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SCE Intelligent Commercial Management Holdings Limited

中駿商管智慧服務控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 606)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of the shareholders of SCE Intelligent Commercial Management Holdings Limited (the “Company”) will be held at R2, United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong on Thursday, 25 January 2024 at 3:00 p.m. for the purposes of considering and, if thought fit, approving the matters set out below:

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the master commercial property management and operational services agreement dated 6 December 2023 entered into between the Company and Mr. Wong Chiu Yeung (黃朝陽) (the “**2024–2026 Master Commercial Property Management and Operational Services Agreement**”), a copy of which is marked “A” and initialled by the chairman of the meeting for the purpose of identification, and the terms and the transactions contemplated thereunder, and the relevant proposed annual caps for the transactions contemplated under the 2024–2026 Master Commercial Property Management and Operational Services Agreement for the three years ending 31 December 2026 as stated in the circular of the Company dated 8 January 2024 be and are hereby confirmed and approved;
- (b) the master residential property management services agreement dated 6 December 2023 entered into between the Company and China SCE Group Holdings Limited (the “**2024–2026 Master Residential Property Management Services Agreement**”), a copy of which is marked “B” and initialled by the chairman of the meeting for the purpose of identification, and the terms and the transactions contemplated thereunder, and the relevant proposed annual caps for the transactions contemplated under the 2024–2026 Master Residential Property Management Services Agreement for the three years ending 31 December 2026 as stated in the circular of the Company dated 8 January 2024 be and are hereby confirmed and approved; and

- (c) any one director of the Company (or any two directors of the Company or one director and the secretary of the Company, in the case of execution of documents under seal) be and is hereby authorised to sign and execute such other documents and supplemental agreements and deeds (including the affixation of the common seal of the Company where execution under seal is required) for and on behalf of the Company and to do all such things and take all such actions as he/she may consider necessary, desirable or expedient for the purpose of carrying out or giving effect to or otherwise in connection with the 2024–2026 Master Commercial Property Management and Operational Services Agreement and the 2024–2026 Master Residential Property Management Services Agreement and/or the transactions contemplated thereunder.”

By order of the board of
SCE Intelligent Commercial Management Holdings Limited
Wong Lun
Chairman

Hong Kong, 8 January 2024

Principal place of business in Hong Kong:

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

Notes:

1. A member of the Company entitled to attend and vote at the meeting (the “**Meeting**”) above is entitled to appoint in written form one or, if he is the holder of two or more shares (“**Shares**”) of the Company, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such a Share as if he/she/it were solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first in the register in respect of such a share shall alone be entitled to vote in respect thereof.
3. In order to be valid, the form of proxy must 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 seal, or under the hand of an officer or attorney duly authorised, 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 notarially certified copy thereof) not less than 48 hours before the time appointed for the holding of the Meeting (i.e. by 3:00 p.m. on Tuesday, 23 January 2024 (Hong Kong time)) or any adjournment thereof.
4. For the purpose of ascertaining Shareholders’ entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 22 January 2024 to Thursday, 25 January 2024, both days inclusive, during which period no transfer of the Shares will be effected. In order to qualify for attending the Meeting, all transfer 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 Friday, 19 January 2024.

5. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. If a typhoon signal number 8 or above is hoisted or a “black” rainstorm warning signal is in force at or at any time after 1:00 pm on the date of the above meeting, the above meeting will be adjourned. An announcement will be posted on the websites of the Company and the Stock Exchange of Hong Kong Limited to notify the members of the date, time and place of the adjourned meeting. The above meeting will be held as scheduled when an amber or a red rainstorm warning signal is in force. Members should decide on their own whether they would attend the above meeting under bad weather conditions bearing in mind their own situations.
7. As required under the Listing Rules, the above resolution will be decided by way of poll, except where the chairperson, in good faith, decides to allow a resolution relating to a procedural or administrative matter to be voted on by show of hands.
8. References to time and dates in this notice are to Hong Kong time and dates.
9. 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 notice, the board of directors of the Company comprises Mr. Wong Lun, Mr. Niu Wei, Mr. Sun Qiang, Mr. Zheng Quanlou and Ms. Ku Weihong as executive directors, Mr. Huang Youquan as non-executive director, Mr. Ding Zuyu, Mr. Wang Yongping and Mr. Pang Hon Chung as independent non-executive directors.