
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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If you have sold or transferred all your shares in EJE (Hong Kong) Holdings Limited (the “Company”), 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 or other agent through whom the sale or the transfer was effected for transmission to the purchaser or the transferee.

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

EJE (HONG KONG) HOLDINGS LIMITED
壹家壹品 (香港) 控股有限公司 *
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8101)

**I. RENEWAL OF GENERAL MANDATES TO ISSUE SHARES AND
TO BUY-BACK SHARES;
II. RE-ELECTION OF RETIRING DIRECTORS;
AND
III. NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the AGM of the Company to be held at 10:00 a.m. on Friday, 28 August 2020 at Room 01B, 23rd Floor, China Insurance Group Building, 141 Des Voeux Road Central, 61-65 Gilman Street and 73 Connaught Road Central, Hong Kong is set out on pages AGM-1 to AGM-5 of this circular.

Whether or not you are able to attend the AGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to Tricor Investor Services Limited, the Hong Kong branch share registrar of Company, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the AGM (or any adjournment thereof). Completion and return of the accompanying form of proxy will not preclude you from attending and voting at the AGM (or any adjournment thereof) in person if you so wish.

This circular will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the Company’s website at <http://www.ejeliving.com>.

27 July 2020

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

To safeguard the health and safety of the Shareholders and other participants attending the Annual General Meeting and to prevent and control the spreading of coronavirus disease 2019 (“**COVID-19**”), the following precautionary measures will be implemented at the Annual General Meeting:

- (1) Every attendee is required to complete a health and travel declaration;
- (2) Compulsory body temperature checks or screening at the entrance of the Annual General Meeting venue;
- (3) Every attendee is required to wear a surgical face mask inside the Annual General Meeting venue at all times. Please note that no masks will be provided at the Annual General Meeting venue and attendees should wear their own masks;
- (4) Seating at the Annual General Meeting venue will be arranged so as to allow for appropriate social distancing. As a result, there will be limited capacity for Shareholders to attend the Annual General Meeting. The Company may limit the number of attendees at the Annual General Meeting as may be necessary to avoid over-crowding; and
- (5) No gifts, refreshments or beverages will be provided at the Annual General Meeting.

Any attendees who (i) do not or refuse to comply with any of the precautionary measures (1) to (3) above; (ii) have travelled outside Hong Kong within 14 days immediately before the Annual General Meeting (“**recent travel history**”); (iii) with a body temperature of over 37.3 degree celsius, or have any flu-like symptoms or are otherwise unwell; (iv) are subject to quarantine or self-quarantine in relation to COVID-19 pandemic; and/or (v) have close contact with any person under quarantine or with recent travel history should not attend and may be refused admission to the Annual General Meeting venue at the Company’s absolute discretion as permitted by law.

In light of the continuing risks posed by the COVID-19 pandemic and for the health and safety of the Shareholders and other participants attending the Annual General Meeting, Shareholders are strongly encouraged to appoint the chairman of the Annual General Meeting as his/her proxy to vote on the resolutions, instead of attending the Annual General Meeting in person.

Subject to the development of COVID-19, the Company may be required to change the Annual General Meeting arrangements at short notice. Shareholders should check the Company’s website for further announcements and updates on the Annual General Meeting arrangements.

CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (“GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

CONTENTS

	<i>Page</i>
Precautionary Measures for the Annual General Meeting	i
Characteristics of GEM	ii
Definitions	1
Letter from the Board	3
Appendix I — Explanatory Statement	I-1
Appendix II — Biographical Details of the Directors for Re-election	II-1
Notice of AGM	AGM-1

DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at 10:00 a.m. on Friday, 28 August 2020 at Room 01B, 23rd Floor, China Insurance Group Building, 141 Des Voeux Road Central, 61-65 Gilman Street and 73 Connaught Road Central, Hong Kong for the year ended 31 March 2020 or any adjournment thereof
“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors of the Company
“Buy-back Mandate”	a general mandate to the Directors to buy-back securities of the Company not exceeding 10% of the aggregate number of Shares in issue as at the date of the AGM
“close associate(s)”	has the meaning ascribed to it under the GEM Listing Rules
“Company”	EJE (Hong Kong) Holdings Limited, company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on GEM
“core connected person(s)”	has the meaning ascribed to it under the GEM Listing Rules
“Director(s)”	director(s) of the Company
“Extension Mandate”	to extend the Issue Mandate to the Directors to issue and allot additional shares by adding the number of shares bought-back by the Company and under the Buy-back Mandate
“GEM”	The Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“HK\$” and “cents”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Issue Mandate”	a general mandate to the Directors to allot, issue and deal with securities of the Company not exceeding 20% of the aggregate number of Shares in issue as at the date of the AGM

DEFINITIONS

“Latest Practicable Date”	22 July 2020, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)
“Share(s)”	share(s) of HK\$0.025 each in the share capital of the Company
“Shareholder(s)”	holders of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers
“%”	per cent.

LETTER FROM THE BOARD

EJE (HONG KONG) HOLDINGS LIMITED

壹家壹品 (香港) 控股有限公司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8101)

Executive Directors:

Mr. Qin Yuquan (*Chairman*)

Mr. Hung Cho Sing

Mr. Chau Tsz Kong Alan

Independent Non-executive Directors:

Mr. Tang Kin Chor

Mr. Chan Chun Wing

Mr. Yiu Shung Kit

Registered office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

Principal Place of Business

in Hong Kong:

Room 01, 23rd Floor.,

China Insurance Group Building,

141 Des Voeux Road Central,

61-65 Gilman Street and

73 Connaught Road Central,

Hong Kong

27 July 2020

To the Shareholders

Dear Sir or Madam,

**I. RENEWAL OF GENERAL MANDATES TO ISSUE SHARES AND
TO BUY-BACK SHARES;
II. RE-ELECTION OF RETIRING DIRECTORS;
AND
III. NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide the Shareholders with information regarding the resolutions to be proposed at the AGM relating to, inter alia, (i) the granting of the Issue Mandate to the Directors; (ii) the granting of the Buy-back Mandate to the Directors; (iii) the granting of the Extension Mandate to the Directors; and (iv) the re-election of Directors, and to give you the notice of the AGM.

** For identification purposes only*

LETTER FROM THE BOARD

GENERAL MANDATE TO ISSUE SHARES

The Company's existing Issue Mandate was approved by its then Shareholders on 21 August 2019. Unless otherwise renewed, the existing Issue Mandate will lapse at the conclusion of the AGM.

At the AGM, an ordinary resolution will be proposed to grant to the Directors new general and unconditional mandate to allot, issue and otherwise deal with Shares of up to 20% of the issued share capital of the Company as at the date of the passing of the proposed resolution.

In addition, a separate ordinary resolution will be proposed at the AGM to add to the Issue Mandate those Shares bought-back by the Company pursuant to the Buy-back Mandate (if so granted to the Directors at the AGM).

The Issue Mandate allows the Company to allot, issue and otherwise deal with Shares only during the period ending on the earliest of (i) the conclusion of the next annual general meeting of the Company; (ii) the date by which the next annual general meeting of the Company is required to be held by its Articles of Association or the laws of the Cayman Islands; or (iii) the date upon which such authority is revoked or varied by an ordinary resolution of the Shareholders in a general meeting of the Company (the "**Relevant Period**").

As at the Latest Practicable Date, the issued share capital of the Company comprised 2,892,000,000 Shares. Subject to the passing of the relevant resolution to approve the Issue Mandate and on the basis that no further Shares are allotted and issued or bought-back prior to the date of the AGM, the Directors would be authorised to allot, issue and otherwise deal with a maximum of 578,400,000 new Shares under the Issue Mandate, representing approximately 20% of the issued share capital of the Company as at the date of the AGM.

GENERAL MANDATE TO BUY-BACK SHARES

The Company's existing Buy-back Mandate was approved by its then Shareholders on 21 August 2019. Unless otherwise renewed, the existing mandate to buy-back Shares will lapse at the conclusion of the AGM.

At the AGM, an ordinary resolution will be proposed to grant to the Directors new general and unconditional mandate to buy-back Shares of up to 10% of the issued share capital of the Company as at the date of the passing of the proposed resolution. The Buy-back Mandate allows the Company to make purchases only during the Relevant Period.

As at the Latest Practicable Date, the issued share capital of the Company comprised 2,892,000,000 Shares. Subject to the passing of the Buy-back resolution and on the basis that no further Shares are allotted and issued or bought-back prior to the date of the AGM, the Company would be allowed to buy-back a maximum of 289,200,000 Shares under the Buy-back Mandate, representing approximately 10% of the issued share capital of the Company as at the date of the AGM.

LETTER FROM THE BOARD

An explanatory statement required to be sent to the Shareholders under the GEM Listing Rules is set out in Appendix I to this circular to provide the requisite information regarding the Buy-back Mandate to the Shareholders.

PROPOSED RE-ELECTION OF THE RETIRING DIRECTORS

Pursuant to Article 84 of the Company's Articles of Association, Mr Chan Chun Wing, Mr Tang Kin Chor and Mr. Yiu Shung Kit shall retire by rotation at the AGM and, all being eligible, shall offer themselves for re-election.

The biographical details of the above-mentioned Directors are set out in Appendix II to this circular.

AGM

A notice convening the AGM is set out on pages AGM-1 to AGM-5 of this circular.

A form of proxy is enclosed with this circular for use at the AGM. Whether or not you intend to attend the AGM, you are requested to complete and return the enclosed form of proxy to the office of the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, in accordance with the instructions printed thereon not less than 48 hours before the time appointed for the holding of the AGM (or any adjournment thereof). Completion and return of the accompanying form of proxy will not preclude you from attending and voting at the AGM (or any adjournment thereof) in person if you so wish.

Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of the Shareholders at the AGM must be taken by poll. Accordingly, all the proposed resolutions will be put to vote by way of poll at the AGM.

RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

LETTER FROM THE BOARD

RECOMMENDATION

The Directors are of the opinion that (i) the granting of the Issue Mandate to the Directors; (ii) the granting of Buy-back Mandate to the Directors; (iii) the granting of the Extension Mandate to the Directors; and (iv) the re-election of Directors set out above are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend you to vote in favour of all the resolutions to be proposed at the AGM.

Yours faithfully,
By order of the Board
EJE (Hong Kong) Holdings Limited
Chau Tsz Kong Alan
Executive Director

This appendix contains information required under Rule 13.08 of the GEM Listing Rules to be included in an explanatory statement to enable the Shareholders to make an informed view on whether to vote for or against the resolution to be proposed at the AGM in connection with the Buy-back Mandate.

SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 2,892,000,000 Shares. Subject to the passing of the ordinary resolution and on the basis that no further Shares are allotted and issued or bought-back between the Latest Practicable Date and the date of the AGM, the Company will be allowed to buy-back a maximum of 289,200,000 Shares during the Relevant Period.

REASONS FOR THE BUY-BACK

The Directors believe it is in the best interests of the Company and the Shareholders to have general authority from the Shareholders to enable the Directors to buy-back Shares on the Stock Exchange. Such buy-back may, depending on market conditions and funding arrangements at the relevant time, lead to an enhancement of the net asset value and/or earnings per Share of the Company. The Buy-back Mandate will only be exercised when the Directors believe that such buy-back(s) will benefit the Company and the Shareholders.

DIRECTORS AND CORE CONNECTED PERSONS

To the best of the knowledge and belief of the Directors having made all reasonable enquiries, none of the Directors and their respective close associates has a present intention, in the event that the Buy-back Mandate is approved and exercised, to sell any securities of the Company to the Company and any of its subsidiaries. No core connected person of the Company has notified the Company that it has a present intention to sell any securities of the Company to the Company, or has undertaken not to do so, in the event that the Buy-back Mandate is approved and exercised.

FUNDING OF BUY-BACKS

In buying-back Shares, the Company will only apply funds legally available for such purpose, being distributable profit of the Company or proceeds of a fresh issue of Shares made for such purpose in accordance with its Memorandum of Association, the Articles of Association and the laws of the Cayman Islands. The Company will not purchase the Shares on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time. There might be a material adverse impact on the working capital or gearing position of the Company as compared with the financial position of the Company as at 31 March 2020 (being the date of its latest published audited consolidated accounts) in the event that the buy-back of Shares were to be carried out in full at any time during the Relevant Period. However, the Directors do not propose to exercise the Buy-back Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

SHARE PRICES

The highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the previous twelve months and up to the Latest Practicable Date were as follows:

Month	Shares	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2019		
July	0.185	0.111
August	0.134	0.091
September	0.175	0.100
October	0.144	0.093
November	0.140	0.097
December	0.152	0.111
2020		
January	0.125	0.100
February	0.131	0.096
March	0.141	0.079
April	0.107	0.083
May	0.092	0.075
June	0.091	0.066
July (up to the Latest Practicable Date)	0.087	0.072

UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the powers of the Company to make buy-backs pursuant to the Buy-backs Mandate in accordance with the GEM Listing Rules and the applicable laws of the Cayman Islands.

EFFECT OF THE TAKEOVERS CODE

If as a result of a buy-back of Shares pursuant to the Buy-back Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code. As a result, a Shareholder, or a group of Shareholders acting in concert (as defined in the Takeovers Code), depending on the level of increase of the Shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 of the Takeovers Code increased to such an extent as will give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, the following person was interested in 5% or more of the issued share capital of the Company. In the event that the Buy-back Mandate is exercised in full, the interest of such person will be increased to approximately the percentage set out in the last column as follows:

Name of Substantial Shareholder	Class of Shares	No. of shares held/ interested	Natures of interests/ Holding capacity	Approximate percentage of shareholding	
				As at the Latest Practicable Date	If the Buy-back Mandate is exercised in full
Sau San Tong Holdings Limited	Ordinary	221,728,000	Beneficial owner	7.67	8.52
H N GROUP LIMITED	Ordinary	207,720,000	Beneficial owner	7.18	7.98 (Note 1)

Note:

1. Assuming no buy-back of any of the Shares held by the stated Shareholder.

The Directors will not buy-back the Shares on the Stock Exchange if the buy-back would result in the number of the listed securities which are in the hands of the public falling below 25%, being the relevant minimum prescribed percentage for the Company as required by the Stock Exchange.

The Directors are not aware of any consequences which may arise under the Takeovers Code as a result of any buy-backs made under the Buy-back Mandate.

SHARE BUY-BACKS MADE BY THE COMPANY

The Company did not buy-back any Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

The details of the retiring Directors proposed to be re-elected at the AGM are set out as follows:

Mr. Chan Chun Wing (“Mr. Chan”), aged 50, holds a bachelor degree of economics from Macquarie University (Australia). Mr. Chan is a fellow member of the Hong Kong Institute of Certified Public Accountants. He has worked with one of the Big Four CPA firms in his early career, and has subsequently worked as a financial controller and other managerial role across different industries and business segments. He is now a partner and shareholder of a long established sport equipment manufacturing and trading company in Hong Kong.

Mr. Tang Kin Chor (“Mr. Tang”) aged 61, has over 20 years of working experience in the securities industry including equity sales and fund management. He is now a managing director of Alpha Win Capital Limited and a columnist.

Mr. Yiu Shun Kit (“Mr Yiu”), aged 47, is a fellow member of the Association of International Accountants, a full member of The Hong Kong Management Association as well as Macau Management Association. Mr. Yiu has also obtained HKSI Practicing Certificate (Corporate Finance). Prior to joining the Company, Mr. Yiu has over 22 years of working experience including working with listed companies and large conglomerates in construction, telecom, hotel and casino industries across Hong Kong and Macau. He is expert on financial reporting and Macau taxation. Mr. Yiu can give valuable opinion and advice to the Board and his appointment as independent non-executive director will be beneficial for the Company’s development in activities.

Save as disclosed above, there is no other information relating to the re-election of the retiring Directors to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders.

NOTICE OF AGM

EJE (HONG KONG) HOLDINGS LIMITED

壹家壹品 (香港) 控股有限公司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8101)

NOTICE IS HEREBY GIVEN that the annual general meeting of EJE (Hong Kong) Holdings Limited (the “**Company**”) will be held at 10:00 a.m. on Friday, 28 August 2020 at Room 01B, 23rd Floor, China Insurance Group Building, 141 Des Voeux Road Central, 61-65 Gilman Street and 73 Connaught Road Central, Hong Kong for the following purposes:

AS ORDINARY RESOLUTION

1. To receive and adopt the audited consolidated financial statements of the Company and the report of the directors and the auditors of the Company for the year ended 31 March 2020;
2. (A) to re-elect Mr. Chan Chun Wing as an independent non-executive director of the Company;

(B) to re-elect Mr. Tang Kin Chor as an independent non-executive director of the Company;

(C) to re-elect Mr. Yiu Shung Kit as an independent non-executive director of the Company;

(D) to authorize the board of directors of the Company to fix the remuneration of the directors of the Company;
3. To re-appoint Elite Partners CPA Limited as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the board of directors of the Company to fix their remuneration.
4. To consider and, if thought fit, pass, with or without modification, the following resolutions as ordinary resolutions:
 - A. “**THAT:**
 - (i) subject to paragraph (iii) of this resolution, the exercise by the directors of the Company (the “**Directors**”) during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares or securities convertible into shares in the capital of the Company and to make or grant offers, agreements and options (including but not limited to warrants, bonds, debentures and other securities convertible into shares of the Company) which might require the exercise of such power be and is hereby generally and unconditionally approved;

** For identification purposes only*

NOTICE OF AGM

- (ii) the Directors be and are hereby authorised during the Relevant Period to make or grant offers, agreements and options (including but not limited to warrants, bonds, debentures and other securities convertible into shares of the Company) which might or would require the exercise of such powers (including but not limited to the power to allot, issue and deal with additional shares in the capital of the Company) during or after the end of the Relevant Period;
- (iii) the number of share capital allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an options or otherwise) by the Directors pursuant to the approval in paragraph (i) and (ii) of this resolution, otherwise than pursuant to: (a) a Rights Issue (as hereinafter defined); or (b) the exercise of any option granted under the share option scheme or similar arrangement of the Company for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to subscribe for shares of the Company; or (c) any scrip dividend or similar arrangement providing for the allotment of shares of the Company in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company in force from time to time, shall not exceed 20% of the issued share capital of the Company in issue at the time of passing this resolution and the said approval shall be limited accordingly; and
- (iv) for the purpose of this resolution:

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

- (a) the conclusion of the next annual general meeting of the Company;
- (b) the expiration of the period within which the next annual general meeting of the Company is required by the laws of the Cayman Islands or the articles of association of the Company to be held; and
- (c) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

“Rights Issue” means an offer of shares open for a period fixed by the directors of the Company to holders of shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions 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 any relevant jurisdiction, or the requirements of any recognized regulatory body or any stock exchange)”;

NOTICE OF AGM

B. “THAT:

- (i) subject to paragraph (iii) of this resolution, the exercise by the directors of the Company (the “**Directors**”) during the Relevant Period (as hereinafter defined) of all the powers of the Company to buy-back issued shares in the capital of the Company on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or any other stock exchange on which the shares of the Company may be listed and which are recognized for this purpose by the Securities and Futures Commission of Hong Kong and the Stock Exchange, in accordance with all applicable laws and/or the requirements of the Stock Exchange or of any other stock exchange and the Hong Kong Code on Share Buy-backs as amended from time to time, be and is hereby generally and unconditionally approved;
- (ii) the approval in paragraph (i) of this resolution above shall be in addition to any other authorisation given to the Directors and shall authorise the Directors on behalf of the Company during the Relevant Period to procure the Company to buy-back its shares at a price determined by the Directors;
- (iii) the number of shares of the Company bought-back or agreed conditionally or unconditionally to be bought-back by the Company pursuant to the approval in paragraph (i) of this resolution during the Relevant Period shall not exceed 10% of the issued share capital of the Company as at the date of passing this resolution; and
- (iv) 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:

- (a) the conclusion of the next annual general meeting of the Company;
- (b) the expiration of the period within which the next annual general meeting of the Company is required by the law of the Cayman Islands or the articles of association of the Company to be held; and
- (c) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting”;

NOTICE OF AGM

- C. “**THAT** conditional upon the passing of resolutions number 4(A) and 4(B) as set out in the notice convening this meeting of which this resolution forms part, the general mandate granted to the directors of the Company pursuant to resolution number 4(A) as set out in this notice convening this meeting of which this resolution forms part be and is hereby extended by the addition thereto of an amount representing the number of share capital of the Company bought-back by the Company under the authority granted pursuant to resolution number 4(B) as set out in this notice convening this meeting of which this resolution forms part, provided that such amount shall not exceed 10% of the issued share capital of the Company as at the date of passing this resolution.”

EJE (Hong Kong) Holdings Limited
Chau Tsz Kong Alan
Executive Director

Hong Kong, 27 July 2020

Notes:

1. Any member of the Company entitled to attend and vote at the AGM shall be entitled to appoint another person as his/her 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 AGM. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
3. To be valid, the instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
4. No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the AGM or any adjournment thereof in cases where the AGM was originally held within 12 months from such date.
5. Where there are joint holders of any shares, any one of such joint holders may vote at the AGM, 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 the AGM, 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.

NOTICE OF AGM

6. Completion and delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the AGM if the member so wish and in such event, the instrument appointing a proxy should be deemed to be revoked.
7. An explanatory statement containing the information necessary to enable the members to make an informed decision as to whether to vote for or against the ordinary resolution number 4 as set out in this notice is enclosed.
8. The transfer books and Register of Members of the Company will be closed from 25 August 2020 to 28 August 2020, both days inclusive. During such period, no share transfers will be effected. In order to qualify for attending the AGM, all transfer documents, accompanied by the relevant share certificates, must be lodged with the office of the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on 24 August 2020.
9. Details of Mr. Chan Chun Wing, Mr. Tang Kin Chor and Mr. Yiu Shung Kit proposed to be re-elected as directors of the Company at the AGM are set out in Appendix II to this circular.
10. A form of proxy for use at the AGM is enclosed.

As at the date of this announcement, the executive Directors are Mr. Qin Yuquan, Mr. Hung Cho Sing and Mr. Chau Tsz Kong Alan and the independent non-executive Directors are Mr. Tang Kin Chor, Mr. Chan Chun Wing and Mr. Yiu Shung Kit.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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 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 GEM website at <http://www.hkgem.com> on the "Latest Company Announcements" page for at least seven days from the date of its posting and the Company's website at <http://www.ejeliving.com>.