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NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“**Meeting**”) of Deson Development International Holdings Limited (“**Company**”) will be held at 11th Floor, Nanyang Plaza, 57 Hung To Road, Kwun Tong, Kowloon, Hong Kong on Tuesday, 27 August 2024 at 11:45 a.m. (or so soon as practicable immediately following the conclusion or adjournment of the annual general meeting of the Company to be held at 11:00 a.m. on the same day and at the same place) or any adjourned meeting thereof, for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

1. “**THAT:**

- (a) the eight lease agreements all dated 25 June 2024, as supplemented by the supplemental agreements all dated 12 July 2024 (the “**Lease Agreements**”), entered into between 迪臣跨境商貿(開封)有限公司 (Deson E-Commerce (Kaifeng) Co., Ltd.) as lessee, 迪臣置業發展(開封)有限公司 (Deson Property Development (Kaifeng) Co., Ltd.) as guarantor (both being indirect wholly-owned subsidiaries of the Company) and the following lessors, each as a lessor:
- (i) 吳曉梅 (Wu Xiao Mei)*, in respect of all the four-storey house located at No. 01, Building No. 4, 1 Longting Lake • Xiyuan, Longting Area, Kaifeng City, Henan Province, the PRC;
- (ii) 王晨 (Wang Chen)*, in respect of all the four-storey house located at No. 02, Building No. 4, 1 Longting Lake • Xiyuan, Longting Area, Kaifeng City, Henan Province, the PRC;

* English name for identification purpose only

For identification purposes only

- (iii) 申成 (Shen Cheng)*, in respect of all the four-storey house located at No. 03, Building No. 4, 1 Longting Lake • Xiyuan, Longting Area, Kaifeng City, Henan Province, the PRC;
- (iv) 師曉風 (Shi Xiao Feng)*, in respect of all the four-storey house located at No. 04, Building No. 4, 1 Longting Lake • Xiyuan, Longting Area, Kaifeng City, Henan Province, the PRC;
- (v) 王姝和王建國 (Wang Shu and Wang Jian Guo)*, in respect of all the four-storey house located at No. 05, Building No. 4, 1 Longting Lake • Xiyuan, Longting Area, Kaifeng City, Henan Province, the PRC;
- (vi) 李佳 (Li Jia)*, in respect of all the four-storey house located at No. 06, Building No. 4, 1 Longting Lake • Xiyuan, Longting Area, Kaifeng City, Henan Province, the PRC;
- (vii) 焦姍姍 (Jiao Shan Shan)*, in respect of all the four-storey house located at No. 07, Building No. 4, 1 Longting Lake • Xiyuan, Longting Area, Kaifeng City, Henan Province, the PRC; and
- (viii) 湯濟任 (Tang Ji Ren)*, in respect of all the four-storey house located at No. 08, Building No. 4, 1 Longting Lake • Xiyuan, Longting Area, Kaifeng City, Henan Province, the PRC.

A copy of each has been produced at the Meeting respectively marked “A1”, “A2”, “A3”, “A4”, “A5”, “A6”, “A7” and “A8” and signed by the chairman of the Meeting for the purpose of identification, and the transactions contemplated under the Lease Agreements, be and are hereby approved, confirmed and ratified; and

- (b) the directors of the Company be and are hereby authorised to do all such acts and/or things and/or execute all such documents incidental to, ancillary to or in connection with matters contemplated in or relating to the Lease Agreements as they may in their absolute discretion consider necessary, desirable or expedient to give effect to the transactions under the Lease Agreements and the implementation of all transactions contemplated thereby and thereunder and to agree to such variation, amendment or waiver as are, in the opinion of the directors of the Company, in the interest of the Company.”

By Order of the Board
Deson Development International Holdings Limited
Tjia Boen Sien
Managing Director and Chairman

Hong Kong, 17 July 2024

* *English name for identification purpose only*

Registered office:
Victoria Place, 5th Floor
31 Victoria Street
Hamilton HM10
Bermuda

Principal place of business in Hong Kong:
11th Floor
Nanyang Plaza
57 Hung To Road, Kwun Tong
Kowloon
Hong Kong

Notes:

1. Any shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint another person (who must be an individual) as his proxy to attend and vote instead of him and a proxy so appointed shall have the same right as the shareholder to speak at the Meeting. A proxy need not be a shareholder of the Company. A shareholder who is the holder of 2 or more shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting.
2. A form of proxy for use at the Meeting is enclosed. In order to be valid, the proxy form together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power 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 as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Meeting or any adjourned meeting thereof.
3. Completion and delivery of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the Meeting or any adjournment thereof should such shareholder so wishes, and in such event, the instrument appointing a proxy shall be deemed revoked.
4. Where there are joint holders of any share of the Company, any one of such joint holder may vote, either in person or by proxy, in respect of such shares as if he were solely entitled to vote, but if more than one of such joint holders are present at the Meeting, the most senior holder shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand first on the register of shareholders of the Company in respect of the joint holding.
5. Pursuant to Bye-Law 69, the above resolutions put to vote at the Meeting shall be decided by poll as required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.
6. If typhoon signal no.8 or above, or a "black" rainstorm warning is in effect any time after 7:00 a.m. on the date of the Meeting, the Meeting will be postponed. The Company will post an announcement on the websites of the Company at www.deson.com and the Stock Exchange at www.hkexnews.hk to notify shareholders of the Company of the date, time and place of the rescheduled the Meeting.
7. The register of members of the Company will be closed from 22 August 2024 to 27 August 2024, both days inclusive. During this period, no transfer of Shares will be registered. In order to attend and vote at the Meeting, all transfers of Shares 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 not later than 4:30 p.m. on 21 August 2024.

As at the date of this notice, the executive Directors of the Company are Mr. Tjia Boen Sien, Mr. Wang Jing Ning, Mr. Tjia Wai Yip, William and Ms. Tse Hoi Ying, the independent non-executive Directors of the Company are Dr. Ho Chung Tai, Raymond, Ir Siu Man Po, Mr. Siu Kam Chau and Mr. Song Sio Chong.