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If you have sold or transferred all your shares in Goldstream Investment Limited, you should at once hand this circular and accompanying proxy form to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).



GOLDSTREAM INVESTMENT LIMITED
金涌投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1328)

**(1) PROPOSED SHARE CONSOLIDATION;
(2) PROPOSED CHANGE IN BOARD LOT SIZE
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

Unless the context otherwise requires, capitalised terms used in this cover page shall have the same meanings as those defined in the section headed "Definitions" in this circular.

A notice convening the EGM to be held at 11:00 a.m. on Wednesday, 23 April 2025 at Suite 7008, 70/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong and a form of proxy are despatched together with this circular. Shareholders who intend to appoint a proxy to attend and vote at the EGM shall complete, sign and return the enclosed form of proxy in accordance with the instructions printed thereon and return the same to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible but in any event no later than 11:00 a.m. on Monday, 21 April 2025, or not less than 48 hours before the time appointed for holding of any adjourned meeting. Completion and return of the enclosed form of proxy will not preclude Shareholders from attending and voting at the EGM or any adjourned meeting (as the case maybe) should they so wish and in such event, the instrument appointing a proxy shall be deemed revoked.

References to time and dates in this circular are to Hong Kong time and dates.

7 April 2025

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Operational Procedures”	the Operational Procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to operations and functions of CCASS, as amended from time to time
“Change in Board Lot Size”	the proposed change in board lot size of the Shares for trading on the Stock Exchange from 10,000 Existing Shares to 1,000 Consolidated Shares
“Company”	Goldstream Investment Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1328)
“Consolidated Share(s)”	ordinary share(s) of HK\$0.5 each in the share capital of the Company immediately after the Share Consolidation becoming effective
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held at 11:00 a.m. on Wednesday, 23 April 2025 at Suite 7008, 70/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong to consider and, if thought fit, approve the Share Consolidation
“Existing Share(s)”	issued and unissued ordinary share(s) of HK\$0.01 each in the share capital of the Company before the Share Consolidation becomes effective
“General Rules of CCASS”	the terms and conditions regulating the use of CCASS, as may be amended or modified from time to time and where the context so permits, shall include the CCASS Operational Procedures
“Group”	the Company and its subsidiaries

DEFINITIONS

“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	31 March 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended, supplemented or otherwise modified from time to time)
“Share(s)”	the Existing Share(s) or as the context may require, the Consolidated Share(s)
“Share Award Scheme”	the share award scheme adopted by the Company on 21 September 2020
“Share Consolidation”	the proposed consolidation of every fifty (50) issued and unissued Existing Shares in the share capital of the Company into one (1) Consolidated Share
“Share Option Scheme”	the share option scheme adopted by the Company on 4 June 2020
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

EXPECTED TIMETABLE

The expected timetable for the Share Consolidation and the Change in Board Lot Size is set out below. The expected timetable is subject to the fulfillment of conditions for the implementation of the Share Consolidation and Change in Board Lot Size as set out in this circular and is therefore for indicative purpose only. Any change to the expected timetable will be announced in a separate announcement by the Company as and when appropriate. All times and dates in this circular refer to Hong Kong local times and dates.

Date

Latest date and time for lodging transfer documents in order to qualify for attending and voting at the EGM	4:30 p.m. on Tuesday, 15 April 2025
Closure of register of members for determining the entitlement to attend and vote at the EGM (both days inclusive)	Wednesday, 16 April 2025 to Wednesday, 23 April 2025
Latest date and time for lodging the proxy form for the EGM	11:00 a.m. on Monday, 21 April 2025
Record date for the EGM	Wednesday, 23 April 2025
Date and time of the EGM	11:00 a.m. on Wednesday, 23 April 2025
Announcement of results of the EGM	Wednesday, 23 April 2025

EXPECTED TIMETABLE

The following events are conditional upon fulfillment of conditions for the implementation of the Share Consolidation and Change in Board Lot Size as set out in this circular. Subject to the above, the following timetable, including but not limited to, the effective date of the Share Consolidation, will remain unchanged even if that day is a severe weather trading day.

Effective date of the Share Consolidation Friday, 25 April 2025

Dealing in the Consolidated Shares commences 9:00 a.m. on Friday,
25 April 2025

First day of free exchange of existing
share certificates into new share
certificates for Consolidated Shares Friday, 25 April 2025

Original counter for trading in the Existing
Shares in board lots of 10,000 Existing
Shares (in the form of existing share
certificates) temporarily closes 9:00 a.m. on Friday,
25 April 2025

Temporary counter for trading in the
Consolidated Shares in temporary
board lots of 200 Consolidated Shares
(in the form of existing share certificates) opens 9:00 a.m. on Friday,
25 April 2025

Original counter for trading in the
Consolidated Shares in new board
lots of 1,000 Consolidated Shares
(in the form of new share certificates
for the Consolidated Shares) re-opens 9:00 a.m. on Tuesday,
13 May 2025

Parallel trading in the Consolidated Shares
(in the form of new share certificates for
the Consolidated Shares and existing
share certificates) commences 9:00 a.m. on Tuesday,
13 May 2025

EXPECTED TIMETABLE

Designated broker starts to stand in the
market to provide matching services
for odd lots of the Consolidated Shares 9:00 a.m. on Tuesday,
13 May 2025

Designated broker ceases to stand in the
market to provide matching services
for odd lots of the Consolidated Shares 4:00 p.m. on Monday,
2 June 2025

Temporary counter for trading in the
Consolidated Shares in temporary
board lots of 200 Consolidated
Shares (in the form of existing
share certificates) closes 4:10 p.m. on Monday,
2 June 2025

Parallel trading in the Consolidated Shares
(in the form of new share certificates for
the Consolidated Shares and existing
share certificates) ends 4:10 p.m. on Monday,
2 June 2025

Last day for free exchange of existing share
certificates into new share certificates for
Consolidated Shares Wednesday, 4 June 2025



GOLDSTREAM INVESTMENT LIMITED

金涌投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1328)

Executive Directors:

Mr. Zhao John Huan (*Chairman*)
Mr. Gao Ziqi (*Chief Executive Officer*)

Non-executive Director:

Mr. Tam Terry Sze Ying

Independent Non-executive Directors:

Mr. Jin Qingjun
Mr. Lee Kin Ping Christophe
Mr. Shu Wa Tung Laurence
Ms. Ge Xin

Registered Office:

Maples Corporate Services Limited
PO Box 309, Uglan House,
Grand Cayman, KY1-1104,
Cayman Islands

*Head Office and Principal Place of
Business in Hong Kong:*

Suite 7008, 70/F,
Two International Finance Centre,
8 Finance Street,
Central,
Hong Kong

7 April 2025

To the Shareholders

Dear Sir or Madam,

**(1) PROPOSED SHARE CONSOLIDATION;
(2) PROPOSED CHANGE IN BOARD LOT SIZE;
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

Reference is made to the announcement of the Company dated 7 March 2025 in relation to the proposed Share Consolidation and the proposed Change in Board Lot Size. The purpose of this circular is to provide you with information regarding the Share Consolidation and the Change in Board Lot Size and the notice of EGM.

LETTER FROM THE BOARD

PROPOSED SHARE CONSOLIDATION

The Board proposes to implement the Share Consolidation on the basis that every fifty (50) Existing Shares of par value of HK\$0.01 each in the issued and unissued share capital of the Company be consolidated into one (1) Consolidated Share of par value of HK\$0.5 each.

Effects of the Share Consolidation

As at the Latest Practicable Date, the authorised share capital of the Company was HK\$200,000,000 divided into 20,000,000,000 Shares of par value of HK\$0.01 each, and there were 12,831,797,215 Existing Shares in issue which were fully paid or credited as fully paid. Assuming no further Shares will be issued from the Latest Practicable Date up to the date of the EGM, upon the Share Consolidation becoming effective, there will be 256,635,944 Consolidated Shares in issue which are fully paid or credited as fully paid. The authorised share capital of the Company will be HK\$200,000,000 divided into 400,000,000 Consolidated Shares of par value of HK\$0.5 each.

Upon the Share Consolidation becoming effective, the Consolidated Shares shall rank *pari passu* in all respects with each other.

Other than the expenses to be incurred in relation to the Share Consolidation and the payment to be made to Shareholders in relation to fractional Consolidated Shares to which they would otherwise be entitled as mentioned in the paragraph headed "Entitlement of Fractional Consolidated Shares" below, the implementation of the Share Consolidation will not alter the underlying assets, business operations, management or financial position of the Company or the proportionate interests or rights of the Shareholders, save for any fractional Consolidated Shares to which Shareholders would otherwise be entitled. The Board believes that the Share Consolidation will not have any material adverse effect on the financial position of the Company.

Conditions of the Share Consolidation

The implementation of the Share Consolidation is conditional upon:

- (i) the passing of an ordinary resolution by the Shareholders at the EGM to approve the Share Consolidation;
- (ii) the Stock Exchange granting the listing of, and permission to deal in, the Consolidated Shares upon the Share Consolidation becoming effective; and
- (iii) the compliance with all relevant procedures and requirements and the obtaining of all necessary approvals from the regulatory authorities or otherwise as may be required (if any) under the applicable laws of Cayman Islands and the Listing Rules to effect the Share Consolidation.

LETTER FROM THE BOARD

Subject to the fulfilment of the conditions of the Share Consolidation, the effective date of the Share Consolidation is expected to be on Friday, 25 April 2025.

As at the Latest Practicable Date, none of the above conditions have been fulfilled.

Listing Application

An application has been made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Consolidated Shares upon the Share Consolidation becoming effective.

Subject to the granting of the listing of, and permission to deal in, the Consolidated Shares on the Stock Exchange, as well as compliance with the stock admission requirements of the HKSCC, the Consolidated Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Consolidated Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements will be made for the Consolidated Shares to be admitted into CCASS established and operated by HKSCC.

None of the Existing Shares are listed or dealt on any other stock exchange other than the Stock Exchange, and at the time the Share Consolidation becomes effective, the Consolidated Shares in issue will not be listed or dealt on any stock exchange other than the Stock Exchange, and no such listing or permission to deal is being or is proposed to be sought.

PROPOSED CHANGE IN BOARD LOT SIZE

As at the Latest Practicable Date, the Existing Shares were traded on the Stock Exchange in the board lot size of 10,000 Existing Shares. It is proposed that, subject to and conditional upon the Share Consolidation becoming effective, the board lot size for trading on the Stock Exchange be changed from 10,000 Existing Shares to 1,000 Consolidated Shares.

Based on the closing price of HK\$0.049 per Existing Share (equivalent to the theoretical closing price of HK\$2.45 per Consolidated Share) as at the Latest Practicable Date, (i) the market value of each board lot of 10,000 Existing Shares was HK\$490; (ii) the market value of each board lot of 10,000 Consolidated Shares would be HK\$24,500, assuming the Share Consolidation had become effective; and (iii) the estimated market value of each board lot of 1,000 Consolidated Shares would be HK\$2,450 on the assumption that the Change in Board Lot Size had also become effective.

LETTER FROM THE BOARD

The Change in Board Lot Size will not result in any change in the relative rights of the Shareholders.

REASONS FOR THE SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE

Pursuant to Rule 13.64 of the Listing Rules, where the market price of the securities of an issuer approaches the extremities of HK\$0.01 or HK\$9,995.00, the issuer may be required either to change the trading method or to proceed with a consolidation or splitting of its securities. The “Guide on Trading Arrangements for Selected Types of Corporate Actions” issued by Hong Kong Exchanges and Clearing Limited on 28 November 2008 and updated in September 2024 (the “Guide”) has further stated that (i) market price of the shares at a level less than HK\$0.10 will be considered as trading at extremity as referred to under Rule 13.64 of the Listing Rules, and (ii) taking into account the minimum transaction costs for a securities trade, the expected board lot value should be greater than HK\$2,000.

In view of the prevailing trading prices of the Existing Shares, the Board proposes to implement the Share Consolidation. Based on the closing price of the Existing Shares of HK\$0.049 as at the Latest Practicable Date and the current board lot size of 10,000 Existing Shares, the board lot value of the Existing Shares was HK\$490. The Share Consolidation and the Change in Board Lot Size will reduce the number of new board lots and increase the value of each new board lot. After the Share Consolidation and the Change in Board Lot Size have become effective, and based on the closing price of the Existing Shares as at the Latest Practicable Date, the theoretical market board lot value will be HK\$2,450. As such, the Board considers that the Share Consolidation and Change in Board Lot Size will enable the Company to comply with the trading requirements under the Listing Rules and reduce the overall transaction and handling costs of dealings in the Shares as a proportion of the market value of each board lot, since most of the banks/securities houses will charge minimum transaction costs for each securities trade. With a corresponding upward adjustment in the trading price of the Consolidated Shares, the Board believes that investment in the Consolidated Shares would become more attractive to a broader range of investors, thereby improving the liquidity of the Consolidated Shares and further broadening the Shareholder base of the Company.

Although the Share Consolidation and the Change in Board Lot Size may lead to the creation of odd lots of Shares owned by the Shareholders, the Company will designate an agent to stand in the market to provide matching services for odd lots of Shares for a period of not less than three weeks, which is expected to effectively alleviate the difficulties caused by the creation of odd lots of Shares.

Accordingly, the Board is of the view that the Share Consolidation and the Change in Board Lot Size are beneficial to and in the interest of the Company and the Shareholders as a whole.

LETTER FROM THE BOARD

When considering the Share Consolidation and the Change in Board Lot Size, the Board has taken into account the business plan of the Company for the next 12 months. As at the Latest Practicable Date, the Company had no intention to carry out other corporate actions in the next 12 months which may have an effect of undermining or negating the intended purpose of the Share Consolidation, and the Company did not have any concrete plan to conduct any fundraising activities in the next 12 months. However, the Board cannot rule out the possibility that the Company will conduct debt and/or equity fundraising exercises when suitable fundraising and/or investment opportunities arise in order to support, among others, working capital requirements and future development of the Group. The Company will make further announcement(s) in this regard in accordance with the Listing Rules as and when appropriate.

OTHER ARRANGEMENTS

Entitlement of Fractional Consolidated Shares

Fractional Consolidated Shares (if any) will be disregarded and will not be issued to the Shareholders but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company. Fractional Consolidated Shares will only arise in respect of the entire shareholding of a holder of the Existing Shares regardless of the number of share certificates held by such holder.

Shareholders who are concerned about losing out on any fractional entitlement are recommended to consult their licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser and may wish to consider the possibility of buying or selling the Existing Shares in a number sufficient to make up an entitlement to receive a whole number of Consolidated Shares.

Odd lots arrangement and matching services

In order to facilitate the trading of odd lots (if any) of the Consolidated Shares, the Company has appointed Cheong Lee Securities Limited as an agent to provide matching services, on a best effort basis, to those Shareholders who wish to acquire odd lots of the Consolidated Shares to make up a full board lot, or to dispose of their holding of odd lots of the Consolidated Shares, during the period from 9:00 a.m. on Tuesday, 13 May 2025 to 4:00 p.m. on Monday, 2 June 2025 (both days inclusive). Shareholders who wish to take advantage of this facility should contact Ms. Yu Linda at Cheong Lee Securities Limited, Unit B, 16/F, Bank of East Asia Harbour View Center, 56 Gloucester Road, Wanchai, Hong Kong or at telephone number: +852 3426 6327 during office hours (i.e. 9 a.m. to 5 p.m.) of such period. Shareholders who would like to match odd lots are recommended to make an appointment in advance by dialing the telephone number of +852 3426 6327 set out above.

Holders of odd lots of the Consolidated Shares should note that the matching of the sale and purchase of odd lots of the Consolidated Shares is not guaranteed. Shareholders who are in any doubt about the odd lots matching arrangement are recommended to consult their own professional advisers.

LETTER FROM THE BOARD

Exchange of certificates for Consolidated Shares

Subject to the Share Consolidation becoming effective, which is currently expected to be Friday, 25 April 2025, Shareholders may on or after Friday, 25 April 2025 and until Wednesday, 4 June 2025 (both days inclusive), submit their existing share certificates in yellow colour for the Existing Shares to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for exchange for new share certificates in red colour for the Consolidated Shares at the expense of the Company.

Shareholders should note that after the prescribed time for free exchange of new share certificates, a fee of HK\$2.5 (or such higher amount as may from time to time be allowed by the Stock Exchange) will be payable by the Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the Consolidated Shares, whichever the number of certificates cancelled/issued is higher.

After 4:10 p.m. on Monday, 2 June 2025, trading will only be in Consolidated Shares, the share certificates of which will be issued in red colour. Existing share certificates in yellow colour for the Existing Shares will remain valid and effective as documents of title and may be exchanged for certificates for Consolidated Shares at any time, but will cease to be valid for delivery, trading and settlement purposes.

ADJUSTMENTS TO OTHER SECURITIES OF THE COMPANY

As at the Latest Practicable Date, the Company had outstanding share options (the "Share Options") entitling the holders thereof to subscribe for a total of 113,460,000 Existing Shares. Under the terms and conditions of the Share Option Scheme, the Share Consolidation may lead to adjustments to the number of Shares subject to the Share Options so far as unexercised and/or the exercise price.

As at the Latest Practicable Date, there were 63,537,600 outstanding awarded shares granted by the Company (the "Awarded Shares") under the Share Award Scheme. Under the terms and conditions of the Share Award Scheme, in the event the Company undertakes a consolidation of the Shares, the Board shall retain its absolute discretion to determine how to deal with the Awarded Shares (including deeming all fractional share arising from the Share Consolidation as returned shares for the purposes of the Share Award Scheme).

Pursuant to the Share Option Scheme, in the event of any consolidation of Shares whilst any Share Option may become or remains exercisable, such corresponding alterations (if any) shall be made in the number of Shares subject to any outstanding Share Options and/or the subscription price per Share of each outstanding Share Option and the auditors of the Company or an independent financial adviser to be appointed by the Company shall confirm in writing to the Board that such adjustment(s) satisfy the relevant requirements under the Listing Rules.

LETTER FROM THE BOARD

As the adjustment(s) to the outstanding Share Options and the outstanding Share Awards will be subject to the Share Consolidation taking effect and the said written confirmation from the auditors of the Company or the independent financial adviser to be appointed by the Company, the Company will make further announcement(s) regarding such adjustment(s) in accordance with the Listing Rules as and when appropriate.

Save as disclosed above, the Company did not have any other derivatives, options, warrants, other securities or conversion rights or other similar rights which are convertible or exchangeable into, any Existing Shares or Consolidated Shares, as at the Latest Practicable Date.

EGM

The EGM will be convened and held at Suite 7008, 70/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong at 11:00 a.m. on Wednesday, 23 April 2025 to consider and, if thought fit, to pass the ordinary resolution approving the Share Consolidation. Pursuant to Rule 17.05A of the Listing Rules, trustees holding unvested Shares of a share scheme of the Company, whether directly or indirectly, shall abstain from voting on matters that require Shareholders' approval under the Listing Rules, unless otherwise required by law to vote in accordance with the beneficial owner's direction and such a direction is given. As at the Latest Practicable Date, the aggregate number of unvested Shares held by the trustees of the Share Award Scheme and the Share Option Scheme was 4,020,000.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, save for the said unvested Shares held by the said trustees, no Shareholder was required to abstain from voting in respect of the resolution to be proposed at the EGM.

A notice convening the EGM is set out on pages 14 to 16 of this circular.

A form of proxy for use at the EGM is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (www.goldstreaminvestment.com). To be valid, the form of proxy must be completed in accordance with the instructions printed thereon and deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as practicable but in any event not less than 48 hours before the time fixed for holding the EGM (i.e. no later than 11:00 a.m. on Monday, 21 April 2025) or any adjourned meeting (as the case maybe). Completion and return of the enclosed form of proxy will not preclude Shareholders from attending and voting at the EGM or any adjourned meeting (as the case maybe) should they so wish and in such event, the instrument appointing a proxy shall be deemed revoked.

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of the Shareholders on all resolution(s) at the general meetings must be taken by poll. An announcement on the poll results will be published by the Company after the EGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

LETTER FROM THE BOARD

CLOSURE OF REGISTER OF MEMBERS

In order to determine the list of Shareholders who are entitled to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 16 April 2025 to Wednesday, 23 April 2025 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4:30 p.m. on Tuesday, 15 April 2025.

RECOMMENDATIONS

The Directors are of the view that the Share Consolidation and the Change in Board Lot Size are beneficial to and in the interest of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the ordinary resolution approving the Share Consolidation to be proposed at the EGM.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

WARNING

Shareholders and potential investors should take note that the Share Consolidation is conditional upon the fulfilment of certain conditions set out in this circular and the Change in Board Lot Size is conditional upon the Share Consolidation becoming effective. Therefore, the Share Consolidation and the Change in Board Lot Size may or may not proceed.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

By order of the board of
Goldstream Investment Limited
Mr. Zhao John Huan
Chairman

NOTICE OF EGM



GOLDSTREAM INVESTMENT LIMITED

金涌投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1328)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “EGM”) of Goldstream Investment Limited (the “Company”) will be held at Suite 7008, 70/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong at 11:00 a.m. on Wednesday, 23 April 2025 for the purpose of consideration and, if thought fit, passing the following resolution as ordinary resolution of the Company.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as ascribed to them in the circular of the Company dated 7 April 2025 (the “Circular”).

ORDINARY RESOLUTION

“THAT subject to and conditional upon the fulfilment of all the conditions set out in the section headed “Conditions of the Share Consolidation” in the Circular (a copy of which is tabled at the meeting and marked “A” and signed by the chairman of the meeting for identification purpose), with effect from the second business day (as defined in the articles of association of the Company) immediately following the date on which this resolution is passed:

- (a) every fifty (50) issued and unissued ordinary shares with a par value of HK\$0.01 each in the authorised and issued share capital of the Company be consolidated into one (1) ordinary share with a par value of HK\$0.5 each (the “Consolidated Shares”) (the “Share Consolidation”), such Consolidated Share(s) shall rank *pari passu* in all respects with each other and have the rights and privileges and be subject to the restrictions in respect of the shares contained in the memorandum of association and articles of association of the Company;
- (b) following the Share Consolidation, the Directors be and are hereby authorised to make arrangements for the settlement and disposal of fractional entitlements, if any, arising from or in connection therewith and, in particular (but without prejudice to the generality of the foregoing), by aggregating any fractional entitlements arising as a result thereof and selling the same for the benefit of the Company in such manner and on such terms as the Directors may think fit; and

NOTICE OF EGM

- (c) any one of the Directors be and is hereby authorised to do all such acts and things and sign, execute and deliver all documents (including affixing the common seal of the Company if appropriate) he/she in his/her absolute discretion considers necessary, desirable or expedient to give effect to, implement and complete the Share Consolidation and the transactions contemplated thereunder.”

By order of the board of
Goldstream Investment Limited
Mr. Zhao John Huan
Chairman

Hong Kong, 7 April 2025

Registered Office:
Maples Corporate Services Limited
PO Box 309, Ugland House,
Grand Cayman, KY1-1104,
Cayman Islands

*Head Office and Principal Place of
Business in Hong Kong:*
Suite 7008, 70/F,
Two International Finance Centre,
8 Finance Street,
Central, Hong Kong

Notes:

1. For the purpose of determining the entitlement of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 16 April 2025 to Wednesday, 23 April 2025, both days inclusive, during which period no transfer of shares will be effected. To qualify for the attendance and voting at the EGM, all transfers accompanied by the relevant certificates must be lodged with the Company's branch share registrar in Hong Kong, 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 Tuesday, 15 April 2025.
2. All resolution(s) at the EGM will be taken by poll 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.goldstreaminvestment.com) in accordance with the Listing Rules.
3. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a Shareholder of the Company.
4. 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.
5. 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 notarially certified copy of such power or authority, must be deposited with the Company's branch share registrar in Hong Kong, 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 EGM (i.e. 11:00 a.m. on Monday, 21 April 2025) or any adjourned meeting thereof (as the case may be).
6. Completion and return of the form of proxy will not preclude Shareholders from attending and voting at the EGM or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed revoked.

NOTICE OF EGM

7. Where there are joint registered holders of any share of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the EGM, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the share shall be accepted to the exclusion of the votes of the other registered holders.
8. If a tropical cyclone warning signal no. 8 or above or “extreme conditions” caused by super typhoon, or a black rainstorm warning is in force at or after 8:00 a.m. on the date of the EGM, the EGM shall automatically be postponed to the next Business Day on which no “black” rainstorm warning or tropical cyclone warning signal No. 8 or above is hoisted and no extreme conditions are in force between the hours from 8:00 a.m. to 11:00 a.m. and in such case the EGM shall be held at 11:00 a.m. on that Business Day at Suite 7008, 70/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong. For the purpose of this paragraph, “Business Day” means a day (other than a Saturday, Sunday or public holiday in Hong Kong) on which the Stock Exchange is open for the transaction of business.
9. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the board of directors of the Company comprises two executive directors, namely Mr. Zhao John Huan (Chairman) and Mr. Gao Ziqi (Chief Executive Officer); one non-executive director, namely Mr. Tam Terry Sze Ying; and four independent non-executive directors, namely Mr. Jin Qingjun, Mr. Lee Kin Ping Christophe, Mr. Shu Wa Tung Laurence and Ms. Ge Xin.