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## **YUE YUEN INDUSTRIAL (HOLDINGS) LIMITED**

**裕元工業(集團)有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00551)**

### **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the special general meeting (the “SGM”) of Yue Yuen Industrial (Holdings) Limited (the “Company”) will be held at 10:00 a.m. on Friday, October 20, 2023 at 22nd Floor, C-Bons International Center, 108 Wai Yip Street, Kwun Tong, Kowloon, Hong Kong for the following purposes:

#### **AS SPECIAL BUSINESS**

To consider and, if thought fit, pass with or without modifications, the following special resolutions of the Company:

#### **SPECIAL RESOLUTIONS**

1. **“THAT:**

- (A) the proposed amendments to Bye-laws 56, 59(1), 73(2), 83(2), 152(3) and 155 of the existing Bye-laws of the Company (the “Core Amendments”), the details of which are included in the amended and restated bye-laws of the Company as set forth in Appendix to the circular of the Company dated September 19, 2023, be and are hereby approved and a new set of bye-laws amended to reflect the Core Amendments be adopted in substitution for, and to the exclusion of the existing Bye-laws of the Company;
- (B) any director or the company secretary of the Company be and is hereby authorised to do all such acts as he deems fit to effect the adoption of the Core Amendments and the new bye-laws of the Company and to make relevant registrations and filings in accordance with the relevant requirements of the applicable laws and regulations in Bermuda and Hong Kong; and
- (C) this Special Resolution No. 1 shall only take effect if Special Resolution No. 2 in this notice is voted down in which case, this Special Resolution No. 1 shall take effect immediately at the close of this meeting.”

\* *For identification purpose only*

2. “THAT

- (A) the amended and restated bye-laws of the Company, incorporating all the proposed amendments to the existing bye-laws of the Company, namely the Core Amendments and the other amendments, the details of which are set forth in Appendix to the circular of the Company dated September 19, 2023, copies of which have been produced to the meeting marked “A” and signed by the chairman of the meeting for the purpose of identification, be and are hereby approved and adopted as the bye-laws of the Company, in substitution for, and to the exclusion of, the existing bye-laws of the Company respectively with effect immediately from the close of this meeting; and
- (B) any director or the company secretary of the Company be and is hereby authorised to do all such acts as he deems fit to effect the adoption of the amended and restated bye-laws of the Company and to make relevant registrations and filings in accordance with the relevant requirements of the applicable laws and regulations in Bermuda and Hong Kong.”

For and on behalf of  
**Yue Yuen Industrial (Holdings) Limited**  
**Lu Chin Chu**  
*Chairman*

Hong Kong, September 19, 2023

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

*Principal place of business in Hong Kong:*  
22nd Floor, C-Bons International Center  
108 Wai Yip Street  
Kwun Tong, Kowloon  
Hong Kong

*Notes:*

- (1) **Precautionary measures for the SGM** — As a courtesy to other shareholders, we recommend that shareholders do not attend the SGM in person if they test COVID-19 positive or display symptoms of COVID-19. As a precautionary measure, we recommend shareholders first submit a proxy to appoint the Chairman of the SGM to vote on their behalf. In the event shareholders can attend in person on the day, their proxy will be cancelled and they may vote in person. **Please note that no refreshment or corporate souvenir will be provided at the SGM.**

- (2) A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote in his/her stead. A proxy need not be a member of the Company. In order to be valid, the form of proxy must be deposited at the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong together with a power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, no later than 10:00 a.m. on Wednesday, October 18, 2023 (Hong Kong Time), or not less than 48 hours before the time for holding the adjourned meeting (as the case may be).
- (3) **The register of members of the Company will be closed from Monday, October 16, 2023 to Friday, October 20, 2023, both dates inclusive, during which period no transfer of shares will be effected. All transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on Friday, October 13, 2023 in order to establish the identity of the shareholders who are entitled to attend and vote at the SGM ("Entitlement to SGM"). The record date for the Entitlement to SGM will be on Monday, October 16, 2023.**
- (4) If a tropical cyclone warning signal No. 8 or above is hoisted, or "extreme conditions" caused by super typhoons exist, or a black rainstorm warning signal is in force at or at any time after 7:00 a.m. on the date of the SGM, the SGM will be postponed and members will be informed of the date, time and venue of the postponed SGM by a supplementary notice, posted on the respective websites of the Company and Hong Kong Exchanges and Clearing Limited.

The SGM will be held as scheduled when an amber or red rainstorm warning signal is in force.

After considering their own situations, members should decide whether they would attend the SGM under bad weather condition and if they do so, they are advised to exercise care and caution.

- (5) In respect of special resolutions in this notice, details of the proposed amendments and full text of the New Bye-laws are set out in the circular of the Company of which this notice forms part.
- (6) The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

*As at the date of this announcement, the board of directors of the Company are:*

*Executive Directors:*

*Mr. Lu Chin Chu (Chairman), Ms. Tsai Pei Chun, Patty (Managing Director), Mr. Chan Lu Min, Mr. Lin Cheng-Tien, Mr. Liu George Hong-Chih and Mr. Shih Chih-Hung (Chief Financial Officer).*

*Independent Non-executive Directors:*

*Mr. Wong Hak Kun, Mr. Ho Lai Hong, Mr. Lin Shei-Yuan and Dr. Yang Ju-Huei.*

*Website: [www.yueyuen.com](http://www.yueyuen.com)*