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GILSTON GROUP LIMITED

進騰集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2011)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Gilston Group Limited (the “**Company**”) will be held at The Boardroom, Lobby level, The Langham, Hong Kong, 8 Peking Road, Tsim Sha Tsui, Kowloon, Hong Kong on 18 December 2024 at 11:00 a.m. for the following purposes of considering and, if thought fit, to pass, with or without amendments, the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

1. “**THAT** the share subscription agreement dated 30 September 2024 (the “**Share Subscription Agreement**”) entered into between Shenzhen Errui Investment Co., Ltd.* (深圳市爾瑞投資有限公司) (“**Shenzhen Errui**”), Mr. Chen Huipeng (陳輝鵬), Mr. Zhang Hongjie (張鴻傑) and Shenzhen Jiajinlong Industrial Development Co., Ltd.* (深圳市嘉進隆實業發展有限公司) (“**Shenzhen Jiajinlong**”) in respect of the subscription of the registered capital of Shenzhen Jiajinlong by Shenzhen Errui, (a copy of the Share Subscription Agreement marked “A” has been produced to this EGM and initialled by the chairman of this EGM for the purpose of identification), and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified; and any one or more of the directors of the Company be and is hereby authorised to do such acts and things, to sign and execute all such further documents (including under seal, as applicable) and to take such steps as he may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Share Subscription Agreement or any transactions contemplated thereunder and all other matters incidental thereto or in connection therewith, and to agree to and make such variations, amendments or waiver of any of the matters relating thereto or in connection therewith.”

By Order of the Board
Gilston Group Limited
Yip Siu Lun Dave
Chairman and executive Director

Hong Kong, 25 November 2024

Notes:

1. A member of the Company entitled to attend and vote at the above EGM is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a member of the Company.

2. To be valid, the instrument appointing a proxy and 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 lodged with the Company's share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, before 11:00 a.m. on 16 December 2024 (i.e. at least 48 hours excluding any part of a day that is a public holiday before the time appointed for holding the Meeting and any adjourned meeting (as the case may be)).
3. Where there are joint registered holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the EGM, personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
4. The register of members of the Company will be closed from 13 December 2024 to 18 December 2024, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at general meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on 12 December 2024.
5. The record date for determining the entitlement of the shareholders of the Company to attend and vote at the EGM will be 18 December 2024.

As at the date of this notice, the executive Directors are Mr. Yip Siu Lun Dave, Mr. Mak Yung Pan Andrew, Mr. Wu Cody Zhuo-xuan and Ms. Cheung Ka Yuen; the non-executive Director is Ms. Lin Ping; and the independent non-executive Directors are Mr. Leung Ka Tin, Mr. Cheng Hong Kei and Mr. Ko Kwok Shu.

** For identification purposes only*