

**Hong Kong Life Sciences and Technologies Group Limited**  
**香港生命科學技術集團有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “EGM”) of Hong Kong Life Sciences and Technologies Group Limited (the “**Company**”) will be held at Units 5906–5912, 59/F., The Center, 99 Queen’s Road Central, Hong Kong on Tuesday, 22 June 2021 at 11:00 a.m. to consider and, if thought fit, to pass with or without amendments, the following resolutions:

**SPECIAL RESOLUTIONS**

**“THAT**

- (1) Subject to and conditional upon the fulfilment of all the conditions set out in the section headed “Conditions for Capital Reorganisation” in the Circular, upon the date on which such conditions are fulfilled:
  - (a) every ten (10) issued and unissued existing shares of par value of HK\$0.04 each in the share capital of the Company will be consolidated into one (1) share of par value of HK\$0.40 each (the “**Consolidated Share**”) in the share capital of the Company (the “**Share Consolidation**”) and such Consolidated Share(s) shall rank pari passu in all respects with each other and have the rights and privileges and be subject to the restrictions as contained in the amended and restated articles of association of the Company (the “**Articles**”), immediately after the Share Consolidation, the total number of Consolidated Shares in the issued share capital of the Company will be rounded down to the nearest whole number by cancelling any fraction of a Consolidated Share in the issued share capital of the Company arising from the Share Consolidation;
  - (b) the par value of each issued Consolidated Share will be reduced (the “**Capital Reduction**”) from HK\$0.40 to HK\$0.01 by cancelling paid-up capital to the extent of HK\$0.39 and any liability of the holders of such shares to make any further contribution to the share capital of the Company on each such share shall be treated as satisfied and that the amount of issued capital thereby cancelled be made available for issue of new shares of the Company;
  - (c) immediately following the cancellation of paid-up capital in (b) above, each authorized but unissued Consolidated Share in the share capital of the Company be sub-divided into 40 new shares of HK\$0.01 each (the “**Sub-division**”, together with the Share Consolidation and the Capital Reduction, the “**Capital Reorganisation**”);

- (d) the credit arising from the Capital Reduction be transferred to a distributable reserve account of the Company which may be utilised by the directors (the “**Directors**”) of the Company in accordance with the Articles and all applicable laws, including, without limitation, eliminating or setting off the accumulated losses of the Company from time to time; and
  - (e) any one Director be and is hereby authorised to do all such acts, deeds and things and to effect all necessary actions as he/she may consider necessary or desirable in order to effect, implement and complete any and all of the foregoing arrangement for the Capital Reorganisation.
- (2) subject to and conditional upon the Capital Reorganisation becoming effective,
- (a) the amended and restated memorandum and articles of association of the Company (the “**New M&A**”), a copy of which has been produced to this meeting marked “A” and for identification purpose signed by the Chairman of the meeting, be and are hereby approved and adopted as the new memorandum and articles of association of the Company in substitution for and to the exclusion of the existing memorandum and articles of association of the Company; and
  - (b) any one Director be and is hereby authorised to do all such acts, deeds and things and to effect all necessary actions as he/she may consider necessary or desirable in order to effect, implement and complete any and all of the foregoing.”

### **ORDINARY RESOLUTION**

- (1) “**THAT** subject to and conditional upon the Capital Reorganisation becoming effective,
- (a) a specific mandate (the “**Specific Mandate**”) was granted to the Directors of the Company to allot, issue and deal with Shares or securities convertible into Shares or options, warrants or similar rights to subscribe for Shares or such convertible securities provided that such aggregate number of Shares which be allotted, issued or dealt with or agreed to be allotted, issued or dealt with should not exceed 80% of the aggregate number of Shares in issue at HK\$0.01 each within one year after the conclusion of the EGM; and

- (b) any one Director be and is hereby authorised to do all such acts, deeds and things and to effect all necessary actions as he/she may consider necessary or desirable in order to effect, implement and complete any and all of the foregoing for the Specific Mandate.”

By order of the Board  
**Hong Kong Life Sciences and Technologies Group Limited**  
**Chui Kwong Kau**  
*Director*

Hong Kong, 31 May 2021

*Notes:*

1. A member of the Company entitled to attend and vote at the meeting (or at any adjournment thereof) is entitled to appoint one, or if he is a holder of more than one share, more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy and the power of attorney (if any), under which it is signed or a certified copy thereof, must be lodged at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Standard Limited of Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the appointed time for holding the above meeting or any adjournment thereof.
3. Completion and return of the accompanying form of proxy will not preclude members of the Company from attending and voting in person at the meeting or any adjournment thereof should they so wish and in such event, the form of proxy shall be deemed to be revoked.
4. The register of members of the Company will be closed from Thursday, 17 June 2021 to Tuesday, 22 June 2021 (both days inclusive) during which no transfer of Shares may be effected for the purpose of determining the Shareholders who are entitled to attend and vote at the EGM. In order to be eligible to attend and vote at the EGM, all completed share transfer documents accompanied by the relevant share certificate(s) should be lodged for registration with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Standard Limited of Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on Wednesday, 16 June 2021.

*As at the date of this notice, the Board comprises six Directors, namely Mr. Lu Zhiqiang, Mr. Chui Kwong Kau, Mr. Zhang James Jian Yuan, Mrs. Cheung Fan Karen, Mr. Lau Ngai Cheung, and Mr. Tang Hua.*