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(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 985)

**IN THE GRAND COURT OF
THE CAYMAN ISLANDS FINANCIAL SERVICES DIVISION**

Cause No. FSD 296 OF 2023 (DDJ)

**IN THE MATTER OF SECTIONS 15 AND 86 OF THE COMPANIES ACT
(2023 REVISION) (AS REVISED)**

**AND IN THE MATTER OF ORDER 102 OF THE GRAND COURT RULES 1995
(AS REVISED)**

AND IN THE MATTER OF CST GROUP LIMITED 中譽集團有限公司

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an order dated 13 October 2023 (the “**Order**”) made in the above matter, the Grand Court of the Cayman Islands (the “**Grand Court**”) has directed a meeting of the Scheme Shareholders (as defined in the Scheme Document, as further defined below) (the “**Court Meeting**”) to be convened for the purpose of considering and, if thought fit, approving (with or without modifications), a scheme of arrangement (the “**Scheme**”) proposed to be made between CST Group Limited 中譽集團有限公司 (the “**Company**”) and the Scheme Shareholders and that the Court Meeting will be held at Boardroom 3-4, Mezzanine Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Monday, 20 November 2023 at 10:00 a.m. (Hong Kong) at which all Scheme Shareholders are invited to attend.

A copy of the Scheme and a copy of an explanatory memorandum explaining the effect of the Scheme are incorporated in the scheme document (the “**Scheme Document**”) of which this notice forms part. A copy of the Scheme Document may also be obtained by the Scheme Shareholders from the Hong Kong branch share registrar and transfer office of the Company, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, during usual business hours.

Scheme Shareholders may vote in person at the Court Meeting or they may appoint another person (who must be an individual), whether a member of the Company or not, to attend, speak and vote in their stead. A **pink** form of proxy for use at the Court Meeting (or any adjournment thereof) is enclosed with the Scheme Document. Completion and return of the **pink** form of proxy will not preclude a Scheme Shareholder from attending and voting in person at the Court Meeting, or any adjournment thereof, if he/she so wishes and in such event, the **pink** form of proxy submitted shall be revoked by operation of law.

In the case of joint registered holders of a Scheme Share (as defined in the Scheme Document), any one of such persons may vote at the Court Meeting, either in person or by proxy, in respect of such Scheme Share as if he/she was solely entitled thereto. However, if more than one of such joint holders are present at the Court Meeting, whether in person or by proxy, the vote of the senior who tenders a vote 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 relevant joint holding.

It is requested that the **pink** forms appointing proxies (together with the power of attorney or other authority, if any, under which they are signed or a certified copy thereof) be deposited at the Hong Kong branch share registrar and transfer office of the Company, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 10:00 a.m. on Saturday, 18 November 2023, but if the forms are not so lodged they may alternatively be handed to the chairman of the Court Meeting at the Court Meeting before the taking of the poll (who shall have absolute discretion as to whether or not to accept them).

By the Order of the Grand Court, the Grand Court has appointed Mr. Hui Richard Rui, an executive director of the Company, or failing whom, any other director of the Company at the time of the Court Meeting (other than Mr. Chiu Tao), to act as the chairman of the Court Meeting and has directed the chairman of the Court Meeting to report the results of the Court Meeting to the Grand Court.

The Scheme will be subject to the subsequent sanction of the Grand Court.

On behalf of the Board
CST Group Limited
中譽集團有限公司

Dated 27 October 2023

Executive Directors:

Mr. Chiu Tao (*Chairman*)
Mr. Han Xuyang (*Chief Executive Officer*)
Mr. Hui Richard Rui (*General Manager*)
Mr. Kwan Kam Hung, Jimmy

Registered Office:

94 Solaris Avenue
2nd Floor, Camana Bay
P.O. Box 30745
Grand Cayman KY1-1203
Cayman Islands

Independent Non-executive Directors:

Mr. Yu Pan
Ms. Ma Yin Fan
Mr. Leung Hoi Ying

*Head Office and Principal Place
of Business in Hong Kong:*

Rooms 4501-05, 45th Floor,
China Resources Building,
26 Harbour Road, Wanchai,
Hong Kong

Notes:

- (1) Voting at the Court Meeting will be taken by poll in accordance with the amended and restated articles of association of the Company as required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Hong Kong Code on Takeovers and Mergers.
- (2) The register of members of the Company will be closed from Tuesday, 14 November 2023 to Monday, 20 November 2023 and during such period no transfer of Shares (as defined in the Scheme Document) will be registered. In order to be entitled to attend and vote at the Court Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar and transfer office of the Company, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Monday, 13 November 2023.