

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



EVA Precision Industrial Holdings Limited
億和精密工業控股有限公司

(Incorporated with limited liability in the Cayman Islands)

(Stock Code: 838)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the shareholders of EVA Precision Industrial Holdings Limited (the “**Company**”) will be held at Tactic Room II, 24/F, Admiralty Centre I, 18 Harcourt Road, Admiralty, Hong Kong on Wednesday, 18 May 2022 at 3:00 p.m. for the following purposes:

AS ORDINARY RESOLUTIONS

1. To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2021.
2. (A) To re-elect Mr. Zhang Hwo Jie as an executive director;

(B) To re-elect Dr. Chai Ngai Chiu Sunny as an independent non-executive director;

(C) To authorise the directors to fix the remuneration of the directors for the year ending 31 December 2022.
3. To declare a final dividend for the year ended 31 December 2021.
4. To re-appoint auditor and to authorise the board of directors to fix its remuneration.
5. As special business to consider and, if thought fit, pass with or without modifications, the following resolutions as ordinary resolutions:
 - 5.A. **“THAT:**
 - (a) subject to paragraph (c), the exercise by the directors of the Company during the Relevant Period of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company or securities convertible into such shares or warrants or similar

rights to subscribe for any shares in the Company and to make or grant offers, agreements and options which might require the exercise of such power be and is hereby generally and unconditionally approved;

- (b) the approval in paragraph (a) shall authorise the directors of the Company during the Relevant Period to make or grant offers, agreements and options which would or might require the exercise of such power after the end of the Relevant Period;
- (c) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the directors of the Company pursuant to the approval in paragraph (a), otherwise than pursuant to the shares of the Company issued as a result of a Rights Issue or pursuant to the exercise of options under the share option schemes of the Company or similar arrangement, or any scrip dividend or similar arrangement providing for the allotment of shares of the Company in lieu of the whole or part of the dividend on the shares of the Company in accordance with the Company's Articles of Association, shall not exceed 20 per cent. of the aggregate number of issued shares of the Company as at the date of passing of this resolution and the said approval shall be limited accordingly; and
- (d) for the purposes of this resolution:

“Relevant Period” means the period from the date of passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association of the Company or any applicable laws of the Cayman Islands to be held; or
- (iii) revocation or variation of the authority given under this resolution by ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of shares open for a period fixed by the directors of the Company to holders of shares of the Company on the register on a fixed record date in proportion to their holdings of such shares (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of, any recognised regulatory body or any stock exchange in any territory outside Hong Kong).”

5.B. **“THAT:**

- (a) subject to paragraph (b), the exercise by the directors of the Company during the Relevant Period of all the powers of the Company to repurchase shares of the Company on The Stock Exchange of Hong Kong Limited (the **“Stock Exchange”**) or on any other stock exchange on which the securities of the Company may be listed and recognised by the Securities and Futures Commission and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchange on which the securities of the Company may be listed as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the aggregate number of shares of the Company to be repurchased by the Company pursuant to the approval mentioned in paragraph (a) during the Relevant Period shall not exceed 10 per cent. of the aggregate number of the issued shares of the Company as at the date of passing of this resolution and the said approval shall be limited accordingly; and
- (c) the expression **“Relevant Period”** shall for the purposes of this resolution have the same meaning as assigned to it under ordinary resolution 5.A.(d) of this notice.”

5.C. **“THAT** conditional upon resolutions 5.A. and 5.B. above being passed, the aggregate number of shares in the capital of the Company which are repurchased by the Company under the authority granted to the directors as mentioned in resolution 5.B. above shall be added to the aggregate number of shares that may be allotted or agreed conditionally or unconditionally to be allotted by the directors of the Company pursuant to resolution 5.A., provided that the number of shares repurchased by the Company shall not exceed 10 per cent. of the total number of the issued shares of the Company as at the date of this resolution.”

AS SPECIAL RESOLUTION

6. As special business to consider and, if thought fit, pass with or without modifications, the following resolution as a special resolution:

“THAT:

- (a) the proposed amendments to the existing Articles of Association of the Company (the **“Existing Articles”**) as set out in Appendix II to the circular of the Company dated 13 April 2022 (the **“Proposed Amendments”**) be and are hereby approved and adopted;
- (b) the amended and restated Articles of Association of the Company (a copy of which is produced to the meeting marked **“A”** and signed by the chairman of the meeting for the purpose of identification), which incorporates the Proposed Amendments, be and are

hereby approved and adopted as the amended and restated Articles of Association of the Company (the “**Restated Articles**”), in substitution for and to the exclusion of the Existing Articles; and

- (c) the Directors be and are hereby authorised to do all such acts as may be necessary or expedient in order to effect and implement the adoption of the Restated Articles and to make relevant registrations and filings in accordance with the requirements of the applicable laws in the Cayman Islands and Hong Kong.”

By order of the Board
LEE Hiu Lam
Secretary

Hong Kong, 13 April 2022

Principal office:

Unit 8, 6th Floor
Greenfield Tower
Concordia Plaza
No. 1 Science Museum Road
Kowloon
Hong Kong

Notes:

1. A shareholder entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company.
2. In order to be valid, the instrument appointing a proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or other authority, must be deposited at the principal place of business of the Company in Hong Kong at Unit 8, 6th Floor, Greenfield Tower, Concordia Plaza, No. 1 Science Museum Road, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the said meeting or adjourned meeting.
3. The register of members of the Company will be closed from Friday, 13 May 2022 to Wednesday, 18 May 2022, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the meeting, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company’s branch share registrar in Hong Kong, namely, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 12 May 2022.
4. The register of members of the Company will be closed from Tuesday, 24 May 2022 to Thursday, 26 May 2022, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the entitlement to the proposed final dividend, all transfers of shares of the Company accompanied by the relevant share certificates and transfer forms must be lodged with the Company’s

branch share registrars in Hong Kong, namely, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Monday, 23 May 2022.

5. In view of the ongoing novel coronavirus disease (“COVID-19”) epidemic, and in order to better protect the safety and health of shareholders of the Company, a series of epidemic precautionary measures will be implemented at the venue of the meeting:
- (i) The seating at the meeting venue will be arranged in a way to maximize, as far as reasonably practical, the distance between the participants to ensure social distancing at the meeting;
 - (ii) every participant (including shareholders, their proxies and other attendees) at the meeting shall be subject to compulsory body temperature check at the entrance of the meeting venue and any person with a body temperature higher than 37.3 degree Celsius will not be given access to the meeting venue;
 - (iii) all participants (including shareholders of the Company or their proxies and other attendees) at the meeting are required to wear appropriate surgical face masks at all time during their attendance of the meeting;
 - (iv) no refreshment will be served at the meeting;
 - (v) the chairman of the meeting has the authority to adjourn the meeting if at any time during the meeting, the chairman determines that the proceedings of the meeting contravene any laws or regulations, including but not limited to the regulations under the Prevention and Control of Disease Ordinance (Cap 599) which are subject to amendment by the Hong Kong government from time to time; and
 - (vi) due to the constantly evolving COVID-19 situation in Hong Kong, the Company may be required to change the meeting arrangements with short notice. Shareholders of the Company should check for future announcements and updates on the meeting arrangements.

The Company wishes to remind shareholders of the Company and other participants who will attend the meeting in person to take personal precautions and abide by the precautionary measures set out above at the venue of the meeting. The Company also encourages shareholders of the Company to attend and vote at the meeting by way of proxy and appoint the chairman of the meeting as a proxy by filling in and submitting the relevant proxy form for the meeting to instruct the chairman of the meeting to vote on relevant resolution(s) in accordance with the relevant proxy form, instead of attending the meeting in person. For more details, please refer to the proxy form for the meeting.

Subject to the development of the COVID-19 epidemic and any directive(s) that may be further issued by the Hong Kong government, the Company may implement further changes and precautionary measures and may issue further announcement(s) on such measures as and when appropriate.

6. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

As at the date of this announcement, the board of directors of the Company comprises three executive directors, being Mr. Zhang Hwo Jie (Chairman), Mr. Zhang Jian Hua (Vice Chairman) and Mr. Zhang Yaohua (Chief Executive Officer), and three independent non-executive directors, being Mr. Lam Hiu Lo, Dr. Chai Ngai Chiu Sunny and Ms. Ling Kit Sum.