

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.



MIRAMAR GROUP

MIRAMAR HOTEL AND INVESTMENT COMPANY, LIMITED

美麗華酒店企業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 71)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting of Miramar Hotel and Investment Company, Limited (the “**Company**”) will be held at The Ballroom, 18/F, The Mira Hong Kong, 118–130 Nathan Road, Tsim Sha Tsui, Kowloon, Hong Kong on Monday, 31 March 2025 at 3:00 p.m. (the “**EGM**”) for the purpose of considering and, if thought fit, passing, with or without amendments, the following ordinary resolution:

ORDINARY RESOLUTION

“**THAT:**

- (a) the S&P Agreement (a copy of which has been produced to the EGM and marked “A” and initialed by the chairman of the EGM for identification purpose) and the Transaction be and are hereby approved, confirmed and ratified; and
- (b) any one Director, or any two Directors if the affixation of the common seal is necessary, be and is/ are hereby authorised to do all such acts and things and to sign, execute and deliver all such documents, instruments, deeds and agreements for and on behalf of the Company as he/she/they may in his/her/their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the S&P Agreement and the Transaction and all matters incidental or ancillary thereto.”

By Order of the Board
LAI HO MAN, DICKSON
Company Secretary

Hong Kong, 12 March 2025

Registered Office:

15/F, Mira Place Tower A
132 Nathan Road
Tsim Sha Tsui
Kowloon
Hong Kong

Notes:

- (1) Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the circular dated 12 March 2025 issued by the Company.
- (2) At the EGM, the Chairman will exercise his power under Article 56 of the Articles of Association to put the above resolution to be voted by way of a poll.
- (3) A Shareholder entitled to attend, speak and vote at the EGM is entitled to appoint one proxy or more proxies to attend and speak and on a poll, to vote instead of him at the EGM, and separate proxies may be appointed by a Shareholder to represent the respective number of shares held by the Shareholder as specified in the relevant proxy form. A proxy need not be a Shareholder. Form of 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 authority) must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited (the "**Company's Registrar**") at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for holding the EGM (i.e. at or before 3:00 p.m., Friday, 28 March 2025) or any adjournment or postponement thereof.
- (4) For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Thursday, 27 March 2025 to Monday, 31 March 2025 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the EGM, unregistered holders of Shares should ensure that all transfer documents together with the relevant share certificates are lodged with the Company's Registrar at Rooms 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for registration, no later than 4:30 p.m. on Wednesday, 26 March 2025.
- (5) If a tropical cyclone warning signal no. 8 or above, or "extreme conditions" caused by a super typhoon, or black rainstorm warning signal is in force at any time between 1:00 p.m. to 3:00 p.m. on the day of the EGM, the EGM will be adjourned or postponed. The Company will post an announcement on the Company's website (www.miramar-group.com) and the HKEXnews website (www.hkexnews.hk) to notify Shareholders of the date, time and place of the adjourned or postponed meeting.

The EGM will be held as scheduled when an amber or a red rainstorm warning signal is in force. Shareholders should decide on their own whether they would attend the EGM under bad weather conditions bearing in mind their own situations.

- (6) Please indicate in advance, not less than 1 week before the time appointed for holding the EGM, if Shareholders, because of disabilities, need special arrangements to participate in the EGM. Any such request should be made in writing to the Company's Registrar by post at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong or via online submission at https://www.computershare.com/hk/en/online_feedback. The Company will endeavour to make the necessary arrangements unless there is unjustifiable hardship in arranging for them.
- (7) The Chinese translation of this notice is for reference only, and in case of any inconsistency, the English version shall prevail.

As at the date of this notice, (i) the executive directors of the Company are: Dr. Lee Ka Shing, Dr. Colin Lam Ko Yin, Mr. Richard Tang Yat Sun, Mr. Eddie Lau Yum Chuen and Mr. Norman Ho Hau Chong; (ii) the non-executive directors of the Company are: Dr. Patrick Fung Yuk Bun and Mr. Dominic Cheng Ka On; (iii) the independent non-executive directors of the Company are: Dr. Timpson Chung Shui Ming, Mr. Howard Yeung Ping Leung, Mr. Thomas Liang Cheung Bui, Mr. Wu King Cheong, Mr. Alexander Au Siu Kee, Mr. Benedict Sin Nga Yan and Ms. Wong Yeung Fong.