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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Chinney Investments, Limited, you should at once hand this circular, together with the accompanying form of proxy, to the purchaser(s) or the transferee(s) or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

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建業實業有限公司 Chinney Investments, Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 216)

PROPOSALS FOR
(1) GENERAL MANDATES TO ISSUE SHARES AND BUY BACK SHARES;
(2) RE-ELECTION OF RETIRING DIRECTORS; AND
(3) RE-APPOINTMENT OF AUDITOR
AND
NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of Chinney Investments, Limited to be held at Artyzen Club, 401A, 4/F Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Thursday, 27 August 2026 at 12:00 noon is set out on pages 14 to 18 of this circular. Whether or not you intend to attend the meeting, you are requested to complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's share registrar, Tricor Investor Services Limited, at 17th Floor, Far East Finance Centre, No. 16 Harcourt Road, Hong Kong as soon as possible but in any event not later than 12:00 noon on Tuesday, 25 August 2026, being not less than 48 hours before the time appointed for the holding of the meeting (and any adjournment thereof). Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting (and at any adjourned meeting thereof) should you so wish and in such event, the form of proxy will be deemed to be revoked.

CONTENTS

	<i>Page</i>
DEFINITIONS	1
LETTER FROM THE BOARD	3
APPENDIX I – EXPLANATORY STATEMENT ON SHARE BUY-BACK MANDATE	8
APPENDIX II – DETAILS OF RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM	11
NOTICE OF ANNUAL GENERAL MEETING	14

DEFINITIONS

In this circular, the following expressions shall have the following meanings unless the context otherwise requires:

“AGM”	the annual general meeting of the Company to be held at Artyzen Club, 401A, 4/F Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Thursday, 27 August 2026 at 12:00 noon and any adjournment thereof to consider and, if thought fit, approve the resolutions contained in the notice of the AGM set out on pages 14 to 18 of this circular
“Articles of Association”	articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“CCASS”	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited
“close associate(s)”	has the same meaning ascribed thereto under the Listing Rules
“Companies Ordinance”	Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended from time to time
“Company”	Chinney Investments, Limited, a company incorporated in Hong Kong with limited liability and the Shares are listed on the Main Board of the Stock Exchange (Stock Code: 216)
“controlling shareholder(s)”	has the same meaning ascribed thereto under the Listing Rules
“core connected person(s)”	has the same meaning ascribed thereto under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hon Kwok Land”	Hon Kwok Land Investment Company, Limited, a company incorporated in Hong Kong with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 160) and is a 68.09% owned subsidiary of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

DEFINITIONS

“Issue Mandate”	a general mandate to allot, issue or otherwise deal with additional Shares and/or to sell or transfer treasury shares of the Company (if permitted under the Listing Rules) not exceeding 20% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of approval of the mandate
“Latest Practicable Date”	20 July 2026, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information for inclusion in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
“Madam Wong”	Madam Madeline May-Lung Wong Cha being the executor of the estate of late Dr. James Sai-Wing Wong, a substantial shareholder of the Company
“Nomination Committee”	the nomination committee of the Company
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended from time to time
“Share(s)”	ordinary share(s) of the Company
“Share Buy-back Mandate”	a general mandate to the Directors to exercise all the powers of the Company to buy back Shares not exceeding 10% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of approval of the mandate
“Shareholder(s)”	the registered holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder(s)”	has the same meaning ascribed thereto under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission of Hong Kong, as amended from time to time
“treasury shares”	has the same meaning ascribed thereto under the Listing Rules
“%”	per cent.

LETTER FROM THE BOARD



建業實業有限公司
Chinney Investments, Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 216)

Board of Directors

Executive Directors:

Mr. James Sing-Wai Wong (*Chairman*)
Mr. Yuen-Keung Chan (*Vice Chairman*)
Mr. Raymond Ming-Joe Chow (*Managing Director*)
Mr. Winfred Wai-Lap Fan (*Finance Director*)

Non-Executive Director:

Dr. Emily Yen Wong

Independent Non-Executive Directors:

Mr. Richard Chi-Ho Lo
Mr. Randall Todd Turney
Mr. Stephen Henry Chu

Registered Office

23rd Floor
Wing On Centre
111 Connaught Road Central
Hong Kong

30 July 2026

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR
(1) GENERAL MANDATES TO ISSUE SHARES AND BUY BACK SHARES;
(2) RE-ELECTION OF RETIRING DIRECTORS; AND
(3) RE-APPOINTMENT OF AUDITOR
AND
NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to provide you with details in respect of the proposals for (i) the grant of the Issue Mandate and the Share Buy-back Mandate; (ii) the re-election of retiring Directors; and (iii) the re-appointment of auditor, and a notice of the AGM.

LETTER FROM THE BOARD

ISSUE MANDATE AND SHARE BUY-BACK MANDATE

The Directors propose to seek the approval of the Shareholders at the AGM by way of passing ordinary resolutions for granting the general mandates to the Directors (i) to allot, issue or otherwise deal with additional Shares and/or to sell or transfer treasury shares of the Company (if permitted under the Listing Rules) not exceeding 20% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of passing of the relevant resolution, and the extension of the aforesaid mandate by addition thereto the aggregate number of Shares bought back by the Company pursuant to the Share Buy-back Mandate, and (ii) to buy back Shares not exceeding 10% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of passing the relevant resolution, at any time during the period ending on the earliest of (a) the conclusion of the next annual general meeting of the Company, (b) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws to be held, and (c) the revocation or variation or renewal of such authority by an ordinary resolution of the Shareholders in the general meeting of the Company.

As at the Latest Practicable Date, the number of Shares in issue was 551,368,153 Shares and the Company did not hold any treasury shares. On the basis that there is no change in the total number of issued Shares between the Latest Practicable Date and the date of the AGM, (i) the exercise of the Issue Mandate in full would enable the Company to allot, issue or otherwise deal with and/or to sell or transfer treasury shares of the Company (if permitted under the Listing Rules) up to a maximum of 110,273,630 Shares, and (ii) the exercise of the Share Buy-back Mandate in full would enable the Company to buy back a maximum of 55,136,815 Shares.

The purpose of the Issue Mandate is to enable the Directors to capture right timing of the securities market to widen the capital base of the Company.

An explanatory statement as required by the Listing Rules for information on the Share Buy-back Mandate is set out in Appendix I to this circular.

RE-ELECTION OF RETIRING DIRECTORS

In accordance with article 100 of the Articles of Association, Mr. Raymond Ming-Joe Chow will hold office until the AGM and, being eligible, will offer himself for re-election.

In accordance with article 109(A) of the Articles of Association, Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney will retire by rotation at the AGM. Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney, being eligible, will offer themselves for re-election.

Details of the above retiring Directors to be re-elected at the AGM are set out in Appendix II to this circular in accordance with the relevant requirements of the Listing Rules.

LETTER FROM THE BOARD

The proposed re-election of each of Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney as Independent Non-Executive Director was made in accordance with the nomination policy of the Company and took into account a wide range of diversity perspectives, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of services, with due regard of the benefits of diversity as set out under the board diversity policy of the Company. The Nomination Committee had also assessed and reviewed the written confirmation of independence of each of Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney, based on the independence criteria as set out in Rule 3.13 of the Listing Rules and is satisfied that as at the Latest Practicable Date, both Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney remained independent in accordance with Rule 3.13 of the Listing Rules.

In addition, the Nomination Committee had evaluated the performance of each of Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney and is of the view that both of them have provided valuable contributions to the Company and have demonstrated their abilities to provide independent, balanced and objective views to the Company's affairs. The Nomination Committee is also of the view that each of Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney brings to the Board his own perspective, skills and experience, as further described in his biography as set out in Appendix II to this circular, and can contribute to the diversity of the Board taking into account his diversified educational background and professional experience. The Board, with the recommendation of the Nomination Committee, believes that the re-election of each of Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney as the Independent Non-Executive Director would be in the best interests of the Company and its Shareholders as a whole and recommends their re-elections at the AGM.

Each of Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interests in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect his independence as at the Latest Practicable Date.

RE-APPOINTMENT OF AUDITOR

Ernst & Young will retire as the auditor of the Company at the AGM and, being eligible, offer themselves for re-appointment.

The Board, upon the recommendation of the audit committee of the Company, proposed to re-appoint Ernst & Young as the auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company. At the AGM, an ordinary resolution will be proposed for the re-appointment of auditor of the Company and to authorise the Board to fix the remuneration of the auditor for the year ending 31 March 2027.

LETTER FROM THE BOARD

The estimated audit fee for the audit of the consolidated financial statements of the Group for the financial year ending 31 March 2027 is expected to be in the range of HK\$1,650,000 to HK\$1,750,000. Such estimated audit fee is based on, among other things, the expected scope of audit work, the Group's organisational structure, the complexity of its operations, applicable financial reporting standards, regulatory requirements, and the anticipated timeframe for completion of the audit. The estimated audit fee is also determined on the assumption that there are no changes during the financial year in the audit scope, financial reporting requirements, group structure, timetable, or other circumstances that may affect the extent of audit work required.

ANNUAL GENERAL MEETING

A notice convening the AGM is set out on pages 14 to 18 of this circular. At the AGM, resolutions will be proposed for the Shareholders to consider and, if thought fit, among other things, to approve (i) the grant of the Issue Mandate and the Share Buy-back Mandate; (ii) the re-election of the retiring Directors; and (iii) the re-appointment of auditor.

In order to ascertain the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Monday, 24 August 2026 to Thursday, 27 August 2026 (both dates inclusive) during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the AGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Investor Services Limited, at 17th Floor, Far East Finance Centre, No. 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Friday, 21 August 2026. Shareholders whose names appear on the register of members of the Company on Thursday, 27 August 2026 (i.e. the record date) are entitled to attend and vote at the AGM or any adjournment thereof.

A form of proxy at the AGM is enclosed with this circular. Whether or not you intend to attend the AGM, you are requested to complete and sign the form of proxy in accordance with the instructions printed thereon and return it to the Company's share registrar, Tricor Investor Services Limited at 17th Floor, Far East Finance Centre, No. 16 Harcourt Road, Hong Kong as soon as possible but in any event not later than 12:00 noon on Tuesday, 25 August 2026, being not less than 48 hours before the time appointed for the holding of the AGM (and any adjournment thereof). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM (and at any adjournment thereof) if you so wish and in such event, the form of proxy will be deemed to be revoked.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. The poll results will be announced in the manners prescribed under Rules 2.07C, 13.39(5) and 13.39(5A) of the Listing Rules.

LETTER FROM THE BOARD

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirmed that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Board believes that the proposals for (i) the Issue Mandate and the Share Buy-back Mandate; (ii) the re-election of retiring Directors; and (iii) the re-appointment of auditor to be put before the AGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the relevant resolutions to be proposed at the AGM.

Your attention is also drawn to the information set out in the appendices to this circular.

The English text of this circular and form of proxy shall prevail over the Chinese text.

Yours faithfully,
For and on behalf of the Board
James Sing-Wai Wong
Chairman

APPENDIX I EXPLANATORY STATEMENT ON SHARE BUY-BACK MANDATE

This appendix serves an explanatory statement, as required by the Listing Rules, to provide requisite information to you for your consideration in respect of the Share Buy-back Mandate.

SHARE BUY-BACK MANDATE

The following is the explanatory statement required to be sent to the Shareholders under the Listing Rules relating to an ordinary resolution to be proposed at the AGM to approve a general and unconditional mandate to be given to the Directors to exercise the powers of the Company to buy back, at any time until the next annual general meeting of the Company or such earlier period as stated in the ordinary resolution, Shares up to a maximum of 10% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of passing the resolution.

The Directors believe the Share Buy-back Mandate is in the interests of the Company and the Shareholders, and accordingly recommend the Shareholders to vote in favour of the relevant resolution to be proposed at the AGM.

SHARES IN ISSUE

As at the Latest Practicable Date, the number of Shares in issue was 551,368,153 Shares and the Company did not hold any treasury shares. Subject to the passing of the ordinary resolution for the grant of the Share Buy-back Mandate and on the basis that there is no change in the total number of Shares in issue prior to the AGM, the Company would be allowed under the Share Buy-back Mandate to buy back a maximum of 55,136,815 Shares.

REASONS FOR BUY-BACKS

The Directors consider that it is in the best interests of the Company and its Shareholders to have a general authority from the Shareholders to enable the Directors to buy back Shares on the market. When exercising the Share Buy-back Mandate, the Directors may, subject to market conditions and the Company's capital management needs at the relevant time of the buy back, resolve to cancel the Shares bought back following settlement of any such buy back and/or hold them as treasury shares. Shares bought back for cancellation may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and its assets and/or earnings per Share. On the other hand, Shares bought back and held by the Company as treasury shares may be resold on the market at market prices to raise funds for the Company, or transferred or used for other purposes, subject to compliance with the Listing Rules, the Articles of Association, and the laws of Hong Kong. Share buy back will only be made when the Directors believe that such buy back will benefit the Company and its Shareholders as a whole.

For any treasury shares of the Company deposited with CCASS, the Company shall hold the Shares bought back as treasury shares in a segregated account in CCASS. The Company shall, upon completion of the share buy back, give clear written instructions to its share registrar and the relevant broker to update the record to clearly identify those Shares bought back and held in CCASS as treasury shares. The listing of all Shares which are bought back by the Company but not held as treasury shares shall be automatically cancelled upon buy-back.

FUNDING OF THE BUY-BACKS

In buying back Shares, the Company may only apply funds legally available for such buy-back in accordance with the Articles of Association, the laws of Hong Kong and the Listing Rules. Share buy-backs pursuant to the Share Buy-back Mandate will be made out of funds of the Company legally permitted to be utilized in this connection, including profits otherwise available for distribution or the proceeds of a fresh issue of Shares made for such purpose.

IMPACT ON WORKING CAPITAL

There might be a material adverse impact on the working capital requirements or gearing levels of the Company (as compared with the position disclosed in its audited financial statements contained in the annual report of the Company for the year ended 31 March 2026) in the event that the Share Buy-back Mandate is exercised in full. However, the Directors do not propose to exercise the Share Buy-back Mandate to such extent as would, in the circumstances, have a material adverse impact on the working capital or gearing position of the Company which in the opinion of the Directors are from time to time appropriate for the Company.

GENERAL MATTERS

The Directors will exercise the powers of the Company to make buy-back pursuant to the Share Buy-back Mandate in accordance with the Listing Rules and the applicable laws of Hong Kong.

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their respective close associates, has any present intention to sell any Shares to the Company or its subsidiaries in the event that the Share Buy-back Mandate is granted.

No core connected persons of the Company have notified the Company that he/she/it has a present intention to sell to the Company or its subsidiaries any of his/her/its Shares, or have undertaken not to do so, in the event that the Share Buy-back Mandate is granted.

The Company confirms that neither this explanatory statement nor the proposed share buy-back has any unusual features.

TAKEOVERS CODE AND SHARE BUY BACKS

If, as a result of the exercise of the power to buy back Shares pursuant to the Share Buy-back Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of Rule 32 of the Takeovers Code. As a result, a Shareholder or a group of Shareholders acting in concert could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

APPENDIX I EXPLANATORY STATEMENT ON SHARE BUY-BACK MANDATE

As at the Latest Practicable Date, Madam Wong is interested in an aggregate of 352,141,524 Shares, representing approximately 63.87% of the issued share capital of the Company (including 341,919,324 Shares held through her capacity as executor of the estate of late Dr. James Sai-Wing Wong, representing approximately 62.02% of the entire issued share capital of the Company and 10,222,200 Shares held indirectly through the interest of a corporation controlled by her, representing approximately 1.85% of the entire issued share capital of the Company). If the Share Buy-back Mandate is exercised in full, the interest of Madam Wong in the issued share capital of the Company would be increased to approximately 70.97%; whereas the amount of public float would be decreased from 36.13% to 29.03%. The Directors are not aware of any consequences which (i) will arise under the Takeovers Code; and (ii) will result in less than 25% of the issued share capital of the Company being held by the public as required by Rule 8.08 of the Listing Rules, as consequences of any buy-back made pursuant to the Share Buy-back Mandate.

SHARE PRICES

The following table shows the highest and lowest prices at which the Shares were traded on the Stock Exchange for the last twelve months to the Latest Practicable Date:

	Share Prices Per Share	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2025		
July	0.630	0.570
August	0.610	0.580
September	0.640	0.600
October	0.620	0.600
November	0.620	0.570
December	0.610	0.560
2026		
January	0.630	0.570
February	0.620	0.580
March	0.670	0.620
April	0.660	0.610
May	0.620	0.600
June	0.610	0.530
July (<i>up to the Latest Practicable Date</i>)	0.530	0.475

SHARE BUY-BACK BY THE COMPANY

The Company has not repurchased any Shares (whether on the Stock Exchange or otherwise) during the six months preceding the Latest Practicable Date.

The biographical details of the three Directors proposed to be re-elected at the AGM are set out as follows:

EXECUTIVE DIRECTOR

Mr. Raymond Ming-Joe Chow (“Mr. Chow”), aged 59, was appointed as Managing Director and the Executive Director in August 2025. He is also a director of certain subsidiaries of the Company. Mr. Chow was an executive director of Hongkong Land Limited (“Hongkong Land”) from 2000 to 2022, having joined the company in 1994. He was responsible for the extensive commercial property activities for Hongkong Land, including the development and asset management activities of the group’s premier office, retail and hotel property portfolio. Before he joined the Company, Mr. Chow was an independent non-executive director of Hon Kwok Land from December 2023 to August 2025.

Mr. Chow was educated in Vancouver and holds a Bachelor of Business Administration Degree from Simon Fraser University. He is also a graduate of the Advanced Management Programme of Harvard Business School. Mr. Chow has various philanthropic appointments, currently serving on the board of Ocean Park Corporation, as an executive committee member of Helping Hand, as a council member of UNICEF HK and as a member of Special Committee on Sustainability and Innovation of Hong Kong Housing Society. He is a global trustee and one of the founding members for Asia for the Urban Land Institute; a fellow of the Royal Institution of Chartered Surveyors and has served on various professional bodies advising real estate investors, government, corporates and asset managers.

At the Latest Practicable Date, Mr. Chow does not have any interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Chow does not hold any other positions in the Company or any members of the Group, did not hold any directorships in any listed public companies in the past three years and does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

Mr. Chow has entered into service agreement with the Company for an initial term of three years commencing August 2025. In accordance with the Articles of Association, he will hold office until the AGM and is eligible for re-election at such meeting. His service term is not subject to retirement by rotation and re-election at the Company’s annual general meeting. The service agreement is terminable by either party by serving to the other party three months’ advance written notice. Pursuant to the service agreement, he shall not be entitled to director’s fee, but he is entitled to receive remuneration from the Group for his position as the Managing Director. He is entitled to an annual salary of approximately HK\$5,500,000 which has been determined by the Board with reference to his qualifications and experience, duties and responsibilities within the Company, the remuneration policies of the Company and prevailing market conditions. In addition, he is entitled to a discretionary bonus to be determined by the Board and other employment benefits provided by the Group to all eligible staff.

Save as disclosed above, there is no other information relating to Mr. Chow which is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Richard Chi-Ho Lo (“Mr. Lo”), aged 58, has been the Independent Non-Executive Director since 2017. He is the Chairman of the Nomination Committee and a member of the Audit Committee and the Remuneration Committee of the Company. Mr. Lo has over 30 years of experience in the investment and real estate industry. He is currently the president of Fulldiamond Group, an investment and consulting company specializing in real estate, finance, securities, project and fund raising. He is a Hong Kong Securities and Futures Commission licensed person (types 1, 4 and 9), and a representative of Fullbright Securities Limited and Fullbright Asset Management Limited.

Mr. Lo obtained his Bachelor of Arts degree in Economics from the University of California, Los Angeles, Master of Business Administration (Investment and Finance) degree from the University of Hull, and an Executive Program Certificate from Stanford University Graduate School of Business, and a Sustainability Leadership Programme Certificate from University of Cambridge.

Mr. Lo is the vice president cum chairman of Business Development Committee of The Hong Kong Real Property Federation, founder and vice president of the World Outstanding Chinese Youth Association and the standing committee member of the Hong Kong Pei Hua Education Foundation. He is also a committee member of the Chinese People’s Political Consultative Conference Jiangxi Provincial Committee. Mr. Lo had been an independent non-executive director of Shi Shi Services Limited (now known as Kong Shum Smart Management Group (Holdings) Limited) (Stock Code: 8181) which is listed on GEM of the Stock Exchange until December 2024.

As at the Latest Practicable Date, Mr. Lo does not have any interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Lo does not hold any other positions in the Company or any members of the Group, did not hold any directorships in any listed public companies in the past three years and does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

There is no service contract between the Company and Mr. Lo. Mr. Lo is not appointed for a specific term but is subject to retirement by rotation and re-election at the Company’s annual general meeting in accordance with the Articles of Association. Mr. Lo is entitled to a director’s fee of HK\$380,000 per annum which is based on the remuneration policy of the Group.

Save as disclosed above, there is no other information relating to Mr. Lo which is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. Randall Todd Turney (“Mr. Turney”), aged 63, has been the Independent Non-Executive Director since 2021. He is a member of the Audit Committee, the Remuneration Committee and the Nomination Committee of the Company. Mr. Turney holds a Bachelor of Science Management degree from Tulane University, New Orleans, Louisiana. He brings broad exposure and knowledge of the financial industry, having spent over 35 years in banking, trade finance, and investment management. He is currently executive director of Arrow Capital Limited, an asset management business he co-founded in 2004.

Mr. Turney started his career with NationsBank (now Bank of America) in commercial banking advising on corporate finance, financing global trade and foreign investment. In 1992, he moved into investment management at Salomon Brothers with a primary focus on emerging markets. He joined Goldman Sachs in 1995, where he worked for the next decade building and leading a wealth management team advising and investing for families and firms throughout Asia, Australia/New Zealand, and Africa. He was recruited out of Goldman Sachs to be the Chief Investment Officer for a Hong Kong-based family office, a position he held for 6 years.

As at the Latest Practicable Date, Mr. Turney does not have any interests in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, Mr. Turney does not hold any other positions in the Company or any members of the Group, did not hold any directorships in any listed public companies in the past three years and does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

Mr. Turney has entered into a letter of appointment with the Company. Pursuant to the letter of appointment, Mr. Turney’s term of office may be terminated with one month’s notice in writing served by either party. His directorship is subject to retirement by rotation and re-election at the Company’s annual general meeting in accordance with the Articles of Association. He is entitled to a director’s fee of HK\$380,000 per annum which is based on the remuneration policy of the Group.

Save as disclosed above, there is no other information relating to Mr. Turney which is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders.

NOTICE OF ANNUAL GENERAL MEETING

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建業實業有限公司 Chinney Investments, Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 216)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “AGM”) of Chinney Investments, Limited (the “Company”) will be held at Artyzen Club, 401A, 4/F Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Thursday, 27 August 2026 at 12:00 noon for the following purposes:

1. To receive and consider the audited financial statements, the report of the directors and the independent auditor’s report of the Company for the year ended 31 March 2026.
2. To re-elect director(s) of the Company (the “Director(s)”) and to authorize the Directors to fix the Directors’ remuneration.
3. To re-appoint Messrs. Ernst & Young as auditor and to authorize the Directors to fix the auditor’s remuneration.

As special business, to consider and, if thought fit, pass, with or without amendments, the following resolutions as ordinary resolutions:

4. **“THAT:**
 - (a) subject to paragraph (c) of this resolution below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or otherwise deal with additional shares of the Company and/or to sell or transfer treasury shares of the Company (if permitted under the Rules (the “Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”)) and to make or grant offers, agreements and options, including bonds, warrants, notes, debentures and other securities which carry rights to subscribe for or are convertible into shares of the Company, which might require the exercise of such powers be and is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

- (b) the approval in paragraph (a) of this resolution shall authorize the Directors during the Relevant Period to make or grant offers, agreements and options, including bonds, warrants, notes, debentures and other securities which carry rights to subscribe for or are convertible into shares of the Company, which might require the exercise of such powers after the end of the Relevant Period;
- (c) the total number of shares of the Company allotted, issued or otherwise dealt with or agreed conditionally or unconditionally to be allotted, issued or otherwise dealt with (whether pursuant to an option or otherwise) and the treasury shares of the Company sold and/or transferred or agreed conditionally or unconditionally to be sold and/or transferred (if permitted by the Listing Rules) by the Directors pursuant to the approval in paragraph (a) of this resolution, otherwise than pursuant to:
 - (i) a Rights Issue (as hereinafter defined);
 - (ii) the exercise of rights or subscription or conversion under terms of any existing warrants, bonds, debentures, notes and other securities of the Company;
 - (iii) the exercise of option granted under any share option scheme or any similar arrangement for the time being adopted for the grant or issue to officers and/or employees and/or other eligible persons of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company;
 - (iv) any scrip dividend or similar arrangement providing for the allotment and issue of shares of the Company in lieu of the whole or part of a dividend on the shares of the Company in accordance with the articles of association of the Company in force from time to time;
 - (v) the exercise of any conversion rights attaching to any convertible notes issued or to be issued by the Company; and
 - (vi) a specified authority granted by the shareholders of the Company in general meeting;shall not exceed 20% of the total number of shares of the Company in issue (excluding treasury shares, if any) on the date of passing this resolution; and the said approval shall be limited accordingly;
- (d) subject to the passing of each of the paragraph (a), (b) and (c) of this resolution, any prior approvals of the kind referred to in paragraphs (a), (b) and (c) of this resolution which had been granted to the Directors and which are still in effect be and are hereby revoked; and

NOTICE OF ANNUAL GENERAL MEETING

- (e) for the purpose of this resolution:

“Relevant Period” means the period from the date of passing 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 to be held; and
- (iii) the revocation or variation or renewal of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of shares in the Company, or an offer or issue of warrants, options or other securities giving rights to subscribe for shares of the Company, open for a period fixed by the Directors to holders of the shares of the Company 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 (subject to such exclusion 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 any recognised regulatory body or any stock exchange in, any territories applicable to the Company).”

5. **“THAT:**

- (a) subject to paragraph (b) of this resolution below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to buy back the shares in the share capital of the Company on the Stock Exchange or any other stock exchanges on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with the applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchanges as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the total number of shares of the Company which the Company is authorised to buy back pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the total number of shares of the Company in issue (excluding treasury shares, if any) as at the date of passing this resolution and the authority pursuant to paragraph (a) of this resolution be limited accordingly; and

NOTICE OF ANNUAL GENERAL MEETING

(c) for the purpose of this resolution:

“Relevant Period” means the period from the date of passing 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 to be held; and
- (iii) the revocation or variation or renewal of the authority given under this resolution by an ordinary resolution of shareholders of the Company in general meeting.”

6. “**THAT** subject to the passing of the above resolutions 4 and 5, the total number of shares of the Company which are to be bought back by the Company pursuant to the authority granted to the Directors as mentioned in resolution 5 shall be added to the total number of shares of the Company that may be allotted, issued or otherwise dealt with or agreed to be allotted, issued or otherwise dealt with and the treasury shares of the Company which may be sold and/or transferred or agreed to be sold and/or transferred (if permitted by the Listing Rules) by the Directors pursuant to resolution 4.”

By Order of the Board
Ka-Yee Wan
Company Secretary

Hong Kong, 30 July 2026

Notes:

- (1) Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to represent respectively the number of shares held by such member, to attend and to speak and vote instead of him. A proxy need not be a member of the Company.
- (2) To be valid, a proxy form, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must be completed and deposited with the Company’s share registrar, Tricor Investor Services Limited at 17th Floor, Far East Finance Centre, No. 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the meeting and any adjournment thereof.
- (3) For the purpose of determining the shareholders of the Company who are entitled to attend and vote at the meeting, the register of members of the Company will be closed from Monday, 24 August 2026 to Thursday, 27 August 2026 (both dates inclusive), during which period no transfer of shares of the Company will be effected. In order to qualify for attending and voting at the meeting, all transfer documents together with the relevant share certificate(s) must be lodged for registration with the Company’s share registrar, Tricor Investor Services Limited at 17th Floor, Far East Finance Centre, No. 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Friday, 21 August 2026. Shareholders whose names appear on the register of members of the Company on Thursday, 27 August 2026 (i.e. the record date) will be entitled to attend and vote at the meeting and any adjournment thereof.

NOTICE OF ANNUAL GENERAL MEETING

- (4) In the case of joint holders of a share, any one of such holders may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such holders be present at the above meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.

- (5) All the resolutions set out in this notice will be decided by poll.

- (6) With regard to resolution 2 in this notice, Mr. Raymond Ming-Joe Chow who will hold office until the meeting and, being eligible, will offer himself for re-election in accordance with article 100 of the articles of association of the Company.

Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney will retire by rotation at the meeting in accordance with article 109(A) of the articles of association of the Company. Mr. Richard Chi-Ho Lo and Mr. Randall Todd Turney, being eligible, will offer themselves for re-election at the meeting.

Biographical details of these Directors are set out in Appendix II to the circular despatched to shareholders of the Company dated 30 July 2026.

- (7) If a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is in force at or after 7:00 a.m. on the date of the meeting, the meeting will be adjourned. The Company will post an announcement on the Company's website (<http://www.chinney.com.hk>) and the HKEXnews website (<http://www.hkexnews.hk>) to notify shareholders of the date, time and place of the adjourned meeting.

The meeting will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather conditions bearing in mind their own situations.

- (8) At the date hereof, the Directors are Mr. James Sing-Wai Wong (Chairman), Mr. Yuen-Keung Chan (Vice Chairman), Mr. Raymond Ming-Joe Chow (Managing Director) and Mr. Winfred Wai-Lap Fan (Finance Director) as Executive Directors; Dr. Emily Yen Wong as Non-Executive Director; and Mr. Richard Chi-Ho Lo, Mr. Randall Todd Turney and Mr. Stephen Henry Chu as Independent Non-Executive Directors.