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**建聯集團有限公司\***  
**Chinney Alliance Group Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 385)**

## **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “SGM”) of Chinney Alliance Group Limited (the “Company”) will be held at Artyzen Club, 401A, 4/F Shun Tak Centre (near China Merchants Tower), 200 Connaught Road Central, Hong Kong on Thursday, 2 June 2022 at 12:00 p.m. (or immediately after the conclusion or adjournment of the forthcoming 2022 annual general meeting of the Company to be held at the same venue and on the same day), for the purpose of considering and, if thought fit, pass with or without amendments, the following resolution as a special resolution of the Company:

### **SPECIAL RESOLUTION**

“**THAT** the amendments to the Bye-laws of the Company (the “Bye-laws”) set out in Appendix to the circular of the Company dated 11 May 2022 of which this notice forms part be and are hereby approved and the amended and restated Bye-laws (a copy of which having been produced before the meeting and signed by the chairman of the meeting for the purpose of identification) be and is hereby adopted as the new Bye-laws of the Company.”

By Order of the Board  
**Yun-Sang Lo**  
*Company Secretary*

Hong Kong, 11 May 2022

*Notes:*

- (1) A shareholder entitled to attend and vote at the SGM is entitled to appoint another person as his proxy to attend and vote instead of the shareholder. The proxy need not be a shareholder of the Company.
- (2) For the purpose of determining the entitlement to attend and vote at the SGM to be held on Thursday, 2 June 2022 at 12:00 p.m. (and at any adjournment thereof), the register of members of the Company will be closed from Monday, 30 May 2022 to Thursday, 2 June 2022 (both days inclusive), during which period no share transfers will be registered. In order to be eligible to attend and vote at the SGM, all transfer forms accompanied by relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong by no later than 4:30 p.m. on 27 May 2022.
- (3) In order to be valid, the form of proxy completed in accordance with the instructions set out therein, together with the power of attorney or other authority, if any, under which it is signed, or a certified copy of such power of attorney, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the SGM or any adjournment should you so wish.
- (4) Where there are joint registered holders of any shares, any one of such joint holders may vote at the SGM, either in person or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting, 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.
- (5) In accordance with Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the resolution proposed at the SGM will be voted on by way of poll except where the chairman of the SGM, in good faith, decide to allow a resolution which relates purely to procedural or administrative matter to be voted on by a show of hands. The chairman of the SGM will at the meeting demand, pursuant to bye-law 66(a) of the bye-laws of the Company, voting by way of poll on the resolution proposed at the SGM. On a poll, subject to any special rights or restrictions as to voting for the time being attached to any shares by or in accordance with the bye-laws of the Company, every Shareholder present in person (or being a corporation, is present by a representative duly authorised), or by proxy shall have one vote for every fully paid share of which he/she is the holder. An announcement will be made by the Company following the conclusion of the SGM to inform the results of the SGM.
- (6) **Taking into account of the recent development of the pandemic caused by Covid-19, the Company will implement the following prevention and control measures at the SGM to protect the shareholders from the risk of infection:**
  - (i) **Compulsory body temperature check will be conducted for every shareholder or proxy at the entrance of the venue. Any person with a body temperature of over 37.5 degrees Celsius will not be admitted to the venue;**
  - (ii) **Every shareholder or proxy is required to wear surgical facial mask properly throughout the meeting;**
  - (iii) **Hand sanitiser will be provided; and**
  - (iv) **No drinks and refreshment will be served.**

**Furthermore, the Company strongly encourages the shareholders, particularly those who are unwell or subject to quarantine in relation to Covid-19, to appoint the chairman of the SGM as a proxy to vote on the resolutions instead of attending the SGM in person.**

- (7) **Due to the constantly evolving situation relating to the Covid-19 pandemic in Hong Kong, the Company may implement further precautionary measures or may be required to change the SGM arrangements at short notice. Shareholders should visit the websites of the Company at “<http://chinneyalliancegroup.etnet.com.hk>” and HKEXnews at “<http://www.hkexnews.hk>” for future announcements and updates on the SGM arrangements.**
- (8) At the date hereof, the Board comprises of eight directors, of which four are executive directors, namely Dr. James Sai-Wing Wong, Mr. Yuen-Keung Chan, Mr. James Sing-Wai Wong and Mr. Philip Bing-Lun Lam; and four are independent non-executive directors, namely Mr. Chi-Chiu Wu, Mr. Ronald James Blake, Mr. Anthony King-Yan Tong and Ms. Dee-Dee Chan.

\* *For identification purpose only*