

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **CHINA CREATIVE GLOBAL HOLDINGS LIMITED**

### **中創環球控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1678)**

#### **NOTICE OF EXTRAORDINARY GENERAL MEETING (“EGM”)**

NOTICE IS HEREBY GIVEN that an EGM of China Creative Global Holdings Limited (the “Company”) will be held at 11:00 am on 6 May 2022 at Room 203, 2/F Duke of Windsor Social Service Building, No.15 Hennessy Road, Wanchai Hong Kong for the purposes of considering and, if thought fit, passing with or without amendment, the following resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

1. **“THAT:**

- (a) the director(s) of the Company (the “Director(s)”) be and are hereby granted with a specific mandate to allot and issue the Subscription Shares to the Subscriber pursuant to the Subscription Agreement entered into between the Company as issuer, and HR HITECH SDN BHD (the “Subscriber”) as subscriber dated 12 April 2022 in relation to the subscription by the Subscriber of an aggregate of 400,000,000 shares in the Company (the “Subscription Share(s)”) at the subscription price of HK\$0.05 per Subscription Share to be issued by the Company. The transactions are contemplated thereunder be and hereby confirmed, approved and ratified; and
- (b) any one or more of the Directors be and is/are hereby authorised to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps which, in his/her/their opinion, may be necessary, appropriate, desirable or expedient to implement and/or give effect to the terms of, or the transactions contemplated by, the Subscription Agreement and to agree to such variation, amendments or waiver of matters relating thereto as are, in his/her/their opinion, in the interests of the Company.”

2. **“THAT:**

The Scheme of Arrangement to repay the Creditors as mentioned in the Circular noted above including:-

- (a) Subject to the approval made in 1(a), HK\$15 million of the total consideration of the Investor’s Subscription, will be utilized to be distributed to the Creditors with Admitted Claims on a pro-rata basis for their Admitted Claim, which serve as a bonus to the Creditors and provide an incentive to the Creditors for their support of the Scheme;

- (b) the Company will allot and issue, in aggregate, up to a maximum of 600,000,000 New Shares where the Creditors will receive 1 New Share for every HK\$0.29 in the amount of the Admitted Claims due to them by the Company for settlement of the Debts of the Creditors in accordance with the terms of the Scheme, and upon which all the Debts of the Creditors will be discharged and extinguished and the Creditors will not be allowed to make any claim against the Company in respect of their Debts. and
- (c) any one or more of the Directors be and is/are hereby authorised to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps which, in his/her/their opinion, may be necessary, appropriate, desirable or expedient to implement and/or give effect to the terms of, or the transactions contemplated for the Scheme and to agree to such variation, amendments or waiver of matters relating thereto as are, in his/her/their opinion, in the interests of the Company.”

3. **“THAT:**

To approve and ratify the following share transactions which were carried out under Special Mandates that the subscriptions of shares on 28 October 2021 that the Company has conditionally agreed to allot and issue a total of 50,000,000 Subscription Shares at the Subscription Price of HK\$0.05 per Subscription Share to a independent third party subscriber Mr. YU Shiu Kei (the Company’s announcement dated 28 October 2021 refers to). The total Subscription Price (without any deduction or set off) from the Subscription will be approximately HK\$2.5 million and the net proceeds from the Subscription (after deducting the relevant expenses) will be approximately HK\$2.2 million.

The Board advises that the Company requires funding for the resumption activities, including the payments of the audit fees (approximately HK\$0.8M), listing fees (approximately HK\$.8M), printing costs for the annual reports (approximately HK\$0.3M), salaries (approximately HK\$0.1M), professional fees for lawyers (approximately HK\$0.2M), financial advisors (approximately HK\$0.3M) and etc., and therefore, the Board hereby resubmit this resolution in the EGM to the Shareholders for reconsidering the approve thereof.

By Order of the Board  
**China Creative Global Holdings Limited**  
Mr. Wu Ming Fat, Simon  
Chairman

Hong Kong, 22 April 2022

*Notes:*

1. The Company would like to remind members of the Company that it is possible that members of the Company and/or their representatives may not be able to attend in person at the EGM venue depending on prevailing regulations imposed by the Hong Kong Government, including but not limited to any ban on conducting physical general meetings of companies under the Prevention and Control of Disease (Requirements and Directions) (Business and Premises) Regulation (Chapter 599F of the Laws of Hong Kong) and the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation 2020 (Chapter 599G of the Laws of Hong Kong). Shareholders and/or their representatives who are denied entry to the venue of the EGM will, subject to the Regulations, be provided with voting slips of the EGM and may complete, sign and return the voting slips to exercise their voting rights. For the health and safety of members of the Company, the Company would strongly encourage members of the Company to exercise their right to vote at the EGM via their proxy instead of attending the EGM in person. Physical attendance is not necessary for the purpose of exercising the voting rights of members of the Company.
2. Any member of the Company entitled to attend and vote at the EGM shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf at the EGM. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
3. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her 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.
4. To be valid, the instrument appointing a proxy and (if required by the Company) 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 the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Shops 54/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
5. 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 EGM or any adjournment thereof in cases where the EGM was originally held within 12 months from such date.
6. Where there are joint holders of any shares, any one of such joint holders may vote at the EGM, 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 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, 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.
7. Completion and delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the EGM if the member so wish and in such event, the instrument appointing a proxy should be deemed to be revoked
8. For the purpose of determining the shareholders who are entitled to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 3 May 2022 to Friday, 6 May 2022 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending and voting at the EGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Shops 54/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 29 April 2022.
9. A form of proxy for use at the EGM is enclosed with the Circular.

As at the date of this announcement, the executive directors of the Company are Mr. Wu Ming Fat, Simon, Ms. Ching Wan Wah, Kitty, Mr. Zhang Zhisen, Mr. Wu Ming Chit William and Ms. Li Lai Ying; and the independent non- executive director of the Company are Mr. Chan Yui Hang, Mr. Wong Shun Ching and Mr. Wong Sik Kei.

## **PRECAUTIONARY MEASURES FOR THE EGM**

In consideration of the control and prevent of spreading of novel corona virus disease (“COVID-19”) pandemic, the following precautionary measures will be implemented at the EGM so as to safeguard the health and safety of the Shareholders who might be attending the EGM in person:

Voting by proxy in advance of the EGM: The Company does not in any way wish to diminish the opportunity available to Shareholders to exercise their rights and to vote, but is conscious of the pressing need to protect Shareholders from possible exposure to the COVID-19 pandemic. The Company would like to remind the Shareholders that it is possible that Shareholders and/or their representatives may not be able to attend in person at the EGM venue depending on prevailing regulations imposed by the Hong Kong Government, including but not limited to any ban on conducting physical general meetings of companies under the Regulations (as defined below). Shareholders and/or their representatives who are denied entry to the venue of the EGM will, subject to the Regulations, be provided with voting slips of the EGM and may complete, sign and return the voting slips to exercise their voting rights.

For the health and safety of Shareholders, the Company would strongly encourage Shareholders to exercise their right to vote at the EGM by appointing the chairman of the EGM (who is expected to be an independent non-executive Director) as their proxy instead of attending the EGM in person. Physical attendance is not necessary for the purpose of exercising Shareholders’ rights. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or any adjournment thereof should they subsequently so wish.

Completed forms of proxy must be returned to the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 54/F., Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for holding of the EGM or any adjournment thereof.

Appointment of proxy by non-registered Shareholders: non-registered Shareholders whose Shares are held through banks, brokers, custodians or The Hong Kong Securities Clearing Company Limited should consult directly with their banks or brokers or custodians (as the case may be) to assist them in the appointment of proxy.

## **LIMITING ATTENDANCE IN PERSON AT THE EGM VENUE**

Under the Prevention and Control of Disease (Requirements and Directions) (Business and Premises) Regulation (Chapter 599F of the Laws of Hong Kong) and the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation 2020 (Chapter 599G of the Laws of Hong Kong) (the “Regulations”), group gatherings (including but not limited to conducting physical general meetings of companies) are restricted (the “Requirement”). As at the Latest Practicable Date, the Regulations include a ban on conducting physical general meetings of companies during a “specified period” (as defined in the Regulations), which, according to announcements made by the Hong Kong Government, is to remain in effect until 20 April 2022 (but may be extended by the Hong Kong Government). As announced by the Hong Kong Government, the existing social distancing measures can be eased from 21 April 2022 onwards on the condition that the epidemic situation shows no signs of a rebound and the downward trend continues. The relaxation will be carried out in three phases over

a period of three months. Taking into consideration the Company's understanding as at the Latest Practicable Date, the Company will limit attendance in person at the EGM venue in compliance with the Requirement prevailing at the time of the EGM. Given the limited capacity of the EGM venue and the requirements for social distancing to ensure attendee safety, only Shareholders and/or their representatives and relevant EGM staff will be admitted to the EGM. Admission to the EGM venue will not be granted in excess of the capacity of the EGM venue. Shareholders and/or their representatives who are denied entry to the venue of the EGM will, subject to the Regulations, be provided with voting slips of the EGM and may complete, sign and return the voting slips to exercise their voting rights.

## **PHYSICAL ATTENDANCE**

The Company will also implement the following additional precautionary measures at the EGM to ensure the health and safety of the attendees at the EGM:

- (1) Compulsory body temperature screening/checks will be carried out on every attendee before registration at the entrance of Room 203, 2/F Duke of Windsor Social Service Building, No.15 Hennessy Road, Wanchai Hong Kong. The Company reserves the right to deny entry of any person with a body temperature above the reference range quoted by the Department of Health from time to time, or is exhibiting flu-like symptoms into the EGM venue or require such person to leave the EGM venue so as to ensure the health and safety of the attendees at the EGM.
- (2) Every attendee will be compulsorily required to wear a face mask throughout the EGM and every attendee will be assigned a designated seat at the time of registration to ensure social distancing.
- (3) No food or beverages will be served and no gifts will be distributed to attendees at the EGM.

Any attendee who (a) refuses to comply with the precautionary measures; (b) is subject to any prescribed quarantine by the Government or has close contact with any person under quarantine; (c) is subject to the Government's prescribed testing requirement or direction and has not tested negative; or (d) has any flu-like symptoms or is otherwise unwell will be denied entry into or be required to leave the EGM venue at the absolute discretion of the Company as permitted by law.

Shareholders are requested (a) to consider carefully the risk of attending the EGM, which will be held in an enclosed environment, (b) to follow any prevailing requirements or guidelines of the Government relating to COVID-19 in deciding whether or not to attend the EGM; and (c) not to attend the EGM if they have contracted or are suspected to have contracted COVID-19 or have been in close contact with anybody who has contracted or is suspected to have contracted COVID-19.

Attendees are requested to observe and practice good personal hygiene at all times at the EGM venue.

It is possible that Shareholders and/or their representatives may not be able to attend in person at the EGM venue depending on prevailing regulations imposed by the Hong Kong Government, including but not limited to any ban on conducting physical general meetings of companies under the Regulations. Shareholders are strongly encouraged to appoint the representative as their proxy to vote on the resolutions to be proposed at the EGM, instead of attending the EGM in person.

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 website of the Company at <http://www.bece.com.hk> and the website of the Hong Kong Exchanges and Clearing Limited at <http://www.hkexnews.hk/> for future announcements and updates on the EGM arrangements when necessary.

If any Shareholder has any question relating to the EGM arrangements, please contact Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, as follows:

Tricor Investor Services Limited  
54th Floor, Hopewell Centre  
183 Queen's Road East, Wan Chai, Hong Kong  
Tel: 2980 1333  
Fax: 2810 8185

The contact details set out above are for the purpose of providing Shareholders with information on administrative and logistical matters only. No advice or other information relating to the Subscription, the Specific Mandate and/or the other matters mentioned in this circular will be provided by Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong. Shareholders and potential investors are advised to read this circular for details of the Subscription, the Specific Mandate and/or other resolutions mentioned.