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LUEN THAI HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 311)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Luen Thai Holdings Limited (the “**Company**”) will be held at the Boardroom, Rooms 1001–1005, 10th Floor, Nanyang Plaza, 57 Hung To Road, Kwun Tong, Kowloon, Hong Kong on Tuesday, 16 January 2024 at 2:30 p.m. for the shareholders of the Company to consider, and if thought fit, pass the following resolutions as ordinary resolutions of the Company. Capitalised terms used in this notice shall have the meanings as defined in the circular of the Company dated 29 December 2023, unless otherwise specified.

ORDINARY RESOLUTIONS

1. OEM Services Master Agreement

“**THAT:**

- (a) the OEM Services Master Agreement (as defined and described in the circular of the Company dated 29 December 2023) and the transactions contemplated thereunder be and are approved, confirmed and ratified;
- (b) the execution and delivery of the OEM Services Master Agreement and all documents in connection therewith for and on behalf of the Company be and are approved, confirmed and ratified;
- (c) the proposed annual caps in respect of the OEM Services Master Agreement for each of the years ending 31 December 2024, 2025 and 2026 as set out in the Circular be and are approved, confirmed and ratified; and
- (d) any one or more directors of the Company be and are authorised to take all steps necessary or expedient in his/their opinion to implement and/or to give effect of the OEM Services Master Agreement and the transactions thereunder.”

2. OBM Products Purchase Master Agreement

“THAT:

- (a) the OBM Products Purchase Master Agreement (as defined and described in the circular of the Company dated 29 December 2023) and the transactions contemplated thereunder be and are approved, confirmed and ratified;
- (b) the execution and delivery of the OBM Products Purchase Master Agreement and all documents in connection therewith for and on behalf of the Company be and are approved, confirmed and ratified;
- (c) the proposed annual caps in respect of the OBM Products Purchase Master Agreement for each of the years ending 31 December 2024, 2025 and 2026 as set out in the Circular be and are approved, confirmed and ratified; and
- (d) any one or more directors of the Company be and are authorised to take all steps necessary or expedient in his/their opinion to implement and/or to give effect of the OBM Products Purchase Master Agreement and the transactions thereunder.”

3. Sales and Services Framework Agreement

“THAT:

- (a) the Sales and Services Framework Agreement (as defined and described in the circular of the Company dated 29 December 2023) and the transactions contemplated thereunder be and are approved, confirmed and ratified;
- (b) the execution and delivery of the Sales and Services Framework Agreement and all documents in connection therewith for and on behalf of the Company be and are approved, confirmed and ratified;
- (c) the proposed annual caps in respect of the Sales and Services Framework Agreement for each of the years ending 31 December 2024, 2025 and 2026 as set out in the Circular be and are approved, confirmed and ratified; and

- (d) any one or more directors of the Company be and are authorised to take all steps necessary or expedient in his/their opinion to implement and/or to give effect of the Sales and Services Framework Agreement and the transactions thereunder.”

Yours faithfully,
By Order of the Board
Luen Thai Holdings Limited
Chiu Chi Cheung
Company Secretary

Hong Kong, 29 December 2023

Registered Office:
Cricket Square, Hutchins Drive
P.O. Box 2681, Grand Cayman
KY1-1111, Cayman Islands

*Head Office and Principal Place of
Business in Hong Kong:*
Rooms 1001–1005, 10/F
Nanyang Plaza
57 Hung To Road
Kwun Tong, Kowloon
Hong Kong

Notes:

1. Any Shareholder entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A Shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company or at a class meeting. A proxy need not be a Shareholder. A proxy shall be entitled to exercise the same powers on behalf of a Shareholder who is an individual and for whom he acts as proxy as such Shareholder could exercise. In addition, a proxy shall be entitled to exercise the same powers on behalf of a member which is a corporation and for which he acts as proxy as such Shareholder could exercise if it were an individual Shareholder.
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 seal or under the hand of an officer or attorney duly authorised.
3. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time for holding the meeting or adjourned meeting or poll (as the case may be) at which the person named in the instrument proposes to vote and in default the instrument of proxy shall not be treated as valid. Delivery of an instrument appointing a proxy shall not preclude a Shareholder from attending and voting in person at the meeting or poll concerned.

4. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by representative, 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. Several executors or administrators of a deceased Shareholder in whose name any share stands shall for such purpose be deemed joint holders thereof.
5. The register of members of the Company will be closed from Friday, 12 January 2024 to Tuesday, 16 January 2024, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the EGM, non-registered Shareholders must lodge all duly completed transfer forms accompanied by the relevant share certificates with the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for registration not later than 4:30 p.m. on Thursday, 11 January 2024.
6. Subject to paragraph 7 below, if a tropical cyclone warning signal No. 8 or above is expected to be hoisted or a black rainstorm warning signal is expected to be in force at any time between 7:00 a.m. and 5:00 p.m. on the date of the EGM, the EGM will be postponed and the Shareholders will be informed of the date, time and venue of the postponed EGM by an announcement posted on the respective websites of the Company and the Stock Exchange.
7. If a tropical cyclone warning signal No. 8 or above or a black rainstorm warning signal is lowered or cancelled at or before three hours before the time fixed for holding the EGM and where conditions permit, the EGM will be held as scheduled.
8. The EGM will be held as scheduled when an amber or a thunderstorm warning signal or typhoon signal No. 3 or below is in force.
9. After considering their own situations, the Shareholders should decide on their own as to whether they would attend the EGM under any bad weather condition and if they do so, they are advised to exercise care and caution.
10. The translation into Chinese language of this Notice is for reference only. In case of any inconsistency, the English version shall prevail.
11. A form of proxy for use at the EGM is enclosed herewith.

As at the date hereof, the Board comprises the following Directors:

Executive Directors:

Wang Weimin (*Chairman*)
Tan Siu Lin (*Honorary Life Chairman*)
Tan Cho Lung, Raymond
(*Chief Executive Officer*)
Zhang Min
Jin Xin

Non-executive Director:

Mok Siu Wan, Anne

Independent Non-executive Directors:

Lee Cheuk Yin, Dannis
Chan Henry
Wang Ching

Website: www.luenthai.com