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Bonjour Holdings Limited 卓悦控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 653)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Bonjour Holdings Limited (the “**Company**”) will be held at 12/F., Bonjour Tower, No. 36-50 Wang Wo Tsai Street, Tsuen Wan, Hong Kong on Friday, 28 August 2026 at 10:30 a.m. to consider and, if thought fit, approve the following resolution. Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 12 August 2026 (the “**Circular**”).

AS A SPECIAL RESOLUTION

“**THAT** subject to and conditional upon (i) the signing by all the directors of the Company of a solvency statement in accordance with the requirements of the Companies Act; (ii) registration by the Registrar of Companies in the Cayman Islands of a copy of the solvency statement and the minute containing the particulars required under the Companies Act with respect to the Capital Reduction (as defined below); and (iii) The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting the listing of, and permission to deal in, the New Shares (as defined below) arising from the Capital Reorganisation (as defined below), with effect from the date on which the aforesaid conditions are fulfilled (the “**Effective Date**”):

- (a) every thirty (30) issued and unissued Existing Shares of par value of HK\$0.01 each in the share capital of the Company be consolidated into one (1) Consolidated Share of par value of HK\$0.30 in the share capital of the Company (the “**Share Consolidation**”);
- (b) the total number of Consolidated Shares in the issued share capital of the Company immediately following the Share Consolidation be and is hereby rounded down to a whole number by cancelling any fraction in the issued share capital of the Company arising from the Share Consolidation (the “**Rounding**”);
- (c) the issued and paid-up share capital of the Company be reduced by cancelling the paid-up capital of the Company to the extent of HK\$0.29 on each of the then issued Consolidated Shares so that the par value of each issued Consolidated Share will be reduced from HK\$0.30 to HK\$0.01 (each such reduced ordinary share, a “**New Share**”) (which together with the Rounding, the “**Capital Reduction**”);

- (d) each of the then authorised but unissued Consolidated Shares of par value of HK\$0.30 be subdivided into thirty (30) New Shares of par value of HK\$0.01 each (the “**Sub-division**” which together with the Share Consolidation and the Capital Reduction, the “**Capital Reorganisation**”) so that following the Capital Reorganisation, the authorised share capital of the Company will remain at HK\$100,000,000 divided into 10,000,000,000 New Shares of par value of HK\$0.01 each of which 62,495,935 New Share of par value of HK\$0.01 each will be in issue and the amount deemed to be paid up on each issued New Share will be HK\$0.01 each and the issued share capital of the Company will be reduced from an amount of HK\$18,748,780.65 by an amount of HK\$18,123,821.30 to an amount of HK\$624,959.35;
- (e) the credits arising from the Capital Reduction will be applied towards setting off the accumulated losses of the Company as at the Effective Date, the excess of which (if any) will be credited to a distributable reserve account of the Company (the “**Distributable Reserve Account**”) and the board of directors of the Company (the “**Directors**”) or a committee thereof be and are hereby authorised to use the amount then standing to the credit of the Distributable Reserve Account to eliminate or set off the accumulated losses of the Company which may arise from time to time and/or to pay dividend and/or to make any other distribution out of the Distributable Reserve Account from time to time without further authorisation from the shareholders of the Company and/or to use the credit in such other manner as may be permitted under the articles of association of the Company in effect from time to time and all applicable laws without further authorisation from the shareholders of the Company and all such actions in relation thereto be approved, ratified and confirmed;
- (f) fractional Consolidated Shares will not be issued to holders of the same and the Directors be and are hereby authorised to make arrangements for the settlement and disposal of fractional entitlements, if any, arising from or in connection therewith and, in particular (but without prejudice to the generality of the foregoing), by aggregating any fractional entitlements arising as a result thereof and selling the same for the benefit of the Company in such manner and on such terms as the Directors may think fit; and
- (g) any one Director be and is hereby authorised to do all such acts and things and sign, execute and deliver all documents (including affixing the common seal of the Company if appropriate) he/she may, in his/her absolute discretion, considers necessary, appropriate, desirable or expedient for the purpose of, or in connection with, the implementation of or giving effect to or the completion of any matters relating to the Capital Reorganisation.”

By order of the Board
Bonjour Holdings Limited
Chen Jianwen
Chairman and Executive Director

Hong Kong, 12 August 2026

Principal Place of Business in Hong Kong:

12/F., Bonjour Tower

No. 36-50 Wang Wo Tsai Street, Tsuen Wan, Hong Kong

Notes:

- (1) A member of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint another person as his proxy to attend and vote in his stead. A member of the Company who is the holder of two or more shares may appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company. In order to be valid, the form of proxy must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, not less than 48 hours before the time appointed for holding the meeting (i.e. 10:30 a.m. on Wednesday, 26 August 2026 (Hong Kong Time)) or adjourned meeting.
- (2) Completion and return of the form of proxy will not preclude members from attending and voting in person at the extraordinary general meeting of the Company or any adjournment and in such event, the form of proxy previously submitted shall be deemed to be revoked.
- (3) The Register of Members will be closed from Monday, 24 August 2026 to Friday, 28 August 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to determine the entitlement to attend and vote at the forthcoming extraordinary general meeting of the Company, all transfer of shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, for registration not later than 4:00 p.m. on Friday, 21 August 2026. The record date for ascertaining members' entitlement to attend and vote at the extraordinary general meeting is Friday, 28 August 2026.
- (4) 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 extraordinary general meeting, the meeting will be postponed. The Company will publish an announcement on the website of the Company at <http://corp.bonjourhk.com> and on the HKExnews website of the Stock Exchange at www.hkexnews.hk to notify Shareholders of the date, time and venue of the rescheduled meeting.
- (5) As at the date of this notice, the Board comprises Mr. Chen Jianwen (Chairman), Mr. Wong Kai Chi (Vice-Chairman) and Dr. Chiu Lai Kuen, Susanna as executive Directors; Mr. Kwok Chi Shing, Mr. Lee Kwun Kwan and Mr. Yan Sherman Chuek-ning as independent non-executive Directors.