Blue River Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 498)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the "**Meeting**") of Blue River Holdings Limited (the "**Company**") will be held at Harbour Plaza Rooms I & II, B1/F, Harbour Plaza North Point, 665 King's Road, North Point, Hong Kong on Thursday, 16 January 2025 at 10:30 a.m. to consider and, if thought fit, pass, with or without modification, the following resolution of the Company:

ORDINARY RESOLUTION

"**THAT**:

(a) the provisional sale and purchase agreement dated 15 November 2024 (the "**Provisional Agreement**") and the subsequent formal agreement as supplemented by a supplemental agreement both dated 29 November 2024 (collectively, the "**Formal Agreement**") entered into among Golden Lake Property Limited (the "**Vendor**"), an indirect wholly-owned subsidiary of the Company, as vendor, Mrs. Lui Ip, King Yee Elsa (the "**Purchaser**") as purchaser and, in relation to the Provisional Agreement only, A Land Property Limited as agent (a copy of which has been produced to the Meeting marked "A" and initialled by the chairman of the Meeting for the purpose of identification) pursuant to which the Vendor conditionally agreed to sell, and the Purchaser conditionally agreed to purchase, the property comprising the whole floor of the 9th floor and three car parking spaces (Nos. 222, 223 and 224) on the 2nd floor of E-Trade Plaza, 24 Lee Chung Street, Chai Wan, Hong Kong (the "**Disposal**") at the consideration of HK$50,000,000, subject to the terms and condition thereof and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified; and

(b) any one of the directors of the Company (the "**Directors**"), any committee appointed by the board of Directors (the "**Board**"), or any other person authorised by the Board from time to time be and are hereby generally and unconditionally authorised to do all such acts and things and execute all such agreements and documents and to do all such acts, matters and take all such steps as they consider necessary or expedient or desirable in connection with, ancillary to or to give effect to the Provisional Agreement, the Formal Agreement and the Disposal and to implement the transactions contemplated thereunder and all other matters and incidental thereto and to agree and execute all such variation(s), amendment(s), supplemental(s), waiver(s), termination(s) or cessation(s) of matters relating thereto as are, in their opinion, in the interest of the Company."

By Order of the Board

Blue River Holdings Limited

HO Sze Nga
Company Secretary

Hong Kong, 27 December 2024

Principal Place of Business in Hong Kong:	*Registered Office:*
31st Floor	Clarendon House
China United Centre	2 Church Street
28 Marble Road	Hamilton HM 11
North Point, Hong Kong	Bermuda

Notes:

1. Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his holding of shares of the Company. A proxy need not be a member of the Company.

2. A form of proxy for the Meeting is enclosed. The form of proxy and the power of attorney or other authority, if any, under which it is signed, or a notarised copy of such power or authority, shall be deposited at the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be).

3. For the purpose of ascertaining the entitlement to attend and vote at the Meeting, the register of members of the Company will be closed from Monday, 13 January 2025 to Thursday, 16 January 2025, both dates inclusive, during which period no transfer of share(s) of the Company will be registered. In order to be eligible to attend and vote at the Meeting, all transfer document(s), accompanied by the relevant share certificate(s), must be lodged with the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 10 January 2025.

4. The Chinese translation of this notice is for reference only and in case of any inconsistency, the English version shall prevail.

As at the date of this notice, the composition of the Board is as follows:

Executive Directors:
Benny KWONG
(Chairman and Managing Director)
AU Wai June

Independent Non-Executive Directors:
William GILES
YU Chung Leung
LAM John Cheung-wah