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# Chuang's Consortium International Limited

**(莊士機構國際有限公司)**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 367)**

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting of Chuang's Consortium International Limited ("**Company**") will be held via a virtual meeting online at https://evoting.vistra.com/#/888 on Tuesday, 2 September 2025 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions:

### ORDINARY RESOLUTION

"**THAT**:

(i) the conditional sale and purchase agreement dated 19 June 2025 entered into amongst Chuang's Consortium Limited ("**Vendor**"), Chuang's Consortium International Limited as Vendor's guarantor, Annex W Group Limited ("**Purchaser**") and Madam Wu Jingtao as Purchaser's guarantor ("**Sale and Purchase Agreement**") (a copy of which has been produced at the meeting and marked "A" and initialled by the chairman of the meeting for the purpose of identification) in relation to, among other matters, the sale and purchase by the Vendor to the Purchaser of the entire issued share capital of Island 37 Investment Limited ("**Target Company**") and the entire amount of the shareholder's loan owing by the Target Company to the Vendor immediately prior to the completion of the Sale and Purchase Agreement at an estimated consideration of approximately HK$538.5 million (subject to and after the adjustment in accordance with the terms and conditions of the Sale and Purchase Agreement) and the transaction(s) contemplated thereunder be and are hereby approved, ratified and confirmed; and

(ii) the directors of the Company (including any duly authorized committee of the board of directors) be and are hereby authorized to do all such things and acts and execute all such documents which they consider necessary, desirable, or expedient in connection with the implementation or completion of the Sale and Purchase Agreement and/or any variation, amendments or waiver of the terms of the Sale and Purchase Agreement.''

By order of the Board of
**Chuang's Consortium International Limited**
**Lee Wai Ching**
*Company Secretary*

Hong Kong, 14 August 2025

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

*Head office and principal place of business in Hong Kong:*
25th Floor
Alexandra House
18 Chater Road
Central
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the meeting shall be entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. A proxy need not be a member of the Company.

2. To be valid, a proxy form in the prescribed form, together with any power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be 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, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

3. The record date for determining the entitlement to attend and vote at the meeting will be on Tuesday, 2 September 2025, and the register of members of the Company will be closed from Thursday, 28 August 2025 to Tuesday, 2 September 2025, both dates inclusive, during which period no transfer of shares will be effected. In order to be eligible to attend and vote at the meeting, all transfers of shares, accompanied by the relevant share certificates, must be lodged with 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, for registration not later than 4:30 p.m. on Wednesday, 27 August 2025.

4. The meeting will be conducted via a virtual meeting online. The Shareholders may join the meeting through the eVoting Portal by visiting the website at https://evoting.vistra.com/#/888 (the ''**eVoting Portal**'') by using their computers, tablet devices or smartphones. Shareholders attending the meeting using the eVoting Portal will be deemed to be present at, and will be counted towards the quorum of the meeting.

   Registered Shareholders will be able to attend the meeting, vote, speak and submit questions or comments online through the eVoting Portal to us and other Shareholders. Each registered Shareholder's personalized login and access code will be sent to him or her under separate copy around one week before the meeting. In the case of joint registered holders of any Share(s), only **ONE PAIR** of login and access code will be provided to the joint registered holders. Any one of such joint registered holders may attend or vote in respect of such share(s) as if he/she/it was solely entitled thereto.

Non-registered Shareholders whose shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the meeting, vote, speak and submit questions or comments online through the eVoting Portal to us and other Shareholders. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.

For online voting at the meeting, the Shareholders can refer to our separate letter to be sent to you and the Online Meeting User Guide (by visiting the hyperlink or scanning the QR code as printed therein) for details. If you have any queries on the above, please contact the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited via their hotline at (852) 2980 1333 from 9:00 a.m. to 6:00 p.m. (Monday to Friday, excluding Hong Kong public holidays).

Shareholders who wish to attend the meeting and exercise their voting rights can be achieved in one of the following ways:

(i) attend the meeting via eVoting Portal which enables live streaming and interactive platform for questions and answers and submit their voting online; or

(ii) appoint chairman of the meeting or other persons as your proxy to vote on your behalf.

Each registered Shareholder is requested to provide a valid email address of his or her proxy (except appointing "the Chairman of the Meeting" as proxy) for the proxy to receive the login and access code to view a live streaming webcast of the meeting, vote, speak and submit questions or comments online through the eVoting Portal. The proxy's authority and instruction will be revoked if the registered Shareholder attend and vote at the meeting via the eVoting Portal.

5. If Typhoon Signal No. 8 or above, or "extreme conditions" caused by super typhoons, or a "black" rainstorm warning ceased any time between 11:01 a.m. to 12:00 noon on the date of the meeting, the time of the meeting will be postponed to **4:00 p.m.** on the same date. However, if the aforesaid Typhoon Signal No. 8 or above, or "extreme conditions" caused by super typhoons, or a "black" rainstorm warning is in effect any time and remains in force after 12:00 noon on the date of the meeting, the meeting will be postponed to the next business day at 3:00 p.m.. The Company will publish an announcement on the respective website of the Company and The Stock Exchange of Hong Kong Limited to notify Shareholders of the date and time of the rescheduled meeting as soon as practicable.

*As at the date of this announcement, Mr. Albert Chuang Ka Pun, Mr. Richard Hung Ting Ho, Mr. Edwin Chuang Ka Fung, Miss Ann Li Mee Sum, Mrs. Candy Kotewall Chuang Ka Wai, Mr. Geoffrey Chuang Ka Kam and Mr. Chan Chun Man are the Executive Directors of the Company, and Mr. Abraham Shek Lai Him, Mr. Fong Shing Kwong, Mr. Yau Chi Ming, Mr. David Chu Yu Lin and Mr. Tony Tse Wai Chuen are the Independent Non-Executive Directors of the Company.*