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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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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 a 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 Hands Form Holdings Limited (the “**Company**”), you should at once hand this circular and the enclosed proxy form 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.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.

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**HANDS FORM HOLDINGS LIMITED**

**恆新豐控股有限公司**

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

**(Stock code: 1920)**

**PROPOSED SHARE CONSOLIDATION  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

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A notice convening the extraordinary general meeting of the Company (“**EGM**”) to be held at 1/F, 80 Nathan Road, Tsimshatsui, Kowloon, Hong Kong on Friday, 11 August 2023 at 10:00 a.m. or any adjournment thereof is set out on pages EGM-1 to EGM-2 of this circular. A form of proxy for use at the EGM is enclosed with this circular.

Whether or not you are able to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar and transfer office of the Company in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong as soon as possible, and in any event not less than 48 hours before the time appointed for the holding of the extraordinary general meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the extraordinary general meeting, or any adjournment thereof, should you so wish and in such event, the form of proxy shall be deemed to be revoked.

26 July 2023

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# CONTENTS

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	<i>Page</i>
<b>Definitions</b> .....	1
<b>Expected timetable</b> .....	3
<b>Letter from the Board</b> .....	5
<b>Notice of Extraordinary General Meeting</b> .....	EGM-1

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## DEFINITIONS

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

“Board”	the board of Directors;
“Business Day”	a day (other than a Saturday, Sunday and any day on which a tropical cyclone warning no. 8 or above is hoisted, “extreme condition” caused by super typhoons or on which a “black” rainstorm warning is issued between 9:00 a.m. and 5:00 p.m.) on which licensed banks are generally open for business in Hong Kong throughout their normal business hours;
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC;
“CCASS Operational Procedures”	the Operational Procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to operations and functions of CCASS, as from time to time;
“Company”	Hands Form Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the securities of which are listed on the main board of the Stock Exchange;
“Consolidated Share(s)”	the ordinary share(s) of HK\$0.10 each in the share capital of the Company upon the Share Consolidation becoming effective;
“core connected person(s)”	has the meaning ascribed to it in the Listing Rules;
“Director(s)”	the director(s) of the Company;
“EGM”	the extraordinary general meeting of the Company to be held at 1/F, 80 Nathan Road, Tsimshatsui, Kowloon, Hong Kong on Friday, 11 August 2023 at 10:00 a.m., or any adjournment thereof;
“EGM Notice”	the notice convening the EGM as set out on pages EGM-1 to EGM-2 of this circular;
“Existing Share(s)”	ordinary share(s) of HK\$0.01 each in the existing share capital of the Company before the Share Consolidation becomes effective;

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## DEFINITIONS

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“General Rules of CCASS”	the terms and conditions regulating the use of CCASS, as may be amended or modified from time to time and where the context so permits, shall include the CCASS Operational Procedures;
“Group”	the Company and its subsidiaries from time to time;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“HKSCC”	Hong Kong Securities Clearing Company Limited;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Latest Practicable Date”	21 July 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time;
“Share(s)”	existing ordinary share(s) of HK\$0.01 each in the share capital of the Company;
“Share Consolidation”	the proposed consolidation of every ten (10) issued and unissued Shares of par value of HK\$0.01 each in the share capital of the Company into one (1) Consolidated Share of par value of HK\$0.10 each;
“Shareholder(s)”	holder(s) of the Share(s);
“Share Option(s)”	the option(s) to subscribe for new Shares granted under the Share Option Scheme;
“Share Option Scheme”	the share option scheme adopted by the Company on 22 July 2019;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“%”	per cent.

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## EXPECTED TIMETABLE

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*The expected timetable for the Share Consolidation is set out below. The expected timetable is subject to the results of the EGM and is therefore for indicative purpose only. Any change to the expected timetable will be announced under a separate announcement by the Company as and when appropriate. All times and dates in this circular refer to Hong Kong local times and dates.*

<b>Event</b>	<b>Time</b>	<b>Date</b>
		<b>2023</b>
Latest time and date for lodging transfer documents in order to qualify for attending and voting at the EGM .....	4:30 p.m.	Monday, 7 August
Register of members closes (both dates inclusive).....		Tuesday, 8 August to Friday, 11 August
Latest time and date for lodging forms of proxy for the EGM .....	10:00 a.m.	Wednesday, 9 August
Expected time and date of the EGM.....	10:00 a.m.	Friday, 11 August
Announcement of the poll result of the EGM .....		Friday, 11 August

**The following events are conditional on the fulfillment of the conditions for the implementation of the Share Consolidation as set out in this circular.**

Effective date of the Share Consolidation .....		Tuesday, 15 August
First day for free exchange of existing share certificates for new share certificates of the Consolidated Shares .....		Tuesday, 15 August
Commencement of dealings in the Consolidated Shares .....	9:00 a.m.	Tuesday, 15 August
Original counter for trading in the Existing Shares in board lots of 10,000 Existing Shares (in the form of existing share certificates) temporarily closes .....	9:00 a.m.	Tuesday, 15 August
Temporary counter for trading in the Consolidated Shares in board lots of 1,000 Consolidated Shares (in the form of existing share certificates) opens ....	9:00 a.m.	Tuesday, 15 August
Original counter for trading in the Consolidated Shares in board lots of 10,000 Consolidated Shares (in the form of new share certificates) re-opens .....	9:00 a.m.	Tuesday, 29 August

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## EXPECTED TIMETABLE

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Event	Time	Date
		<b>2023</b>
Parallel trading in the Consolidated Shares (in the form of new share certificates and existing share certificates) commences .....	9:00 a.m.	Tuesday, 29 August
Designated broker starts to stand in the market to provide matching services for the sale and purchase of odd lots of the Consolidated Shares .....	9:00 a.m.	Tuesday, 29 August
Designated broker ceases to stand in the market to provide matching services for the sale and purchase of odd lots of the Consolidated Shares .....	4:00 p.m.	Monday, 18 September
Temporary counter for trading in the Consolidated Shares in board lots of 1,000 Consolidated Shares (in the form of existing share certificates) closes ....	4:10 p.m.	Monday, 18 September
Parallel trading in Consolidated Shares (in the form of new share certificates and existing share certificates) ends .....	4:10 p.m.	Monday, 18 September
Last day of free exchange of existing share certificates for new share certificates for the Consolidated Shares.....		Wednesday, 20 September

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## LETTER FROM THE BOARD

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### HANDS FORM HOLDINGS LIMITED

### 恆新豐控股有限公司

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

**(Stock code: 1920)**

*Executive Directors:*

Mr. Cheung Kwok Fai Adam  
*(Chairman and Chief Executive Officer)*  
Mr. Ng Sheung Chung  
Mr. Ma Kan Sun

*Registered Office:*

Windward 3, Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

*Independent non-executive Directors:*

Ms. Ding Xin  
Ms. Lo Yin Ping Patricia  
Mr. Ho Kwok Lung

*Principal Place of Business in Hong Kong:*

Room 9, 2/F  
Hang Bong Commercial Centre  
28 Shanghai Street  
Jordan, Kowloon  
Hong Kong

26 July 2023

*To the Shareholders*

Dear Sir or Madam,

### **PROPOSED SHARE CONSOLIDATION AND NOTICE OF EXTRAORDINARY GENERAL MEETING**

#### **INTRODUCTION**

Reference is made to the announcement of the Company dated 12 July 2023 in relation to the proposed Share Consolidation.

The purpose of this circular is to provide you with the EGM Notice and information regarding the resolution to be proposed at the EGM relating to the proposed Share Consolidation.

#### **PROPOSED SHARE CONSOLIDATION**

The Board proposes to implement the Share Consolidation on the basis that every ten (10) issued and unissued Shares of HK\$0.01 each in the share capital of the Company will be consolidated into one (1) Consolidated Share of HK\$0.10 each.

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## LETTER FROM THE BOARD

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### Effects of the Share Consolidation

As at the Latest Practicable Date, the authorised share capital of the Company is HK\$40,000,000 divided into 4,000,000,000 Shares of HK\$0.01 each, of which 3,120,000,000 Shares have been allotted and issued as fully paid or credited as fully paid.

Upon the Share Consolidation becoming effective, on the basis that the Company does not allot, issue or repurchase any Shares prior thereto, the authorised share capital of the Company shall become HK\$40,000,000 divided into 400,000,000 Consolidated Shares of HK\$0.10 each, of which 312,000,000 Consolidated Shares will be in issue.

Upon the Share Consolidation becoming effective, the Consolidated Shares shall rank pari passu in all respects with each other.

Other than the expenses to be incurred in relation to the Share Consolidation, the implementation of the Share Consolidation will not alter the underlying assets, business operations, management or financial position of the Company or the proportionate interests or rights of the Shareholders. The Board believes that the Share Consolidation will not have any material adverse effect on the financial position of the Company.

### Conditions Precedent to the Share Consolidation

The Share Consolidation shall be conditional upon:

- (i) the passing of an ordinary resolution by the Shareholders to approve the Share Consolidation at the EGM;
- (ii) the Stock Exchange granting the approval for the listing of, and the permission to deal in, the Consolidated Shares upon the Share Consolidation becoming effective; and
- (iii) the compliance with all relevant procedures and requirements under the laws of the Cayman Islands (if applicable) and the Listing Rules to effect the Share Consolidation.

The Share Consolidation is expected to become effective on Tuesday, 15 August 2023 subject to the fulfilment of the above conditions.

As at the Latest Practicable Date, none of the conditions above had been fulfilled. The Share Consolidation will become effective when the conditions mentioned above are fulfilled.

### Listing Application

An application will be made by the Company to the Stock Exchange for the listing of, and the permission to deal in, the Consolidated Shares in issue and to be issued upon the Share Consolidation becoming effective and the Consolidated Shares which may be issued pursuant to the exercise of the Share Options which may be granted under the Share Option Scheme.



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## LETTER FROM THE BOARD

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Subject to the granting of the listing of, and permission to deal in, the Consolidated Shares on the Stock Exchange upon the Share Consolidation becoming effective, as well as compliance with the stock admission requirements of the HKSCC, the Consolidated Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Consolidated Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements will be made for the Consolidated Shares to be admitted into CCASS established and operated by HKSCC.

No part of the equity or debt securities of the Company is listed or dealt in on any other stock exchanges other than the Stock Exchange and no such listing or permission to deal in is being or is currently proposed to be sought.

### **Adjustments in relation to other securities of the Company**

Under the relevant terms and conditions of the Share Option Scheme, the Share Consolidation may lead to adjustments to the number of Shares falling to be issued, the method of exercise of the Share Options and the exercise price of the Share Options pursuant to the terms thereof. As at the Latest Practicable Date, there is no outstanding Share Option entitling the holders thereof to subscribe for any Existing Share under the Share Option Scheme.

The Company has no derivatives, options, warrants, other securities or conversion rights or other similar rights which are convertible or exchangeable into Shares as at the Latest Practicable Date.

### **REASONS FOR THE SHARE CONSOLIDATION**

Pursuant to Rule 13.64 of the Listing Rules, where the market price of the securities of an issuer approaches the extremities of HK\$0.01 or HK\$9,995.00, the issuer may be required either to change the trading method or to proceed with a consolidation or splitting of its securities. The “Guide on Trading Arrangements for Selected Types of Corporate Actions” issued by the Hong Kong Exchanges and Clearing Limited on 28 November 2008 and updated on 1 October 2020 (the “Guide”) has further stated that market price of the shares at a level less than HK\$0.1 will be considered as trading at extremity as referred to under Rule 13.64 of the Listing Rules. It has also stated in the Guide that taking into account the minimum transaction costs for a securities trade, the expected board lot value should be greater than HK\$2,000.

As at the Latest Practicable Date, the closing price is HK\$0.049 per Share, which is less than HK\$0.10, and based on the board lot size of 10,000 Shares, the existing board lot value is HK\$490 which is lower than HK\$2,000. The Board considered that after the Share Consolidation (resulting in a theoretical price of HK\$0.49 per Consolidated Share based on the closing price of the Shares as at the Latest Practicable Date) becomes effective, the estimated board lot value will be HK\$4,900.

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## LETTER FROM THE BOARD

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The Board has considered other alternative ratios for the Share Consolidation and has proposed the Share Consolidation ratio (i.e. every 10 Existing Shares into 1 Consolidated Share) after taking into account (i) the recent fluctuation in the trading price of the Shares; (ii) that the Company aimed to adjust the market price of the Shares to above HK\$0.1 which would facilitate future fund-raising activities; and (iii) the negative impact arising from the creation of odd lots. The Share Consolidation ratio is the smallest ratio that would adjust the trading price of the Shares to above HK\$0.1 and the value of each board lot to above HK\$2,000 based on the closing price of the Shares on the date of the Company's announcement dated 12 July 2023 while minimizing the creation of odd lots. As such, the Board considers the Share Consolidation ratio is an appropriate ratio to facilitate the Company's future possible fundraising activities.

In view of the recent trading price of the Shares, the Board considers that the Share Consolidation will enable the Company to comply with the trading requirements under the Listing Rules and reduce the overall transaction and handling costs of dealings in the Shares as a proportion of the market value of each board lot, since most of the banks/securities houses will charge a minimum transaction costs for each securities trade. With a corresponding upward adjustment in the trading price of the Consolidated Share and the nominal value of the Shares, the Board believes that the Share Consolidation will make investing in the Shares more attractive to a broader range of investors, and therefore further broaden the shareholder base of the Company.

The Board considers that the Share Consolidation would maintain the trading amount for each board lot at a reasonable level in order to attract more investors. The Board believes that the Share Consolidation will not have any material adverse effect on the financial position of the Group nor result in change in the relative rights of the Shareholders.

In view of the above, the Directors are of the view that the Share Consolidation (including the Share Consolidation ratio) is fair and reasonable and in the interests of the Company and the Shareholders as a whole, notwithstanding the potential costs and negative impact arising from the creation of odd lots to its Shareholders.

### **Other corporate actions and fundraising activities in the next twelve months**

As at the Latest Practicable Date, (i) the Company has no intention to carry out other corporate actions in the next 12 months which may have an effect of undermining or negating the intended purpose of the Share Consolidation; and (ii) the Company does not have any other plan, arrangement, understanding or intention on any fund raising activities in the next 12 months. However, the Board cannot rule out the possibility that the Company will conduct equity fund raising exercises when suitable fund raising and/or investment opportunities arise in order to support future development of the Group. The Company will make further announcement in this regard in accordance with the Listing Rules as and when appropriate.

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## LETTER FROM THE BOARD

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### OTHER ARRANGEMENTS

#### **Fractional entitlement to Consolidated Shares**

Fractional Consolidated Shares will be disregarded and will not be issued to the Shareholders but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefits of the Company. Fractional Consolidated Shares will only arise in respect of the entire shareholding of a holder of the Shares regardless of the number of existing share certificates held by such holder.

#### **Odd lots arrangement and matching services**

In order to facilitate the trading of odd lots (if any) of the Consolidated Shares, the Company has appointed Astrum Capital Management Limited as an agent to provide matching service, on a best effort basis, for the sale and purchase of odd lots of the Consolidated Shares arising from the Share Consolidation. Shareholders who wish to take advantage of this facility either to dispose of their odd lots of the Consolidated Shares or top up a full board lot may, directly or through their brokers contact Ms. Angie Yeung of Astrum Capital Management Limited at Room 2704, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong (telephone number: (852) 3665 8160) during office hours (i.e. 9:00 a.m. to 5:00 p.m.) from 9:00 a.m. on Tuesday, 29 August 2023 to 4:00 p.m. on Monday, 18 September 2023.

**Holders of odd lots of the Consolidated Shares should note that the matching of the sale and purchase of odd lots of the Consolidated Shares is not guaranteed. Shareholders who are in any doubt about the odd lots matching arrangement are recommended to consult their own professional advisers.**

#### **Board lot size**

Currently, the Shares are traded on the Stock Exchange in the board lot size of 10,000 Shares. Upon the Share Consolidation becoming effective, there will be no change in board lot size and the board lot size for trading in the Consolidated Shares will remain as 10,000 Consolidated Shares.

Based on the closing price of HK\$0.049 per Share (equivalent to the theoretical closing price of HK\$0.49 per Consolidated Share) as at the Latest Practicable Date, the value of each board lot of the Shares is HK\$490 and the theoretical market value of each board lot of the Consolidated Shares, assuming the Share Consolidation had become effective, would be HK\$4,900.

#### **Free exchange of Consolidated Shares' certificates and trading arrangement**

Subject to the Share Consolidation becoming effective, the Shareholders may during the period from Tuesday, 15 August 2023 to Wednesday, 20 September 2023 (both days inclusive) submit the existing share certificates in the colour of green for the Shares to the Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong to exchange, at the expense of the Company, for new share certificates in the colour of pink for the Consolidated Shares.

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## LETTER FROM THE BOARD

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Thereafter, certificates of the Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such other amount as may from time to time be specified by the Stock Exchange) by the Shareholders for each share certificate for the Shares submitted for cancellation or each new share certificate issued for the Consolidated Shares, whichever is higher.

After 4:10 p.m. on Monday, 18 September 2023, existing share certificates for the Shares will only remain effective as documents of title and may be exchanged for certificates for Consolidated Shares at any time but will not be accepted for delivery, trading and settlement purposes.

### **CLOSURE OF REGISTER OF MEMBERS**

The forthcoming EGM is scheduled to be held on 11 August 2023. For determining the entitlement to attend and vote at the EGM (or any adjournment thereof), the register of members of the Company will be closed from 8 August 2023 to 11 August 2023, both days inclusive, during which period no transfer of Shares will be registered. In order to attend and vote at the EGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong for registration not later than 4:30 p.m. on 7 August 2023.

### **EXTRAORDINARY GENERAL MEETING**

Set out on pages EGM-1 to EGM-2 of this circular is a notice convening the EGM to consider and, if appropriate, to approve, among others, the ordinary resolution relating to the proposed Share Consolidation.

None of the Directors is regarded having material interests in the resolution regarding the proposed Share Consolidation and is required to abstain from voting on approval of the relevant Board resolution in connection therewith.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, none of the Shareholders is required to abstain from voting on the ordinary resolution at the EGM.

A form of proxy for use at the EGM is enclosed herewith. If you are not able to attend and/or vote at the EGM in person, you are requested to complete the form of proxy and return it to the Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong as soon as possible and in any event not less than 48 hours before the time of the EGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

Pursuant to Rule 13.39(4) of the Listing Rules and Article 72 of the Articles, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to procedural or administrative matter to be voted by a show of hands. Accordingly, the resolutions put to vote at the EGM will be taken by way of poll.

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## LETTER FROM THE BOARD

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### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

### RECOMMENDATIONS

The Directors consider that the proposed Share Consolidation is in the best interests of the Company and the Shareholders as a whole and recommend the Shareholders to vote in favour of all the above resolution to be proposed at the EGM.

### MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

### WARNING

**Shareholders should take note that the Share Consolidation is conditional upon the fulfilment of their respective conditions. Therefore, the Share Consolidation may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.**

Yours faithfully,  
By order of the Board  
**Hands Form Holdings Limited**  
**Cheung Kwok Fai Adam**  
*Chairman*

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# NOTICE OF EXTRAORDINARY GENERAL MEETING

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## HANDS FORM HOLDINGS LIMITED

### 恆新豐控股有限公司

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

**(Stock code: 1920)**

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “**Meeting**” or “**EGM**”) of Hands Form Holdings Limited (the “**Company**”) will be held at 1/F, 80 Nathan Road, Tsimshatsui, Kowloon, Hong Kong, on Friday, 11 August 2023 at 10:00 a.m. (or any adjournment thereof) for considering and, if thought fit, passing, with or without amendments, the following resolution as ordinary resolution:

### ORDINARY RESOLUTION

“**THAT** subject to and conditional upon, among other things, the Listing Committee of The Stock Exchange of Hong Kong Limited granting approval of the listing of, and the permission to deal in, the Consolidated Shares (as defined below):

- (a) with effect from the second business day immediately following the date on which this resolution is passed, every ten (10) issued and unissued ordinary shares of the Company of HK\$0.01 each be consolidated into one (1) ordinary share of HK\$0.10 each (each a “**Consolidated Share**”), such Consolidated Shares shall rank pari passu in all respects with each other (the “**Share Consolidation**”);
- (b) all fractional entitlements to the issued Consolidated Shares resulting from the Share Consolidation will be disregarded and will not be issued to the shareholders but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefits of the Company; and
- (c) any one of the Directors be and is hereby authorised generally to do all such acts, deeds and things as they shall, in their absolute discretion, deem appropriate to effect and implement the Share Consolidation.”

Yours faithfully,  
By order of the Board  
**Hands Form Holdings Limited**  
**Cheung Kwok Fai Adam**  
*Chairman*

Hong Kong, 26 July 2023

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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*Registered office:*

Windward 3, Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

*Principal place of business in Hong Kong:*

Room 9, 2/F  
Hang Bong Commercial Centre  
28 Shanghai Street  
Jordan, Kowloon  
Hong Kong

*Notes:*

1. For the purpose of determining the identity of the shareholders entitled to attend and vote at the Meeting, the register of members of the Company will be closed from Tuesday, 8 August 2023 to Friday, 11 August 2023, both dates inclusive, during which period no transfer of shares will be effected. All transfers accompanied by the relevant certificates must be lodged with the Company's branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong for registration not later than 4:30 p.m. on Monday, 7 August 2023.
2. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
3. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.
4. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney or other person duly authorised, and must be deposited with the Hong Kong branch share registrar and transfer office of the Company, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours before the time fixed for holding of the Meeting.
5. Completion and return of the form of proxy will not preclude a member of the Company from attending and voting in person at the Meeting or any adjournment thereof (as the case may be) if he/she/it so desires. If a member of the Company attends the Meeting after having deposited the form of proxy, his/her/its form of proxy will be deemed to have been revoked.
6. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning or "extreme conditions after super typhoons" announced by the Government of Hong Kong is/are in effect any time after 7:00 a.m. on the date of the Meeting, the meeting will be postponed. The Company will post an announcement on the websites of the Company at [www.handsform.com](http://www.handsform.com) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) to notify members of the date, time and place of the rescheduled meeting.

*As at the date of this notice, the board of Directors comprises Mr. Cheung Kwok Fai Adam, Mr. Ng Sheung Chung and Mr. Ma Kan Sun as executive Directors, Ms. Ding Xin, Ms. Lo Yin Ping Patricia and Mr. Ho Kwok Lung as independent non-executive Directors.*