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## **MINTH GROUP LIMITED**

### **敏實集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 425)**

## **NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of Minth Group Limited (the “Company”) will be held at No. 1 Yazhong Road, Nanhu District, Jiaxing City, Zhejiang Province, the PRC on Wednesday, 13 April 2022 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions (with or without modifications). Unless otherwise indicated, capitalised terms used herein shall have the same meanings as ascribed to them in the circular dated 28 March 2022 issued by the Company (the “Circular”).

### **Ordinary Resolutions**

1. To consider and approve the extension of the validity period of the Specific Mandate (details of which as described in the resolution numbered 1 in the notice of the Previous EGM) by 12 months to 13 April 2023 (further details of the extension as described in sub-paragraph headed “1. Resolution on the extension of the validity period of the Specific Mandate” in the Letter from the Board in the Circular).
2. To consider and approve the extension of the validity period of the Authorization (details of which as described in the resolution numbered 2 in the notice of the Previous EGM) by 12 months to 13 April 2023 (further details of the extension as described in sub-paragraph headed “2. Resolution on the extension of the validity period of the Authorisation” in the Letter from the Board in the Circular).

By Order of the Board  
**Minth Group Limited**  
**Wei Ching Lien**  
*Chairperson*

Hong Kong, 28 March 2022

*Principal Place of Business in the PRC:*

No.1, Yazhong Road, Nanhu,  
Jiaxing, ZheJiang Province,  
Postal Code: 314006  
the PRC

*Principal Place of Business in Hong Kong:*

Room 904, 9/F, Island Place Tower  
No. 510 King's Road  
North Point, Hong Kong

*Registered Office:*

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

*As at the date of this notice, the Board comprises Ms. Wei Ching Lien (Chairperson), Mr. Chen Bin Bo (Chief Executive Officer) and Ms. Chin Chien Ya, being executive Directors; and Dr. Wang Ching, Mr. Wu Tak Lung and Professor Chen Quan Shi being independent non-executive Directors.*

*Notes:*

1. A member entitled to attend and vote at the EGM convened by the above notice is entitled to appoint a proxy or, if such member is a holder of more than one share, more than one proxy to attend and vote instead of such member. Where a member appoints more than one proxy, the instrument of proxy shall state which proxy is entitled to vote on a poll. A proxy need not be a member of the Company.
2. To be valid, a form of proxy must be delivered to the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the meeting or adjourned meeting (or 24 hours before a poll is taken, if the poll is not taken on the same day as the meeting or adjourned meeting). If a form of proxy is signed under a power of attorney, the power of attorney or other authority relied on to sign it (or an office copy) must be delivered to the Company's Hong Kong share registrar with the form of proxy, except that the power of attorney which has already been registered with the Company need not be so delivered. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof should he so wish and in such event, the proxy shall be deemed to be revoked.
3. The register of members of the Company will be closed from 8 April 2022 to 13 April 2022 (both days inclusive), during which period no transfer of shares in the Company will be registered. In order to qualify for attending and voting at the EGM, all properly completed transfer forms, accompanied by the relevant share certificates must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 7 April 2022. All persons who are registered holders of the Shares on 13 April 2022, the record date for the EGM, will be entitled to attend and vote at the EGM.

4. Shareholders are advised to read the Circular which contains information concerning the resolutions to be proposed at the EGM.
5. The voting at the EGM will be taken by a poll.
6. Please see pages i to iii of the Circular for measures being taken to try to prevent and control the spread of the coronavirus disease 2019 (“COVID-19”) pandemic at the Meeting, including:
  - (a) compulsory body temperature screening/checks;
  - (b) mandatory use of surgical face masks;
  - (c) mandatory health declaration — anyone subject to quarantine, has any flu-like symptoms or has travelled overseas within 14 days immediately before the EGM (“**recent travel history**”), or has close contact with any person under quarantine or with recent travel history will not be permitted to attend the EGM;
  - (d) appropriate distancing and spacing will be maintained and as such, the Company may arrange for Shareholders to join the meeting in separate rooms with technical facilities to enable Shareholders to communicate simultaneously as may be necessary to avoid over-crowding and to comply with any social distancing requirements as may be imposed by any government authority; and
  - (e) no refreshment or drinks will be provided at the EGM.
7. For the health and safety of Shareholders, the Company encourages Shareholders to appoint the Chairman of the EGM as their proxy to vote according to their indicated voting instructions as an alternative to attending the EGM in person. Subject to the development of COVID-19, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate.

#### **Online participation**

8. In addition to the physical meeting, to facilitate participation in the EGM by the Shareholders who cannot attend the EGM in person, Shareholders or their duly appointed proxies or corporate representatives may view and listen to the EGM through a live webcast of the EGM which can be accessed via (<http://meetings.computershare.com/MGPH-2022EGM>) on a smartphone, computer, tablet device or other browser enabled device, and submit questions in near real-time through functions to be offered by such online platform. Please follow the instructions on the landing page on how to access the webcast. The online platform will be opened for registered Shareholders and non-registered Shareholders to log in approximately 30 minutes prior to the commencement of the EGM. Shareholders will be able to access the live webcast at the beginning of the EGM until its conclusion.
9. However, in accordance with the Articles of Association, if a Shareholder participates in the EGM online only (i.e. neither the Shareholder nor its proxy attends the EGM physically and votes), the Shareholder will not be counted as quorum and his/her vote will not be counted. Where the Shareholder will not be attending the EGM in person but wishes to vote, please refer to the vote by proxy arrangement referred to above.

### *Login details*

10. Details regarding the EGM arrangements including login details to access the online platform are included in the Company's notification letter to registered Shareholders sent together with this circular.
11. Non-registered Shareholders who wish to attend the EGM online should (1) contact and instruct their banks, brokers, custodians, nominees or the Hong Kong Securities Clearing Company Limited through which their shares are held to appoint themselves as proxy to attend the EGM online and (2) provide their e-mail address to their Intermediary at least 5 business days before the date of EGM (i.e. by 6 April 2022). Details regarding the EGM arrangements including login details to access the online platform will be sent at least 2 business days before the date of EGM (i.e. by 11 April 2022) by the Company's Hong Kong share registrar to the e-mail addresses of the non-registered Shareholders provided by the Intermediary.
12. Registered and non-registered Shareholders should note that only one device is allowed per login. Please also keep the login details in safe custody for use at the EGM and do not disclose them to anyone else.