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BAMBOOS HEALTH CARE HOLDINGS LIMITED
百本醫護控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2293)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**Meeting**") of Bamboos Health Care Holdings Limited (the "**Company**") will be held at Unit 801, 8/F, Good Hope Building, No. 612–618 Nathan Road, Mong Kok, Kowloon, Hong Kong on Friday, 28 November 2025 at 11:00 a.m. to consider and, if thought fit, transact the following:

ORDINARY RESOLUTIONS

1. To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the "**Directors**", each a "**Director**") and of the auditor of the Company for the year ended 30 June 2025.

2. To re-elect Mr. Cheng Sau Kong as an executive Director.

3. To re-elect Mr. Tang Yi Hoi as an independent non-executive Director.

4. To re-elect Mr. Wong Kon Man Jason as an independent non-executive Director.

5. To authorise the board of Directors (the "**Board**") to fix the remuneration of the Directors.

6. To re-appoint HLB Hodgson Impey Cheng Limited as the auditor of the Company for the year ending 30 June 2026 and to authorise the Board to fix its remuneration.

7. To approve payment of a final dividend for the year ended 30 June 2025.

As special business

8. "**THAT:**

   (a) subject to paragraphs (c) and (d) below, and pursuant to the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), and all other applicable laws, the Directors be and are hereby granted an unconditional general mandate to allot,

issue and deal with additional shares in the capital of the Company (the "**Share(s)**"), including but not limited to the resale of treasury shares, and to allot, issue or grant securities convertible into Shares, options, warrants and other rights to subscribe for any Shares in the share capital of the Company or such convertible securities and to make or grant offers, agreements and options in respect thereof;

(b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period (as defined below) to make or grant offers, agreements and options (including warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of the Shares allotted and issued or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) above of this resolution, otherwise than pursuant to:

(i) a Rights Issue (as defined below);

(ii) the exercise of any options granted under the share option scheme or similar arrangements for the time being adopted by the Company from time to time in accordance with the Listing Rules;

(iii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company and other relevant regulations in force from time to time; or

(iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into Shares;

shall not exceed 20% of the aggregate number of Shares in issue as at the date of the passing of this resolution, and the said approval shall be limited accordingly;

(d) the Company may not issue securities convertible into new Shares for cash consideration unless the initial conversion price is not lower than the Benchmarked Price (as defined below) of the Shares at the time of the relevant placing, and the Company may not issue warrants, options or similar rights to subscribe for (i) any new Shares; or (ii) any securities convertible into new Shares, for cash consideration pursuant to the approval in paragraph (a) above; and

(e) for the purposes of this resolution,

"**Benchmarked Price**" means the higher of:

(i) the closing price on the date of the relevant placing agreement or other agreement involving the proposed issue of securities pursuant to the approval in paragraph (a) above; and

(ii) the average closing price in the 5 trading days immediately prior to the earlier of:

(1) the date of announcement of the placing or the proposed transaction or arrangement involving the proposed issue of securities pursuant to the approval in paragraph (a) above;

(2) the date of the placing agreement or other agreement involving the proposed issue of securities pursuant to the approval in paragraph (a) above; and

(3) the date on which the placing or subscription price is fixed.

"**Relevant Period**" means the period from the date of passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws of the Cayman Islands to be held; or

(iii) the date on which such mandate granted under this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.

"**Rights Issue**" means an offer of Shares, or offer or issue of warrants, options or other securities giving rights to subscribe for Shares open for a period fixed by the Directors to the holders of Shares or any class of Shares whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares as at that date (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of, or the expenses or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong)."

9. "**THAT**:

(a) subject to paragraph (b) below of this resolution, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to buy back the Shares in the share capital of the Company listed on the Stock Exchange or any other stock exchange on which Shares may be listed and which is recognised by the Securities and Futures Commission of Hong Kong (the "**SFC**") and the Stock Exchange for such purpose, and subject to and in accordance with all applicable laws and the requirements of Listing Rules and the rules and regulations of the SFC in this regard, be and is hereby generally and unconditionally approved;

(b) the aggregate number of Shares which may be bought back or agreed to be bought back by the Company pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the aggregate number of Shares in issue as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and

(c) for the purpose of this resolution, "**Relevant Period**" means the period from the date of passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any other applicable laws of the Cayman Islands to be held; or

(iii) the date on which such mandate granted under this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting."

10. "**THAT** conditional upon resolutions numbered 8 and 9 above being passed, the unconditional general mandate granted to the Directors to allot, issue and deal with the unissued Shares in the Company pursuant to resolution numbered 8 above be and is hereby extended by the addition to the aggregate number of Shares which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to or in accordance with such general mandate of an amount representing the aggregate number of Shares bought back by the Company pursuant to or in accordance with the authority granted under resolution numbered 9 above."

Yours faithfully
By order of the Board
Bamboos Health Care Holdings Limited
Hai Hiu Chu
Chairman

Hong Kong, 24 October 2025

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

Head office and principal place of business in Hong Kong:
Unit 901, 9/F, Good Hope Building
No. 612–618 Nathan Road
Mong Kok
Kowloon, Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote in his stead. A member who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting. A proxy need not be a member of the Company.

2. In the case of joint holders of Shares, any one of such joint holders may vote, either in person or by proxy, in respect of such Shares as if he were solely entitled thereto, but if more than one of such joint holders are present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

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 Union Registrars Limited, the Hong Kong branch share registrar and transfer office of the Company (the "**Branch Share Registrar**"), at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, 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 fixed for holding of the Meeting (or any adjournment thereof).

4. Delivery of an instrument appointing a proxy should 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.

5. In relation to resolutions numbered 8 and 10 above, approval is being sought from the members of the Company for the grant to the Directors of a general mandate to authorise the allotment and issue of Shares. The Directors have no immediate plans to issue any new Shares other than Shares which may fall to be issued upon exercise of the subscription rights attached to the options granted under the share option scheme of the Company or any scrip dividend scheme which may be approved by the members of the Company.

6. In relation to resolution numbered 9 above, the Directors wish to state that they will exercise the powers conferred thereby to buy-back Shares in circumstances, which they deem appropriate for the benefit of the members of the Company. An explanatory statement containing the information necessary to enable the members of the Company to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in Appendix I to the circular of which this notice forms part.

7. In order to determine the qualification to attend and vote at the Meeting, the register of members of the Company will be closed from Friday, 21 November 2025 to Friday, 28 November 2025 (both days inclusive) during which period no transfer of Shares will be registered. All completed transfer form(s) accompanied by the relevant share certificate(s) must be lodged for registration with the Branch Share Registrar at the above address by no later than 4:00 p.m. on Thursday, 20 November 2025.

8. The record date for determination of the entitlement of members of the Company to the recommended final dividend for the year ended 30 June 2025 is Friday, 5 December 2025. In order to determine the entitlement to the recommended final dividend, if approved by the Shareholders at the Meeting, the register of members of the Company will be closed from Friday, 5 December 2025 to Monday, 8 December 2025 (both days inclusive) during which period no transfer of Shares will be registered. All completed transfer form(s) accompanied by the relevant share certificate(s) must be lodged for registration with the Branch Share Registrar at the above address by no later than 4:00 p.m. on Thursday, 4 December 2025.

9. If a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal or "extreme conditions after super typhoons" as announced by the Hong Kong Government is/are in force at any time after 9:00 a.m. on the date of the Meeting, the Meeting will be postponed. The Company will post an announcement on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (www.bamboos.com.hk) to notify its shareholders of the date, time and place of the re-scheduled meeting.

As at the date of this notice, the executive Directors are Ms. Hai Hiu Chu (Chairman and Chief Executive Officer) and Mr. Cheng Sau Kong; and the independent non-executive Directors are Dr. Chan Kai Yue Jason, Mr. Wong Kon Man Jason and Mr. Tang Yi Hoi.