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If you have sold or transferred all your shares in Guoco Group Limited, you should at once hand this circular and the accompanying proxy form to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.



國浩集團有限公司
Guoco Group Limited

(Incorporated in Bermuda with limited liability)
(Stock Code: 53)

**PROPOSALS FOR
RE-ELECTION OF DIRECTORS
GENERAL MANDATE TO ISSUE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING**

A letter from the Board is set out on pages 3 to 6 of this circular. A notice convening the annual general meeting of Guoco Group Limited to be held at Portion 2, 12/F., The Center, 99 Queen’s Road Central, Hong Kong on Friday, 14 November 2025 at 12:00 noon is set out on pages 10 to 12 of this circular. Whether or not you are able to attend the annual general meeting, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time fixed for holding the annual general meeting or the adjourned meeting thereof as the case may be. Completion and return of the form of proxy will not preclude you from attending and voting at the annual general meeting should you so wish and in such event, the form of proxy shall be deemed to be revoked.

No refreshment or drink would be served in the annual general meeting.

Hong Kong, 21 October 2025

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

“AGM”	the annual general meeting of the Company to be held at Portion 2, 12/F., The Center, 99 Queen’s Road Central, Hong Kong on Friday, 14 November 2025 at 12:00 noon, and any adjournment thereof
“BARMC”	the Board Audit and Risk Management Committee of the Company
“BNC”	the Board Nomination Committee of the Company
“Board”	the board of Directors
“BRC”	the Board Remuneration Committee of the Company
“Bursa Malaysia”	Bursa Malaysia Securities Berhad
“Bye-Laws”	Bye-Laws of the Company
“CG Code”	Corporate Governance Code of the Company
“Company” or “Guoco”	Guoco Group Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 00053)
“Director(s)”	the director(s) of the Company
“GCAL”	GuoLine Capital Assets Limited, the ultimate holding company of the Company
“Group”	the Company and its subsidiaries from time to time
“GSL”	GSL Holdings Limited, which has interests in Guoco required to be disclosed pursuant to Part XV of the SFO
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HKSAR Government”	the Government of the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Leong Group”	Hong Leong Company (Malaysia) Berhad and GCAL and their subsidiaries from time to time
“INED(s)”	Independent Non-executive Director(s) of the Company

DEFINITIONS

“Latest Practicable Date”	15 October 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“LSHK”	Lam Soon (Hong Kong) Limited, a Hong Leong Group subsidiary
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance, Cap. 571 of the Laws of Hong Kong
“Share(s)”	ordinary share(s) of par value US\$0.50 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Share Issue Mandate”	the general and unconditional mandate to exercise the powers of the Company to issue, allot and deal with additional Shares of not exceeding 10% of the total number of Shares in issue (excluding Treasury Shares, if any) as at the date of passing the relevant resolution granting the Share Issue Mandate
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Treasury Shares”	shall have the meaning ascribed to it by the Listing Rules
“US\$”	United States dollars, the lawful currency of the United States of America
“%”	per cent.



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Executive Chairman:
KWEK Leng Hai

Executive Director:
Christian K. NOTHHAFT – Chief Executive Officer

Non-executive Director:
KWEK Leng San

Independent Non-executive Directors:
Lester G. HUANG, SBS, JP
Paul J. BROUGH
Melissa WU Mao Chin

Registered Office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal Office:
50th Floor, The Center
99 Queen's Road Central
Hong Kong

21 October 2025

Dear Shareholder(s),

**PROPOSALS FOR
RE-ELECTION OF DIRECTORS
GENERAL MANDATE TO ISSUE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide you with the information in respect of the resolutions to be proposed at the AGM, including the re-election of Directors, the grant of Share Issue Mandate to the Directors, and other relevant information regarding the AGM. The notice of the AGM is also enclosed in this circular.

2. RE-ELECTION OF DIRECTORS

In accordance with Bye-Law 99 of the Bye-Laws and Code B.2.2 of the CG Code, Messrs. KWEK Leng San (“Mr. Kwek”) and Lester G. HUANG (“Mr. Huang”) shall retire from office by rotation at the AGM and being eligible, will offer themselves for re-election at the AGM.

In accordance with Bye-Law 102 of the Bye-Laws, Ms. Melissa WU Mao Chin (“Ms. Wu”), who has been appointed as an INED after the conclusion of the annual general meeting held on 13 November 2024, shall hold office until the AGM and, being eligible, will offer herself for re-election at the AGM.

LETTER FROM THE BOARD

Brief biographical details of the retiring Directors proposed for re-election at the AGM are set out in Appendix I to this circular pursuant to the Listing Rules.

The BNC has assessed the suitability of Mr. Kwek, Mr. Huang and Ms. Wu for re-election in accordance with the procedure and criteria set out in the Nomination Policy of the Company by reviewing their length of service, education background, qualification, skill, experience, number of other directorships, meeting attendance and participation in the affairs of the Company, and taking into account various diversity aspects as set out in the Board Diversity Policy of the Company.

Mr. Kwek, a retiring Non-executive Director, has extensive experience in various businesses, in particular financial services and manufacturing, with a deep understanding of the business of the Group. Mr. Huang, a retiring INED, possesses extensive knowledge and experience in legal practice and public services. Ms. Wu, another retiring INED, has extensive experience in auditing and people management. All of them contribute significantly to Board diversity and consistently demonstrate their commitment to devote sufficient time to the Company. They participate actively in the Board and Board committee meetings and provide valuable comments and advice to the Company.

The annual confirmation of independence made by Mr. Huang and Ms. Wu pursuant to Rule 3.13 of the Listing Rules were also reviewed by the BNC. During their tenure as INEDs, they were not involved in the executive management of the Group nor in any relationship or circumstances which would materially interfere with their exercise of impartial judgement. Mr. Huang and Ms. Wu continue to provide independent, balanced and objective view and advice to the Board and the Board committees and the BNC believes that they would continue to be independent.

The BNC has evaluated the performance of Mr. Kwek, Mr. Huang and Ms. Wu and is of the view that they possess knowledge and experience to fulfill the role of a non-executive director/an INED, and has recommended to the Board for proposing them to be re-elected at the AGM. Ms. Wu, being a member of the BNC, has abstained from voting when her own suitability for re-election was considered.

The Board, having considered the recommendation of the BNC, is of the view that the valuable knowledge, experience, diversity of skill sets of Mr. Kwek, Mr. Huang and Ms. Wu and their understanding of the businesses of the Group will continue to contribute to the Company and the Shareholders as a whole. The above Directors abstained from voting when the relevant resolution was discussed at the Board meeting.

Procedures for a Shareholder to propose a person for election as a Director is disclosed at the Company's website at www.guoco.com.

3. DIRECTORS' FEES

A total directors' fees of HK\$1,511,315 for the financial year ended 30 June 2025 for the INEDs is proposed for approval by the Shareholders at the AGM.

LETTER FROM THE BOARD

4. SHARE ISSUE MANDATE

At the annual general meeting of the Company held on 13 November 2024, an ordinary resolution was passed to grant a general mandate to the Directors to issue, allot and deal with such number of additional Shares not exceeding 10% of the total number of Shares in issue as at the date of passing the resolution. Such general mandate will lapse at the conclusion of the AGM. The Company would like to seek approval from the Shareholders to grant to the Directors a new Share Issue Mandate. Details of the proposed Share Issue Mandate are set out in resolution no. 5 of the notice of the AGM on pages 10 to 12 of this circular. The Share Issue Mandate is limited to 10% of the number of the Shares in issue (excluding Treasury Shares, if any) as at the date of the passing of the resolution and is significantly lower than the permissible size of 20% under the Listing Rules.

As at the Latest Practicable Date, the total number of Shares in issue was 329,051,373 Shares and the Company did not hold any Treasury Shares. Assuming no change in the issued share capital of Guoco from the Latest Practicable Date to the date of the AGM, the maximum number of new Shares which may be issued pursuant to the Share Issue Mandate is 32,905,137 Shares, being 10% of total number of Shares in issue (excluding Treasury Shares, if any) as at the Latest Practicable Date.

The Share Issue Mandate is sought to give the Directors certain flexibility to issue and allot Shares where they believe it to be in the best interest of the Company and the Shareholders as a whole. The Directors wish to state that, as at the Latest Practicable Date, they have no immediate plans to issue any new Shares pursuant to the Share Issue Mandate.

5. AGM

A notice convening the AGM is set out on pages 10 to 12 to this circular.

Pursuant to the Listing Rules, any vote of shareholders at a general meeting must be taken by poll, except where the chairman of the AGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands. The chairman of the AGM will therefore put each of the resolutions to be proposed at the AGM to be voted by way of a poll pursuant to the Bye-Laws.

A proxy form for use at the AGM is enclosed. Shareholders are requested to complete the proxy form and return it to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong in accordance with the instructions printed on it not less than 48 hours before the time fixed for holding the meeting, whether or not you intend to be present at the AGM. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM should you so wish and in such event, the form of proxy shall be deemed to be revoked.

No Shareholder is materially interested in the proposed resolutions to be considered at the AGM and therefore none of the Shareholders is required to abstain from voting in respect of such resolutions.

LETTER FROM THE BOARD

6. CLOSURE OF REGISTER OF MEMBERS

For determining entitlements of Shareholders to the right to attend and vote at the AGM:

Closure of register of members (both days inclusive)	11 November 2025 (Tuesday) to 14 November 2025 (Friday)
Latest time to lodge transfers	4:30 p.m. on 10 November 2025 (Monday)
Record date	14 November 2025 (Friday)
AGM	12:00 noon on 14 November 2025 (Friday)

For determining entitlements of Shareholders to the right to the proposed final dividend*:

Closure of register of members	21 November 2025 (Friday)
Latest time to lodge transfers	4:30 p.m. on 20 November 2025 (Thursday)
Record date	21 November 2025 (Friday)
Payment date of proposed final dividend*	3 December 2025 (Wednesday)

(* subject to Shareholders' approval at the AGM)

During the periods of the closure of register of members, no share transfers will be registered. For registration, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before the relevant latest time as shown above.

7. RECOMMENDATION

The Board considers that the above proposals are in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all such resolutions set out in the notice of the AGM on pages 10 to 12 of this circular.

Your attention is drawn to the information set out in Appendix I to this circular.

Yours faithfully,
By Order of the Board
KWEK Leng Hai
Executive Chairman

APPENDIX I DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED

As required by the Listing Rules, the following are the particulars of the Directors proposed to be re-elected at the AGM:

1. Mr. KWEK Leng San (“Mr. Kwek”), aged 70, is a Non-executive Director of the Company since 1990.

Mr. Kwek graduated from University of London with a Bachelor of Science (Engineering) and also holds a Master of Science (Finance) from City University London. He has extensive business experience in various business sectors, including financial services and manufacturing.

Mr. Kwek is the chairman of Malaysian Pacific Industries Berhad, Hong Leong Industries Berhad and Hume Cement Industries Berhad (all being members of Hong Leong Group and listed on Bursa Malaysia). He was the chairman of Southern Steel Berhad (listed on Bursa Malaysia) until his resignation on 15 January 2025.

Save as disclosed above, he had not held any directorship in other public listed companies during the past three years prior to the Latest Practicable Date.

Mr. Kwek is a shareholder of GCAL and GSL. He is a brother of Mr. QUEK Leng Chan, a controlling shareholder and the former Chairman of the Company, and Mr. KWEK Leng Hai, the Executive Chairman of the Company. He is also a cousin of Mr. KWEK Leng Kee, a deemed substantial shareholder of the Company. Save as aforesaid, he is not related to any other Directors, senior management or substantial or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Kwek has a personal interest of 209,120 Shares within the meaning of Part XV of the SFO.

There is no service contract being executed between Mr. Kwek and the Company. Mr. Kwek is not appointed for a specific term but is subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the Bye-Laws and the CG Code. Mr. Kwek will retire and, being eligible, offer himself for re-election at the AGM. No director’s fee is payable to Mr. Kwek for the financial year ended 30 June 2025 pursuant to the Company’s policy that salaried director of any Group company or Hong Leong Group company will not be paid a director’s fee.

Save as disclosed above, there are no other matters concerning Mr. Kwek that need to be brought to the attention of the Shareholders and there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

2. Mr. Lester Garson HUANG (“Mr. Huang”), aged 65, was appointed as an Independent Non-executive Director and a member of both the BARMC and the BRC of the Company since November 2019. Mr. Huang was redesignated as the Chairman of the BRC on 8 November 2021.

Mr. Huang graduated with a Bachelor of Laws degree from the University of Hong Kong in 1982 and a Master of Education degree from the Chinese University of Hong Kong in 2006. Mr. Huang became a qualified solicitor of Hong Kong in 1985 and has over 30 years of post-qualification experience. Mr. Huang is a practising solicitor and notary public, and is currently the Managing Partner and Co-Chairman of P. C. Woo & Co., a solicitor firm in Hong Kong.

He is a director of Lei Foundation Limited, a Steward of The Hong Kong Jockey Club (“HKJC”) and a director of certain group companies of HKJC.

In 2002, the HKSAR Government appointed Mr. Huang as a Justice of the Peace. In 2018, the HKSAR Government awarded him a Silver Bauhinia Star for his public services.

Mr. Huang is an independent non-executive director of LSHK and Kidsland International Holdings Limited (both listed on the Stock Exchange).

Mr. Huang was admitted to the Roll of Honour of the Law Society of Hong Kong (“Law Society”) in 2021. Previously, he was the president of the Law Society from 2007 to 2009. He was also a non-executive director of the SFC and chaired the Investor and Financial Education Council (a subsidiary of the SFC). Mr. Huang was a member of the Hospital Authority and the Hong Kong Monetary Authority’s Exchange Fund Advisory Committee as well as a non-executive director of the Urban Renewal Authority. He also served as the chairman of each of the Council of City University of Hong Kong and Social Welfare Advisory Committee of the Labour and Welfare Bureau, a member of the Standing Committee on Judicial Salaries and Conditions of Service, a director of Pacific Basin Economic Council Limited and other public positions.

Save as disclosed above, he had not held any directorship in other public listed companies during the past three years prior to the Latest Practicable Date.

Mr. Huang is not related to any other Directors, senior management or substantial or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Huang did not have any interest in Shares within the meaning of Part XV of the SFO.

There is no service contract being executed between Mr. Huang and the Company. Mr. Huang is not appointed for a specific term but is subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the Bye-Laws and the CG Code. Mr. Huang will retire and, being eligible, offer himself for re-election at the AGM. The proposed Director’s fee of Mr. Huang for the financial year ended 30 June 2025 is HK\$490,000 and is subject to Shareholders’ approval at the AGM. His Director’s fee was determined with reference to market benchmark and his responsibilities in the Company.

Save as disclosed above, there are no other matters concerning Mr. Huang that need to be brought to the attention of the Shareholders and there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

3. Ms. Melissa WU Mao Chin (“Ms. Wu”), aged 58, was appointed as an Independent Non-executive Director and a member of each of the BARMC and BNC of the Company since November 2024.

Ms. Wu graduated from the University of Birmingham in the United Kingdom with a Bachelor of Commerce (Accounting) degree. She is a fellow of both The Institute of Chartered Accountants in England and Wales and the Hong Kong Institute of Certified Public Accountants.

Ms. Wu started her career with KPMG in the United Kingdom and subsequently transferred to KPMG in Hong Kong in 1993. She became a Partner in the audit practice and specialised in providing audit services to multinational and listed companies in Hong Kong and Mainland China, in particular those in the real estate, consumer and transportation sectors. In addition to her role as an Audit Partner, she held a number of management positions during her career with KPMG including the Head of People, Head of Audit and Head of Consumer and Industrial Markets. She retired from KPMG in 2020.

Ms. Wu is currently an independent non-executive director of Link Asset Management Limited, the manager of Link Real Estate Investment Trust (listed on the Stock Exchange), and also the chair of its audit and risk management committee and a member of its nomination committee. She is also an independent non-executive director of HSBC Qianhai Securities Limited.

Save as disclosed above, she had not held any directorship in other public listed companies during the past three years prior to the Latest Practicable Date.

Ms. Wu is not related to any other Directors, senior management or substantial or controlling shareholders of the Company.

As at the Latest Practicable Date, Ms. Wu did not have any interest in Shares within the meaning of Part XV of the SFO.

There is no service contract being executed between Ms. Wu and the Company. Ms. Wu is not appointed for a specific term but is subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the Bye-Laws and the CG Code. Ms. Wu will retire and, being eligible, offer herself for re-election at the AGM. The proposed Director’s fee of Ms. Wu for the period from 13 November 2024 (her date of appointment) to 30 June 2025 is HK\$302,466 and is subject to Shareholders’ approval at the AGM. Her Director’s fee was determined with reference to market benchmark and her responsibilities in the Company.

Save as disclosed above, there are no other matters concerning Ms. Wu that need to be brought to the attention of the Shareholders and there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

NOTICE OF ANNUAL GENERAL MEETING



國浩集團有限公司 Guoco Group Limited

(Incorporated in Bermuda with limited liability)
(Stock Code: 53)

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of Guoco Group Limited (“the Company”) will be held at Portion 2, 12/F., The Center, 99 Queen’s Road Central, Hong Kong on Friday, 14 November 2025 at 12:00 noon for the following purposes:

As Ordinary Business:

1. To lay before the meeting the Audited Statement of Accounts together with the Report of the Directors and Independent Auditor’s Report for the year ended 30 June 2025.
2. To declare a final dividend. (Resolution 1)
3. To fix the fees of Directors for the year ended 30 June 2025. (Resolution 2)
4. a. To re-elect Mr. KWEK Leng San as Director. (Resolution 3a)
b. To re-elect Mr. Lester Garson HUANG as Director. (Resolution 3b)
c. To re-elect Ms. Melissa WU Mao Chin as Director. (Resolution 3c)
5. To re-appoint KPMG as auditor of the Company and to authorise the Directors to fix their remuneration. (Resolution 4)

As Special Business:

6. To consider and, if thought fit, pass the following as an ordinary resolution: (Resolution 5)

“THAT:

- (a) subject to paragraph (b), pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and all applicable laws, the exercise by the Directors of the Company during the Relevant Period (as defined hereinafter) of all the powers of the Company to issue, allot and deal with additional shares in the capital of the Company and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers either during or after the Relevant Period be and is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

- (b) 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:
- (i) a Rights Issue (as defined hereinafter);
 - (ii) the exercise of rights of subscription or conversion under the terms of any warrants issued by the Company or any securities which are convertible into shares of the Company, the issue of which warrants and other securities has been previously been approved by shareholders of the Company;
 - (iii) any share scheme or similar arrangement for the time being adopted for the grant or issue to eligible persons of shares or rights to acquire shares of the Company; or
 - (iv) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the bye-laws of the Company,

shall not exceed 10% of the total number of issued shares of the Company (excluding treasury shares, if any) on the date of passing this resolution and the said approval shall be limited accordingly; and

- (c) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earlier 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 bye-laws of the Company or any applicable laws to be held; and
- (iii) the date upon which the authority set out in this resolution is revoked or varied by way of ordinary resolution 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 on the register on a fixed record date in proportion to their then 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).”

By Order of the Board
LO Sze Man, Stella
Company Secretary

Hong Kong, 21 October 2025

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. A shareholder entitled to attend and vote at the meeting convened by this notice (the “Meeting”) is entitled to appoint one or more proxies to attend and vote on his behalf. A proxy need not be a shareholder of the Company.
2. In order to be valid, the proxy form together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must be deposited at the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or adjourned meeting thereof (as the case may be). Completion and return of the proxy form will not preclude a shareholder from attending and voting at the Meeting (or any adjourned meeting thereof) should the shareholder so wish and in such event, the form of proxy shall be deemed to be revoked.
3. Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, 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 is present at the Meeting personally or by proxy, such person 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.
4. The record date for determining the eligibility of shareholders to attend and vote at the Meeting is Friday, 14 November 2025. The register of members of the Company will be closed from Tuesday, 11 November 2025 to Friday, 14 November 2025 (both days inclusive), during which period no transfers of shares will be registered. To be entitled to attend and vote at the Meeting, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Monday, 10 November 2025.
5. A final dividend of HK\$2.90 per share for the financial year ended 30 June 2025 payable on Wednesday, 3 December 2025 to shareholders whose names appear on the register of members of the Company on Friday, 21 November 2025 (the record date) is recommended for approval by the shareholders of the Company at the Meeting.
6. Subject to the approval of the payment of the final dividend by the shareholders of the Company, the register of members of the Company will be closed on Friday, 21 November 2025, on such date no transfer of shares will be registered. In order to qualify for the proposed final dividend, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 20 November 2025.
7. A total directors’ fees of HK\$1,511,315 for the year ended 30 June 2025 for the independent non-executive directors of the Company is proposed for approval by the shareholders of the Company at the Meeting.
8. The biographical details of the Directors who offer themselves for re-election at the Meeting are set out in the circular to the shareholders of the Company dated 21 October 2025.
9. Bad Weather Arrangements: The Meeting will be held on Friday, 14 November 2025 at 12:00 noon as scheduled regardless of whether or not an amber or red rainstorm warning signal is in force in Hong Kong at any time on that day. Shareholders should make their own decision as to whether they would attend the Meeting under bad weather conditions having regard to their own situation and if they should choose to do so, they are advised to exercise care and caution. However, if a black rainstorm warning signal or a tropical cyclone warning signal no. 8 or above, or “extreme conditions” caused by a super typhoon announced by The Government of the Hong Kong Special Administrative Region is/are in force in Hong Kong at 9:00 a.m. on Friday, 14 November 2025, the Meeting will be adjourned in accordance with the bye-laws of the Company and alternative meeting arrangements will be made. Shareholders may visit the website of the Company at www.guoco.com for details of the adjournment and alternative meeting arrangements.