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**Anchorstone Holdings Limited**

**基石控股有限公司**

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

**(Stock Code: 1592)**

# NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the "**Meeting**") of Anchorstone Holdings Limited (the "**Company**") will be held at Room 1501, Delta House, 3 On Yiu Street, Shatin, Hong Kong on Wednesday, 8 April 2026 at 11:00 a.m. for the purpose of considering and, if though fit, passing the below resolutions of the Company. Terms and expressions that are not expressly defined in this notice of EGM shall bear the same meaning as those defined in the circular of the Company dated 16 March 2026 (the "**Circular**").

## ORDINARY RESOLUTIONS

1. "**THAT** the authorised share capital of the Company be increased from HK$50,000,000 divided into 500,000,000 Shares to HK$400,000,000 divided into 4,000,000,000 Shares by creating of an additional 3,500,000,000 unissued Shares (the "**Increase in Authorised Share Capital**") with effect from the first business day immediately following the day of passing of this resolution."

2. "**THAT** subject to the satisfaction of the conditions set out under the heading "Conditions of the Rights Issue" in the Letter from the Board of the Circular:

   (i) to consider and approve the issue by way of rights issue of not more than 1,158,221,124 Rights Shares at the Subscription Price of HK$0.105 per Rights Share on the basis of four (4) Rights Shares for every one (1) existing Share held by the Qualifying Shareholders as at the close of business on the Record Date (the "**Rights Issue**"), other than those Excluded Shareholders, and substantially on the terms and conditions set out in the Circular (a copy of which marked "A" is produced to the meeting and initialed by the chairman of the meeting for the purpose of identification) and such other terms and conditions as may be determined by the Directors, be and is hereby approved;

(ii) the placing agreement dated 14 January 2026 (the "**Placing Agreement**") and entered into between the Company and the Placing Agent (a copy of which has been produced to the EGM marked "B" and signed by the chairman of the EGM for the purpose of identification), in relation to the placing of the Rights Shares not subscribed by the Qualifying Shareholders and/or the Rights Share(s) which would otherwise has/have been provisionally allotted to the Excluded Shareholder(s) in nil-paid form that has/have not been sold by the Company at the placing price of not less than the Subscription Price on a best effort basis, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

(iii) the board of Directors or a committee thereof be and is hereby authorised to allot and issue the Rights Shares pursuant to or in connection with the Rights Issue notwithstanding that the same may be offered, allotted or issued otherwise than pro rata to the existing Shareholders and, in particular, the Directors may make such exclusions or other arrangements in relation to any Excluded Shareholders, and to do all such acts and things or make such arrangements as it considers necessary, desirable or expedient to give effect to any or all other transactions contemplated in this resolution; and

(iv) the board of Directors or a committee thereof be and is hereby authorised to do all such acts, deeds and things, to sign and execute all such further documents or deeds and to take such steps as they may in their absolute discretion consider necessary, appropriate, desirable or expedient to carry out or to give effect to or in connection with the Rights Issue, the Placing Agreement and the transactions contemplated thereunder."

3. "**THAT** conditional upon the passing of resolution number 1 and 2 as set out above:

(i) the total subscription price payable by Mr. Lui for the Rights Shares to which he is entitled to and/or is required to subscribe for under the Rights Issue, would be fully set-off (the "**Set-off Arrangement**") on a dollar-to-dollar basis against the equivalent amount of the Shareholder's Loan indebted by the Company to Mr. Lui, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

(ii) the Directors be and are hereby authorised to do all such acts, deeds and things, to sign and execute all such further documents or deeds and to take such steps as they may in their absolute discretion consider necessary, appropriate, desirable or expedient to carry out or to give effect to or in connection with the Set-off Arrangement and the transactions contemplated thereunder."

By order of the Board
**Anchorstone Holdings Limited**
**Lui Yue Yun Gary**
*Chairman and Executive Director*

Hong Kong, 16 March 2026

*Registered office:*
Cricket Square Hutchins Drive
PO Box 2681, Grand Cayman
KY1-1111
Cayman Islands

*Principal place of business in Hong Kong:*
Unit 1501–02
15/F., Delta House
No. 3 On Yiu Street, Shatin
New Territories, Hong Kong

*Notes:*

1. Any Shareholders entitled to attend and vote at the Meeting is entitled to appoint one proxy, or if he/she/it is the holder of two or more Shares, more than one proxy to attend and vote in his/her/its stead. A proxy need not be a Shareholder.

2. A form of proxy of the Meeting is enclosed. The form of proxy shall be signed by the Shareholder or his/her/its attorney duly authorised in writing or, in the case of a corporation, the form of proxy must be made under seal or under the hand of an officer or attorney duly authorised on its behalf.

3. 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 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 as soon as possible but in any event by 11:00 a.m. on Monday, 6 April 2026 or not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.

4. Delivery of an instrument appointing a proxy shall not preclude a shareholder of the Company from attending and voting in person at the Meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

5. Where there are joint registered holders of any Share, any one of such persons may vote at the above Meeting (or any adjournment thereof), either personally or by proxy, in respect of such Share as if he/she/it were solely entitled thereto; but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.

6. In order to determine the entitlement of the Shareholders to attend and vote at the Meeting, the register of members of the Company will be closed from Monday, 30 March 2026 to Wednesday, 8 April 2026 (both dates inclusive), during which period no transfer of Shares can be registered. To qualify for the attendance and voting at the Meeting, Shareholders must ensure that all transfer documents 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 not later than 4:30 p.m. on Friday, 27 March 2026.

7. References to time and dates in this notice are to Hong Kong time and dates.

8. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning or "extreme conditions after super typhoons" announced by the Hong Kong Government is/are in effect any time after 8:00 a.m. on the date of the Meeting, the Meeting will be postponed. The Company will publish an announcement on the website of the Company (http://www.anchorstone.com.hk) and on the website of the Stock Exchange (http://www.hkexnews.hk) to notify Shareholders of the date, time and venue of the rescheduled meeting.

9. As at the date of this notice, the Board comprises Mr. Lui Yue Yun Gary and Ms. Lui Natalie Po Wai as executive Directors; Mr. Ko Tsz Kin, Mr. Wong Yue Fai and Proj. Jiang Zhihong as independent non-executive Directors.