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STAR GROUP ASIA LIMITED

星 星 集 團 亞 洲 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1560)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Star Group Asia Limited (the “**Company**”) will be held at Unit 603, 6/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Monday, 12 October 2026 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT** with effect from the second Business Day (as defined in the circular of the Company dated 24 September 2026 immediately following the day of passing of this resolution:
 - (a) the authorised share capital of the Company be increased from HK\$10,000,000 divided into 1,000,000,000 ordinary share(s) of par value HK\$0.01 each in the share capital of the Company (the “**Existing Shares**”) to HK\$100,000,000 divided into 10,000,000,000 Existing Shares by the creation of an additional 9,000,000,000 new Existing Shares (the “**Increase in Authorised Share Capital**”), and each such new Existing Share, upon issue and fully paid, shall rank *pari passu* in all respects with each other and shall have the rights and privileges and be subject to the restrictions in respect of the ordinary shares contained in the memorandum of association and the articles of association of the Company; and
 - (b) any one director or more directors of the Company (the “**Directors**” or each a “**Director**”) be and is /are hereby fully authorised generally to take any and all steps, and to do and / or procure to be done any and all acts and things, and to approve, sign and execute (under hand, seal or as a deed) any documents which they in their absolute discretion consider necessary, desirable, expedient or appropriate to effect and implement this resolution and to exercise such discretion in connection, relating to or arising from the Increase in Authorised Share Capital and/or the matters contemplated herein, which such modifications therto (if any) as they/ he/ she may from time to time consider necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Increase in Authorised Share Capital”

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2. “**THAT** subject to and conditional upon (i) the Increase in Authorised Share Capital taking effect; (ii) the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting the listing of, and permission to deal in, the Consolidated Shares (as defined below) in issue and to be issued upon the Share Consolidation becoming effective; and (iii) the compliance by the Company with all relevant procedures and requirements under the Rules Governing the Listing of Securities on the Exchange (the “**Listing Rules**”) to effect the Share Consolidation, with effect from the second Business Day (as defined in the circular of the Company dated 24 September 2026 immediately following the day of passing of this resolution:
- (a) every ten (10) issued and unissued ordinary shares with a par value of HK\$0.01 each in the existing share capital of the Company be and are consolidated into one (1) consolidated share (each a “**Consolidated Share**”) with a par value of HK\$0.10 each, and such Consolidated Shares shall rank *pari passu* in all respects with each other and shall have the rights and privileges and be subject to the restrictions in respect of the ordinary shares contained in the memorandum of association and the articles of association of the Company (the “**Share Consolidation**”);
 - (b) upon the Increase in Authorised Share Capital and the Share Consolidation becoming effective, the authorised share capital of the Company will become HK\$100,000,000 divided into 1,000,000,000 Consolidated Shares with par value of HK\$0.10 each;
 - (c) all fractional Consolidated Shares resulting from the Share Consolidation, if any, will be disregarded and will not be issued to the shareholders but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company in such manner and on such terms as the Directors of the Company may think fit; and
 - (d) any one or more of the Director be and is/are hereby fully authorised generally to take any and all steps, and to do and/or procure to be done any and all acts and things, and to approve, sign and execute (under hand, seal or as a deed) any documents which they in their absolute discretion consider necessary, desirable, expedient or appropriate to effect and implement this resolution and to exercise such discretion in connection, relating to or arising from the Share Consolidation and/or the matters contemplated herein, with such modifications thereto (if any) as they/he/she may from time to time consider necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Share Consolidation.”

By Order of the Board
Star Group Asia Limited
Chan Man Fai Joe
Chairman

Hong Kong, 24 September 2026

Notes:

1. The resolutions at the meeting will be taken by poll pursuant to the Company's articles of association and the Listing Rules. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the such rules.
2. For the purpose of determining the identity of the Shareholders entitled to attend and vote at the meeting, the register of members of the Company will be closed from Monday, 5 October 2026 to Monday, 12 October 2026, both dates inclusive, during which period no transfer of shares of the Company will be registered.
3. In order to qualify for the attendance and voting at the meeting, all transfer documents accompanied by the relevant shares certificates for registration must be lodged with the Company's branch share registrar 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, 2 October 2026.
4. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies (who must be an individual or individuals) to attend and vote instead of him. A proxy need not be a shareholder of the Company.
5. 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 of such power of attorney or authority must be delivered to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and delivery of the form of proxy shall not preclude members from attending and voting in person at the meeting and any adjournment thereof if they so wish and in such event, the form of proxy previously submitted shall be deemed to be revoked.
6. If a No. 8 typhoon warning signal or above, black rainstorm warning signal or "extreme conditions" is hoisted at or after 8:00 a.m. and before the scheduled meeting time, the above meeting will not be held on Monday, 12 October 2026. The date of the postponed meeting will be rescheduled as soon as practicable. Shareholders may contact Customer Service Hotline of Tricor Investor Services Limited at (852) 2980-1333 from 9:00 a.m. to 5:00 p.m., Monday to Friday (excluding public holidays) for any enquiry regarding the aforesaid arrangement.
7. Where there are joint holders of any share in the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she/they were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other holder(s) and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
8. References to time and dates in this notice are to Hong Kong time and dates.
9. The translation of this notice into Chinese language is for reference only. In case of any inconsistency, the English version shall prevail.
10. As at the date of this notice, the Board comprises three executive Directors, namely Mr. Chan Man Fai Joe (Chairman and Chief Executive Officer), Ms. Cheung Wai Shuen and Mr. Lee Lap Yan Philip; one non-executive Director, namely Mr. Tsui Wing Tak; and three independent non-executive Directors, namely Mr. Leung Ka Tin, Mr. Mong Cheuk Wai and Mr. Hong Sze Lung.