
NOTICE OF SPAC WARRANTHOLDER MEETING

HK ACQUISITION CORPORATION

香港匯德收購公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 7841)

(Warrant Code: 4841)

NOTICE OF MEETING OF THE SPAC WARRANTHOLDERS

Notice is hereby given that a meeting of the SPAC warrantholders (“**Warrantholder Meeting**”) of HK Acquisition Corporation (the “**Company**”) will be held at [address] on [REDACTED] for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution of the Company:

SPECIAL RESOLUTION

“**THAT:**

- (a) the proposed amendments to the terms of the Warrants, the details of which are set out in Appendix V to the Circular, be and hereby approved with immediate effect;
- (b) any Director be and is hereby authorized to take all such steps, do all such acts and to sign, execute, seal (where required) and deliver all such documents which he/she may in his/her absolute discretion, consider necessary, appropriate, desirable or expedient in connection with or to implement or give effect to the aforesaid amendments to the terms of the Warrants, including without limitation, entering into a deed of amendment and restatement in relation to the Warrant Instrument in favour of the Warrantholders.”

By order of the Board

HK ACQUISITION CORPORATION

CHAN Tak Lam Norman

Chairman of the Board and Executive Director

Hong Kong, [•], 2024

Registered office:

PO Box 309, Ugland House
Grand Cayman
KY1-1104
Cayman Islands

Principal place of business in Hong Kong:

Suites 4310-11
Tower One, Times Square
1 Matheson Street
Causeway Bay
Hong Kong

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Notes:

1. Unless otherwise indicated, capitalized used in this notice shall have the same meanings as those defined in the circular of the Company dated [•] 2024 (the “Circular”).
2. All resolutions at the SPAC Warrantholder Meeting will be taken by poll (except where the chairman in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.hkacquisition.com) in accordance with the Listing Rules.
3. Any SPAC Warrantholder entitled to attend and vote at the SPAC Warrantholder Meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a SPAC Warrantholder. If more than one proxy is appointed, the number of SPAC Warrants in respect of which each such proxy so appointed must be specified in the relevant proxy form. Every SPAC Warrantholder present in person or by proxy shall be entitled to one vote for each SPAC Warrant held by him.
5. In order to be valid, SPAC Warrantholders who intend to appoint a proxy or proxies to attend the SPAC Warrantholder Meeting shall complete the proxy form(s) in accordance with the instructions printed thereon and return the proxy form(s), together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority, to the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the SPAC Warrantholder Meeting (i.e. not later than [REDACTED]) or the adjourned meeting (as the case may be). Completion and return of the proxy form(s) shall not preclude SPAC Warrantholders from attending, speaking and voting in person at the SPAC Warrantholder Meeting (or any adjournment thereof) if they so wish and in such event, the proxy form(s) shall be deemed to be revoked.
6. For determining SPAC Warrantholders’ eligibility to attend, speak and vote at the SPAC Warrantholder Meeting, the register of warrantholders of the Company will be closed from [REDACTED] to [REDACTED], both dates inclusive, during which period no transfer of Warrants will be effected and the record date will be on [REDACTED]. In order to be eligible to attend, speak and vote at the SPAC Warrantholder Meeting, unregistered SPAC Warrantholders shall ensure that all transfer documents accompanied by the relevant warrant certificates must be lodged with the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on [REDACTED].
7. If tropical cyclone warning signal number 8 or above or “extreme conditions” caused by super typhoon, or a black rainstorm warning signal is in effect any time and remains in force 2 hours before the time of the EGM, the meeting will be postponed or adjourned. The Company will publish an announcement on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.hkacquisition.com) to notify SPAC Warrantholders of the date, time and place of the adjourned meeting.
8. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises Dr. Chan Tak Lam Norman, Ms. Tsang King Suen Katherine, Dr. Wong Shue Ngar Sheila and Mr. Tsang Hing Shun Thomas as executive Directors and Mr. Hui Chiu Chung, Mr. Wong See Ho, Prof. Tang Wai King Grace and Mr. Zhang Xiaowei as independent non-executive Directors.