective websites of the Company and the Stock Exchange.
 - (b) If a tropical cyclone warning signal No. 8 or above or a black rainstorm warning signal is lowered or cancelled three hours or more before the appointed time of the 2024 AGM and where conditions permit, the 2024 AGM will be held as scheduled.
 - (c) The 2024 AGM will be held as scheduled when an amber or red rainstorm warning signal is in force.
 - (d) After considering their own situations, Members should decide on their own whether or not they would attend the 2024 AGM under any bad weather condition and if they do so, they are advised to exercise care and caution.
10. Members attending the 2024 AGM in person or by proxy shall bear their own transportation and accommodation expenses, and shall produce their identity documents.
11. References to dates and time in this notice are to Hong Kong dates and time.
12. Shareholders should check the Company's website at www.clinksquared.com for future announcements and updates on the 2024 AGM arrangements.
13. The translation into Chinese language of this Notice is for reference only. In case of any inconsistency, the English version shall prevail.