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VIVA CHINA HOLDINGS LIMITED
非凡中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8032)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Viva China Holdings Limited (the “**Company**”) will be held at 2/F, PopOffice, 9 Tong Yin Street, Tseung Kwan O, New Territories, Hong Kong (the “**EGM Venue**”) at 11:00 a.m. on Wednesday, 18 January 2023 for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT** the agreement (the “**Agreement**”) dated 17 November 2022 entered by Viva China Consumables Limited (“**Viva China Consumables**”) and LionRock Capital Partners QiLe L.P. in relation to the acquisition of the remaining 49% issued share capital of LionRock Capital Partners QiLe Limited (a copy of which has been presented to this meeting marked “A” and initialed by the chairman of the meeting for identification purpose), together with the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified. Any one director of the Company and secretary of the Company be and is hereby authorised to do all such acts and things and execute all such documents which he/she considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Agreement and the transactions contemplated thereunder.”

On behalf of the Board
VIVA CHINA HOLDINGS LIMITED
LI Ning
Chairman and Chief Executive Officer

Hong Kong, 30 December 2022

Executive Directors:
Mr. LI Ning (*Chairman and Chief Executive Officer*)
Mr. LI Chunyang
Mr. LI Qilin

*Head office and principal place
of business in Hong Kong:*
2/F, PopOffice
9 Tong Yin Street
Tseung Kwan O
New Territories, Hong Kong

Non-executive Directors:
Mr. Victor HERRERO
Mr. MA Wing Man
Ms. LYU Hong

Independent non-executive Directors:
Mr. LI Qing
Mr. PAK Wai Keung, Martin
Mr. WANG Yan

Notes:

1. Pursuant to the GEM Listing Rules, the above resolution is to be voted by poll at the above meeting.
2. A member entitled to attend and vote at the meeting is entitled to appoint one or, if he/she is the holder of two or more shares, more than one proxy to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.
3. The record date for determining the entitlement of the shareholders of the Company to attend and vote at the meeting will be the close of business on Thursday, 12 January 2023. All transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Tricor Secretaries Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Thursday, 12 January 2023.
4. In order to be valid, the form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's Hong Kong branch share registrar, Tricor Secretaries Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting (as the case may be).
5. Delivery of an instrument appointing a proxy should not preclude a shareholder from attending and voting in person at the above meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. In the case of joint registered holders of a share of the Company, any one of such joint holders may vote at the meeting, either personally 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 are present at the above meeting personally or by proxy, the vote of the senior who tenders a vote 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 in the register of members of the Company in respect of such share.

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) 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 Stock Exchange's website at www.hkexnews.hk on the “Latest Listed Company Information” page for at least seven days from the date of its posting and the Company's website at www.vivachina.hk.

PRECAUTIONARY MEASURES FOR THE EGM

In view of the current COVID-19 pandemic situation, the Company will implement the following precautionary measures at the EGM to protect the Shareholders and other attendees from risk of infection:

1. At the entrance of the EGM Venue, a compulsory body temperature check will be conducted on every person attending the EGM. Any person with a body temperature of over 37.3 degrees Celsius, or any individual who has any flu-like symptoms or is otherwise unwell will not be admitted to the EGM Venue.
2. Every attendees will be required to sign and complete a health declaration form before admission to the EGM Venue.
3. Seating at the EGM 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 EGM. The Company may limit the number of attendees at the EGM as may be necessary to avoid over-crowding.
4. Every attendee is required to wear a surgical face mask at any time within the EGM Venue.
5. Any attendee who declines any of the abovementioned measures will not be admitted to the EGM Venue.
6. No food or beverages or gifts will be provided to the attendees at the EGM.

To the extent permitted under the laws of Hong Kong, the Company reserves the right to deny entry to the EGM venue or require any person to leave the EGM Venue in order to ensure the safety of the attendees at the EGM.

The Company would like to remind the Shareholders to consider appointing the Chairman of the EGM as his/her/its proxy to vote on the resolution at the EGM as an alternative to attending the EGM in person. In order to be valid, the form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's Hong Kong branch share registrar, Tricor Secretaries Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the EGM.

Subject to the development of the COVID-19 situation, the Company may implement and/or adjust precautionary measures for the EGM at short notice as the public health situation changes, and may issue further announcement(s) on such measures as and when appropriate.