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## **Wai Chi Holdings Company Limited** **偉志控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1305)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the “EGM”) of Wai Chi Holdings Company Limited (the “**Company**”) will be held at 10/F, The Wave, 4 Hing Yip Street, Kwun Tong, Kowloon, Hong Kong on Monday, 15 December 2025 at 11:00 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution as ordinary resolution of the Company:

#### **ORDINARY RESOLUTIONS**

**“THAT:**

- (a) the conditional sale and purchase agreement dated 15 September 2025 (the “**Agreement**”) entered into between Techwide Management Company Limited (the “**Purchaser**”) and Ms. Luk Fong (the “**Vendor**”) in relation to the acquisition (the “**Acquisition**”) by the Purchaser of the entire issued share capital (the “**Sale Shares**”) of Joyful Family Consultant Limited (the “**Target Company**”) from the Vendor, a copy of which has been produced to the meeting and signed by the chairman of the meeting marked “A” and initialed by the chairman of the meeting for the purpose of identification, and that all the transactions in relation to the Acquisition contemplated thereunder be and they are hereby approved, confirmed and ratified; and
- (b) the directors (the “**Directors**”) of the Company be and are hereby authorized to exercise all the powers of the Company to perform all such acts, deeds and things and execute all documents and to take all steps and/or to enter into any transactions, arrangements, contracts, supplemental agreements as they consider necessary, desirable or expedient to effect and implement and/or to give effect to the terms of the Agreement, the Acquisition and the transactions contemplated thereunder (with any amendments to the terms of such agreement which are not inconsistent with the purpose thereof as may be approved by the Directors) and all other matters incidental thereto or in connection therewith, and to agree to and make such variations, amendments or waivers which are not material in the context of the entire Acquisition as a whole. For the avoidance of doubt, all such acts, deeds and things and such documents to be performed or executed are limited to acts, deeds, things, documents, transactions, arrangements, contracts, and supplemental agreements that are ancillary

or giving effect to the Agreement, the Acquisition and the transactions contemplated thereunder and are not inconsistent with the purpose thereof as may be approved by the Directors.”

By order of the Board  
**Wai Chi Holdings Company Limited**  
**Chen Chung Po**  
*Chairman*

Hong Kong, 25 November 2025

*Notes:*

- (a) Members who are entitled to attend, speak and vote at the EGM are those whose names appear as members on the register of members of the Company on Monday, 15 December 2025. The register of members of the Company will be closed from Tuesday, 9 December 2025 to Monday, 15 December 2025 (both days inclusive), during which period no transfer of shares in the Company can be registered. In order to be entitled to attend and vote at the EGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 8 December 2025.
- (b) Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder. To be valid, a form of proxy in the prescribed form 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 Hong Kong branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time fixed for holding the EGM or any adjourned meeting. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at the EGM or any adjournment thereof should he/she so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.
- (c) The Chinese translation of this circular is for reference only, and in the event of any inconsistency between the English and Chinese versions, the English version shall prevail.
- (d) As at the date of this notice, the Board comprises four executive Directors, namely, Mr. Chen Chung Po (Chairman and Chief Executive Officer), Ms. Luk Fong, Ms. Yiu Kwan Yu and Ms. Yong Jian Hui; and three independent non-executive Directors, namely, Mr. Au Yeung Tin Wah, Mr. Ho Chi Wai and Mr. Yu Zhenyu.