



POWERLONG REAL ESTATE HOLDINGS LIMITED
寶龍地產控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1238)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Powerlong Real Estate Holdings Limited (the “**Company**”) will be held at Meeting Room 716, Powerlong Tower, No. 1399 Xinzhen Road, Minhang District, Shanghai, the PRC on Wednesday, 27 November 2024 at 10:00 a.m. for the purpose of considering and, if thought fit, passing (with or without amendments) the following resolution as ordinary resolution of the Company.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as ascribed to them in the circular of the Company dated 5 November 2024 (the “**Circular**”).

ORDINARY RESOLUTION

1. “**THAT**

- (a) the Issue of Mandatory Convertible Bonds and the transactions contemplated thereunder including but not limited to the issue of mandatory convertible bonds of the Company for a term of 4 years which are convertible into ordinary shares of the Company pursuant to the terms of the Mandatory Convertible Bonds, details of which are set out in the Circular, be and are hereby generally and unconditionally approved, confirmed and ratified;
- (b) any one director of the Company be and is hereby authorised to do all such acts and things and sign, ratify or execute all such documents and take all such steps as the director in his/her discretion may consider necessary, appropriate, desirable and expedient to implement, give effect to or in connection with the Issue of Mandatory Convertible Bonds and any of the transactions contemplated thereunder including but not limited to the Issue of Mandatory Convertible Bonds; and

- (c) the directors of the Company be and are hereby granted a specific mandate to exercise the powers of the Company to allot, issue and deal with the Conversion Shares.”

By order of the Board
Powerlong Real Estate Holdings Limited
HOI Kin Hong
Chairman

Hong Kong, 5 November 2024

Notes:

1. All resolution(s) at the meeting will be taken by poll (except where the chairman in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the respective websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.powerlong.com>) in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant proxy form. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
3. In order to be valid, the proxy form together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, 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 as soon as possible but in any event not less than 48 hours before the time appointed for the EGM (i.e. not later than 10:00 a.m. on Monday, 25 November 2024 (Hong Kong Time)) or the adjourned meeting (as the case may be). Completion and delivery of the proxy form will not preclude you from attending, speaking and voting at the EGM or at any adjournment thereof should you so wish. If you attend and vote at the EGM, the authority of your proxy will be revoked.
4. For determining shareholders' eligibility to attend, speak and vote at the EGM, the register of members of the Company will be closed from Friday, 22 November 2024 to Wednesday, 27 November 2024, both dates inclusive, during which period no transfer of Shares will be effected. In order to be eligible to attend, speak and vote at the EGM, unregistered holders of shares of the Company shall ensure that 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 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on Thursday, 21 November 2024.
5. Please refer to the Circular for further details concerning the resolution set out in the above notice.
6. References to time and dates in this notice are to Hong Kong time and dates.
7. As at the date of this notice, Mr. Hoi Kin Hong, Mr. Hoi Wa Fong, Mr. Xiao Qing Ping, Ms. Shih Sze Ni Cecilia and Mr. Zhang Hong Feng are the executive Directors, Ms. Hoi Wa Fan is the non-executive Director, and Dr. Ngai Wai Fung, Dr. Mei Jian Ping, Dr. Ding Zu Yu and Ms. Liu Xiao Lan are the independent non-executive Directors.