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## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Tradelink Electronic Commerce Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee, or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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### Tradelink Electronic Commerce Limited

貿易通電子貿易有限公司

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 536)**

#### NOTICE OF ANNUAL GENERAL MEETING AND PROPOSALS FOR DECLARATION OF FINAL DIVIDEND, RE-ELECTION OF RETIRING DIRECTORS, RE-APPOINTMENT OF KPMG AS AUDITOR, GRANT OF GENERAL MANDATE TO ISSUE SHARES AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

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A notice convening the annual general meeting (“AGM”) of Tradelink Electronic Commerce Limited (the “**Company**”) on Friday, 29 May 2026 at 2:00 p.m. (“**2026 AGM**”) at Multi-Function Room, 1/F, Silka Tsuen Wan, Hong Kong, 119 Wo Yi Hop Road, Kwai Chung, Kowloon, Hong Kong is set out on pages 30 to 32 of this circular (the “**Notice**”).

The register of members of the Company will be closed from Tuesday, 26 May 2026 to Friday, 29 May 2026, both days inclusive, during which period no transfer of shares (the “**Shares**”) of the Company will be registered to determine the entitlement of the Company’s shareholders (the “**Shareholders**”) to attend and vote at the 2026 AGM. The record date for determining the Shareholders’ entitlement to attend and vote at the 2026 AGM is Friday, 29 May 2026. In order to qualify to attend and vote at the 2026 AGM, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration, no later than 4:30 p.m. on Friday, 22 May 2026.

Whether you are able to attend the 2026 AGM or not, you are advised to read the Notice and to complete and return the enclosed form of proxy, in accordance with the instructions printed thereon, to the Company’s share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the 2026 AGM (or any adjournment thereof). The completion and return of the form of proxy shall not preclude you from attending and voting in person at the 2026 AGM (or any adjournment thereof) should you so wish.

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LETTER FROM THE BOARD

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**Tradelink Electronic Commerce Limited**  
**貿易通電子貿易有限公司**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 536)**

*Directors:*

*Chairman and Non-executive Director*  
Dr. LEE Harry Nai Shee, S.B.S., J.P.

*Non-executive Directors*

Dr. LEE Delman  
Mr. YUEN Wing Sang Vincent

*Independent Non-executive Directors*

Mr. CHAK Hubert  
Ms. CHEUNG Ho Ling Honnus  
Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT

*Executive Directors*

Mr. YUEN Man Chung, S.B.S.  
Mr. CHENG Chun Chung Andrew

*Registered Office:*

11/F & 12/F,  
Tower B, Regent Centre,  
63 Wo Yi Hop Road,  
Kwai Chung, Hong Kong.

Hong Kong, 23 April 2026

*To the Shareholders,*

Dear Sir or Madam,

**NOTICE OF ANNUAL GENERAL MEETING  
AND  
PROPOSALS FOR DECLARATION OF FINAL DIVIDEND,  
RE-ELECTION OF RETIRING DIRECTORS,  
RE-APPOINTMENT OF KPMG AS AUDITOR,  
GRANT OF GENERAL MANDATE TO ISSUE SHARES AND  
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

**INTRODUCTION**

The purpose of this circular is to provide Shareholders with information regarding proposals for the declaration of a final dividend for the year ended 31 December 2025, the re-election of retiring directors of the Company, the authorisation of the board (the “**Board**”) of directors (the “**Directors**”) of the Company to fix the remuneration of Directors, the re-appointment of KPMG as the auditor of the Company and the authorisation of the Board to fix its remuneration, the general mandate to be granted to the Directors to issue Shares and the amendments to the articles of association (the “**Articles of Association**”) of the Company. These resolutions will be proposed at the 2026 AGM.

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## LETTER FROM THE BOARD

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### FINAL DIVIDEND

As disclosed in the final results announcement of the Company dated 24 March 2026, the Board has recommended a final dividend of HK 6.5 cents per Share for the year ended 31 December 2025. The final dividend of HK 6.5 cents per Share is subject to Shareholders' approval at the 2026 AGM and is expected to be paid on Monday, 22 June 2026 to the Shareholders whose names appear on the register of members of the Company on Friday, 5 June 2026.

The register of members of the Company will be closed from Friday, 5 June 2026 to Tuesday, 9 June 2026, both days inclusive, during which period no transfer of Shares will be registered to determine the Shareholders' entitlement to the final dividend. In order to qualify for the final dividend, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration, no later than 4:30 p.m. on Thursday, 4 June 2026.

### RE-ELECTION OF RETIRING DIRECTORS

In accordance with Article 96 of the Articles of Association, at each AGM, one third of the Directors for the time being shall retire from office but are eligible for re-election. Dr. LEE Delman, Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT and Mr. CHENG Chun Chung Andrew will retire from office by rotation and, being eligible, have offered themselves for re-election at the 2026 AGM.

The Nomination Committee (the "**Nomination Committee**") of the Board having reviewed the composition of the Board, nominated Dr. LEE Delman, Mr. LIN and Mr. CHENG to the Board for it to recommend that the Shareholders re-elect them at the 2026 AGM. Mr. LIN, the chairman of the Nomination Committee, abstained from voting at the meeting of the Nomination Committee when his nomination was considered. The nominations were made in accordance with the Company's nomination policy and a range of diverse perspectives (including but not limited to gender, age, educational background, experiences, exposures, human relationship networks and work profile) under the Company's Policy of Board Diversity, Refreshment & Succession and Size (the "**Board Diversity Policy**").

The Nomination Committee has reviewed the biographical details of Mr. LIN, and taking into account his knowledge, experience, capability and various diversity aspects under the Board Diversity Policy, as well as his overall contribution and service over the years, the Nomination Committee is of the view that Mr. LIN has the required character, integrity and experience to continuously fulfil his role as an Independent Non-executive Director ("**INED**") effectively and possesses the perspective, skill and experience that can bring value to the Board and ensure diversity in its composition. Mr. LIN has given to the Company an annual confirmation of independence as regards the factors in Rule 3.13 of the Listing Rules. He has remained committed to his independent role and has not taken part in the day-to-day management of the Company. Furthermore, Mr. LIN has no financial or family relationships with any Directors, senior management or substantial or controlling Shareholders, and he has not served the Company for more than nine years.

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## LETTER FROM THE BOARD

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Having considered all these factors and the recommendation of the Nomination Committee, the Board is of the view that Mr. LIN is still independent and the re-election of Dr. LEE Delman, Mr. LIN and Mr. CHENG would be in the interests of the Company and the Shareholders as a whole. Each of Dr. LEE Delman, Mr. LIN and Mr. CHENG abstained from voting at the Board meeting when recommendation on his own re-election was being considered.

Accordingly, it is proposed that Dr. LEE Delman, Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT and Mr. CHENG Chun Chung Andrew be re-elected as Non-executive Director (“**NED**”), an INED and an Executive Director (“**ED**”) of the Company respectively at the 2026 AGM. Pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**SEHK**”), biographical details of these retiring Directors proposed for re-election are set out in Appendix I to this circular, which explain how they will contribute to the diversity of the Board.

### REMUNERATION OF DIRECTORS

Shareholders are invited to authorise the Board to review and determine the Directors’ remuneration at the 2026 AGM.

### RE-APPOINTMENT OF KPMG AS AUDITOR OF THE COMPANY AND ITS REMUNERATION

KPMG, the auditor of the Company, has offered itself for re-appointment for the year ending 31 December 2026. The Board supports the re-appointment. Shareholders should note that, in practice, the amount of the auditor’s remuneration for the year ending 31 December 2026 cannot be determined at the beginning of the financial year for the reason that the auditor’s remuneration for any given year varies with reference to, inter alia, the scope and extent of the audit work which is undertaken during that year. Shareholders will be asked to delegate the authority to the Directors to fix the auditor’s remuneration for the year ending 31 December 2026 at the 2026 AGM.

### GRANT OF GENERAL MANDATE TO ISSUE SHARES

An ordinary resolution will be proposed at the 2026 AGM to seek Shareholders’ approval to grant to the Directors a general unconditional mandate to allot, issue and deal with new Shares or securities convertible into Shares, including the entering into of any agreements or the granting of any options to do any of the foregoing, up to a limit of 20% of the total number of issued Shares as at the date of the resolution. As at 20 April 2026 (the “**Latest Practicable Date**”, being the latest practicable date prior to the bulk printing of this circular for ascertaining certain information contained in this circular), the total number of issued Shares was 794,633,719 Shares. On the basis that no further Share is issued after the Latest Practicable Date and up to the date of the 2026 AGM, the Directors will be able to allot, issue and deal with up to a total of approximately 158,926,744 Shares.

Such mandate shall remain in effect from the date of the said resolution until (i) the conclusion of the next AGM; (ii) the expiration of the period within which the next AGM is required by any applicable law or by the Articles of Association to be held; or (iii) it is revoked or varied by an ordinary resolution of the Shareholders in a general meeting, whichever is the earliest.

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## LETTER FROM THE BOARD

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### AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated 24 March 2026 in relation to the proposed amendments to the existing Articles of Association (the “**Proposed Amendments**”).

The Board proposes to make certain amendments to the existing Articles of Association for the purpose of (i) aligning with the latest regulatory requirements following the relevant amendments to the Listing Rules in relation to the conduct of general meetings; and (ii) making other consequential and housekeeping changes. The Board further proposes that the Proposed Amendments to be made by the adoption of the new Articles of Association in substitution for, and to the exclusion of, the existing Articles of Association. A special resolution set out in resolution 7 of the Notice will be proposed at the 2026 AGM to approve the adoption of the new Articles of Association.

Details of the Proposed Amendments are set out in Appendix II to this circular. The Proposed Amendments are either marked with strikethrough to denote text to be deleted or underlined to denote text to be added. Save for the Proposed Amendments, the other articles of the Articles of Association will remain unchanged. The Chinese translation of the Proposed Amendments set out in the Chinese version of this circular is for reference only. In case there is any discrepancy or inconsistency between the English and Chinese versions, the English version shall prevail.

The legal adviser to the Company has confirmed that the Proposed Amendments conform with the applicable requirements of the Listing Rules and the laws of Hong Kong. The Company has confirmed that there is nothing unusual about the Proposed Amendments for a company listed in Hong Kong.

### 2026 AGM

The resolutions to be proposed at the 2026 AGM are set out in full in the Notice.

Pursuant to Rule 13.39(4) of the Listing Rules, all votes at the 2026 AGM will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. After the conclusion of the 2026 AGM, an announcement of the poll results will be published on the respective websites of HKEXnews at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company at [www.tradelink.com.hk](http://www.tradelink.com.hk). The results of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded or required.

### RECOMMENDATION

The Directors (including INEDs) are of the opinion that all the proposed resolutions are in the interests of the Company and the Shareholders as a whole and recommend that Shareholders vote in favour of all the resolutions to be proposed at the 2026 AGM.

Yours faithfully,  
On behalf of the Board  
**Dr. LEE Harry Nai Shee, S.B.S., J.P.**  
*Chairman*

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## APPENDIX I

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*The details (as required by the Listing Rules) of the persons who are eligible and offer themselves for re-election as Directors are as follows:*

### **NED**

#### **Dr. LEE Delman**

Dr. LEE Delman, aged 58, was appointed as a Director on 29 October 2012. Dr. LEE Delman holds a Doctorate from the University of Oxford and a Bachelor's degree in Electrical & Electronics Engineering from the Imperial College London. He is the Vice Chairman of TAL Apparel Limited ("TAL"). Dr. LEE Delman joined TAL in 2000. He was appointed as a member of the TAL Group's Executive Committee in 2006 and became the President and Chief Technology Officer in 2010. Dr. LEE Delman is responsible for driving TAL's long-term strategy in operations, technology and value-added services to customers. He looks after information technology ("IT") and supply chain projects – from IT infrastructure to logistics management throughout the entire organisation. He is the architect behind TAL's current enterprise resource planning (ERP) system. He is also responsible for global operations initiatives such as standardisation of work methods, cultivation of a continuous improvement organisation and corporate social responsibility.

Dr. LEE Delman has a strong background in research. Prior to joining TAL, he was a researcher at the United Kingdom ("UK") based Sharp Laboratories of Europe for three years. There, he was responsible for the commercial application of modern computer vision techniques to stereo photography and stereoscopic displays. He worked as a research fellow at University of Pennsylvania in the United States ("US") and University of Leeds in the UK in various aspects of imaging.

Dr. LEE Delman has been appointed as an Independent Non-executive Director and a member of the Risk Committee commencing from 21 March 2017, a member of the Nomination Committee and the Audit Committee commencing from 1 December 2017 and the Chairman of the Environmental, Social, and Governance Committee from 26 November 2020 of The Bank of East Asia, Limited (listed on the Main Board of SEHK with stock code: 23). He joined the board of Dairy Farm International Holdings Ltd (now known as "DFI Retail Group Holdings Limited", a standard listing on the London Stock Exchange as its primary listing with stock code: DFIB, and secondary listings on the Bermuda Stock Exchange with stock code: 133 and the Singapore Exchange with SGX Symbol: D01 respectively) on 9 May 2018 and retired with effect from 30 November 2021.

The Company entered into a service contract with Dr. LEE Delman for a term of three years commencing from 11 May 2017. The service contract can be terminated by the Company or Dr. LEE Delman by giving one month's notice in writing or payment in lieu of notice. The service contract with Dr. LEE Delman was renewed for a term of three years with effect from 8 May 2020 and 12 May 2023 respectively. During the year ended 31 December 2024, pursuant to the Remuneration Policy (the "**Remuneration Policy**") of the Company, Dr. LEE Delman signed a confirmation letter with the Company regarding the revised fixed annual remuneration payable to Dr. LEE Delman, which shall be determined with reference to his role in the Board. Other than the said revised fixed annual remuneration, all other terms of Dr. LEE Delman's existing service contract remain unchanged. Dr. LEE Delman is subject to rotational retirement and re-election requirement at the AGM pursuant to Article 96 of the Articles of Association and the Listing Rules or at such time as may be required by resolution of the Board. As a NED, Dr. LEE Delman received an emolument of HK\$100,000 in aggregate for serving on the Board for the year ended 31 December 2025.

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Dr. LEE Delman is a nephew of Dr. LEE Harry Nai Shee, S.B.S., J.P., the Chairman of the Board and a non-executive Director. As at the Latest Practicable Date, Dr. LEE Delman had deemed interest in 101,125,000 Shares through his indirect shareholding in TAL.

Save as disclosed above, as at the Latest Practicable Date, (i) Dr. LEE Delman did not hold any other positions with the Company or subsidiaries of the Company; (ii) Dr. LEE Delman had not held any other directorships in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date; (iii) Dr. LEE Delman did not have any other relationships with any Directors, senior management or substantial or controlling Shareholders; and (iv) Dr. LEE Delman did not have, and was not deemed to have, any other interests or short positions in the Shares, underlying Shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) (the “SFO”). Dr. LEE Delman has confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

### INED

**Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT**, *the chairman of the Nomination Committee and a member of the Audit and Governance Committee*

Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT, aged 66, was appointed as a Director on 12 May 2023. He holds a Bachelor of Science degree from Babson College in the US and is the Managing Director of Milo’s Knitwear (International) Limited.

Mr. LIN was an Independent Non-executive Director of Top Form International Limited (listed on the Main Board of SEHK with stock code: 333) from May 2006 to 30 November 2023. He also served as the Chairman of its Compensation Committee and a member of both its Audit Committee and Nomination Committee.

Mr. LIN is currently the Honorary Chairman of the Textile Council of Hong Kong, the Advisor of Our Hong Kong Foundation, a member of the Expert Group under the E-commerce Development Task Force and InnoHK Steering Committee of the Government of the Hong Kong Special Administrative Region (the “**Government**”), an Honorary Trade Advisor of Ministry of Commerce of Thailand and an Honorary Consul of the Slovak Republic to Hong Kong and Macao. He was the Chairman of the Hong Kong Productivity Council from 6 August 2016 to 5 August 2022 and had been the Chairman of the Hong Kong Shippers’ Council, a member (representing the Hong Kong Shippers’ Council) of the Government’s Logistics Development Council and Maritime and Port Board, a member of the Government’s Trade and Industry Advisory Board and the Chairman of the Hong Kong Export Credit Insurance Corporation and the Board of Governors of the Prince Philip Dental Hospital.

During Mr. LIN’s term of office as the Chairman of the Hong Kong Productivity Council, he had been instrumental in promoting digital and cyber security technologies, application of industry 4.0 technologies and greening the supply chain, leveraging government funding for industry upgrade, and fostering strategic collaboration with international research and study powerhouses. When acting as the Chairman of the Hong Kong Shipper’s Council, Mr. LIN had been pivotal in providing updated and

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timely market information for manufacturers, logistic providers and the Government, thereby enabling them to keep abreast of the ever-changing landscape in the global trade. He had also been leading the initiative to enhance the education and training to industry participants related to the logistics 4.0 study. Due to entangling geopolitics that complicated the supply chain, Mr. LIN had been actively promoting and bringing Hong Kong companies to Asian countries such as Thailand, Vietnam and Indonesia so as to strengthen their supply chain capabilities and remain competitive and versatile.

The Company entered into a service contract with Mr. LIN for a term of three years commencing from 12 May 2023. The service contract can be terminated by the Company or Mr. LIN by giving one month's notice in writing or payment in lieu of notice. The service contract with Mr. LIN will be renewed for a term of three years with effect from the conclusion of the 2026 AGM. During the year ended 31 December 2024, pursuant to the Remuneration Policy, Mr. LIN signed a confirmation letter with the Company regarding the revised fixed annual remuneration payable to Mr. LIN, which shall be determined with reference to his roles in the Board and respective committees of the Board. Other than the said revised fixed annual remuneration, all other terms of Mr. LIN's existing service contract remain unchanged. Mr. LIN is subject to rotational retirement and re-election requirement at the AGM pursuant to Article 96 of the Articles of Association and the Listing Rules or at such time as may be required by resolution of the Board. As an INED, Mr. LIN received an emolument of HK\$330,000 in aggregate for serving on the Board, the Audit and Governance Committee of the Board and the Nomination Committee for the year ended 31 December 2025.

Mr. LIN is a friend of Dr. LEE Harry Nai Shee, S.B.S., J.P., the Chairman of the Board and a non-executive Director.

Save as disclosed above, as at the Latest Practicable Date, (i) Mr. LIN did not hold any other positions with the Company or subsidiaries of the Company; (ii) Mr. LIN had not held any other directorships in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date; (iii) Mr. LIN did not have any other relationships with any Directors, senior management or substantial or controlling Shareholders; and (iv) Mr. LIN did not have, and was not deemed to have, any other interests or short positions in the Shares, underlying Shares or debentures of the Company within the meaning of Part XV of the SFO. Mr. LIN has confirmed his independence as regards the factors in Rule 3.13 of the Listing Rules and that there are no other factors that may affect his independence. Mr. LIN has also confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

### ED

#### **Mr. CHENG Chun Chung Andrew, the Chief Operations Officer (“COO”)**

Mr. CHENG Chun Chung Andrew, aged 56, joined the Group in 2002 and was appointed as a Director on 15 November 2011. He was appointed as the Chief Technology Officer (“CTO”) of the Company on 1 January 2017 and re-designated as the COO on 1 December 2024. He is also a director of all the Company's subsidiaries. Mr. CHENG holds a Master of Science degree in Artificial Intelligence from the University of Liverpool, a Master of Commerce degree in Information Systems from the University of New South Wales, a Master of Engineering degree from the University of Sydney, a

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Bachelor of Engineering degree with Honours in Electrical Engineering from the University of Sydney and a Bachelor of Science degree from the University of Sydney. Mr. CHENG has 33 years' experience in IT-related business, covering internet security, domestic and international supply chain, logistics and finance. He was a specialist in the consultancy on the setting up of a Public Key Infrastructure by the Government and is currently a member of the Expert Review Panel of Hong Kong Logistics and Supply Chain MultiTech R&D Centre (formerly known as "R&D Centre for Logistics and Supply Chain Management Enabling Technologies"). He has also been appointed as a member of the Enterprise Support Scheme Assessment Panel under the Innovation and Technology Fund, administered by the Government's Innovation and Technology Commission, for the period between 1 July 2025 and 30 June 2027. Mr. CHENG was awarded the Merit Award in the Transportation & Public Utilities Sector of the Cyber Security Professional Awards 2025 which was organised by the Cyber Security and Technology Crime Bureau of the Hong Kong Police Force and co-organised by the Government's Digital Policy Office and the Hong Kong Productivity Council.

Under the employment contract dated 30 August 2004 signed between the Company and Mr. CHENG, the contract can be terminated by the Company or Mr. CHENG by giving one month's notice in writing or payment in lieu of notice. On 15 November 2011, Mr. CHENG was appointed as the Acting Deputy Chief Executive Officer ("CEO") of the Company, and on 26 June 2012, he became the Deputy CEO. In line with the business developments of the Company, he was re-designated as the CTO and the COO on 1 January 2017 and 1 December 2024 respectively. Other than the said re-designation and change of job duties, all other terms of Mr. CHENG's existing employment contract remain unchanged. Mr. CHENG received an emolument of approximately HK\$3,817,000 in aggregate for the year ended 31 December 2025, inclusive of salary, discretionary bonus, share-based payments, mandatory provident fund and other benefits which are determined with reference to his duties and responsibilities and are commensurate with prevailing market conditions. There is no service contract between the Company and Mr. CHENG for his appointment as an ED and a director of the Company's subsidiaries and associates, and he does not receive any emoluments from the Company for serving the same. As an ED, Mr. CHENG has no fixed term of service with the Company but is subject to rotational retirement and re-election requirement at the AGM pursuant to Article 96 of the Articles of Association and the Listing Rules or at such time as may be required by resolution of the Board.

As at the Latest Practicable Date, Mr. CHENG had personal interests in 2,755,843 Shares and 7,300,000 underlying Shares in respect of share options granted by the Company to him as beneficial owner under the Company's share option scheme.

Save as disclosed above, as at the Latest Practicable Date, (i) Mr. CHENG did not hold any other positions with the Company or subsidiaries of the Company; (ii) Mr. CHENG had not held any other directorships in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date; (iii) Mr. CHENG did not have any other relationships with any Directors, senior management or substantial or controlling Shareholders; and (iv) Mr. CHENG did not have, and was not deemed to have, any other interests or short positions in the Shares, underlying Shares or debentures of the Company within the meaning of Part XV of the SFO. Mr. CHENG has confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

## APPENDIX II

Details of the Proposed Amendments are sets out as follows:

Before Amendment	After Amendment
<i>(as adopted by Special Resolution passed on 7 May 2021)</i>	<i>(as adopted by Special Resolution passed on 7 May 2021 [●●] 2026)</i>
<b>INTERPRETATION</b>	
<p>4. ...</p> <p>“electronic communication” shall mean any Corporate Communication sent by electronic means;</p> <p>“electronic means” shall mean the transmission of any Corporate Communication from the Company in any form through any medium (including but not limited to electronic mail or publication on the Company’s website, or publication on the Company’s computer network or publication on the website of the Stock Exchange or the website of any stock exchange on which any securities of the Company are listed and/or permitted to be dealt in);</p>	<p>4. ...</p> <p><b><u>“Communication Facilities” shall include, but not limited to, video, video-conferencing, internet or online conferencing applications, telephone or tele-conferencing and/or any other video-communication, internet or online conferencing application or telecommunications facilities or other virtual meeting technology by means of which all persons participating in a meeting are capable of hearing and being heard by each other and all members’ right to speak and vote at the meeting are maintained;</u></b></p> <p>“electronic communication” shall mean <del>any Corporate Communication sent by electronic means</del><b><u>a communication sent, transmitted, conveyed and received by wire, by radio, by optical means, by electronic means or by other electron magnetic or virtual means in any form through any medium;</u></b></p> <p>“electronic means” shall <del>mean the transmission of any Corporate Communication from the Company in any form through any medium (including but not limited to electronic mail or publication on the Company’s website, or publication on the Company’s computer network or publication on the website of the Stock Exchange or the website of any stock exchange on which any securities of the Company are listed and/or permitted to be dealt in)</del><b><u>include sending or otherwise making available to the intended recipient(s) of the communication an electronic communication;</u></b></p>

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Before Amendment	After Amendment
	<p><u>“Hybrid Meeting” shall mean a general meeting held and conducted for the (i) physical attendance and participation by members and/or proxies at the Principal Meeting Place and where applicable, one or more Meeting Places; and at the same time (ii) virtual attendance and participation by members and/or proxies by means of Communication Facilities;</u></p> <p><u>“Meeting Place(s)” shall have the meaning given to it in Article 68(a), and for the avoidance of doubt shall include the Principal Meeting Place unless otherwise specified;</u></p> <p><u>“Physical Meeting” shall mean a general meeting held and conducted by physical attendance and participation by members and/or proxies at the Principal Meeting Place and/or where applicable, one or more Meeting Places;</u></p> <p><u>“Principal Meeting Place” shall have the meaning given to it in Article 62;</u></p> <p><u>“Virtual Meeting” shall mean a general meeting held and conducted wholly and exclusively by virtual attendance and participation by members and/or proxies by means of Communication Facilities;</u></p> <p><u>References to a “meeting” shall mean a meeting convened and held in any manner permitted by these Articles, and for the avoidance of doubt, any member (whether in person, by proxy, or in the case of any member not being a natural person, by its duly authorised representative) or Director (including, without limitation, the Chairman of such meeting) attending and participating at a meeting by means of Communication Facilities shall be deemed to be present at that meeting for all purposes of the Ordinance and these Articles, and the terms “attend”, “participate”, “attending”, “participating”, “attendance”, “participation”, “present” and “presence” (and their grammatical derivatives) in the context of meetings shall be construed accordingly.</u></p>

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Before Amendment	After Amendment
	<p><u>References to a member's participation in the business of a general meeting shall include, without limitation and as relevant, the right (including, in the case of member not being a natural person, through a duly authorised representative) to speak or communicate, vote, be represented by a proxy and have access in hard copy or electronic form to all documents which are required by the Ordinance or these Articles to be made available at the meeting, and participate and participating in the business of a general meeting shall be constructed accordingly.</u></p> <p><u>References to a member's right to speak at a Virtual Meeting or a Hybrid Meeting shall include the right to raise questions or make statements to the Chairman of the meeting, verbally or in written form, by means of Communication Facilities and such a right shall be deemed to have been duly exercised if the questions or statements may be heard or seen by all or only some of the persons present at the meeting (or only by the Chairman of the meeting) in which event the Chairman of the meeting shall relay the questions raised or the statements made verbatim to all persons present at the meeting, either orally or in writing using Communication Facilities.</u></p>

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Before Amendment	After Amendment
	<p><u>References to the terms “place” and “places” within these Articles shall be construed, as applicable, only in contexts where a physical location is required or relevant. Reference to a “place” for the delivery, receipt, or payment of monies, whether by the Company or by any member, shall not preclude the use of electronic means for such delivery, receipt, or payment. For the avoidance of doubt, references to a “place” in the context of meetings shall include physical, virtual, electronic or hybrid meeting formats, as permitted by applicable laws, rules and regulations. References to a “place” in the notices of meetings (and any adjournments and postponements thereof) or any other references to a “place” shall be interpreted to include virtual platforms or electronic means of communication where applicable. Where the term “place” is out of context, unnecessary or not applicable, such reference shall be disregarded without affecting the validity or interpretation of the relevant provision.</u></p> <p><u>Where a member is a not a natural person, any reference in these Articles to a member shall, where the context requires, refer to a duly authorised representative of such member.</u></p>

**APPENDIX II**

Before Amendment	After Amendment
<b>GENERAL MEETINGS</b>	
<p>59. The Company shall in each year hold a general meeting as its annual general meeting in addition to any other meeting in that year and shall specify the meeting as such in the notices calling it; and not more than fifteen months (or such shorter period as prescribed by legislation) shall elapse between the date of one annual general meeting of the Company and that of the next. The annual general meeting shall be held at such time and place(s) as the Board shall appoint.</p>	<p>59. The Company shall in each year hold a general meeting as its annual general meeting in addition to any other meeting in that year and shall specify the meeting as such in the notices calling it; <del>and not more than fifteen months (or such shorter period as prescribed by legislation) shall elapse between the date of one annual general meeting of the Company and that of the next.</del> The annual general meeting shall be held <b><u>within 6 months after the end of each financial year (unless a longer period would not infringe the Ordinance and the Listing Rules)</u></b> at such time and place(s) <b><u>(which, in the case of a Virtual Meeting or a Hybrid Meeting, include a virtual place)</u></b> and/or in such mode and <b><u>manner</u></b> as the Board shall appoint.</p>
/	<p><b><u>60A. All general meetings (including any annual general meeting, any extraordinary general meeting, any adjourned meeting or postponed meeting) may be held as a Physical Meeting in any part of the world or at one or more places as provided in Article 68(a), a Hybrid Meeting or a Virtual Meeting, as may be determined by the Board in its absolute discretion.</u></b></p>

## APPENDIX II

Before Amendment	After Amendment
<p>62. An annual general meeting and a meeting called for the passing of a special resolution shall be called by 21 days' notice in writing at the least, and a meeting of the Company other than an annual general meeting or a meeting for the passing of a special resolution shall be called by 14 days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the place, the day, the hour of meeting and the general nature of the business to be dealt with, and shall be given, in the manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Company in general meeting, to such persons as are, under these Articles, entitled to receive such notices from the Company.</p>	<p>62. An annual general meeting <del>and a meeting called for the passing of a special resolution</del> shall be called by 21 days' notice in writing at the least, and a meeting of the Company other than an annual general meeting <del>or a meeting for the passing of a special resolution</del> shall be called by 14 days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify: <u>(a) the place, the day, the hour <del>the date and time</del> of meeting; (b) save for a Virtual Meeting, the place of meeting and if there is more than one Meeting Place as determined by the Board pursuant to Article 68(a), the principal place of the Meeting (the "Principal Meeting Place"); (c) if the general meeting is to be held as a Virtual Meeting or a Hybrid Meeting, that the meeting is to be held in such manner and the details of the Communication Facilities to be utilised at the meeting, including the procedures to be followed by any member or other participant of the general meeting who wishes to utilise such Communication Facilities for the purpose of attending, participating and voting at such meeting (which Communication Facilities may vary from time to time and from meeting to meeting as the Board may, in its absolute discretion, deem fit), or where such details will be made available by the Company prior to such meeting; and (d) particulars of resolutions to be considered at the meeting and in the case of special business,</u> the general nature of the business to be dealt with, and shall be given, in the manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Company in general meeting, to such persons as are, under these Articles, entitled to receive such notices from the Company.</p>

## APPENDIX II

Before Amendment	After Amendment
/	<p><b><u>62A. The Board shall have the power to provide in every notice calling a general meeting the circumstances in which a postponement or change of the relevant general meeting may occur automatically without further notice including, without limitation, where a tropical cyclone warning signal no.8 or above, black rainstorm warning, “extreme conditions” as announced by the Hong Kong Government or other similar event is in force at any time on the day of the general meeting.</u></b></p>
/	<p><b><u>63A. Members have the right to (a) speak at a general meeting and (b) vote at a general meeting except where a member is, under the Listing Rules or the Ordinance, required to abstain from voting to approve the matter under consideration.</u></b></p>
PROCEEDINGS AT GENERAL MEETINGS	
<p>65. If within fifteen minutes (or such longer period not exceeding one hour as the chairman of the meeting shall determine) from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved, but in any other case it shall stand adjourned to the same day in the next week and at such time and place as shall be decided by the Board, and if at such adjourned meeting a quorum is not present within fifteen minutes (or such longer period not exceeding one hour as the chairman of the meeting shall determine) from the time appointed for holding the meeting, the member or members present in person shall be a quorum and may transact the business for which the meeting was called.</p>	<p>65. If within fifteen minutes (or such longer period not exceeding one hour as the <del>chairman</del><b>Chairman</b> of the meeting shall determine) from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved, but in any other case it shall stand adjourned to the same day in the next week and at such time and place(s) <b><u>(whether physical or virtual) and/or in such mode and manner</u></b> as shall be decided by the Board, and if at such adjourned meeting a quorum is not present within fifteen minutes (or such longer period not exceeding one hour as the <del>chairman</del><b>Chairman</b> of the meeting shall determine) from the time appointed for holding the meeting, the member or members present in person shall be a quorum and may transact the business for which the meeting was called.</p>

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**APPENDIX II**

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<b>Before Amendment</b>	<b>After Amendment</b>
/	<p data-bbox="810 293 1390 470"><b><u>66A. The Chairman of any general meeting shall be entitled to attend and participate at such general meeting by means of Communication Facilities, and to act as the Chairman, in which event:</u></b></p> <p data-bbox="887 519 1390 583"><b><u>(a) the Chairman shall be deemed to be present at the meeting; and</u></b></p> <p data-bbox="887 632 1390 1555"><b><u>(b) if the Communication Facilities are interrupted or fail for any reason to enable the Chairman to hear and be heard by all other persons attending and participating at the meeting, then the other Directors present at the meeting shall choose another Director present to act as Chairman of the meeting for the remainder of the meeting unless and until the original Chairman of the meeting is able to participate in the meeting using the Communication Facilities; provided that (i) if no other Director is present at the meeting, or (ii) if all the Directors present decline to take the chair, then the meeting shall be automatically adjourned to the same day in the next week (or if it is not a business day, to the next business day) and at such time and/or place (whether physical or virtual) (if applicable) and/or in such mode and manner as shall be decided by the Board.</u></b></p>

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**APPENDIX II**

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<b>Before Amendment</b>	<b>After Amendment</b>
<p>67. The Chairman may, with the consent of any general meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place as the meeting shall determine. Whenever a meeting is adjourned for fourteen days or more, at least seven clear days' notice, specifying the place, the day and the hour of the adjourned meeting shall be given in the same manner as in the case of an original meeting but it shall not be necessary to specify in such notice the nature of the business to be transacted at the adjourned meeting. Save as aforesaid, no member shall be entitled to any notice of an adjournment or of the business to be transacted at any adjourned meeting. No business shall be transacted at any adjourned meeting other than the business which might have been transacted at the meeting from which the adjournment took place.</p>	<p>67. <del>The</del> <b><u>Subject to Article 68(d), the</u></b> Chairman may, with the consent of any general meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time <b><u>(or indefinitely) and/or</u></b> from place(s) to place(s) <b><u>(whether physical or virtual) and/or from one form (a Physical Meeting, a Virtual Meeting or a Hybrid Meeting) to another</u></b> as the meeting shall determine. Whenever a meeting is adjourned for fourteen days or more, at least seven clear days' notice, specifying the <del>place, the day and the hour</del> <b><u>details</u></b> of the adjourned meeting <b><u>as set out in Article 62</u></b> shall be given in the same manner as in the case of an original meeting but it shall not be necessary to specify in such notice the nature of the business to be transacted at the adjourned meeting. Save as aforesaid, no member shall be entitled to any notice of an adjournment or of the business to be transacted at any adjourned meeting. No business shall be transacted at any adjourned meeting other than the business which might have been transacted at the meeting from which the adjournment took place.</p>

**APPENDIX II**

<b>Before Amendment</b>	<b>After Amendment</b>
<p>68. The Board may, at its absolute discretion, arrange for members to attend a general meeting by simultaneous attendance and participation at meeting place(s) using technology at such place or places in any part of the world as the Board may, at its absolute discretion, designate. The members present in person or by proxy at the meeting place(s) shall be counted in the quorum for, and entitled to vote at, the subject general meeting, and that meeting shall be duly constituted and its proceedings valid provided that the Chairman of the meeting is satisfied that adequate facilities are available to ensure that members attending at all the meeting places are able to:</p> <p>(a) participate in the business for which the meeting has been convened;</p> <p>(b) hear and see all persons present who speak at the principal place of the meeting and at any other meeting place(s) held by technology; and</p> <p>(c) be heard and seen by all other persons so present in the same day.</p>	<p>68. <u>(a)</u> The Board may, at its absolute discretion, arrange for <del>members</del> <b>persons entitled</b> to attend a general meeting <b>to do so</b> by simultaneous attendance and participation <del>at meeting place(s) using technology</del> <b>by means of Communication Facilities</b> at such place or places <b>(“Meeting Place(s)”)</b> in any part of the world as the Board may, at its absolute discretion, designate. <del>The members present in person or by proxy at the meeting place(s) shall be counted in the quorum for, and entitled to vote at, the subject general meeting, and that meeting shall be duly constituted and its proceedings valid provided that the Chairman of the meeting is satisfied that adequate facilities are available to ensure that members attending at all the meeting places are able to:</del></p> <p>(a) <del>participate in the business for which the meeting has been convened;</del></p> <p>(b) <del>hear and see all persons present who speak at the principal place of the meeting and at any other meeting place(s) held by technology; and</del></p> <p>(c) <del>be heard and seen by all other persons so present in the same day</del></p>

**APPENDIX II**

Before Amendment	After Amendment
	<p><b><u>(b) All general meetings shall be subject to the following, and where appropriate, all references to a member or members in this paragraph shall include a proxy or proxies respectively:</u></b></p> <p><b><u>(i) where a member or proxy is attending a Meeting Place and/or in the case of a Hybrid Meeting, the meeting shall be treated as having commenced if it has commenced at the Principal Meeting Place;</u></b></p> <p><b><u>(ii) members present at a Meeting Place and/or Members attending and participating in a Virtual Meeting or a Hybrid Meeting by means of Communication Facilities shall be counted in the quorum for and entitled to vote at the meeting in question, and that meeting shall be duly constituted and its proceedings valid provided that the Chairman of the meeting is satisfied that adequate Communication Facilities are available throughout the meeting to ensure that members at all Meeting Places and members participating in a Virtual Meeting or a Hybrid Meeting by means of Communication Facilities are able to participate in the business for which the meeting has been convened;</u></b></p>

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**APPENDIX II**

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<b>Before Amendment</b>	<b>After Amendment</b>
	<p><u>(iii) where members or proxies attend a meeting by being present at one of the Meeting Places and/or where members or proxies participate in a Virtual Meeting or a Hybrid Meeting by means of Communication Facilities, a failure (for any reason) of the Communication Facilities or communication equipment, or any other failure in the arrangements for enabling those in a Meeting Place other than the Principal Meeting Place to participate in the business for which the meeting has been convened, or in the case of a Virtual Meeting or a Hybrid Meeting, the inability of one or more members or proxies to access, or continue to access, the Communication Facilities despite adequate Communication Facilities having been made available by the Company, shall not affect the validity of the meeting or the resolutions passed, or any business conducted there or any action taken pursuant to such business provided that there is a quorum present throughout the meeting; and</u></p>

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**APPENDIX II**

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<b>Before Amendment</b>	<b>After Amendment</b>
	<p><b><u>(iv) if any of the Meeting Places is not in the same jurisdiction as the Principal Meeting Place and/or in the case of a Hybrid Meeting, the provisions of these Articles concerning the service and giving of notice for the meeting, and the time for lodging instrument appointment a proxy, shall apply by reference to the Principal Meeting Place; and in the case of a Virtual Meeting, the time for lodging instrument appointment a proxy shall be as stated in the notice for the meeting.</u></b></p>

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## APPENDIX II

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Before Amendment	After Amendment
	<p><u>(c) The Board and, at any general meeting, the Chairman of the meeting may from time to time make arrangements for managing attendance and/or participation and/or voting at a Physical Meeting and/or at any Meeting Place(s) and/or participation in a Virtual Meeting or a Hybrid Meeting by means of Communication Facilities (whether involving the issue of tickets or some other means of identification, passcode, seat reservation, electronic voting or otherwise) as it/he shall in its/his absolute discretion consider appropriate, and may from time to time change any such arrangements, provided that a member who, pursuant to such arrangements, is not entitled to attend, in person or by proxy, at any Meeting Place shall be entitled so to attend at one of the other Meeting Places or a Virtual Meeting or a Hybrid Meeting by means of Communication Facilities; and the entitlement of any member so to attend the meeting or adjourned meeting or postponed meeting at such place or in such mode or manner shall be subject to any such arrangement as may be for the time being in force and by the notice of meeting or adjourned meeting or postponed meeting stated to apply to the meeting.</u></p>

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**APPENDIX II**

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<b>Before Amendment</b>	<b>After Amendment</b>
	<p data-bbox="887 285 1393 314"><b><u>(d) If it appears to the Chairman that:</u></b></p> <p data-bbox="962 348 1393 825"><b><u>(i) the Communication Facilities at the Principal Meeting Place or such other Meeting Place(s) at which the meeting may be attended have become inadequate for the purposes referred to in Article 68(a) and 68(b)(ii) or are otherwise not sufficient to allow the meeting to be conducted substantially in accordance with the provisions set out in the notice of the meeting; or</u></b></p> <p data-bbox="962 874 1393 1315"><b><u>(ii) in the case of a Virtual Meeting or a Hybrid Meeting, the Communication Facilities being made available by the Company have become inadequate or are otherwise not sufficient to allow the meeting to be conducted substantially in accordance with the provisions set out in the notice of the meeting or in these Articles; or</u></b></p>

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**APPENDIX II**

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<b>Before Amendment</b>	<b>After Amendment</b>
	<p data-bbox="963 289 1390 506"><u>(iii) it is not possible to ascertain the view of those present or to give all persons entitled to do so a reasonable opportunity to speak, communicate and/or vote at the meeting; or</u></p> <p data-bbox="963 555 1390 810"><u>(iv) there is violence or the threat of violence, unruly behaviour or other disruption occurring at the meeting or it is not possible to secure the proper and orderly conduct of the meeting;</u></p> <p data-bbox="963 863 1390 1374"><u>then in each case, without prejudice to any other power which the Chairman may have under these Articles or at common law, the Chairman may, at his discretion, without the consent of the meeting, and before or after the meeting has started and irrespective of whether a quorum is present, interrupt or adjourn the meeting (including adjournment for an indefinite period). All business conducted at the meeting up to the time of such adjournment shall be valid.</u></p>

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## APPENDIX II

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Before Amendment	After Amendment
/	<p><b><u>68A. The Board and, at any general meeting, the Chairman of the meeting may make any arrangement and impose any requirement or restriction the Board or the Chairman of the meeting, as the case may be, considers appropriate to ensure the security and the orderly and effective conduct of a meeting (including, without limitation, requirements for evidence of identity to be produced by those attending the meeting, the searching of their personal property and the restriction of items that may be taken into the meeting place, and determining the number and frequency of and the time allowed for questions that may be raised at a meeting). Members and proxies shall also comply with all requirements, procedures, measures or restrictions imposed by the owner of the premises at which the meeting is held. Any decision made under this Article shall be final and conclusive and a person who refuses to comply with any such arrangements, requirements, procedures, measures or restrictions may be refused entry to the meeting or ejected (physically or electronically) from the meeting.</u></b></p>

**APPENDIX II**

Before Amendment	After Amendment
/	<p><b>68B. <u>If, after the notice of a general meeting is sent but before the meeting is held, or after the adjournment or postponement of a meeting but before the adjourned or postponed meeting is held (whether or not notice of the adjourned or postponed meeting is required), the Board, in its absolute discretion, considers that it is inappropriate, impracticable, unreasonable or undesirable for any reason to hold the general meeting or adjourned or postponed meeting on the date or at the time or place or by the mode or in the manner (including but not limited to the means of Communication Facilities and the form of meeting (whether a Physical Meeting, a Virtual Meeting or a Hybrid Meeting)) specified in the notice calling the meeting, it may change or postpone the meeting to another date, time and/or place and/or change the mode and/or manner (including change of Communication Facilities and/or change of form of meeting (whether a Physical Meeting, a Virtual Meeting or a Hybrid Meeting)) without approval from the members. Without prejudice to the generality of the foregoing, the Board shall have the power to provide in every notice calling a general meeting the circumstances in which a postponement of the relevant general meeting may occur automatically without further notice, including without limitation where a tropical cyclone warning signal no.8 or above, black rainstorm warning, “extreme conditions” as announced by the Hong Kong Government or other similar event is in force at any time on the day of the general meeting or is announced to be issued at any time on the day of the meeting (unless such warning has been cancelled at least a minimum period of time prior to the general meeting as the Board may specify in the relevant notice). This Article shall be subject to the following:</u></b></p>

**APPENDIX II**

Before Amendment	After Amendment
	<p>(a) <u>when the date, time, place, mode or manner of a meeting is so changed or postponed, the Company shall endeavour to publish a notice of such change or postponement on the Company’s website and the Stock Exchange’s website (if applicable) as soon as practicable, provided that failure to publish such a notice shall not affect the automatic change or postponement of a meeting;</u></p> <p>(b) <u>when only the mode of the meeting or the Communication Facilities specified in the notice are so changed, the Board shall notify the members of the details of such change in such manner as the Board may determine;</u></p> <p>(c) <u>when a meeting is postponed or changed in accordance with this Article, subject to Article 67, unless already specified in the original notice of the meeting, the Board shall fix the date, time, place (if applicable), mode and/or manner (including, where applicable, the Communication Facilities) for the postponed or changed meeting, specify the date and time by which instrument appointment a proxy shall be submitted in order to be valid for such postponed or changed meeting (provided that all instruments appointing a proxy submitted for the original meeting shall continue to be valid for the postponed or changed meeting unless revoked or replaced by a new instrument appointing a proxy if they are received as required by these Articles not less than 48 hours before the time of the postponed or changed meeting) and shall give the members reasonable notice (in light of the circumstances) of such details in such manner as the Board may determine; and</u></p>

**APPENDIX II**

Before Amendment	After Amendment
	<p><u>(d) notice of the business to be transacted at the postponed or changed meeting shall not be required, nor shall any accompanying documents be required to be recirculated, provided that the business to be transacted at the postponed or changed meeting is the same as that set out in the original notice of general meeting circulated to the members.</u></p>
/	<p><u>68C. All persons seeking to attend and participate in a Virtual Meeting or a Hybrid Meeting shall be responsible for maintaining adequate facilities to enable them to do so. Subject to Article 68(d), any inability of a person or persons to attend or participate in a general meeting by way of Communication Facilities shall not invalidate the proceedings of and/or resolutions passed at that meeting.</u></p>
/	<p><u>68D. Without prejudice to other provisions in Articles 68 to 68C, a Physical Meeting may also be held by means of such Communication Facilities that permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and participation in such a meeting shall constitute presence in person at such meeting.</u></p>
/	<p><u>69A. Votes (whether on a show of hands or by way of poll) may be cast by such means, electronic or otherwise, as the Board or the Chairman of the meeting may in its/his sole discretion determine.</u></p>

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## APPENDIX II

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Before Amendment	After Amendment
<p>70. If a poll is demanded as aforesaid, it shall (subject as provided in Article 71) be taken in such manner (including the use of ballot or voting papers or tickets) and at such time and place, not being more than thirty days from the date of the meeting or adjourned meeting at which the poll was demanded, as the Chairman directs. No notice need be given of a poll not taken immediately. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn, with the consent of the Chairman, at any time before the close of the meeting or the taking of the poll, whichever is the earlier.</p>	<p>70. If a poll is demanded as aforesaid, it shall (subject as provided in Article 71) be taken in such manner (including the use of ballot or voting papers or tickets <u>or by electronic voting or otherwise</u>) and at such time and place (<u>whether physical or virtual</u>), not being more than thirty days from the date of the meeting or adjourned meeting at which the poll was demanded, as the Chairman directs. No notice need be given of a poll not taken immediately. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn, with the consent of the Chairman, at any time before the close of the meeting or the taking of the poll, whichever is the earlier.</p>

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## NOTICE OF ANNUAL GENERAL MEETING

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**Tradelink Electronic Commerce Limited**  
**貿易通電子貿易有限公司**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 536)**

**Notice is hereby given** that the annual general meeting (“AGM”) of Tradelink Electronic Commerce Limited (the “Company”) will be held on Friday, 29 May 2026 at 2:00 p.m. (“2026 AGM”) at Multi-Function Room, 1/F, Silka Tsuen Wan, Hong Kong, 119 Wo Yi Hop Road, Kwai Chung, Kowloon, Hong Kong for the following purposes.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 23 April 2026 (the “Circular”).

### **Ordinary Resolutions**

1. To receive and adopt the audited financial statements of the Group, the directors’ report and the report of the auditor for the year ended 31 December 2025.
2. To declare a final dividend for the year ended 31 December 2025.
3. To re-elect the following retiring Directors:
  - (i) To re-elect Dr. LEE Delman as a Non-executive Director.
  - (ii) To re-elect Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT as an Independent Non-executive Director.
  - (iii) To re-elect Mr. CHENG Chun Chung Andrew as an Executive Director.
4. To authorise the Board to fix the remuneration of Directors.
5. To re-appoint KPMG as auditor of the Company and to authorise the Board to fix its remuneration.
6. To consider and, if thought fit, pass, with or without modifications, the following resolution as an ordinary resolution:

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## NOTICE OF ANNUAL GENERAL MEETING

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“**THAT** a general unconditional mandate be given to the Directors to allot, issue and deal with new Shares or securities convertible into Shares in the unissued share capital of the Company, including the entering into of any agreements or the granting of any options to do any of the foregoing, provided that the total number of Shares allotted or agreed to be allotted by the Directors pursuant thereto, otherwise than pursuant to a rights issue, or any allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles of Association, shall not exceed 20% of the total number of issued Shares as at the date of this resolution and such mandate shall remain in effect until (i) the conclusion of the next AGM; (ii) the expiration of the period within which the next AGM is required by any applicable law or by the Articles of Association to be held; or (iii) it is revoked or varied by an ordinary resolution of the Shareholders in a general meeting, whichever is the earliest.”

### Special Resolution

7. As special business, to consider and, if thought fit, pass, with or without modifications, the following resolution as a special resolution:

“**THAT** the new Articles of Association, a copy of which has been produced to the 2026 AGM and marked “A” and signed by the chairman of the 2026 AGM for the purpose of identification, which consolidates all the Proposed Amendments be and are hereby approved and adopted in substitution for and to the exclusion of the existing Articles of Association with immediate effect from the conclusion of the 2026 AGM, and any one Director or company secretary of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the foregoing.”

By Order of the Board  
**Tradelink Electronic Commerce Limited**  
**Dr. LEE Harry Nai Shee, S.B.S., J.P.**  
*Chairman*

Hong Kong, 23 April 2026

*Notes:*

1. Any Shareholder entitled to attend and vote at the 2026 AGM is entitled to appoint one or more proxies to attend and, on a poll, vote in his/her stead. A proxy need not be a Shareholder.
2. Where there are joint registered holders of any Share, any one of such persons may vote at the 2026 AGM, either personally 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 2026 AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.

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## NOTICE OF ANNUAL GENERAL MEETING

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3. The form of proxy duly completed and signed in accordance with the instructions printed thereon and 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 deposited at the Company's share registrar, 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 appointed for the holding of the 2026 AGM (or any adjournment thereof), otherwise the form of proxy shall not be treated as valid. The completion and return of the form of proxy shall not preclude Shareholders from attending and voting in person at the 2026 AGM (or any adjournment thereof) should they so wish.
4. At the 2026 AGM, the Chairman of the meeting will put each of the above resolutions to the vote by way of a poll pursuant to Rule 13.39(4) of the Listing Rules.
5. The register of members of the Company will be closed from Tuesday, 26 May 2026 to Friday, 29 May 2026, both days inclusive, during which period no transfer of Shares will be registered to determine the Shareholders' entitlement to attend and vote at the 2026 AGM. The record date for determining the Shareholders' entitlement to attend and vote at the 2026 AGM is Friday, 29 May 2026. In order to qualify to attend and vote at the 2026 AGM, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration, no later than 4:30 p.m. on Friday, 22 May 2026.
6. The register of members of the Company will be closed from Friday, 5 June 2026 to Tuesday, 9 June 2026, both days inclusive, during which period no transfer of Shares will be registered to determine the Shareholders' entitlement to the final dividend. The record date for determining the Shareholders' entitlement to the final dividend is Friday, 5 June 2026. In order to qualify for the final dividend, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration, no later than 4:30 p.m. on Thursday, 4 June 2026.
7. Concerning resolutions 3(i), 3(ii) and 3(iii) above, Dr. LEE Delman, Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT and Mr. CHENG Chun Chung Andrew will retire as Directors at the 2026 AGM and, being eligible, have offered themselves for re-election. Details of the above Directors for re-election are set out in Appendix I to the Circular.
8. Concerning resolution 6 above, the Directors wish to state that they have no immediate plans to issue any new Shares. Approval is being sought from Shareholders as a general mandate for the purposes of Sections 140 and 141 of the Companies Ordinance (Cap. 622, Laws of Hong Kong) and the Listing Rules.
9. In the event of any inconsistency between the Chinese translation and the English text hereof, the English text shall prevail.

As at the date of this notice, the Board comprises

**Non-executive Directors:** Dr. LEE Harry Nai Shee, S.B.S., J.P. (Chairman), Dr. LEE Delman and Mr. YUEN Wing Sang Vincent;

**Independent Non-executive Directors:** Mr. CHAK Hubert, Ms. CHEUNG Ho Ling Honnus and Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT; and

**Executive Directors:** Mr. YUEN Man Chung, S.B.S. and Mr. CHENG Chun Chung Andrew.