
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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.

If you have sold or transferred all your shares in **Hon Corporation Limited** (the “Company”), you should at once hand this circular and the accompanying form of proxy to the purchaser, the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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HON CORPORATION LIMITED

中國大健康建設產業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8259)

(1) REQUISITION FROM A REGISTERED SHAREHOLDER FOR CONVENING EXTRAORDINARY GENERAL MEETING; AND (2) NOTICE OF EXTRAORDINARY GENERAL MEETING

A notice convening the extraordinary general meeting of the Company to be held at 2:00 p.m. on Monday, 22 November 2021 at Blk 20, Ang Mo Kio Industrial Park 2A, #07-33 AMK Tech Link, Singapore 567761 is set out on pages EGM-1 to EGM-3 of this circular.

PRECAUTIONARY MEASURES FOR THE EGM

In view of an ongoing pandemic of the COVID-19, the Company will implement the following prevention and control measures at the EGM against the COVID-19 to protect the Shareholders from the risk of infection:

1. Compulsory body temperature check;
2. Compulsory wearing of surgical mask prior to admission to the EGM venue and throughout the EGM;
3. Seating on the designated seat assigned by the Company;
4. No refreshment packs or drinks being provided; and
5. No souvenirs will be distributed.

For the health and safety of the Shareholders, the Company reminds attendees that they should carefully consider the risks of attending the EGM, taking into account the current outbreak of the COVID-19, and strongly encourages the Shareholders to exercise their right to vote at the EGM by appointing the Chairman of the EGM as their proxy. Subject to the development of COVID-19, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate.

Whether or not you are able to attend the meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time of the meeting to the office of the Company’s branch Share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting in person should you so wish.

This circular will remain on the Company’s website at www.honindustries.com.sg and on the website of the GEM of the Stock Exchange at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting.

Singapore, 21 October 2021

CHARACTERISTICS OF GEM

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

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 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 and no assurance is given that there will be a liquid market in the securities traded on GEM.

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PRECAUTIONARY MEASURES FOR THE EGM

In view of an ongoing pandemic of the COVID-19, the Company will implement the following prevention and control measures at the EGM against the COVID-19 to protect the Shareholders from the risk of infection, including but not limited to:

- (a) conduct compulsory body temperature check and anyone with a body temperature of over 37.5 degrees Celsius will not be permitted to access to the meeting venue;
- (b) wear surgical mask prior to admission to the EGM venue and throughout the EGM;
- (c) seat on the designated seat assigned by the Company at the time of registration to ensure social distancing;
- (d) no refreshment packs or drinks will be provided; and
- (e) no souvenirs will be distributed.

Any person who does not comply with above requirements may be denied entry into the EGM venue or be required to leave the EGM venue. To the extent permitted under law, the Company reserves the right to deny entry into the EGM venue or require any person to leave the EGM venue in order to ensure the safety of other attendees at the EGM. In our case, denied entry to the EGM venue also means that person will not be allowed to attend the EGM.

For the health and safety of the Shareholders, the Company reminds attendees that they should carefully consider the risks of attending the EGM, taking into account the current outbreak of the COVID-19, and strongly encourages the Shareholders to exercise their right to vote at the EGM by appointing the Chairman of the EGM as their proxy.

The Company will closely monitor the current COVID-19 situation and may implement additional measures at short notice, which will be announced closer to the date of the EGM, if any.

DEFINITIONS

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

“Articles of Association”	the articles of association of the Company as amended and restated, supplemented or modified from time to time
“Board”	the board of Directors
“Company”	Hon Corporation Limited, a company incorporated in the Cayman Islands with limited liability and issued Shares of which are listed on the GEM of the Stock Exchange (stock code: 8259)
“Director(s)”	the director(s) (including the independent non-executive director(s)) of the Company
“EGM”	the extraordinary general meeting of the Company to be held at Hon Industries Pte Ltd office at Blk 20, Ang Mo Kio Industrial Park 2A, #07-33 AMK Tech Link, Singapore 567761 on 22 November 2021 (Monday) at 2:00 p.m., a notice of which is set out on pages EGM-1 to EGM-3 of this circular, or any adjourned meeting thereof
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM, as amended, supplemented or otherwise modified from time to time
“Group”	the Company and its subsidiaries from time to time
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	20 October 2021, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein prior to its publication
“Proposed Resolutions”	the proposed ordinary resolutions set out in the Requisition Notice from the Requisitioning Shareholder to the Company in relation to, among others, the removal and appointment of Directors as referred to in this circular
“Requisition Notice”	a notice of requisition dated 30 September 2021 from the Requisitioning Shareholder to the Company
“Requisitioning Shareholder”	Wealth Giant Global Limited, a registered shareholder holding not less than 10% of the paid up capital of the Company
“Share(s)”	ordinary share(s) with a nominal value of HK\$0.01 each in the share capital of the Company

DEFINITIONS

“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency for the time being of Hong Kong
“%”	per cent.

HON CORPORATION LIMITED

中國大健康建設產業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8259)

Executive Director:

Mr. Tan Jit Pin (*Chen Ribin*)

Non-executive Director:

Mr. Toh Hock Ghim (*Chairman*)

Independent non-executive Directors:

Mr. Lau Wang Lap

Ms. Luk Huen Ling Claire

Registered office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

Principal place of business

in Hong Kong:

Unit A, 8th Floor, Tern Centre Tower 2

251 Queen's Road Central

Hong Kong

21 October 2021

To the Shareholders

Dear Sir or Madam

**REQUISITION FROM A REGISTERED SHAREHOLDER FOR
CONVENING EXTRAORDINARY GENERAL MEETING;
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with (i) further information in relation to the proposed removal and appointment of Directors; and (ii) the notice of the EGM.

REQUISITION NOTICE

Reference is made to the announcement of the Company dated 21 October 2021. On 30 September 2021, the Board received the Requisition Notice from the Requisitioning Shareholder requiring the Board to convene an extraordinary general meeting for considering and, if thought fit, passing the following ordinary resolutions:

1. “That Mr. Tan Jit Pin (Chen Ribin) be and is hereby be removed as executive Director and from position he holds in any committee of the Board effective from the date of passing such resolution.”

LETTER FROM THE BOARD

2. “That Mr. Toh Hock Ghim be and is hereby be removed as non-executive Director and from position he holds in any committee of the Board effective from the date of passing such resolution.”
3. “That Mr. Lau Wang Lap be and is hereby be removed as independent non-executive Director and from position he holds in any committee of the Board effective from the date of passing such resolution.”
4. “That Ms. Luk Huen Ling Claire be and is hereby be removed as independent non-executive Director and from position she holds in any committee of the Board effective from the date of passing such resolution.”
5. “That Mr. Chen Siqing* (陳思慶) be and is hereby be appointed as executive Director and chairman of the nomination committee of the Board with immediate effect upon passing of this resolution.”
6. “That Mr. Hon Fung be and is hereby be appointed as executive Director with immediate effect upon passing of this resolution.”
7. “That Mr. Wu Pak Kit Dennis be and is hereby be appointed as independent non-executive Director, member of the audit committee of the Board and chairman of the remuneration committee of the Board with immediate effect upon passing of this resolution.”
8. “That Mr. Wong Kai Hing Kevin be and is hereby be appointed as independent non-executive director of the Company, chairman of the audit committee of the Board, member of the remuneration committee of the Board and member of the nomination committee of the Board with immediate effect upon passing of this resolution.”
9. “That Mr. Chow Yun Cheung Anthony be and is hereby be appointed as independent non-executive director of the Company, member of the audit committee of the Board, member of the remuneration committee of the Board and member of the nomination committee of the Board with immediate effect upon passing of this resolution.”

RELEVANT PROVISIONS UNDER THE ARTICLES OF ASSOCIATION

Pursuant to Section 58 of the Articles of Association, any one or more members of the Company holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition deposited at the registered office of the Company, to require a general meeting to be called by the Board for the transaction of any business specified in such requisition. The Company will convene the EGM in accordance with the provisions of the Article of Association. Such EGM so convened shall be held within two months after the deposit of such requisition. If within 21 days of such deposit, the Board fails to proceed to convene such meeting, the Requisitioning Shareholder himself may do so in the same manner.

LETTER FROM THE BOARD

In accordance with the relevant provisions under the Articles of Association, the Company (i) has convened the EGM within twenty-one (21) days from the date of deposit of the requisition of the Requisitioning Shareholder; and (ii) the EGM will be held within two months from the date of deposit of such requisition.

PROPOSED REMOVAL AND APPOINTMENT OF DIRECTORS

The Requisition Notice has set out the biographical details of the proposed Director. The Company is required to disclose the details referred to under Rule 17.50(2) of the GEM Listing Rules in respect of any proposed new director in the notice or accompanying circular to its shareholders of the relevant general meeting. Details of the proposed Director, which have been reproduced from and are solely based upon the information provided by the Requisitioning Shareholder in the Requisition Notice, are set out in the Appendix to this circular. Shareholders should note that the Board has not verified the particulars of the proposed Director stated in the Appendix to this circular.

EGM

A notice convening the EGM to be held at Blk 20, Ang Mo Kio Industrial Park 2A, #07-33 AMK Tech Link, Singapore 567761 on Monday, 22 November 2021 at 2:00 p.m. is set out on EGM-1 to EGM-3 of this circular. At the EGM, resolutions will be proposed to approve, among others, the removal and appointment of Directors.

A form of proxy for use at the EGM is enclosed with this circular and such form of proxy is also published at the website of the Stock Exchange. Whether or not you intend to attend the EGM, you are requested to complete and return the form of proxy to the Company's Branch Share Registrar in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting if you so wish and in such event, the proxy form shall be deemed to be revoked.

Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of the Shareholders at a general meeting must be taken by way of poll. Therefore, all proposed resolutions put to vote at the EGM shall be taken by way of poll.

An announcement on the poll vote results will be made by the Company after the EGM, in the manner prescribed under Rule 17.47(5) of the GEM Listing Rules, on the results of the poll on all resolutions voted at the EGM.

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Directors confirm that no Shareholders will be required to abstain from voting at the EGM.

LETTER FROM THE BOARD

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Wednesday, 17 November 2021 to Monday, 22 November 2021, both days inclusive, for determining the identity of the Shareholders who are entitled to attend and vote at the EGM. No transfer of Shares will be registered during this period. Shareholders whose names appear on the register of members of the Company on Monday, 22 November 2021 are entitled to attend and vote at the EGM. In order to be eligible to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong no later than 4:30 p.m. on Tuesday, 16 November 2021.

RESPONSIBILITY STATEMENT

This circular, 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 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.

MISCELLANEOUS

The English version of this circular shall prevail in case of any inconsistency. The Chinese translation of the circular is for reference only.

* *for identification purposes*

By order of the Board
Hon Corporation Limited
Tan Jit Pin (Chen Ribin)
Executive Director

The biographical details of the proposed Director, which have been reproduced from and are solely based upon the information provided by the Requisitioning Shareholder, are set out below. Such particulars of the proposed Director have not been verified by the Board.

EXECUTIVE DIRECTORS:**1. Mr. Chen Siqing* (陳思慶) (“Mr. Chen”)**

Mr. Chen possessed work experience in various categories including real estate management, wine sales and administrative management. He was employed as the deputy general manager of Luzhou Shengshi Fangdichan Kaifa Limited* (瀘州盛世房地產開發有限公司) in 2014 and was responsible for real estate construction planning and sales planning. He later on joined Sichuan Luzhou Jiangquan Jiuye Limited* (四川省瀘州江泉酒業有限公司) from 2015 to 2016 as sales manager and was responsible for wine sales planning. During 2017 to 2020, he was appointed as the administrative director of Shenzhen Hongji Taifu Zichan Guanli Limited* (深圳市泓基泰富資產管理有限公司) and was responsible for managing administrative and financial matters.

In June 2013, Mr. Chen graduated from University of Electronic Science and Technology of China majoring real estate management and evaluation.

2. Mr. Hon Fung (“Mr. Hon”)

Over the past 20 years, Mr. Hon has been advising numerous listed companies in terms of corporate strategy. He is the director of Shanghai Shihua Information Technology Service Co., Ltd. (NEEQ stock code: 837778) since 2016. He is also the managing director of Financial PR(HK) Limited since 2012. Mr. Hon has also been appointed as the CEO of Sky Wealth Financial Group since 2021. He was employed as the senior vice president of Christensen International Limited from 2005 to 2011.

Mr. Hon was a graduate of Business Studies of City University of Hong Kong.

INDEPENDENT NON-EXECUTIVE DIRECTORS:**3. Mr. Wu Pak Kit Dennis (“Mr. Wu”)**

Mr. Wu possessed over 20 years of experience in finance industry and had been working at CITIC Capital (中信資本) for 17 years. He is the vice chairman and executive director of Allied Sustainability and Environmental Consultants Group Limited, a listed company on the Stock Exchange (Stock Code: 8320), and mainly responsible for providing consultancy services in relation to sustainable development and ESG. Mr. Wu is also the founder and the CEO of AEC Capital Limited (沛然綠色資本有限公司) and mainly responsible for green new technology private equity investment and venture capital fund management.

4. Mr. Wong Kai Hing Kevin (“Mr. Wong”)

Mr. Wong possessed experience in acting as an independent non-executive director of Hong Kong listed companies. He has over 20 years of work experience in finance and accounting in various Hong Kong listed companies. He also possessed over 10 years of work experience in company secretarial matters of Hong Kong listed companies. Mr. Wong is the independent non-executive director, chairman of the audit committee, member of the nomination committee and member of the remuneration committee of Tempus Holdings Limited, a company listed on the Stock Exchange (stock code: 6880). He is also the independent non-executive Director, member of each of the audit committee, nomination committee and remuneration committee of Grown Up Group Investment Holdings Limited, a company listed on the Stock Exchange (stock code: 1842).

Mr. Wong obtained a bachelor degree in professional accountancy from The Chinese University of Hong Kong in 1997. He has become a member of Hong Kong Institute of Certified Public Accountants since 2000, and has become a chartered financial analyst since 2003. He also completed a Master of Business Administration at The Chinese University of Hong Kong in 2006.

5. Mr. Chow Yun Cheung Anthony (“Mr. Chow”)

Mr. Chow possessed over 20 years of work experience in matters including accounting, compliance of listed companies, corporate finance and M&A. He is the independent non-executive director of Echo International Holdings Group Limited, a listed company on GEM of the Stock Exchange (stock code: 8218), and Moody Technology Holdings Limited, a listed company on Main Board of the Stock Exchange (stock code: 1400). He has also been appointed as the company secretary of Jinrui Minerals Holdings Limited since January 2020. He has joined GRB Aces Sdn Bhd as the business development director since May 2019.

In 2001, Mr. Chow graduated from The Chinese University of Hong Kong as a bachelor of business administration majoring in professional accountancy. He has become a member of Hong Kong Institute of Certified Public Accountants since 2005.

* *For identification purposes*

NOTICE OF EXTRAORDINARY GENERAL MEETING

HON CORPORATION LIMITED

中國大健康建設產業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8259)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of Hon Corporation Limited (the “Company”) will be held at 2:00 p.m. on Monday, 22 November 2021 at Blk 20, Ang Mo Kio Industrial Park 2A, #07-33 AMK Tech Link, Singapore 567761 for the following purposes:

Capitalised terms used in this notice have the same meanings as those defined in the circular of the Company dated 21 October 2021.

ORDINARY RESOLUTIONS

1. “That Mr. Tan Jit Pin (Chen Ribin) be and is hereby be removed as executive Director and from position he holds in any committee of the Board effective from the date of passing such resolution.”
2. “That Mr. Toh Hock Ghim be and is hereby be removed as non-executive Director and from position he holds in any committee of the Board effective from the date of passing such resolution.”
3. “That Mr. Lau Wang Lap be and is hereby be removed as independent non-executive Director and from position he holds in any committee of the Board effective from the date of passing such resolution.”
4. “That Ms. Luk Huen Ling Claire be and is hereby be removed as independent non-executive Director and from position she holds in any committee of the Board effective from the date of passing such resolution.”
5. “That Mr. Chen Siqing* (陳思慶) be and is hereby be appointed as executive Director and chairman of the nomination committee of the Board with immediate effect upon passing of this resolution.”
6. “That Mr. Hon Fung be and is hereby be appointed as executive Director with immediate effect upon passing of this resolution.”
7. “That Mr. Wu Pak Kit Dennis be and is hereby be appointed as independent non-executive Director, member of the audit committee of the Board and chairman of the remuneration committee of the Board with immediate effect upon passing of this resolution.”

NOTICE OF EXTRAORDINARY GENERAL MEETING

8. “That Mr. Wong Kai Hing Kevin be and is hereby be appointed as independent non-executive director of the Company, chairman of the audit committee of the Board, member of the remuneration committee of the Board and member of the nomination committee of the Board with immediate effect upon passing of this resolution.”
9. “That Mr. Chow Yun Cheung Anthony be and is hereby be appointed as independent non-executive director of the Company, member of the audit committee of the Board, member of the remuneration committee of the Board and member of the nomination committee of the Board with immediate effect upon passing of this resolution.”

* *for identification purposes*

By order of the Board
Hon Corporation Limited
Tan Jit Pin (Chen Ribin)
Executive Director

Singapore, 21 October 2021

Registered office:

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

Principal place of business in Hong Kong:

Unit A, 8th Floor, Tern Centre Tower 2
251 Queen’s Road Central
Hong Kong

As at the date of this notice, the executive Director is Mr. Tan Jit Pin (Chen Ribin); the non-executive Directors is Mr. Toh Hock Ghim; and the independent non-executive Directors are Mr. Lau Wang Lap and Ms. Luk Huen Ling Claire.

Notes:

1. In view of an ongoing pandemic of the COVID-19, the Company will implement the following prevention and control measures at the EGM against the COVID-19 to protect the Shareholders from the risk of infection, including but not limited to (a) conduct compulsory body temperature check and anyone with a body temperature of over 37.5 degrees Celsius will not be permitted to access to the meeting venue; (b) wear surgical mask prior to admission to the EGM venue and throughout the EGM; (c) seat on the designated seat assigned by the Company at the time of registration to ensure social distancing; (d) no refreshment packs or drinks will be provided; and (e) no souvenirs will be distributed.

The Company will closely monitor the current COVID-19 situation and may implement additional measures at short notice, which will be announced closer to the date of the EGM, if any.

2. For the health and safety of the shareholders of the Company (the “**Shareholders**”), the Company reminds attendees that they should carefully consider the risks of attending the EGM, taking into account the current outbreak of the COVID-19, and strongly encourages the Shareholders to exercise their right to vote at the EGM by appointing the Chairman of the EGM as their proxy.

NOTICE OF EXTRAORDINARY GENERAL MEETING

3. Any member entitled to attend and vote at the meeting convened is entitled to appoint another person(s) as his proxy to attend and vote in his behalf. A member who is the holder of two or more shares of the Company (the “**Shares**”) may appoint more than one proxy to attend on the same occasion. A proxy need not be a member of the Company.
4. To be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding of the meeting or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the meeting or any adjournment thereof should he so wish, in such event, the form of proxy shall be deemed to be revoked.
5. In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she was solely entitled thereto; if more than one of such joint holders are present at the EGM, 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. For this purpose, seniority shall be determined by the order in which the names stand first in the Register of Shareholders in respect of the joint holding.
6. The above resolutions will be put to vote at the meeting by way of poll.
7. The register of members of the Company will be closed from Wednesday, 17 November 2021 to Monday, 22 November 2021 (both days inclusive), during which period no transfers of shares will be registered. To determine the entitlement to attend and vote at the EGM of the Company, all transfer document, accompanied by the relevant share certificates, must be lodged with the Company’s Branch Share Registrars in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road North Point, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 16 November 2021.