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SUMMIT ASCENT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 102)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“SGM”) of Summit Ascent Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) will be held at Jade Rooms V-VII, Artyzen Club, 401A, 4th Floor, Shun Tak Centre, 200 Connaught Road Central, Hong Kong at 4:00 p.m. on Wednesday, 13 September 2023 for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution of the Company. Unless otherwise indicated, capitalised terms used in this notice have the same meanings as those defined in the circular of the Company dated 24 August 2023 (the “**Circular**”).

ORDINARY RESOLUTION

“THAT

- (a) The Financial Assistance (i.e. the New CB Related Financial Assistance and the Loan Facility Related Financial Assistance) as contemplated under the following documents:
 - (i) the New CB Subscription Agreement entered into by SA Investments as subscriber and the New CB Subscription, the Interest Waiver and the Set-Off contemplated thereunder (a copy of the New CB Subscription Agreement having been produced to the SGM and marked “A” and initialed by the chairman of the SGM for the purpose of identification);
 - (ii) the SA Loan Agreement entered into by SA Investments as lender and the provision of the SA Loan by SA Investments to Suntrust contemplated thereunder (a copy of the SA Loan Agreement having been produced to the SGM and marked “B” and initialed by the chairman of the SGM for the purpose of identification); and

(iii) (aa) the Loan Agreement (incorporating the Security Agreement) as revised and amended by the Loan Amendment Agreement and the provision of securities by SA Investments thereunder over the CBs, the Assigned Loan Contracts and the Suntrust Shares, and the provision of Project Support by SA Investments under and pursuant to the SA Project Support Undertaking thereunder; (bb) the Subordination Agreement and the subordination of the Subordinated Indebtedness by SA Investments thereunder; and (cc) the Supplemental Deed Polls and the undertakings and waiver by SA Investments thereunder, all entered into by SA Investments (a copy of each of the Loan Agreement (incorporating the Security Agreement), the Loan Amendment Agreement, the Subordination Agreement and the Supplemental Deed Polls having been produced to the SGM and marked “C”, “D”, “E”, “F” and “G” and initialed by the chairman of the SGM for the purpose of identification),

be and are hereby approved and authorised and where required, ratified, confirmed, approved and authorised; and

(b) the directors of the Company (the “**Directors**”) be and are hereby authorised to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things, as the case may be, as they may in their discretion consider necessary and desirable or expedient to carry out and implement the Financial Assistance into full effect and to agree to such variation, amendment or waiver as are in the reasonable opinion of the Directors in the interests of the Company and its shareholders as a whole provided that such variation, amendment or waiver shall not be fundamentally different from the terms as provided in the New CB Subscription Agreement, the SA Loan Agreement, the Loan Agreement (incorporating the Security Agreement), the Loan Amendment Agreement, the Subordination Agreement and the Supplemental Deed Polls insofar as relating to the Financial Assistance.”

By order of the Board of
Summit Ascent Holdings Limited
Lo Kai Bong
Chairman

Hong Kong, 24 August 2023

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal place of business in Hong Kong:
Unit 1704, 17th Floor
West Tower, Shun Tak Centre
200 Connaught Road Central
Hong Kong

Notes:

- (1) Any member entitled to attend and vote at the SGM is entitled to appoint one or if he is the holder of two or more shares, more than one proxy to attend and vote instead of him/her. A proxy need not be a member of the Company.
- (2) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer, attorney or other person duly authorised to sign the same.
- (3) In order to be valid, the form of proxy 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, must be deposited with the share registrars of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the SGM or any adjourned meeting thereof (as the case may be).
- (4) The register of members of the Company will be closed from Friday, 8 September 2023 to Wednesday, 13 September 2023 (both days inclusive) to determine the entitlement to attend and vote at the SGM. During such period, no transfer of shares of the Company will be registered. In order to be entitled to attend and vote at the SGM, all transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Thursday, 7 September 2023 for registration.

As at the date of this announcement, the Company's executive directors are Mr. Lo Kai Bong (Chairman), Mr. Chua Ming Huat David (Chief Executive Officer) and Mr. Chiu King Yan; and the independent non-executive directors are Mr. Lam Kwan Sing, Mr. Lau Yau Cheung and Mr. Li Chak Hung.