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HONG KONG CHAOSHANG GROUP LIMITED

香港潮商集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 2322)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “SGM”) of Hong Kong ChaoShang Group Limited (the “Company”) will be held at Suite 2202, 22nd Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong on Thursday, 10 October 2024 at 11:00 a.m. or any adjournment thereof for the following purposes:

ORDINARY RESOLUTION

To consider, and if thought fit, passing with or without amendments, the following resolution as ordinary resolution:

“THAT

- a) the authorised share capital of the Company be and is hereby increased from HK\$100,000,000 divided into 5,000,000,000 Shares of HK\$0.02 each (the “Share(s)”) to HK\$160,000,000 divided into 8,000,000,000 Shares by the creation of an additional 3,000,000,000 unissued Shares, and that each such new Share, upon issue and fully paid, shall rank *pari passu* in all respects with the existing issued Shares (the “**Increase in Authorised Share Capital**”); and

- b) any one or more director(s) (the “**Director(s)**”) of the Company be and is/are hereby authorised to take such actions, do all such acts and things and execute all such further documents or deeds as he/they may, in his/their absolute discretion, consider 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 Increase in Authorised Share Capital.”

SPECIAL RESOLUTION

To consider, and if thought fit, passing with or without amendments, the following resolution as special resolution:

“**THAT** subject to and conditional upon the approval of the Registrar of Companies in Bermuda, the English name of the Company be changed from “Hong Kong ChaoShang Group Limited” to “Modern Innovative Digital Technology Company Limited” and the Chinese name “新質數字科技有限公司” be adopted as the secondary name of the Company to replace its current Chinese secondary name “香港潮商集團有限公司” (the “**Change of Company Name**”), and that any one or more of the Director(s) be and is/are hereby authorised to do all such acts and things and execute all such documents, including under seal where appropriate, which he/they may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By order of the Board
Hong Kong ChaoShang Group Limited
Mr. Ma Weihua
Chairman

Hong Kong, 17 September 2024

Notes:

1. Any shareholder of the Company entitled to attend and vote at the SGM convened by this notice is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. A shareholder who is the holder of two or more Shares may appoint more than one proxy to represent him to attend and vote on his behalf. If more than one proxy is so appointed, the number of Shares in respect of which each such proxy is so appointed must be specified in the relevant form of proxy.

2. 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 certified copy of that power of attorney or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis 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 SGM or adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the SGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. For determining the entitlement to attend and vote at the SGM, the register of members of the Company will be closed from Monday, 7 October 2024 to Thursday, 10 October 2024, both dates inclusive, during which period no transfer of shares of the Company will be effected and registered. In order to be eligible to attend and vote at the SGM, unregistered holders of the shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 4 October 2024.
4. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the resolutions set out in this notice will be decided by poll at the SGM. Where the chairman in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted, such resolution will be decided by a show of hands.
5. As at the date hereof, the Board comprises Ms. Zheng Juhua, Mr. Chan Chi Yuen and Mr. Gong Huanghui as executive directors; Mr. Ma Weihua as non-executive director; and Mr. Yu Pak Yan, Peter, Mr. Chi Chi Hung, Kenneth and Mr. Yeung Yat Chuen as independent non-executive directors.