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TFG INTERNATIONAL GROUP LIMITED

富元國際集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 542)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**Meeting**”) of TFG International Group Limited (the “**Company**”) will be held at Units 5906–12, 59/F, The Center, 99 Queen’s Road Central, Hong Kong on Monday, 27 June 2022 at 11:30 a.m. (or immediately after the conclusion of the annual general meeting of the Company to be held on the same date, whichever is earlier) (or any adjournment thereof) for the following purposes:

To consider and, if thought fit, pass with or without modification the following resolution as a special resolution:

SPECIAL RESOLUTION

“**THAT**

- (a) the proposed amendments (the “**Proposed Amendments**”) to the existing memorandum and articles of association of the Company (the “**Memorandum and Articles of Association**”) set out in Appendix I to the circular of the Company dated 26 May 2022 of which this notice forms part, be and are hereby approved; and
- (b) the amended and restated Memorandum and Articles of Association (the “**Amended and Restated Memorandum and Articles of Association**”), WHICH CONTAINS ALL THE Proposed Amendments (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 Memorandum and Articles of association in substitution for and to the exclusion of the existing Memorandum and Articles of Association with immediate effect after the close of this meeting; and

- (c) any one director or company secretary of the Company be and is/are hereby authorised to execute all such documents and do all such other acts and things as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to give effect to the Proposed Amendments and the adoption of the Amended Memorandum and Articles, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong.”

By Order of the Board
TFG International Group Limited
YANG Lijun
Chairman

Hong Kong, 26 May 2022

Registered office:

The Offices of Sterling Trust (Cayman) Limited
Whitehall House
238 North Church Street
George Town, Grand Cayman
KY1-1102, Cayman Islands

*Head office and principal place of
business in Hong Kong:*

Rooms 1301 and 1302,
Laws Commercial Plaza,
788 Cheung Sha Wan Road,
Kowloon, Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the Meeting convened by this notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. In order for such appointment to be valid, the form of proxy, and, if required, the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy or office copy of that power or authority 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 not less than 48 hours before the time appointed for the Meeting or any adjournment thereof.
3. The transfer books and register of members of the Company will be closed from 22 June 2022 to 27 June 2022, both days inclusive, during which period no transfer of Shares can be registered. In order to qualify for attending and voting at the Meeting, all transfer documents accompanied by the 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, for registration not later than 4:30 p.m. on 21 June 2022.

As of the date of this notice, the Board comprises Mr. YANG Lijun (Chairman) and Mr. Gao Jingyao being the executive Directors, Mr. WONG Kui Shing, Danny being the non-executive Director, and Ms. CHAN Hoi Ling, Ms. SO Wai Lam and Mr. SUNG Yat Chun, being the independent non-executive Directors.