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Power Assets Holdings Ltd.
電能實業有限公司

於香港註冊成立的有限公司
Incorporated in Hong Kong with limited liability
股份代號 Stock Code: 6

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a general meeting (the “**Meeting**”) of Power Assets Holdings Limited (the “**Company**”) will be held as a hybrid meeting at the Grand Ballroom, 1st Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Hung Hom, Kowloon, Hong Kong and online on Monday, 27 April 2026 at 3:00 p.m. *(or, (i) as the directors of the Company may, in their absolute discretion in accordance with the Company’s articles of association, change the place of the Meeting at the same time and on the same date by way of an announcement without the need to give a new notice of the Meeting; or (ii) in the event that a tropical cyclone warning signal no. 8 or above, a black rainstorm warning signal and/or “extreme conditions” as announced by the Hong Kong Government (the “**Bad Weather Signal**”) is/are in force in Hong Kong at 9:00 a.m. on that day, at the same time and place on Tuesday, 28 April 2026)* for the purpose of considering and, if thought fit, passing with or without amendment the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“THAT:

- (a) the connected and major transactions that are contemplated under, pursuant to or in connection with the share purchase agreement (the “**Share Purchase Agreement**”) dated 25 February 2026 among Devin International Limited, CKI Number 1 Limited, Eagle Insight International Limited, Engie UK 2026 Limited and Engie Group Participations SA (a copy of which marked “**A**” and a copy of the circular of the Company dated 8 April 2026 (the “**Circular**”) marked “**B**” having been tabled before the Meeting and initialled by the Chairman of the Meeting for the purpose of identification), including, but not limited to, the disposal of PAH Sub’s Sale Shares (as defined in the Circular) and PAH Sub’s Shareholder Debt Instruments (as defined in the Circular) as part of the Disposal (as defined in the Circular), and all actions taken or to be taken by the Company and/or its subsidiaries pursuant to or incidental to such transactions be and are hereby approved; and
- (b) the directors of the Company, acting collectively and individually, be and are hereby authorised to take all such steps, do all such acts and things and to sign, execute, seal (where required) and deliver all such documents which they may in their absolute discretion consider necessary, appropriate, desirable or expedient in connection with or to implement or give effect to the above paragraph (a) of this resolution and all of the transactions contemplated thereunder.”

By Order of the Board
Alex Ng
Company Secretary
Hong Kong, 8 April 2026

Notes:

- (1) *Unless otherwise defined in this notice or the context requires otherwise, terms defined in the Circular shall have the same meanings when used in this notice.*
- (2) *The Meeting will be held as a hybrid meeting. In addition to physical attendance, shareholders of the Company (the "Shareholders", each a "Shareholder") have the option to attend, participate and vote at the Meeting through online access by visiting the website at <https://meetings.lumiconnect.com> (the "Online Platform"). Shareholders attending and participating in the Meeting using the Online Platform will be deemed to be present at, and will be counted towards the quorum of, the Meeting and they will be able to cast their votes and submit questions through the Online Platform. Details of the Online Platform are set out in the Circular.*
- (3) *At the Meeting, the Chairman of the Meeting will exercise his power under article 81(B) of the Company's articles of association to put the above resolution to be voted by way of a poll.*
- (4) ***A Shareholder is entitled to appoint another person (whether a Shareholder or not) as a proxy to exercise all or any of the Shareholder's rights to attend and vote at the Meeting, and may appoint separate proxies to represent respectively the number of shares of the Company held by the Shareholder that is specified in their instruments of appointment.** To be valid, all proxy forms must be completed and signed in accordance with the instructions printed thereon and (i) be returned to the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; (ii) be deposited at the Company's registered office at Unit 2005, 20th Floor, Cheung Kong Center, 2 Queen's Road Central, Hong Kong; or (iii) be returned electronically in a legible image to the Company by email at eproxy@powerassets.com as soon as possible and in any event no less than 48 hours before the time for holding the Meeting (or any adjournment or postponement thereof).*
- (5) *Completion and return of the proxy form shall not preclude a Shareholder from attending and voting at the Meeting (or at any adjournment or postponement thereof) should the Shareholder so wish and, in such event, the proxy form shall be deemed to be revoked.*
- (6) *The record date for determining the eligibility of Shareholders (except holders of treasury shares, if any) to attend and vote at the Meeting or at any adjournment or postponement thereof is Monday, 27 April 2026. For the purpose of ascertaining Shareholders who are entitled to attend and vote at the Meeting (or at any adjournment or postponement thereof), the register of shareholders of the Company will be closed from Wednesday, 22 April 2026 to Monday, 27 April 2026 (or to Tuesday, 28 April 2026 in the event that the Meeting is to be held on Tuesday, 28 April 2026 because a Bad Weather Signal is in force in Hong Kong on Monday, 27 April 2026 (as detailed in Note (9) below)), both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the right to attend and vote at the Meeting (or at any adjournment or postponement thereof), all transfers accompanied by the relevant share certificates should be lodged with the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, no later than 4:30 p.m. on Tuesday, 21 April 2026.*

The address of Computershare Hong Kong Investor Services Limited is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- (7) *In case the Company needs to change the Meeting arrangements at short notice, the directors of the Company may, in their absolute discretion in accordance with the Company's articles of association, change the place of the Meeting at the same time and on the same date by way of an announcement without the need to give a new notice of the Meeting. Shareholders should check the website of the Company at <https://www.powerassets.com> for future announcements and updates on the meeting arrangements.*
- (8) *No refreshments or drinks will be provided to attendees at the Meeting.*

- (9) *If a Bad Weather Signal is in force in Hong Kong at 9:00 a.m. on Monday, 27 April 2026, the Meeting will not be held on that day but will automatically be postponed and, by virtue of this notice, be held at the same time and place on Tuesday, 28 April 2026 instead. Shareholders may call the Company at (852) 2122 9122 during business hours from 9:00 a.m. to 5:00 p.m. on Monday to Friday, excluding public holidays, or visit the website of the Company at <https://www.powerassets.com> for details of alternative meeting arrangements. The Meeting will be held as scheduled regardless of whether or not a tropical cyclone warning signal no. 3 or below or an amber or red rainstorm warning signal is in force in Hong Kong at any time on that day.*
- (10) *In the case of inconsistency between the Chinese translation and the English text of this notice of Meeting, the English text shall prevail.*

As at the date of this announcement, the directors of the Company are:

- Executive directors : Mr. Andrew John HUNTER (Chairman), Mr. TSAI Chao Chung, Charles (Chief Executive Officer), Mr. CHAN Loi Shun and Mr. CHENG Cho Ying, Francis*
- Non-executive directors : Mr. LEUNG Hong Shun, Alexander and Mr. LI Tzar Kuoi, Victor and Mr. Neil Douglas MCGEE*
- Independent non-executive directors : Mr. Stephen Edward BRADLEY, Mr. IP Yuk-keung, Albert, Ms. KOH Poh Wah and Mr. KWAN Chi Kin, Anthony*