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Pan Asia Data Holdings Inc.

聯洋智能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1561)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**Meeting**”) of Pan Asia Data Holdings Inc. (the “**Company**”) will be held at 3/F, Yue On Commercial Building, 385-387 Lockhart Road, Wan Chai, Hong Kong on Monday, 16 June 2025 at 3:30 p.m. for the following purposes:

ORDINARY RESOLUTIONS

“**THAT:**

- (a) the sale and purchase agreement dated 27 March 2025 (the “**Sale and Purchase Agreement**”), a copy of which will be produced to the Meeting and marked “A” and initialed by the chairman of the Meeting for the purpose of identification, entered into between the Company as vendor and Timenew Limited as purchaser (the “**Purchaser**”), in relation to the sale and purchase of the entire issued share capital of Pan Asia Data (BVI) Inc. (the “**Target Company**”) for a total consideration of HK\$1 (the details of which are summarised in the circular of the Company dated 30 May 2025 of which this notice forms part), and the terms and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) any director of the Company be and is hereby generally and unconditionally authorised to do all such acts and things, to sign and execute (including the affixation of the common seal of the Company when required) all such documents for and on behalf of the Company as they may in their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Sale and Purchase Agreement and the transactions contemplated thereunder, and to make and agree to make such variations of the terms of the Sale and Purchase Agreement as they may in their discretion consider to be appropriate, necessary or desirable and in the interests of the Company and its shareholders as a whole.”

By Order of the Board
Pan Asia Data Holdings Inc.
Gu Zhongli
Chairman

Hong Kong, 30 May 2025

Notes:

- (i) Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company. A member holding two or more shares may appoint more than one proxy to attend on the same occasion.
- (ii) Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the Meeting the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and 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.
- (iii) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if the appointor is a corporation, either under its seal, or under the hand of an officer or attorney or other person duly authorized.
- (iv) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority shall be delivered to the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours (i.e. 3:30 p.m. on Saturday, 14 June 2025) before the time appointed for holding the Meeting or any adjournment thereof. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (v) All voting at the Meeting shall be conducted by way of poll.
- (vi) The register of members of the Company will be closed from Wednesday, 11 June 2025 to Monday, 16 June 2025, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Tuesday, 10 June 2025.
- (vii) If tropical cyclone warning signal no. 8 or above, or an announcement by the Hong Kong Government of “extreme conditions” caused by super typhoons or a “black” rainstorm warning signal is in force (or has not been withdrawn) at 12:30 p.m. on Monday, 16 June 2025, the Meeting will be postponed and an announcement with details of alternative meeting arrangements will be made. The Meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether to attend the Meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.
- (viii) At the date of this notice, the Board comprises

Executive Directors:

Mr. Gu Zhongli (*Chairman*)

Dr. Wang Bangyi (*Chief executive officer*)

Mr. Li Yunjiu

Mr. Jin Peiyi

Non-executive Directors:

Mr. Sze Siu Ming

Mr. Sze Ka Ho

Independent Non-executive Directors:

Ms. Xu Yanqiong

Ms. Yung Hoi Yan, *JP*

Mr. So Ching Tung, *JP*