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## **Edvantage Group Holdings Limited**

**中匯集團控股有限公司**

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

**(Stock code: 0382)**

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

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of Edvantage Group Holdings Limited (the “Company”) will be held at 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong, on 20 July 2020, Monday at 4:00 p.m., to consider and, if thought fit, pass the following ordinary resolutions (with or without modifications):

#### **ORDINARY RESOLUTIONS**

1. “**THAT** the grant of share options (the “Share Options”) to Mr. LIU Yung Chau under the share option scheme adopted by the Company on 6 June 2019 (the “Share Option Scheme”) to subscribe for 2,695,072 shares in the share capital of the Company (the “Share(s)”) at the exercise price of HK\$4.954 per Share and on the terms and conditions set out in the circular to the shareholders of the Company dated 30 June 2020 (the “Circular”) be and is hereby approved and that any one director of the Company (the “Director(s)”) be and is hereby authorised to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to the foregoing.”
2. “**THAT** the grant of the Share Options to Ms. LIU Yi Man under the Share Option Scheme to subscribe for 1,617,043 Shares at the exercise price of HK\$4.954 per Share and on the terms and conditions set out in the Circular be and is hereby approved and that any one Director be and is hereby authorised to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to the foregoing.”

By order of the Board  
**Edvantage Group Holdings Limited**  
**LIU Yung Chau**  
*Chairman and Executive Director*

Hong Kong, 30 June 2020

*Notes:*

1. A member of the Company who is holder of two or more shares, and who is entitled to attend and vote at the EGM, is entitled to appoint more than one proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company. Completion and return of the form of proxy will not preclude a member from attending the EGM and voting in person. In such event, his/her form of proxy will be deemed to have been revoked.
2. A form of proxy for the EGM is enclosed to the notice of the EGM. In order to be valid, the form of proxy together with the power of attorney, if any, under which it is signed, or a notarially certified copy of such power or authority must be lodged at the Hong Kong branch share registrar and transfer office of the Company, 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 time for holding the EGM or any adjournment thereof.
3. The register of members of the Company will be closed from 15 July 2020, Wednesday to 20 July 2020, Monday (both dates inclusive) for the purposes of determining the entitlements of the members of the Company to attend and vote at the EGM. No transfer of the shares of the Company may be registered during the said period. In order to qualify for the aforesaid entitlements, all transfers accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar and transfer office 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 14 July 2020, Tuesday.
4. In accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the above resolutions will be voted by way of poll; Mr. LIU Yung Chau and his associates (as defined in the Circular), Ms. LIU Yi Man and her associates (as defined in the Circular), and all core connected persons (as defined in the Circular) of the Company are required to abstain from voting in respect of all ordinary resolutions above.

*As at the date of this notice, the executive Directors are Mr. Liu Yung Chau, Ms. Chen Yuan, Rita and Ms. Liu Yi Man, the non-executive Director is Mr. Liu Yung Kan; and the independent non-executive Directors are Mr. Xu Gang, Mr. Lo Chi Chiu and Mr. Li Jiatong.*