

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



ART GROUP HOLDINGS LIMITED

錦藝集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 565)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “**EGM**”) of Art Group Holdings Limited (the “**Company**”) will be held at Suites 4610-4619, Jardine House, 1 Connaught Place, Central, Hong Kong on Tuesday, 20 January 2026 at 3:00 p.m. or any adjournment of the meeting for the following purposes:–

ORDINARY RESOLUTION

“That

- (a) the lease agreement dated 27 August 2025 (as amended and supplemented) entered into by China Orient Asset Management Co., Ltd. Anhui Branch* (中國東方資產管理股份有限公司安徽省分公司) as the lessor and Zhengzhou Longqixiang Commercial Operation Management Co., Ltd.* (鄭州龍啟翔商業運營管理有限公司) as the lessee in respect of the property located at Unit-105, Unit 101, Unit 201 and Unit 529 of Block 1, Longhu Shopping Centre, located at No. 150 Shuanghu Avenue, Longhu Town, Zhengzhou City, Henan Province, the People’s Republic of China for a lease period of 10 years commencing from 1 July 2025 (the “**Lease Agreement**”) (a copy of which has been produced to the meeting marked “A” and signed by the chairman of the EGM for the purposes of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

- (b) any of the directors of the Company (the “**Director(s)**”) be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents, instruments and agreements (whether under common seal or not) and to take all steps and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Lease Agreement and the transactions contemplated thereunder as he/she may in his/her absolute discretion consider necessary, desirable or expedient to give effect to the Lease Agreement and the implementation of all transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in the opinion of the Directors, in the interest of the Company and its shareholders as a whole.”

By order of the Board
Art Group Holdings Limited
Chen Jinyan
Director

Hong Kong, 31 December 2025

Registered office:–

P.O. Box 31119
Grand Pavilion
Hibiscus Way
802 West Bay Road
Grand Cayman
KY1-1205
Cayman Islands

Principal place of business

in Hong Kong:–

31st Floor
Chinachem Century Tower
No.178 Gloucester Road
Wan Chai, Hong Kong

Notes:

1. Any shareholder entitled to attend and vote at the EGM of the Company is entitled to appoint one or, if he is holder of more than one share, more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
2. Where there are joint registered holders of any shares, any one of such persons may vote at the above meeting or at any adjournment thereof, either personally or by proxy, in respect of such shares as if he were solely entitled thereto; but if more than one of such joint holders be present at the above meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
3. The register of members of the Company will be closed from Thursday, 15 January 2026 to Tuesday, 20 January 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the EGM of the Company, all completed transfer forms accompanied by the relevant share certificates must be lodged with the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Wednesday, 14 January 2026. The record date for determining the eligibility of the Shareholders to attend and vote at the EGM will be Tuesday, 20 January 2026.
4. In order to be valid, a form of proxy in the prescribed form together with the power of attorney or other authority (if any) under which it is signed must be deposited at the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the EGM of the Company (or any adjournment thereof).
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney or other person duly authorised.
6. If typhoon signal No. 8 or above, or a “black” rainstorm warning is in effect any time after 1:00 p.m. on the date of the EGM but before it has commenced, the EGM will be postponed. The Company will publish an announcement on the HKExnews website of the Stock Exchange at <https://www.hkexnews.hk> and on the website of the Company at <https://artgroup.etnet.com.hk> to notify Shareholders of the date, time and place of the rescheduled meeting.
7. Delivery of the form of proxy will not preclude a member from attending and voting in person at the EGM of the Company convened and, in such event, the form of proxy shall be deemed to be revoked.
8. No beverage or refreshments will be served, and no corporate gifts will be distributed at the EGM.
9. The translation into Chinese language of the above notice is for reference only. In case of any inconsistency, the English version shall prevail.

As at the date of this notice, the Board comprises the following Directors:

Executive Directors:

Mr. Su Peixin (*Chairman*)

Dr. Wong Ho Yin (*Chief Executive Officer*)

Mr. Yao Linying

Mr. Chen Jinyan

Independent non-executive Directors:

Mr. Chong Hon Wang

Ms. Chuang Yin Lam

Ms. Wang Yuqin