

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



PC PARTNER GROUP LIMITED

栢能集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(HKEX Stock Code: 1263)

(SGX-ST Stock Code: PCT)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of PC Partner Group Limited (the “Company”) will be held on Friday, 20 December 2024 at 11:30 a.m. at 28/F, NCB Innovation Centre, 888 Lai Chi Kok Road, Kowloon, Hong Kong (for Hong Kong Shareholders) and at Unit #11-27, 20 Pasir Panjang Road, Mapletree Business City, Singapore 117439 (for Singapore Shareholders) to consider and, if thought fit, passing, with or without modifications, the following resolutions as a special resolution or an ordinary resolution (as the case may be) of the Company:

SPECIAL RESOLUTION

“1. **THAT:**

- (a) the proposed amendments to the existing amended and restated memorandum and articles of association of the Company (the “Existing M&A”), as set out in the Appendix to the circular issued by the Company on 27 November 2024 (the “Proposed Amendments”), are approved and shall take effect on and from the date on which the conversion of the listing status of the Company on the Mainboard of Singapore Exchange Securities Trading Limited from secondary to primary becomes effective; and

- (b) the new amended and restated memorandum and articles of association of the Company which incorporates the Proposed Amendments, a copy of which has been produced to the meeting marked “A” and initialled by the chairman of the meeting for the purposes of identification, are approved and adopted as the new amended and restated memorandum and articles of association of the Company in substitution for, and to the exclusion of, the Existing M&A with effect from the date on which the conversion of the listing status of the Company on the Mainboard of Singapore Exchange Securities Trading Limited from secondary to primary becomes effective.”

ORDINARY RESOLUTION

“2. THAT:

- (a) BDO LLP be and is hereby appointed as an additional auditor of the Company with responsibility commencing in respect of the Company’s financial statements for the financial year in which the conversion of the Company’s listing status on Singapore Exchange Securities Trading Limited to primary listing takes place;
- (b) BDO LLP shall hold office as an additional auditor of the Company until the conclusion of the next annual general meeting of the Company;
- (c) the board of directors of the Company be and is hereby authorised to fix BDO LLP’s remuneration; and
- (d) the directors of the Company and/or any of them be and are and/or is hereby authorised to complete and do all acts and things (including, without limitation, executing such documents as may be required and approving any amendments, alterations or modifications to any documents) as they and/or he or she may consider desirable, expedient or necessary to give effect to the appointment of BDO LLP as an additional auditor of the Company contemplated and/or authorised by this resolution.”

By order of the board of directors of
PC Partner Group Limited
WONG Shik Ho Tony
Chairman

Hong Kong, 27 November 2024

Notes:

1. A member of the Company (a “**Shareholder**”) entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or, if such Shareholder is a holder of more than one share in the Company, more proxies to attend and vote in his stead. A proxy need not be a Shareholder.

2. In order to be valid, the form of proxy must be deposited with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong (for Hong Kong Shareholders) or the Company's share transfer agent in Singapore, B.A.C.S. Private Limited at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 (for Singapore Shareholders) or by email to main@zicoholdings.com, together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney, no later than Wednesday, 18 December 2024 at 11:30 a.m. or not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of a proxy form will not preclude a Shareholder from attending in person and voting at the EGM or any adjournment thereof, should he/she so wish.
3. For determining the entitlement of the Hong Kong Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 17 December 2024 to Friday, 20 December 2024 (both days inclusive), during which time no transfer of shares will be effected. To ensure that they are entitled to attend and vote at the EGM, Hong Kong Shareholders must deliver their duly stamped instruments of transfer, accompanied by the relevant share certificates, to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited located at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Monday, 16 December 2024 for registration of the relevant transfer.

For determining the entitlement of the Singapore Shareholders (other than Depositors) to attend and vote at the EGM, the Singapore branch register of transfer and register of members of the Company will be closed on Tuesday, 17 December 2024. All transfer documents accompanied by the relevant share certificates must be lodged with the Company's Singapore share transfer agent, B.A.C.S. Private Limited at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 for registration no later than 5:00 p.m. on Monday, 16 December 2024.

As at the date of this notice, the Executive Directors are Mr. WONG Shik Ho Tony, Mr. WONG Fong Pak, Mr. LEUNG Wah Kan, Mr. HO Nai Nap, Mr. MAN Wai Hung; the Non-executive Director is Mrs. HO WONG Mary Mee-Tak; and the Independent Non-executive Directors are Ms. Alicia KWAN Xiuying, Mr. CHUA Ser Miang, Mr. Jason GOH Hseng Wei, Mr. KONG Chee Keong, Prof. LOW Teck Seng, Mr. TEO Chun-Wei, Benedict and Ms. CHAN Yim.

* *For identification purposes only*