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Vision Deal HK Acquisition Corp.

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 7827)

(Warrant Code: 4827)

NOTICE OF CLASS B SHAREHOLDERS' MEETING

Notice is hereby given that the meeting (the “**Class B Shareholders’ Meeting**”) of the holder(s) (the “**Class B Shareholder(s)**”) of the class B ordinary share(s) (the “**Class B Share(s)**”) of Vision Deal HK Acquisition Corp. (the “**Company**”) will be held at Units 5906–5912, 59/F, The Center, 99 Queen’s Road Central, Hong Kong on Friday, 28 June 2024 after the conclusion or adjournment of the annual general meeting of the Company (whichever is the later), for the Class B Shareholders for the purpose of considering and, if thought fit, passing the following resolutions:

Ordinary Resolutions

1. To re-elect Mr. Lin Feng as an executive director of the Company.
2. To re-elect Mr. Lishu Lou as an executive director of the Company.
3. To re-elect Dr. Weiru Chen as an independent non-executive director of the Company.
4. To re-elect Dr. Shirley Ze Yu as an independent non-executive director of the Company.
5. To authorise the board of directors of the Company to fix the respective directors’ remuneration.

By Order of the Board
Vision Deal HK Acquisition Corp.
Zhe WEI
Chairman and Executive Director

Hong Kong, 23 May 2024

Notes:

1. All resolutions at the Class B Shareholders’ Meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.

2. Any Class B Shareholder entitled to attend and vote at the Class B Shareholders' Meeting is entitled to appoint one proxy to attend and vote instead of him. A proxy need not be a Class B Shareholder. If more than one proxy is appointed, the number of Class B Shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every Class B Shareholder present in person or by proxy shall be entitled to one vote for each Class B Share held by him.
3. 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 certified copy of that power of attorney or authority, must be deposited at the Company's principle share registrar, Maples Corporate Services Limited, at PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands not less than 48 hours before the time appointed for the meeting (i.e. not later than 4:00 p.m. on Wednesday, 26 June 2024 (Hong Kong time)) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a Class B Shareholder from attending and voting in person at the Class B Shareholders' Meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. For determining the entitlement to attend and vote at the Class B Shareholders' Meeting, the register of members of the Company will be closed from Monday, 24 June 2024 to Friday, 28 June 2024, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Class B Shareholders' Meeting, unregistered holders of the Class B Shares shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's principal share registrar, Maples Corporate Services Limited, at PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands for registration not later than 4:30 p.m. on Friday, 21 June 2024.
5. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
6. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises Mr. Zhe WEI (chairman), Mr. Lin FENG (chief executive officer) and Mr. Lishu LOU (chief strategy officer) as the executive Directors, Mr. Juan Christian GRAF THUN-HOHENSTEIN, Mr. Shu Fun Francis Alvin LAI and Mr. Wai Hung CHEUNG as the non-executive Directors, and Mr. Michael WARD, Dr. Weiru CHEN and Dr. Shirley Ze YU as the independent non-executive Directors.