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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 223)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Elife Holdings Limited (the “Company”) will be held at Unit 806, Level 8, Core D, Cyberport 3, 100 Cyberport Road, Hong Kong on Tuesday, 24 December 2024 at 11 a.m., to consider and, if thought fit, pass the following resolutions:

Ordinary Resolutions

1. That Mr. Xiang Xin be removed as a Director with immediate effect;
2. That Mr. Qiu Bin be removed as a Director with immediate effect;
3. That Mr. Chiu Sui Keung be removed as a Director with immediate effect;
4. That Ms. Qin Jiali be removed as a Director with immediate effect;
5. That Mr. Zhang Shaoyan be removed as a Director with immediate effect;
6. That Mr. Zhao Zhenzhong be removed as a Director with immediate effect;
7. That Mr. Guo Wei be removed as a Director with immediate effect;
8. That Ms. Chen Xinqiong be removed as a Director with immediate effect;
9. That Mr. Lam Williamson be removed as a Director with immediate effect;
10. That Mr. Wong Tsz Fung be removed as a Director with immediate effect;
11. That Mr. Moy Yee Wo, Matthew be removed as a Director with immediate effect;
12. That any person who may have been appointed as a Director by the Board since 25 October 2024 be and is/are hereby removed as a Director with immediate effect;

13. That Ms. Tan Xin be appointed as an executive Director with immediate effect;
14. That Mr. Zhang Zhilin be appointed as an executive Director with immediate effect;
15. That Mr. Lin Qiu Cheng be appointed as an independent non-executive Director with immediate effect;
16. That Mr. Wang Anxin be appointed as an independent non-executive Director with immediate effect; and
17. That Mr. Wu Kwok Choi, Chris be appointed as an independent non-executive Director with immediate effect.

By the order of the Board
Elife Holdings Limited
Chow Chi Fai
Company Secretary

Hong Kong, 14 November 2024

Registered office:

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

Principal place of business in

Hong Kong:
Unit 806, Level 8, Core D
Cyberport 3, 100 Cyberport Road
Hong Kong

Notes:

- (a) Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his behalf. A proxy needs not be a shareholder of the Company. To be valid, a form of proxy in the prescribed form together with the 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 with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at Level 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time fixed for holding the EGM or any adjourned meeting thereof.
- (b) In the case of joint holders of a share (a "**Share**") of the Company, any one of such persons may vote at the meeting either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

- (c) The register of members of the Company will be closed from Thursday, 19 December 2024 to Tuesday, 24 December 2024 (both days inclusive), during which period no transfer of the shares of the Company will be effected. In order to qualify for entitlement to attend the EGM, all completed transfer forms, accompanied by the relevant share certificates, have to be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at Level 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration, not later than 4:30 p.m. on Wednesday, 18 December 2024.
- (d) Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the EGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.

As at the date of this notice, the executive Directors are Mr. Xiang Xin, Mr. Qiu Bin, Mr. Chiu Sui Keung, Mr. Zhang Shaoyan, Ms. Qin Jiali, Mr. Zhao Zhenzhong and Mr. Guo Wei; the non-executive Director is Ms. Chen Xinqiong; and the independent non-executive Directors are Mr. Lam Williamson, Mr. Wong Tsz Fung and Mr. Moy Yee Wo, Matthew.