珠光控股
ZHUGUANG HOLDINGS

# ZHUGUANG HOLDINGS GROUP COMPANY LIMITED
# 珠光控股集團有限公司*

*(incorporated in Bermuda with limited liability)*

**(stock code: 1176)**

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting (the "**SGM**") of Zhuguang Holdings Group Company Limited (the "**Company**") will be held at Meeting Room No. 3, 19/F., Zhuguang Xincheng International Centre, Block B, No. 3 Qingyi Street, Race Course Road, Tianhe District, Guangzhou, the People's Republic of China on Thursday, 15 January 2026 at 2:30 p.m., for the purpose of considering and, if thought fit, passing (with or without amendments) the following resolution which will be proposed as an ordinary resolution:

### ORDINARY RESOLUTION

"**THAT**:

(a) the sale and purchase agreement dated 28 November 2025 (the "**SP Agreement**", copy of which has been produced to this meeting marked "A" and initialled by the chairman of the SGM for the purpose of identification) entered into between the Company, Splendid Reach Limited (熙達有限公司) (the "**Vendor**") and Rong De Investments Limited (融德投資有限公司) (the "**Purchaser**"), pursuant to which the Purchaser has conditionally agreed to purchase, and the Vendor has conditionally agreed to sell, 679,890,022 shares of Silver Grant International Holdings Group Limited and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

* *For identification purpose only*

(b) any one or more directors of the Company (the "**Directors**") be and are hereby authorised to sign and execute all such documents, agreements, deeds, acts, matters and things, on behalf of the Company and to do all such acts and things and to take all such actions as he/she considers necessary, appropriate, desirable and expedient for the purposes of giving effect to or in connection with the SP Agreement and the transactions contemplated thereunder, and to agree to such variation, amendments or waiver or matters relating thereto (excluding any variation, amendments or waiver of such documents or any terms thereof, which are fundamentally and materially different from those as provided for in the SP Agreement and which shall be subject to the approval of the shareholders of the Company) as are, in the opinion of such Director or Directors, in the interests of the Company and its shareholders as a whole."

For and on behalf of the Board
**Zhuguang Holdings Group Company Limited**
**Chu Hing Tsung**
*Chairman*

Hong Kong, 19 December 2025

*Principal place of business in Hong Kong:*
Room 8106B, Level 81
International Commerce Centre
1 Austin Road West, Kowloon
Hong Kong

*Notes:*

(1) A form of proxy for use at the SGM is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.zhuguang.com.hk) respectively.

(2) A member of the Company entitled to attend and vote at the SGM is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares of the Company (the "**Shares**") may appoint more than one proxy to represent him and vote on his behalf at the SGM. A proxy need not be a member of the Company.

(3) To be valid, a form of proxy in the prescribed form (if required by the board of directors of the Company) together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, by 2:30 p.m. on Tuesday, 13 January 2026 or in any event not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof. Completion and deposit of the form of proxy will not preclude you from attending and voting in person at the SGM or any adjourned SGM (as the case may be) if you so wish and in such event, the form of proxy previously submitted shall be deemed to be revoked.

(4) The record date for determining the entitlement of the shareholders of the Company to attend and vote at the SGM will be on Friday, 9 January 2026. In order to qualify for the entitlement to attend and vote at the SGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by 4:30 p.m. on Friday, 9 January 2026.

(5) Where there are joint holders of any Share at the SGM, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

(6) References to time and dates in this notice are to Hong Kong time and dates.

*As at the date of this notice, the Board comprises (i) six executive Directors, namely Mr. Chu Hing Tsung (alias Mr. Zhu Qing Yi) (Chairman), Mr. Liu Jie (Chief Executive Officer), Mr. Liao Tengjia (Deputy Chairman), Mr. Huang Jiajue (Deputy Chairman), Mr. Chu Muk Chi (alias Mr. Zhu La Yi) and Ms. Ye Lixia; and (ii) three independent non-executive Directors, namely Mr. Leung Wo Ping JP, Mr. Wong Chi Keung and Dr. Feng Ke.*