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CHONG KIN GROUP HOLDINGS LIMITED

創建集團（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1609)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Chong Kin Group Holdings Limited (the “Company”) will be held at Suite 6808, 68/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong at 10:00 am on 18 June 2019 for the purpose of consideration and, if thought fit, passing, with or without modifications, the following resolutions as ordinary resolution of the Company:

ORDINARY RESOLUTIONS

“THAT:

- (a) the subscription agreement dated 15 April 2019 (the “**Subscription Agreement**”), a copy of which has been produced to the meeting and marked “A” and initialed by the chairman of the EGM for the purpose of identification, and entered into between the Company as issuer and Prestige Rich Holdings Limited (the “**Subscriber**”) as subscriber in relation to the subscription of 60,000,000 new ordinary shares (each a “**Subscription Share**”) of HK\$0.01 each in the share capital of the Company at the subscription price of HK\$3.5 per Subscription Share and the transactions contemplated thereunder, be and are hereby confirmed, approved and ratified;
- (b) subject to the fulfilment of the conditions precedent of the Subscription Agreement, any one director (each a “**Director**”) of the Company be and is hereby authorized to exercise all the powers of the Company and to take all steps as might in his/her opinion be desirable or necessary in connection with the Subscription Agreement to, including and without limitation, execute, deliver and perform the Subscription Agreement and the transactions contemplated thereunder and allot and issue the Subscription Shares in favour of the Subscriber in accordance with the terms and conditions of the Subscription Agreement;

- (c) the board (the “**Board**”) of Directors of the Company be and is hereby granted with a specific mandate to allot and issue the Subscription Shares in accordance with the terms and conditions of the Subscription Agreement; and
- (d) any Director be and is hereby authorised to do such acts and things, to sign and execute all such further documents and to take such steps as he/she may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Subscription Agreement or any transactions contemplated thereunder and all other matters incidental thereto or in connection therewith, and to agree to and make such variations, amendments or waivers of any of the matters relating thereto or in connection therewith.”

By Order of the Board
Chong Kin Group Holdings Limited
Zhang Jinbing
Chairman and Chief Executive Officer

Hong Kong, 31 May 2019

Notes:

1. Any member of the Company entitled to attend and vote at the EGM shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf at the EGM. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his 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 authorized to sign the same.
3. A form of proxy for use at the EGM is enclosed. To be valid, the form of proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
4. No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the EGM or any adjournment thereof in cases where the EGM was originally held within 12 months from such date.
5. Where there are joint registered holders of any shares, any one of such joint holder may vote at the EGM, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, 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.

6. Completion and delivery of the form of proxy shall not preclude a member from attending and voting in person at the EGM if the member so wish and in such event, the instrument appointing a proxy should be deemed to be revoked.
7. Holders of the Shares whose names appear on the Company's register of members on 12 June 2019 are entitled to attend and vote at the EGM. In order to determine the entitlement to attend and vote at the EGM, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on 12 June 2019.
8. Members of the Company or their proxies shall produce documents of their proof of identity when attending the EGM.
9. If typhoon signal number 8 or above, or a "black" rainstorm warning is in effect at any time after 7:00 a.m. on the date of the EGM, the EGM will be postponed. The Company will post an announcement on the website of the Company at www.chongkin.com.hk and on the HKExnews website of the Stock Exchange at www.hkexnews.hk to notify shareholders of the Company of the date, time and place of the rescheduled meeting.

As at the date of this notice, the board of Directors comprises two executive Directors, namely Mr. Zhang Jinbing and Mr. Ni Biao and three independent non-executive Directors, namely Dr. Zhu Zhengfu, Dr. Li Yifei and Mr. Tam Ping Kuen Daniel.