联合控股
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ZHEJIANG UNITED INVESTMENT HOLDINGS GROUP LIMITED
浙江聯合投資控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8366)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**EGM**") of Zhejiang United Investment Holdings Group Limited (the "**Company**") will be held at 908, 9/F, Gloucester Tower, 15 Queen's Road Central, Hong Kong at 11:00 a.m. on Wednesday, 28 October 2026 for the purpose of considering and, if though fit, passing the following resolutions of the Company. Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 21 September 2026 (the "**Circular**")

SPECIAL RESOLUTION

1. "**THAT**, subject to and conditional upon (i) the signing by the directors of the Company of a solvency statement in accordance with the requirements of the Companies Act (As Revised) of the Cayman Islands (the "Companies Act"); (ii) registration by the Registrar of Companies in the Cayman Islands of a copy of the solvency statement and the minute containing the particulars required under the Companies Act with respect to the Capital Reduction (as defined below); and (iii) the Stock Exchange granting approval for the listing of, and permission to deal in, the Adjusted Shares (as defined below), with effect from the date on which these conditions are fulfilled (the "**Effective Date**"):

   (a) every twenty (20) issued and unissued shares of par value of HK$0.01 each in the share capital of the company be consolidated into one (1) share of par value of HK$0.2 (each a "**Consolidated Share**") in the share capital of the Company (the "**Share Consolidation**");

   (b) immediately following the Share Consolidation, the issued share capital of the Company shall be reduced by reducing the par value of each issued Consolidated Share from HK$0.2 to HK$0.01 by cancelling the paid-up capital to the extent of HK$0.19 on each issued Consolidated Share (the "**Capital Reduction**");

(c) immediately following the Capital Reduction, each of the authorised but unissued Consolidated Shares of par value of HK$0.2 each be sub-divided into twenty (20) shares of par value of HK$0.01 each (the "**Adjusted Shares**") in the share capital of the Company (the "**Share Subdivision**", together with the Share Consolidation and the Capital Reduction, the "**Capital Reorganisation**");

(d) the credit arising from the Capital Reduction be applied towards offsetting the accumulated losses (if any) of the Company and the balance (if any) shall be transferred to a distributable reserve account of the Company which may be utilised by the board (the "**Board**") of directors (the "**Director(s)**") in accordance with the memorandum and articles of association of the Company and all applicable laws, including, without limitation, eliminating or setting off any accumulated losses of the Company from time to time;

(e) each of the Adjusted Shares arising from the Capital Reorganisation shall rank *pari passu* in all respects with each other and have the rights and privileges and be subject to the restrictions as contained in the memorandum and articles of association of the Company;

(f) immediately following the Capital Reorganisation, the authorised share capital of the Company shall remain as HK$20,000,000 divided into 2,000,000,000 Adjusted Shares of par value of HK$0.01 each;

(g) the Directors be and are hereby authorised to do all such acts and things and execute all such documents, which are ancillary to the Capital Reorganisation, on behalf of the Company, including affixing the common seal of the Company where applicable, as they may consider necessary or expedient to give effect to, implement and complete the Capital Reorganisation."

ORDINARY RESOLUTION

2. "THAT subject to the passing of special resolution number 1 above and the satisfaction of the conditions set out in the letter from Letter from the Board under the heading "Conditions of the Rights Issue" in the circular of the Company dated 21 September 2026 (the "**Circular**") (including The Stock Exchange of Hong Kong Limited granting and not having revoked the listing of and permission to deal in the Rights Shares (as defined below)):

(a) the issue by way of rights (the "**Right Issue**") of a maximum of 78,860,000 Adjusted shares (the "**Right Shares**" and each a "**Right Share**") at a subscription price of HK$0.36 per Rights Share to the qualifying shareholders of the Company (the "**Qualifying Shareholders**") whose names appear on the register of members of the Company on 17 November 2026 or such other date as may be determined by the Company for the determination of the entitlements under the Rights Issue (the "**Record Date**") (other than those shareholders (the "**Non-Qualifying Shareholders**") with registered addresses outside Hong Kong whom the Board, after making reasonable enquiries, considers it necessary or expedient not to offer the

Rights Shares to them on account either of legal restrictions or prohibitions under the laws of the relevant jurisdictions or the requirements of the relevant regulatory body or stock exchange in such jurisdictions) on the basis of one (1) Rights Share for every one (1) Adjusted Share of the Company then held on the Record Date and pursuant to the terms and conditions as set out in the Circular (a copy of which marked "A" is produced to the Meeting and initialed by the chairman of the Meeting for the purpose of identification) of which this notice convening the Meeting forms part, be and is hereby approved;

(b) any one of the Directors be and is hereby authorised to allot and issue the Rights Shares (in their nil-paid form and fully-paid form) pursuant to and in connection with the Rights Issue notwithstanding the Rights Shares may be offered, allotted or issued otherwise than pro rata to the Qualifying Shareholders and, in particular, any Director be and is hereby authorised to make such exclusions or other arrangements in relation to fractional entitlements and/or the Non-Qualifying Shareholders as he/she deems necessary, desirable or expedient having regard to any restrictions or obligations under the memorandum and articles of association of the Company or the laws of, or the rules and regulations of any recognised regulatory body or any stock exchange in, any territory outside Hong Kong; and

(c) any one of the Directors be and is hereby authorised to do all such acts and things, as he/she may in his/her discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation of the Rights Issue and the transactions contemplated thereunder, including but not limited to the execution of all such documents under seal where applicable, as he/she considers necessary or expedient in his/her opinion to implement and/or give effect to the Rights Issue and the implementation of all transactions contemplated thereunder, including but not limited to the issue and allotment of Rights Shares and to agree with such variation, amendment or waiver as, in his opinion, appropriate and in the interests of the Company and its shareholders as a whole."

3. "THAT:

(a) the placing agreement dated 29 July 2026 entered into between the Company and Emperor Securities Limited ("**Placing Agreement**") in relation to the placing of the Unsubscribed Rights Shares and the NQS Unsold Rights Shares on a best effort basis (a copy of the Placing Agreement marked "B" is produced to this meeting and initialled by the chairman of the meeting for the purpose of identification), and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified; and

(b) any one Director be and is hereby authorised on behalf of the Company to execute all such documents (whether under common seal or not) and do all such acts and things as he may consider necessary, desirable or expedient to implement and/or to give effect to the Placing Agreement and the transactions contemplated thereunder."

4. “THAT:

(a) the entering into of the underwriting agreement dated 29 July 2026 among the Company and Emperor Securities Limited (the “**Underwriter**”) in relation to the Rights Issue (the “**Underwriting Agreement**”) and the transactions contemplated thereunder (a copy of the Underwriting Agreement marked “C” is produced to the meeting and initialled by the chairman of the meeting for the purpose of identification) be and is hereby approved, confirmed and ratified in all respects and the performance of the transactions contemplated thereunder by the Company (including but not limited to the arrangements for taking up of the underwritten Rights Shares, if any, by the Underwriter) be and are hereby approved, confirmed and ratified; and

(b) any one Director be and is hereby authorised on behalf of the Company to execute all such documents (whether under common seal or not) and do all such acts and things as he may consider necessary, desirable or expedient to implement and/or to give effect to the Underwriting Agreement and the transactions contemplated thereunder.”

By order of the Board
Zhejiang United Investment Holdings Group Limited
Choi Pun Lap
Executive Director and Company Secretary

Hong Kong, 21 September 2026

Registered office:
Windward 3
Regatta Office Park
P.O. Box 1350
Grand Cayman KY1-1108
Cayman Islands

Head office and principal place of business in Hong Kong:
Unit A6-A, 12/F., Block A
Hong Kong Industrial Centre
489-491 Castle Peak Road
Lai Chi Kok
Kowloon
Hong Kong

Notes:

1. Any member of the Company (“**Members**” or “**Shareholders**”) entitled to attend and vote at the meeting above (“**Meeting**”) is entitled to appoint in written form one or, if he/she is the holder of two or more shares of the Company (“**Shares**”), more proxies to attend and vote instead of him/her. A proxy need not be a Member.

2. In the case of joint holders of Shares, any one of such joint holders may vote, 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 are present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first in the register in respect of such Share shall alone be entitled to vote in respect thereof

3. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised, and must be deposited with the Hong Kong branch share registrar and transfer office of the Company ("**Branch Registrar**"), Union Registrars Limited, at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof) not less than 48 hours before the time fixed for holding of the Meeting (i.e. by 11:00 a.m. on Monday, 26 October 2026) or any adjournment thereof.

4. For the purpose of determining Members who are qualified for attending and voting at the Meeting, the register of Members will be closed from Thursday, 22 October 2026 to Wednesday, 28 October 2026, both days inclusive, during which no transfer of Shares will be effected. In order to qualify for attending and voting at the Meeting, all transfers of Shares, accompanied by the relevant share certificates, must be lodged with the Branch Registrar at the address stated in note 3 above not later than 4:00 p.m. on Wednesday, 21 October 2026 for registration.

5. Delivery of an instrument appointing a proxy should not preclude a Member 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. According to Rule 17.47(4) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited, voting on all proposed resolutions set out in this notice will be taken by a poll.

7. (a) Subject to paragraph (b) below, if a tropical cyclone warning signal No. 8 or above is expected to be hoisted or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is expected to be in force at any time on the date of the Meeting, the Meeting will be postponed to the next Business Day on which no tropical cyclone warning signal No. 8 or above or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is hoisted or in force in Hong Kong at any time between the hours from 8:00 a.m. to 11:00 a.m. and in such case the meeting shall be held at the same time and venue.

   (b) If a tropical cyclone warning signal No. 8 or above or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is lowered or cancelled three hours before the time appointed for holding the Meeting and where conditions permit, the Meeting will be held as scheduled.

   (c) The Meeting will be held as scheduled when a tropical cyclone warning signal No. 3 or below is hoisted or an amber or red rainstorm warning signal is in force.

   (d) After considering their own situations, Members should decide on their own whether or not they would attend the Meeting under any bad weather condition and if they do so, they are advised to exercise care and caution.

8. All times and dates specified herein refer to Hong Kong local times and dates.

As at the date of this notice, the executive Director is Mr. Choi Pun Lap, the independent non-executive Directors are Mr. Leung Tsun Ip, Mr. Fu Yan Ming and Ms. Lam Yuen Man, Maria.