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火岩控股
FIRE ROCK HOLDINGS

火岩控股有限公司
FIRE ROCK HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1909)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Fire Rock Holdings Limited (the “Company”) will be held at 9th Floor, Block 1, Chongwen Garden, Nanshan iPark, 3370 Liuxian Avenue, Nanshan District, Shenzhen, the PRC on Tuesday, 2 February 2021 for the purposes of considering and, if though fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION

1. **“THAT:**

- (a) the sale and purchase agreement dated 18 November, 2020 (the “Sale and Purchase Agreement”) entered into among the Company, Honour Soar Holdings Limited (榮升控股有限公司) (“Vendor 1”), Morning Rain Holdings Limited (晨雨控股有限公司) (“Vendor 2”), Joyous Bliss Holdings Limited (樂福控股有限公司) (“Vendor 3”) (collectively known as the “Vendors”), Mr. Zhang Zhen Hua (張振華), Miss Zhang Xiao Juan (張曉娟) and Miss Wang Ye Qiong (王業瓊), in relation to the Company’s proposed acquisition of 100% equity interest in Tak Shing International Holdings Limited (德成國際控股有限公司) from each of the Vendors, and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified; and

- (b) any one executive director of the Company (the “Executive Director”) be and is hereby authorised for and on behalf of the Company, to sign, execute and deliver or to authorise the signing, execution and delivery of all such documents (including affixing the common seal of the Company thereon) and to do all such things as he may in his absolute discretion consider necessary, expedient or desirable to implement and/or to give effect to or otherwise in connection with the Sale and Purchase Agreement and the transactions contemplated thereunder.”

By Order of the Board
Fire Rock Holdings Limited
Huang Yong
Executive Director and CEO

Hong Kong, 13 January 2021

Note:

1. The register of members of the Company will be closed from Thursday, 28 January 2021 to Tuesday, 2 February 2021, both dates inclusive, for the purpose of ascertaining shareholders’ entitlement to attend and vote at the EGM. In order to be eligible to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 27 January 2021.
2. Any member of the Company (“Shareholder”) entitled to attend and vote at the EGM is entitled to appoint one or, if such Shareholder is a holder of more than one share, more proxies to attend and vote in his stead. A proxy need not be a Shareholder.
3. In order to be valid, the form of proxy must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong together with a power of attorney or other authority under which it is signed or a notarially certified copy of that power of attorney (whichever being applicable) not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof (no later than 10:30 a.m. on Sunday, 31 January 2021 (Hong Kong time)).
4. Completion and delivery of the form of proxy will not preclude a Shareholder from attending and voting in person at the EGM if the Shareholder so desires and, in such event, the instrument appointing a proxy shall be deemed to have been revoked.
5. Where there are joint registered holders of any share of the Company, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such share as if he was solely entitled thereto but, if more than one of such holders be present at the EGM personally or by proxy, the holder so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

6. If Typhoon Signal No. 8 or above, or a “black” rain storm warning is in effect any time after 7:00 a.m. on the date of the EGM, the meeting will be postponed. The Company will publish an announcement on the website of the Company at hk.firerock.hk and on the website of the Stock Exchange at www.hkexnews.hk to notify Shareholders of the date, time and venue of the rescheduled meeting.
7. Voting of the resolutions as set out in this notice will be by poll.

As at the date of this announcement, the executive Directors are Mr. Huang Yong, Mr. Zhou Kun and Mr. Su Yi; the non-executive directors are Mr. Zhang Yan and Ms. Yang Kan and the independent non-executive Directors are Mr. Chan King Fai, Mr. Chen Di and Mr. Yang Zhen.