

WEALTHKING INVESTMENTS LIMITED
華科資本有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1140) (The “Company”)

**Procedures for Shareholders to Convene General Meetings
and Put Forward Proposals (Including Election and Removal of Directors)
at a General Meeting**

Subject to applicable laws and regulations, including the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands (“**Companies Law**”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and the Articles of Association of the Company as amended from time to time (“**Articles**”), shareholders of the Company (“**Shareholders**” and each a “**Shareholder**”) may convene general meetings and put forward proposals (including election and removal of directors) at a general meeting in accordance with the following provisions:

Convening of extra general meeting

Article 79

- on the written requisition of any one member of the Company deposited at the principal office of the Company in Hong Kong or, in the event the Company ceases to have such a principal office, the registered office specifying the objects of the meeting and signed by the requisitioner, provided that such requisitioner held as at the date of deposit of the requisition not less than 10 per cent. of the paid up capital of the Company which carries the right of voting at general meetings of the Company.
- on the written requisition of any one member of the Company which is a recognized clearing house (or its nominee) deposited at the principal office of the Company in Hong Kong or, in the event the Company ceases to have such a principal office, the registered office specifying the objects of the meeting and signed by the requisitioner, provided that such requisitioner held as at the date of deposit of the requisition not less than 10 per cent. of the paid up capital of the Company which carries the right of voting at general meetings of the Company.
- If the Board does not within 21 days from the date of deposit of the requisition proceed duly to convene the meeting, the requisitioner(s) themselves or any of them representing more than one-half of the total voting rights of all of them, may convene the general meeting in the same manner, as nearly as possible, as that in which meetings may be convened by the Board provided that any meeting so convened shall not be held after the expiration of three months from the date of deposit of the requisition, and all reasonable expenses incurred by the

requisitionist(s) as a result of the failure of the Board shall be reimbursed to them by the Company.

Notice of meetings

Article 80(a)

- An annual general meeting and any extraordinary general meeting called for the passing of a special resolution shall be called by not less than 21 days' notice in writing and any other extraordinary general meeting shall be called by not less than 14 days' notice in writing.
- 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 time, place, and agenda of the meeting, particulars of the resolutions to be considered at the meeting and in the case of special business (as defined in Article 82) the general nature of that business.
- The notice convening an annual general meeting shall specify the meeting as such, and the notice convening a meeting to pass a special resolution shall specify the intention to propose the resolution as a special resolution.
- Notice of every general meeting shall be given to the Auditors and to all members other than such as, under the provisions hereof or the terms of issue of the shares they hold, are not entitled to receive such notice from the Company.

Special Business

Article 82

All business shall be deemed special that is transacted at an extraordinary general meeting and also all business shall be deemed special that is transacted at an annual general meeting with the exception of the following, which shall be deemed ordinary business:

- (a) the declaration and sanctioning of dividends;
- (b) the consideration and adoption of the accounts and balance sheets and the reports of the Directors and Auditors and other documents required to be annexed to the balance sheet;
- (c) the election of Directors;
- (d) the appointment of Auditors;
- (e) the fixing of, or the determining of the method of fixing of, the remuneration of the Directors and of the Auditors;
- (f) the granting of any mandate or authority to the Directors to offer, allot, grant options over, or otherwise dispose of the unissued shares of the Company representing not more than 20 per cent. (or such other

percentage as may from time to time be specified in the Listing Rules) in nominal value of its then existing issued share capital and the number of any securities repurchased pursuant to paragraph (g) of this Article; and

- (g) the granting of any mandate or authority to the Directors to repurchase securities of the Company.

Power of general meeting to increase or reduce the number of Directors

Article 129

- The Company may from time to time in general meeting by ordinary resolution increase or reduce the number of Directors but so that the number of Directors shall not be less than two.
- Subject to the provisions of these Articles and the Companies Law, the Company may by ordinary resolution elect any person to be a Director either to fill a casual vacancy or as an addition to the existing Directors.

Notice to be given when person proposed for election as Director

Article 130

No person shall, unless recommended by the Board, be eligible for election to the office of Director at any general meeting unless, during a period of at least seven days commencing no earlier than the day immediately after the dispatch of the notice of the general meeting and ending no later than seven days before the date of such general meeting, there has been given to the Secretary notice in writing (*Note 1*) by a member of the Company (not being the person to be proposed), entitled to attend and vote at the meeting for which such notice is given, of his intention to propose such person for election and also notice in writing signed by the person to be proposed of his willingness to be elected.

Note 1

The written notice to the Secretary must also be signed by the member concerned and state the full name and age and such other information as required by Rule 13.51(2) of Listing Rules of the person proposed for election as Director.

Power to remove Director by ordinary resolution

Article 132(a)

The Company may by ordinary resolution at any time remove any Director (including a Managing Director or other executive Director) before the expiration of his period of office notwithstanding anything in these Articles or in any agreement between the Company and such Director and may by ordinary resolution elect another person in his stead. Any person so elected shall hold office during such time only as the Director in whose place he is elected would have held the same if he had not been removed.

(March 2021)