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Grand Ocean Advanced Resources Company Limited

弘海高新資源有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 65)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Grand Ocean Advanced Resources Company Limited (the “**Company**”) will be held at 11:00 a.m. on Tuesday, 27 October 2026 at 8/F, Hip Shing Hong Centre, No.55 Des Voeux Road Central, Central, Hong Kong for the purposes of considering and, if thought fit, passing, with or without modifications, the following ordinary resolution:

ORDINARY RESOLUTION

“**THAT** subject to and conditional upon The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting or agreeing to grant (subject to allotment) and not having withdrawn or revoked the listing of, and permission to deal in, the Rights Shares (as defined below, in their nil-paid and fully-paid forms) to be allotted and issued to the shareholders of the Company (the “**Shareholder(s)**”) and the Rights Issue becoming unconditional in accordance with its terms and conditions:

- (a) the issue by way of rights shares (the “**Rights Issue**”) of up to 1,718,758,412 Rights Shares (the “**Rights Shares**” and each a “**Rights Share**”) at a subscription price of HK\$0.280 per Rights Share to the qualifying shareholders (the “**Qualifying Shareholders**”) of the Company whose names appear on the Company’s register of members on Friday, 6 November 2026 or such other date as may be determined by the Company for ascertaining entitlements under the Rights Issue (the “**Record Date**”) (excluding those shareholders (the “**Non-Qualifying Shareholders**”) with registered addresses outside Hong Kong in respect of whom the directors (the “**Director(s)**”) of the Company, after making relevant enquiries, consider exclusion from the Rights Issue to be necessary or expedient by reason of legal restrictions under the laws of the relevant jurisdiction or requirements of the relevant regulatory authority or stock exchange in such jurisdiction), on the basis of seven (7) Rights Shares for every one (1) Share held by them on the Record Date and pursuant to the terms and conditions set out in the circular (the “**Circular**”) issued by the Company dated 9 October 2026 (a copy of which has been produced to the EGM marked “**A**” and signed by the chairman of the EGM for the purpose of identification) of which this notice convening the EGM forms part, be and is hereby approved;

- (b) any one of the Directors be and is hereby authorised to allot and issue the Rights Shares (in their nil-paid form and fully-paid form) pursuant to and in connection with the Rights Issue notwithstanding the Rights Shares may be offered, allotted or issued otherwise than pro-rata to the Qualifying Shareholders and, in particular, any Director be and is hereby authorised to make such exclusions or other arrangements in relation to fractional entitlements and/or the Non-Qualifying Shareholders as he/she deems necessary, desirable or expedient having regard to any restrictions or obligations under the articles of association of the Company or the laws of, or the rules and regulations of any recognised regulatory body or any stock exchange in, any territory outside Hong Kong;
- (c) the placing agreement dated 22 September 2026 entered into between the Company and DL Securities (HK) Limited (the “**Placing Agreement**”), in relation to the placing of the Unsubscribed Rights Share(s) and the NQS Unsold Rights Share(s) (as defined in the Circular), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified and the allotment and issue of the Unsubscribed Rights Shares and the NQS Unsold Rights Shares (if any) to the placees procured thereunder be and is hereby approved; and
- (d) any one of the Directors be and is hereby authorised to do all such acts and things, as he/she may in his/her discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation of the Rights Issue, the Placing Agreement and the transactions contemplated thereunder, including but not limited to the execution of all such documents under seal where applicable, as he/she considers necessary or expedient in his/her opinion to implement and/or give effect to the Rights Issue, the Placing Agreement and the implementation of all transactions contemplated thereunder, including but not limited to the issue and allotment of Rights Shares, the Placing Agreement and to agree with such variation, amendment or waiver as, in his/her opinion, appropriate and in the interests of the Company and its shareholders as a whole.

Yours faithfully,
For and on behalf of the Board
Grand Ocean Advanced Resources Company Limited
Ng Ying Kit
Executive Director

Hong Kong, 9 October 2026

Registered office:

Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal place of

business in Hong Kong
8/F
Hip Shing Hong Centre
No. 55 Des Voeux Road Central
Central
Hong Kong

As at the date of this notice, the Board comprises one executive Director, namely Mr. Ng Ying Kit; one non-executive Director, namely Ms. Ji Yuan; and three independent non-executive Directors, namely, Mr. Chang Xuejun, Ms. Liu Luqing and Mr. Lam Tze Chung.

Notes:

1. Unless otherwise defined in this notice or the context otherwise requires, terms defined in the Circular shall have the same meanings when used in this notice.
2. All resolutions at the meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). The results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
3. Any Shareholder entitled to attend and vote at the meeting is entitled to appoint more than one proxy to attend and on a poll, vote instead of him/her. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every Shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her. A proxy need not be a Shareholder.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such instrument of proxy on behalf of the corporation without further evidence of the facts.
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 thereof, must be deposited at 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 the meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. For determining the entitlement of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 21 October 2026 to Tuesday, 27 October 2026 (both dates inclusive), during which no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the meeting, all transfer documents accompanied by the relevant share certificates 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 for registration not later than 4:30 pm. on Tuesday, 20 October 2026.
7. Completion and return of the form of proxy shall not preclude a member of the Company from attending the EGM and voting in person at the EGM or any adjournment thereof if he/she/it so desires.

8. If a member of the Company attends the EGM after having deposited the form of proxy, his/her/its form of proxy will be deemed revoked. Where there are joint registered holders of any Share, any one of such persons may vote at any meeting, 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 any meeting personally or by proxy, then one of the said persons so present being the most, or as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holder stand on the register in respect of the relevant joint holding.
9. References to time and dates in this notice are to Hong Kong time and dates.
10. The English text of this notice shall prevail over the Chinese text in case of inconsistency.
11. If a black rainstorm warning signal, a tropical cyclone warning signal no. 8 or above or “extreme conditions” caused by super typhoons is in force at or at 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 Stock Exchange (www.hkexnews.hk) and the Company’s website (www.grandocean65.com) to notify members of the date, time and place of the rescheduled meeting.