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世界（集團）有限公司
WORLD HOUSEWARE (HOLDINGS) LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 713)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of World Houseware (Holdings) Limited (the “**Company**”, together with its subsidiaries, collectively the “**Group**”) will be held with a combination of an in-room meeting at Flat C, 18th Floor, Bold Win Industrial Building, 16-18 Wah Sing Street, Kwai Chung, New Territories and an online meeting at 2:30 p.m. on Thursday, 7 April 2022 for the purpose of considering and if thought fit, passing the following resolution as ordinary resolution of the Company:

“**THAT:**

- (a) the agreement dated 5 November 2021 (the “**Agreement**”), a copy of which has been produced to the EGM marked “**A**” and initialed by the chairman of the EGM for the purpose of identification) entered between two wholly owned subsidiaries of the Company, World Houseware Producing Company Limited (“**World Producing Co.**”) and Nam Sok Building Material & Plastic Products (Shenzhen) Company Limited (“**Nam Sok Co.**”) with 深圳市龍崗區平湖街道辦事處The Shenzhen City Longgang District Pinghu Street Office* (“**Pinghu Street Office**”), 深圳市龍崗區土地整備事務中心The Shenzhen City Longgang District Land Development Affair Centre* and 深圳市規劃和自然資源局龍崗管理局The Longgang Administration Bureau Shenzhen City Planning and Natural Resources Bureau* (collectively, the “**Office, Centre, Bureau**”) to co-operate with the development time of the PRC government’s overall benefit in the land development project in relation to the resumption of the piece of land with a site area of approximately 206,286 sq.m. located in Shenzhen (the “**Existing Land**”), the PRC which was acquired by “World Producing Co.” in the year of 1994 and transferred the property rights with no value to “Nam Sok Co.” in the year of 2010, the Existing Land is being occupied by “Nam Sok Co.” as its manufacturing factories. Pursuant to the Agreement, “World Producing Co.” and “Nam Sok Co.” are responsible for the provision of the Existing Land and demolition of the buildings, structures, greening and relevant fixtures erected on the land. The “Office, Centre, Bureau” will compensate the piece of land (the “**Replacement Land**”) with a site area of approximately 31,039 sq.m. located in Shenzhen, the PRC, the difference between the valuation of the Existing Land and that of the Replacement Land, the expenses and losses in relation to the relocation and restoration of underground construction at the Existing Land to the Group and the transactions contemplated thereunder be and are hereby confirmed, approved and ratified; and

(b) the directors of the Company (the “**Directors**”) be and are hereby authorised to do all such acts and things, and to sign and execute all such further documents and to take all steps as the Directors may in their absolute discretion consider necessary, appropriate, desirable or expedient or implement and/or give full effect to or in connection with the Agreement and the transactions contemplated thereunder.”

By Order of the Board
World Houseware (Holdings) Limited
Lee Tat Hing
Chairman

Hong Kong, 17 March 2022

Registered office:

P.O. Box 309
Ugland House
Grand Cayman KY1-1104
Cayman Islands

Head office and principal place of business in Hong Kong:

Flat C, 18th Floor
Bold Win Industrial Building
16-18 Wah Sing Street
Kwai Chung
New Territories
Hong Kong

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, subject to the provisions of the Articles of Association, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the meeting to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which such proxy is so appointed. However, given the special arrangements adopted by the Company as set out in the section headed “Special Arrangements for the EGM” of this circular (of which this notice forms part), if a Shareholder (other than those who are required to attend the EGM physically to form a quorate meeting) wishes to vote on any resolution at the EGM, he/she/it must complete the proxy form and appoint the chairman of the EGM as his/her/its proxy to exercise his/her/its right to vote at the EGM in accordance with his/her/its instructions.
2. A form of proxy for use at the meeting is enclosed. To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, must be deposited at the office of the Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited of Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment hereof.
3. The register of members of the Company will be closed from 1 April 2022 to 7 April 2022, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the right to attend and vote at the meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited of Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration not later than 4:30 p.m. on 31 March 2022.
4. Due to the constantly evolving COVID-19 pandemic situation in Hong Kong, the Company may be required to change the EGM arrangements at short notice. Shareholders should check the Company’s website (<http://www.worldhse.com/>) or the website of the Stock Exchange (www.hkex.com.hk) for future announcements and update on the EGM arrangement.

SPECIAL ARRANGEMENTS FOR THE EGM

NO PHYSICAL ATTENDANCE AT THE EGM

In light of the new regulations of Prevention and Control of Disease (Requirements and Directions) (Business and Premises) Regulation (Chapter 599F, Laws of Hong Kong) announced by the Government of the Hong Kong Special Administrative Region with effect from 10 February 2022, including the prohibition of the holding of physical general meetings of companies, to combat the spread of COVID-19, as well as the uncertainty of the development of COVID-19 and the corresponding restriction measures, the Board hereby announces that the EGM will be conducted with a combination of an in-room meeting and an online meeting via electronic means. The Shareholders and/or their proxies (other than those who are required to attend physically to form a quorum meeting) will NOT be able to attend the EGM in person, and can only view and listen to a live webcast of the EGM via electronic means. Shareholders who attend the EGM online will not be counted to the quorum of the EGM.

The EGM will be broadcasted from the EGM venue in Hong Kong (the “**EGM Venue**”) and only the minimum number of persons will be physically present at the EGM Venue as is legally required to form a quorate meeting by the Directors or other senior staff members of the Company who are Shareholders or proxy. Other Directors will participate by way of electronic means.

Shareholders will be able to view and listen to the EGM through a live webcast from 2:30 p.m.. on 7 April 2022 on a computer, tablet or any browser enabled device. Please follow the instructions on the landing page on how to access the webcast. Shareholders will need to complete the following steps to be able to access the live webcast of the EGM of the Company:

Accessing Proceedings of the EGM By Tencent Meeting

For Shareholders who would like to view and listen to the EGM live webcast, you will need to register by sending an email to is-enquiries@hk.tricorglobal.com or via telephone hotline at (852) 2980 1333 by providing personal particulars as follows:

- a) Full name;
- b) Registered Address;
- c) Number of Shares held;
- d) Contact Telephone Number; and
- e) Email Address,

no later than 2:30 p.m. on 1 April 2022 (being not less than 3 Business Days before the date appointed for holding the EGM) to enable the Company to verify the Shareholders' status.

Authenticated Shareholders will receive an email confirmation by 6 April 2022 which contains a link to join the live webcast of the EGM. Shareholders **MUST NOT** forward the link to other persons who are not the Shareholders and who are not entitled to attend the EGM.

Vote by appointing the chairman of the EGM as your proxy

All resolutions at the EGM will be decided on a poll. Shareholders will still be able to vote by doing so in advance of the EGM by proxy. If you wish to vote on any resolution at the EGM, you must appoint the chairman of the EGM as your only proxy to exercise your right to vote at the EGM in accordance with your instructions, otherwise you will not be able to exercise your vote. No gifts will be distributed and no refreshments will be served at the EGM.

The proxy form has been posted to Shareholders together with this circular. The proxy form can be downloaded from the “Investor Relations” section of the Company’s website (www.worldhse.com) or the website of the Stock Exchange (www.hkexnews.hk). If you are not a registered Shareholder (if your Shares are held via banks, brokers, custodians or the Hong Kong Securities Clearing Company Limited), you should consult directly with your banks or brokers or custodians (as the case may be) to assist you in the appointment of a proxy.

The proxy form should be returned to the Company’s branch share registrar, Tricor Secretaries Limited, which is situated at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time for holding the EGM.

Questions from Shareholders

Shareholders may submit any questions they may have in advance in relation to any resolution set out in the Notice of EGM by 2:30 p.m. on 1 April 2022 (being not less than 3 Business Days before the date appointed for holding the EGM) via email to is-enquiries@hk.tricorglobal.com providing personal particulars as follows for verification purposes:

- a) Full name;
- b) Registered Address;
- c) Number of Shares held;
- d) Contact Telephone Number; and
- e) Email Address.

Shareholders can also submit questions during the EGM through the webcast link provided. The Board will arrange for as many of the questions asked to be answered as possible at the EGM.

Changes to arrangements

We are closely monitoring the impact of COVID-19 in Hong Kong. Should any changes be made to the EGM arrangements, we will notify Shareholders via an announcement posted on the Company's website (www.worldhse.com) and the website of the Stock Exchange (www.hkexnews.hk).

If Shareholders have any questions relating to the EGM, please contact Tricor Secretaries Limited, the Company's branch share registrar as follows:

Tricor Secretaries Limited
Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

As at the date of this announcement, the executive directors of the Company are Mr. Lee Tat Hing, Madam Fung Mei Po, Mr. Lee Chun Sing and Mr. Lee Kwok Sing Stanley; the non-executive director of the Company is Mr. Cheung Tze Man Edward; the independent non-executive directors of the Company are Mr. Tsui Chi Him Steve, Mr. Hui Chi Kuen Thomas and Mr. Ho Tak Kay.