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**HAO BAI INTERNATIONAL (CAYMAN) LIMITED**  
**浩柏國際（開曼）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8431)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of Hao Bai International (Cayman) Limited (the “**Company**”) will be held at Monday, 7 April 2025 at Suite 801, 8th Floor, Chinachem Century Tower, 178 Gloucester Road, Hong Kong for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolutions which will be proposed as ordinary resolution of the Company. Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 21 March 2025 (the “**Circular**”):

**ORDINARY RESOLUTIONS**

1. “**THAT** subject to and conditional upon, among other things, the GEM Listing Committee of The Stock Exchange of Hong Kong Limited granting approval of the listing of, and the permission to deal in, the Capitalisation Shares A (as defined below):
  - (a) the agreement dated 18 February 2025 (the “**Agreement A**”) entered into between the Company as issuer and the creditor namely, Ms. Leung Yan Fan, (the “**Creditor A**”) to subscribe for a total of 11,000,000 capitalisation Shares of the Company (the “**Capitalisation Shares A**”) at the price of HK\$0.12 per Share in settlement of the sum of approximately HK\$1,320,000 owed by the Company to the Creditor A, and the transactions contemplated thereunder (including but not limited to the allotment and issue of the Capitalisation Shares A) be and are hereby approved, confirmed and ratified;
  - (b) the board of Directors of the Company be and is hereby granted a specific mandate to exercise all the powers of the Company to allot and issue the Capitalisation Shares A, subject to and in accordance with the terms and conditions of the Agreement A; and

- (c) any one or more director(s) of the Company be and is/are hereby authorised generally to implement and take all steps and do all acts and things and execute and deliver all such documents (including under seal, where applicable) which he/she/they consider(s) necessary, desirable or expedient to give effect to the Agreement A, and the transactions contemplated thereunder and to agree with such variation(s), amendment(s) or waiver(s) as, in the opinion of the directors of the Company, is/are in the interests of the Company and its shareholders as a whole.”
2. “**THAT** subject to and conditional upon, among other things, the GEM Listing Committee of The Stock Exchange of Hong Kong Limited granting approval of the listing of, and the permission to deal in, the Capitalisation Shares B (as defined below):
- (a) the agreement dated 18 February 2025 (the “**Agreement B**”) entered into between the Company as issuer and the creditor, namely Ms. Hui Lai Ngar (the “**Creditor B**”), to subscribe for a total of 13,700,000 capitalisation Shares of the Company (the “**Capitalisation Shares B**”) at the price of HK\$0.12 per Share in settlement of the sum of approximately HK\$1,644,000 owed by the Company to the Creditor B, and the transactions contemplated thereunder (including but not limited to the allotment and issue of the Capitalisation Shares B) be and are hereby approved, confirmed and ratified;
- (b) the board of Directors of the Company be and is hereby granted a specific mandate to exercise all the powers of the Company to allot and issue the Capitalisation Shares B, subject to and in accordance with the terms and conditions of the Agreement B; and
- (c) any one or more director(s) of the Company be and is/are hereby authorised generally to implement and take all steps and do all acts and things and execute and deliver all such documents (including under seal, where applicable) which he/she/they consider(s) necessary, desirable or expedient to give effect to the Agreement B, and the transactions contemplated thereunder and to agree with such variation(s), amendment(s) or waiver(s) as, in the opinion of the directors of the Company, is/are in the interests of the Company and its shareholders as a whole.”
3. “**THAT** subject to and conditional upon, among other things, the GEM Listing Committee of The Stock Exchange of Hong Kong Limited granting approval of the listing of, and the permission to deal in, the Capitalisation Shares C (as defined below):
- (a) the agreement dated 18 February 2025 (the “**Agreement C**”) entered into between the Company as issuer and the creditor, namely Mr. Lam Chi Yin Henry, (the “**Creditor C**”), to subscribe for a total of 8,300,000 capitalisation Shares of the Company (the “**Capitalisation Shares C**”) at the price of HK\$0.12 per Share

in settlement of the sum of approximately HK\$996,000 owed by the Company to the Creditor C, and the transactions contemplated thereunder (including but not limited to the allotment and issue of the Capitalisation Shares C) be and are hereby approved, confirmed and ratified;

- (b) the board of Directors of the Company be and is hereby granted a specific mandate to exercise all the powers of the Company to allot and issue the Capitalisation Shares C, subject to and in accordance with the terms and conditions of the Agreement C; and
- (c) any one or more director(s) of the Company be and is/are hereby authorised generally to implement and take all steps and do all acts and things and execute and deliver all such documents (including under seal, where applicable) which he/she/they consider(s) necessary, desirable or expedient to give effect to the Agreement C, and the transactions contemplated thereunder and to agree with such variation(s), amendment(s) or waiver(s) as, in the opinion of the directors of the Company, is/are in the interests of the Company and its shareholders as a whole.”

By order of the Board  
**Hao Bai International (Cayman) Limited**  
**Ng Wan Lok**  
*Executive Director*

Hong Kong, 21 March 2025

*Registered office:*  
Cricket Square, Hutchins Drive  
P.O. Box 2681  
Grand Cayman, KY1-1111  
Cayman Islands

*Principal place of business  
in Hong Kong:*  
Suite 801, 8th Floor  
Chinachem Century Tower  
178 Gloucester Road  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the EGM convened by the above notice is entitled to appoint a proxy to attend and, subject to the provisions of the articles of association of the Company, vote in his stead. A member holding two or more shares entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and, subject to the provisions of the articles of association of the Company, vote in his stead. A proxy need not be a member of the Company.
2. A form of proxy for use at the EGM is enclosed. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority (if any) under which it is signed or a certified copy of that power or authority, at the office of the Company’s Hong Kong branch share registrar (the “**Share Registrar**”), Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong at least 48 hours before the time appointed for the holding of the EGM or any adjournment thereof.

3. The register of members of the Company will be closed from Tuesday, 1 April 2025 to Monday, 7 April 2025, both days inclusive, during which period no transfer of Shares will be registered. In order to be entitled to attend and vote at the EGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Monday, 31 March 2025.
4. In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
5. If Typhoon signal No. 8 or above, or extreme conditions caused by super typhoons or a “black” rainstorm warning is in effect in Hong Kong any time after 7:00 a.m. on the date of the EGM, the EGM will be adjourned. The Company will post an announcement on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.irasia.com/listco/hk/haobai/](http://www.irasia.com/listco/hk/haobai/)) to notify Shareholders of the date, time and place of the rescheduled meeting.
6. Any voting at the EGM shall be taken by poll.

*As at the date of this notice, the executive Directors are Mr. Ng Wan Lok and Ms. Wong Wing Hung; the non-executive Director is Ms. Shu Huajuan; and the independent non-executive Directors are Mr. Yuen Wai Keung, Mr. Cheung Hiu Fung and Mr. Yiu Chi Wai.*

*This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.*

*This notice will remain on the “Latest Listed Company Information” page of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the date of its posting. This notice will also be published and remained on the Company’s website at <https://www.irasia.com/listco/hk/haobai/>.*