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CHINA SCE GROUP HOLDINGS LIMITED

中駿集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1966)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**EGM**”) of China SCE Group Holdings Limited (the “**Company**”) will be held at R2, United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong at 4:30 p.m. on Tuesday, 30 May 2023 to consider and, if thought fit, pass the following resolution as an ordinary resolution (with or without modifications):

“**THAT**

- (a) with effect from the date of passing of this resolution, the provisions of the share option scheme (the “**2023 Share Option Scheme**”), a copy of which has been produced to the meeting marked “A” and signed by the Chairman for the purpose of identification, be and are hereby approved and adopted as the share option scheme of the Company and that the directors of the Company (the “**Directors**”) be and are hereby authorised to approve any amendment to the provisions of the 2023 Share Option Scheme as may be acceptable or not objected to by The Stock Exchange of Hong Kong Limited, to grant options to subscribe for shares of the Company thereunder at the Directors’ sole and absolute discretion, to allot, issue and deal with shares of the Company pursuant to the exercise of options granted thereunder from time to time, and to do all such acts and enter into all such transactions and arrangements as may be necessary or expedient in order to give effect thereto; and

- (b) conditional upon the 2023 Share Option Scheme becoming effective, the existing share option scheme of the Company approved and adopted pursuant to an ordinary resolution passed by the Shareholders at the extraordinary general meeting of the Company held on 23 April 2018 (the “**2018 Share Option Scheme**”) be and is hereby terminated upon the 2023 Share Option Scheme coming into effect (without prejudice to the rights and benefits of and attached to any outstanding option which has been granted under the 2018 Share Option Scheme prior to the date of the passing of this resolution).”

Yours faithfully,
By order of the Board
China SCE Group Holdings Limited
Wong Chiu Yeung
Chairman

Hong Kong, 15 May 2023

Principal place of business in Hong Kong:

Room 2801, Hysan Place
500 Hennessy Road
Causeway Bay
Hong Kong

Notes:

1. A holder (the “**Shareholder**”) of share(s) (the “**Share(s)**”) in the Company entitled to attend and vote at the EGM shall be entitled to appoint another person as his proxy to attend and vote instead of him. A Shareholder who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at the EGM. A proxy need not be a Shareholder.
2. Where there are joint holders of any share, anyone of such joint holders may vote, either in person or by proxy, at the EGM in respect of such a share as if he were solely entitled thereto, but if more than one of such joint holders are present at the EGM the vote of the senior holder 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.
3. In order to be valid, the instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to the same, and must be deposited with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (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), as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM (i.e. at or before 4:30 p.m. on Sunday, 28 May 2023 (Hong Kong time)) or any adjournment thereof.
4. For the purpose of determining members who are qualified for attending the EGM, the register of members of the Company will be closed from Wednesday, 24 May 2023 to Tuesday, 30 May 2023 (both days inclusive), during which no transfer of the Shares will be effected. In order to qualify for attending the EGM, all transfers documents accompanied by the relevant share certificates must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited at shops 1712–1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, by no later than 4:30 p.m. on Tuesday, 23 May 2023.

5. Delivery of an instrument appointing a proxy shall not preclude a Shareholder from attending and voting at the EGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. All times and dates specified herein refer to Hong Kong local times and dates.

As at the date of this notice, the executive directors of the Company are Mr. Wong Chiu Yeung, Mr. Chen Yuanlai, Mr. Cheng Hiu Lok, Mr. Huang Youquan and Mr. Wong Lun, and the independent non-executive directors of the Company are Mr. Ting Leung Huel Stephen, Mr. Lu Hong Te and Mr. Dai Yiyi.