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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in HK Acquisition Corporation, you should at once hand this circular, together with the enclosed proxy form(s), to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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HK ACQUISITION CORPORATION**香港匯德收購公司***(Incorporated in the Cayman Islands with limited liability)***(Stock Code: 7841)****(Warrant Code: 4841)****PROPOSED RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

Unless the context otherwise requires, capitalized terms used in this cover page shall have the same meanings as those defined in the section headed “Definitions” in this circular.

A notice convening the Annual General Meeting of HK Acquisition Corporation to be held at Room G, Orange Financial Printing Limited, Unit 1103–06, China Building, 29 Queen’s Road Central, Hong Kong on Wednesday, 17 May 2023 at 9:30 a.m. is set out on pages 13 to 14 of this circular. Proxy form(s) for use at the Annual General Meeting is(are) enclosed with this circular and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.hkacquisition.com).

Shareholders who intend to appoint a proxy or proxies to attend the Annual General Meeting shall complete and sign the enclosed proxy form(s) in accordance with the instructions printed thereon and return the proxy form(s) to the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 9:30 a.m. on Monday, 15 May 2023) or the adjourned meeting (as the case may be). Completion and return of the proxy form(s) shall not preclude Shareholders from attending, speaking and voting in person at the Annual General Meeting (or any adjournment thereof) if they so wish and in such event, the proxy form(s) shall be deemed to be revoked.

References to time and dates in this circular are to Hong Kong time and dates.

20 April 2023

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Annual General Meeting”	the annual general meeting of the Company to be convened and held at Room G, Orange Financial Printing Limited, Unit 1103–06, China Building, 29 Queen’s Road Central, Hong Kong on Wednesday, 17 May 2023 at 9:30 a.m. to consider and, if thought fit, approve the resolutions contained in the notice of the Annual General Meeting which is set out on pages 13 to 14 of this circular, or any adjournment thereof
“Articles of Association” or “Articles”	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
“Board”	the board of Directors
“BVI”	British Virgin Islands
“China” or “PRC”	the People’s Republic of China, but for the purpose of this circular and for geographical reference only and except where the context requires, references in this circular to “China” or “PRC” do not apply to Hong Kong, the Macau Special Administrative Region and Taiwan
“Company”	HK Acquisition Corporation (香港匯德收購公司), an exempted company incorporated in the Cayman Islands with limited liability and the SPAC Shares (stock code: 7841) and the SPAC Warrants (warrant code: 4841) of which are listed on the Stock Exchange
“De-SPAC Target”	a company or operating business which is the subject matter of a De-SPAC Transaction
“De-SPAC Transaction”	an acquisition of, or a business combination with, a De-SPAC Target by the Company that fulfills the requirements under Rule 18B.36 of the Listing Rules and results in the listing of a Successor Company
“Director(s)”	the director(s) of the Company

DEFINITIONS

“Extra Shine”	Extra Shine Limited, a company incorporated in the BVI with limited liability, which is wholly owned by Dr. Chan Tak Lam Norman and is one of the shareholders of HK Acquisition (BVI)
“HK Acquisition (BVI)”	Hong Kong Acquisition Company Limited (香港匯德有限公司), a company incorporated in the BVI with limited liability on 2 December 2021, which is owned as to 51% by Extra Shine, 32% by Pride Vision and 17% by Max Giant, and which holds the Promoter Shares and the Promoter Warrants on behalf of the Promoters in proportion to their respective shareholdings
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HKSAR Government”	the government of the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	14 April 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Max Giant”	Max Giant Limited (巨溢有限公司), a company incorporated in Hong Kong with limited liability and a licensed corporation to conduct Type 4 (advising on securities) and Type 9 (asset management) regulated activities under the SFO, which is wholly owned by Dr. Wong Shue Ngar Sheila and is one of the Promoters and one of the shareholders of HK Acquisition (BVI)
“Nomination Committee”	the nomination committee of the Board
“Pride Vision”	Pride Vision Group Limited, a company incorporated in the BVI with limited liability, which is wholly owned by Ms. Tsang King Suen Katherine and is one of the shareholders of HK Acquisition (BVI)

DEFINITIONS

“Promoter(s)”	has the meaning ascribed to “SPAC Promoter” under the Listing Rules and, unless the context requires otherwise, refers to Dr. Chan Tak Lam Norman, Ms. Tsang King Suen Katherine and/or Max Giant, being the person(s) who establish(es) the Company and beneficially own(s) the Promoter Shares and the Promoter Warrants
“Promoter Share(s)”	the unlisted Class B ordinary share(s) of the Company with nominal value of HK\$0.0001 each owned beneficially and exclusively by the Promoters
“Promoter Shareholder(s)”	holder(s) of Promoter Share(s)
“Promoter Warrant(s)”	the unlisted warrant(s) of the Company owned beneficially and exclusively by the Promoters
“Remuneration Committee”	the remuneration committee of the Board
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	the SPAC Share(s) and the Promoter Share(s)
“Shareholder(s)”	holder(s) of Share(s)
“SPAC Share(s)”	the Class A ordinary share(s) of the Company with nominal value of HK\$0.0001 each which are listed on the Stock Exchange
“SPAC Warrant(s)”	the warrant(s) of the Company which are listed on the Stock Exchange
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Successor Company”	the listed issuer resulting from the completion of a De-SPAC Transaction
“%”	percent

In the event of any inconsistency, the English version of this circular shall prevail over the Chinese version.

LETTER FROM THE BOARD

HK ACQUISITION CORPORATION

香港匯德收購公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 7841)

(Warrant Code: 4841)

Executive Directors

Dr. Chan Tak Lam Norman
Ms. Tsang King Suen Katherine
Dr. Wong Shue Ngar Sheila
Mr. Tsang Hing Shun Thomas

Registered Office

Maples Corporate Services Limited
PO Box 309 Ugland House
Grand Cayman KY1-1104
Cayman Islands

Independent Non-executive Directors

Mr. Hui Chiu Chung
Mr. Wong See Ho
Prof. Tang Wai King Grace
Mr. Zhang Xiaowei

Principal Place of

Business in Hong Kong
Suites 4310–11
Tower One, Times Square
1 Matheson Street
Causeway Bay
Hong Kong

20 April 2023

To the Shareholders

Dear Sir or Madam,

**PROPOSED RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting to be convened and held on Wednesday, 17 May 2023. A notice convening the Annual General Meeting is set out on pages 13 to 14 of this circular.

LETTER FROM THE BOARD

2. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

Pursuant to Article 27.4 of the Articles of Association, at every annual general meeting of the Company one-third of the Directors for the time being (or, if their number is not three or multiple of three, then the number nearest to, but not less than, one-third) shall retire from office by rotation provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years.

Accordingly, Mr. Wong See Ho, Prof. Tang Wai King Grace and Mr. Zhang Xiaowei, all being independent non-executive Directors, shall retire from office and, being eligible, offer himself/herself for re-election at the Annual General Meeting.

The Nomination Committee has reviewed the structure and composition of the Board, the confirmations and disclosures given by the retiring Directors, their respective qualifications, reputation for integrity, accomplishment and experience, commitment in respect of available time and relevant interest with reference to the Company's nomination policy and taking into account various aspects set out in the Company's board diversity policy, including but not limited to talent, skills, gender, age, cultural and educational background, ethnicity, professional experience, independence, knowledge and length of service. The Nomination Committee has also taken into account Mr. Wong See Ho's extensive experience in accounting and logistics industry, Prof. Tang Wai King Grace's professional medical experience and Mr. Zhang Xiaowei's vast experience in the banking industry in both mainland China and Hong Kong, and is of the view that each of them will continue to provide valuable contributions, balanced views and independent advice to the Board. Having considered the depth and breadth of their professional experience, educational background and knowledge, the Nomination Committee is satisfied that each of the retiring Directors will continue to contribute to the diversity of the Board. The Nomination Committee has reviewed the annual written confirmation of independence given by each of Mr. Wong See Ho, Prof. Tang Wai King Grace and Mr. Zhang Xiaowei and is satisfied with their independence with reference to the criteria as set out in Rule 3.13 of the Listing Rules. Accordingly, the Nomination Committee has nominated, and the Board has recommended the re-election of all the above retiring Directors at the Annual General Meeting.

Biographical details of the retiring Directors proposed to be re-elected at the Annual General Meeting are set out in Appendix I to this circular.

LETTER FROM THE BOARD

3. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice convening the Annual General Meeting is set out on pages 13 to 14 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Pursuant to Article 27.1 of the Articles of Association, prior to the completion of a De-SPAC Transaction, the Company may by ordinary resolution of the Promoter Shareholders appoint any person to be a Director. As disclosed in the section headed “Terms of the SPAC Offering” in the listing document of the Company dated 9 August 2022, each Share, either SPAC Share or Promoter Share, will entitle its holder to exercise one vote on any resolution at the general meetings of the Company, save for resolutions in respect of the appointment of Directors on which only Promoter Shareholders are entitled to approve by ordinary resolution prior to the completion of the De-SPAC Transaction. Accordingly, separate resolutions will be proposed at the Annual General Meeting for the Promoter Shareholders to consider and, if thought fit, approve the re-election of each of Mr. Wong See Ho, Prof. Tang Wai King Grace and Mr. Zhang Xiaowei as independent non-executive Director. An announcement on the poll results will be published by the Company after the Annual General Meeting in the manner prescribed under the Listing Rules.

Proxy form(s) for use at the Annual General Meeting is(are) enclosed with this circular and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.hkacquisition.com).

In order to be valid, Shareholders who intend to appoint a proxy or proxies to attend the Annual General Meeting shall complete the proxy form(s) in accordance with the instructions printed thereon and return the proxy form(s), together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority, to the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 9:30 a.m. on Monday, 15 May 2023) or the adjourned meeting (as the case may be). Completion and return of the proxy form(s) shall not preclude Shareholders from attending, speaking and voting in person at the Annual General Meeting (or any adjournment thereof) if they so wish and in such event, the proxy form(s) shall be deemed to be revoked.

LETTER FROM THE BOARD

4. RECOMMENDATION

The Directors consider that all the resolutions to be proposed at the Annual General Meeting, including the resolutions to approve the re-election of retiring Directors, are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the resolutions to be proposed at the Annual General Meeting.

Yours faithfully,

For and on behalf of the Board

HK Acquisition Corporation

CHAN Tak Lam Norman

Chairman of the Board and Executive Director

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

Mr. Wong See Ho (黃思豪), *BBS*, aged 73, was appointed as an independent non-executive Director on 18 May 2022. Mr. Wong is responsible for providing independent advice on the management of the Company.

Mr. Wong has over 40 years of professional accountancy and managerial experience in the transport and logistics industry. Mr. Wong joined Cathay Pacific Airways Limited in September 1968 and worked in airline planning, internal audit and accounts department of Cathay Pacific Airways Limited. He is a fellow member of the Hong Kong Institute of Certified Public Accountants, qualified in July 1974 and has over 20 years of working experience in accounting with Cathay Pacific Airways Limited. He was promoted to become general manager finance in January 1989 before he moved into general management work starting with the position of chief executive and general manager of Swire Air Caterers Limited (now known as “Cathay Pacific Catering Services (HK) Limited”) in December 1992. In February 1998, he was appointed as chief executive officer responsible for the worldwide operations of Cathay Pacific Catering Services (HK) Limited. Mr. Wong was also a director of Vogue Laundry Service Limited which is one of Asia’s largest single-site laundry plants from March 1990 to December 1999 and was appointed as its chairman in November 1994. Mr. Wong then joined Hong Kong Air Cargo Terminals Limited, being by far, the largest air cargo terminal under one roof in the world, as managing director in April 1999. He relinquished his executive position effective September 2010 and remained as its senior advisor to the company until his retirement in May 2012.

Mr. Wong had been a member of the Aviation Development Advisory Committee (now known as “Aviation Development and Three-runway System Advisory Committee”) for 10 years from September 2009. Mr. Wong has been a fellow member of the Hong Kong Institute of Certified Public Accountants since July 1982 and a chartered fellow of The Chartered Institute of Logistics and Transport since August 2011.

Mr. Wong was awarded by the HKSAR Government the Bronze Bauhinia Star in 2011 in recognition of his dedication and valuable contribution to the development of the logistics industry in Hong Kong.

Mr. Wong obtained a Master of Business Administration from the University of East Asia, Macau in October 1991.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

Mr. Wong was a director of the following companies prior to its dissolution with details as follows:

Name of company	Place of incorporation	Nature of business	Date of dissolution	Means of dissolution
Ultra Fund Limited	Hong Kong	Trading	13 November 2020	Deregistration

Mr. Wong confirmed that there was no wrongful act on his part leading to the dissolution and this company was inactive and solvent at the time when it was dissolved and, so far as he is aware, the dissolution of this company has not resulted in any liability or obligation being imposed against him.

Mr. Wong has entered into a letter of appointment with the Company for a term of three years commencing from 18 May 2022, which may be terminated by not less than three months' notice in writing served by either party on the other. In accordance with the Articles of Association, Mr. Wong shall be subject to retirement by rotation at least once every three years. Mr. Wong is entitled to receive remuneration of HK\$180,000 per annum, which was determined by the Board with reference to the recommendation of the Remuneration Committee after taking into account salaries paid by comparable companies, time commitment and responsibilities.

Save as disclosed above, as of the Latest Practicable Date, Mr. Wong (i) did not hold other positions in the Company; (ii) had not held other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) did not have any relationships with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company; and (iii) did not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as of the Latest Practicable Date, there was no other information relating to Mr. Wong that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules or any other matters concerning Mr. Wong that need to be brought to the attention of the Shareholders.

Prof. Tang Wai King Grace (鄧惠瓊), SBS, JP, aged 76, was appointed as an independent non-executive Director on 18 May 2022. Prof. Tang is mainly responsible for providing independent advice on the management of the Company.

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

Prof. Tang has over 40 years of professional medical, education and managerial experience. She worked in the Department of Obstetrics and Gynaecology at The University of Hong Kong from 1973 till her retirement in 2016, holding the position of clinical professor, and from 2011 to 2016 she was seconded to the HKU-Shenzhen Hospital to serve as its founding hospital chief executive, to build a pilot hospital in mainland China for healthcare reform, as well as a world-class hospital in clinical service, teaching and research.

Prof. Tang has extensive experience in medical education, being the dean of medicine of The University of Hong Kong from 1998 to 2001 and the president of the Hong Kong Academy of Medicine from 2005 to 2008, a statutory organization for specialist training in Hong Kong. She had also served in various bodies and organizations in the area of healthcare, including as the vice president of Family Planning Association, chairlady of the Supplementary Medical Professions, Council and Registration Committee of Veterinary Surgeons Board, and a member of the Nursing Board and the Human Reproductive Technology Council.

Prof. Tang is currently a member of the Medical Council of Hong Kong and chairs its Education and Accreditation Committee, a member of the Hong Kong Children Hospital Governing Committee, and chairman of the Special Registration Committee. Prof. Tang has been a foundation member of the Hong Kong College of Obstetricians and Gynaecologists since June 1989 and a fellow member of the Hong Kong Academy of Medicine since December 1993.

Prof. Tang was appointed as a Justice of the Peace in 2001 and was awarded the Silver Bauhinia Star in 2008 by the HKSAR Government.

Prof. Tang received a Bachelor of Medicine and Bachelor of Surgery from The University of Hong Kong in October 1971 and a Doctor of Medicine from The University of Hong Kong in December 2006.

Prof. Tang has entered into a letter of appointment with the Company for a term of three years commencing from 18 May 2022, which may be terminated by not less than three months' notice in writing served by either party on the other. In accordance with the Articles of Association, Prof. Tang shall be subject to retirement by rotation at least once every three years. Prof. Tang is not entitled to any remuneration from the Company.

Save as disclosed above, as of the Latest Practicable Date, Prof. Tang (i) did not hold other positions in the Company; (ii) had not held other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three

APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

years; (ii) did not have any relationships with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company; and (iii) did not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as of the Latest Practicable Date, there was no other information relating to Prof. Tang that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules or any other matters concerning Prof. Tang that need to be brought to the attention of the Shareholders.

Mr. Zhang Xiaowei (張小衛), aged 65, was appointed as an independent non-executive Director on 18 May 2022. Mr. Zhang is responsible for providing independent advice on the management of the Company.

Mr. Zhang has over 35 years of experience in the banking industry in both mainland China and Hong Kong. From December 1984 to November 1991, he worked in different departments at the headquarters of the Agricultural Bank of China Limited including the planning department, the economic restructuring office and the international business department, and served successively as a clerk, deputy division head and division head. From November 1991 to April 1995, Mr. Zhang worked at Bank of Communications Hainan branch and served as the head of the international business department and a vice president of the bank. From April 1995 to April 2000, Mr. Zhang worked at Bank of Communications Hong Kong branch and served as a vice president. From September 2000 to August 2002, he worked at the Hong Kong representative office of China Merchants Bank as the chief representative, during which period he led the preparation work for the establishment of China Merchants Bank Hong Kong branch. Following its establishment in August 2002, Mr. Zhang served as the president of China Merchants Bank Hong Kong branch until July 2011. From July 2011 to September 2012, Mr. Zhang served as the executive director and the general manager of Wing Lung Bank Limited. In October 2012, Mr. Zhang joined China CITIC Bank International Limited, an indirect subsidiary of CITIC Limited (stock code: 267), as an executive director, president and chief executive officer in Hong Kong. In September 2018, Mr. Zhang resigned from his positions in China CITIC Bank International Limited, and was redesignated to non-executive director and vice chairman. In May 2019, Mr. Zhang retired from the positions of non-executive director and vice chairman and had remained as an adviser to chief executive officer until July 2019. Mr. Zhang also served as non-executive director of China CITIC Bank Corporation Limited (stock code: 998) from January 2013 to August 2016.

Mr. Zhang obtained a Bachelor of Economics from Beijing Institute of Economics (now known as Capital University of Economics and Business) in January 1982 and a Master of Economics in monetary banking from the Graduate School of the People's Bank of China in December 1984.

**APPENDIX I DETAILS OF THE RETIRING DIRECTORS PROPOSED TO
BE RE-ELECTED AT THE ANNUAL GENERAL MEETING**

Mr. Zhang has entered into a letter of appointment with the Company for a term of three years commencing from 18 May 2022, which may be terminated by not less than three months' notice in writing served by either party on the other. In accordance with the Articles of Association, Mr. Zhang shall be subject to retirement by rotation at least once every three years. Mr. Zhang is entitled to receive remuneration of HK\$180,000 per annum, which was determined by the Board with reference to the recommendation of the Remuneration Committee after taking into account salaries paid by comparable companies, time commitment and responsibilities.

Save as disclosed above, as of the Latest Practicable Date, Mr. Zhang (i) did not hold other positions in the Company; (ii) had not held other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) did not have any relationships with any Directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company; and (iv) did not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as of the Latest Practicable Date, there was no other information relating to Mr. Zhang that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules or any other matters concerning Mr. Zhang that need to be brought to the attention of the Shareholders.

NOTICE OF ANNUAL GENERAL MEETING

HK ACQUISITION CORPORATION

香港匯德收購公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 7841)

(Warrant Code: 4841)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that an annual general meeting (the “**Annual General Meeting**”) of HK Acquisition Corporation (the “**Company**”) will be held at Room G, Orange Financial Printing Limited, Unit 1103–06, China Building, 29 Queen’s Road Central, Hong Kong on Wednesday, 17 May 2023 at 9:30 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive the audited consolidated financial statements of the Company and the reports of the board (the “**Board**”) of directors (the “**Directors**”) and auditor of the Company for the period from 26 January 2022 (date of incorporation) to 31 December 2022.

Resolutions numbered 2 to 4 below could only be voted by holders of unlisted Class B ordinary shares of the Company (*Note 3*)

2. To re-elect Mr. Wong See Ho as an independent non-executive Director.
3. To re-elect Prof. Tang Wai King Grace as an independent non-executive Director.
4. To re-elect Mr. Zhang Xiaowei as an independent non-executive Director.
5. To authorize the Board to fix the remuneration of the Directors.
6. To re-appoint KPMG as the auditor of the Company and to authorize the Board to fix its remuneration.

By order of the Board

HK Acquisition Corporation

CHAN Tak Lam Norman

Chairman of the Board and Executive Director

Hong Kong, 20 April 2023

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. All resolutions at the Annual General Meeting will be taken by poll (except where the chairman in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The results of the poll will be published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (www.hkacquisition.com) in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant proxy form. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
3. Pursuant to article 27.1 of the articles of association of the Company and the terms of the SPAC Offering (as defined in the listing document of the Company dated 9 August 2022), only holders of unlisted Class B ordinary shares of the Company are entitled to vote on resolutions numbered 2 to 4 above. Please refer to the circular of the Company dated 20 April 2023 for further details.
4. In order to be valid, shareholders who intend to appoint a proxy or proxies to attend the Annual General Meeting shall complete the proxy form(s) in accordance with the instructions printed thereon and return the proxy form(s), together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority, to the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 9:30 a.m. on Monday, 15 May 2023) or the adjourned meeting (as the case may be). Completion and return of the proxy form(s) shall not preclude shareholders from attending, speaking and voting in person at the Annual General Meeting (or any adjournment thereof) if they so wish and in such event, the proxy form(s) shall be deemed to be revoked.
5. For determining shareholders’ eligibility to attend, speak and vote at the Annual General Meeting, the register of members of the Company will be closed from Friday, 12 May 2023 to Wednesday, 17 May 2023, both dates inclusive, during which period no transfer of shares will be effected and the record date will be on Wednesday, 17 May 2023. In order to be eligible to attend, speak and vote at the Annual General Meeting, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Thursday, 11 May 2023.
6. If tropical cyclone warning signal number 8 or above or “extreme conditions” caused by super typhoon, or a black rainstorm warning signal is in effect any time and remains in force 2 hours before the time of the Annual General Meeting, the meeting will be postponed or adjourned. The Company will publish an announcement on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (www.hkacquisition.com) to notify shareholders of the Company of the date, time and place of the adjourned meeting.
7. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises Dr. Chan Tak Lam Norman, Ms. Tsang King Suen Katherine, Dr. Wong Shue Ngar Sheila and Mr. Tsang Hing Shun Thomas as executive Directors and Mr. Hui Chiu Chung, Mr. Wong See Ho, Prof. Tang Wai King Grace and Mr. Zhang Xiaowei as independent non-executive Directors.