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## **THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in doubt as to any aspect of this circular or the offers referred to herein, you should consult a licensed securities dealer or registered institution in securities, a bank manager, solicitor, professional accountant, or other professional advisers.

If you have sold or transferred all your shares in **C-Link Squared Limited**, you should at once hand this circular with the accompanying form of proxy to the purchaser(s) or the transferee(s) or to the bank, the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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## **C-LINK SQUARED LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1463)**

### **PROPOSALS FOR SUBDIVISION OF SHARES; AMENDMENT OF THE MEMORANDUM AND ARTICLES OF ASSOCIATION; ADOPTION OF THE THIRD AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION; AND NOTICE OF EXTRAORDINARY GENERAL MEETING**

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Capitalised terms used in the lower portion of this page and the cover inside page shall have the same respective meanings as those defined in the section headed "Definitions" of this circular.

A notice convening the EGM to be held at 10:00 a.m. on Friday, 9 June 2023 at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong is set out on pages 14 to 17 of this circular.

A form of proxy for use in connection with the EGM is enclosed with this circular. Such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.clinksquared.com](http://www.clinksquared.com)) respectively. If you do not intend to attend the EGM but wish to exercise your right as a Shareholder, you are required to complete and sign the form of proxy in accordance with the instructions printed thereon and return the same to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible and in any event not later than 48 hours before the time appointed for holding the EGM (no later than 10:00 a.m. on Wednesday, 7 June 2023) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from subsequently attending and voting in person at the EGM or any adjournment thereof should you so wish, and in such event, the form of proxy shall be deemed to be revoked.

References to dates and time in this circular are to Hong Kong dates and time.

*This circular is prepared in both English and Chinese. In the event of any inconsistency, the English version of this circular shall prevail over the Chinese version.*

19 May 2023

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions have the following respective meanings:*

“Board”	the board of Directors
“Business Day(s)”	any day(s) (other than a Saturday, Sunday or public holiday) on which licensed banks are generally open for business in Hong Kong throughout their normal business hours
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“Change in Board Lot Size”	the change in the board lot size of the Company’s ordinary shares for trading on the Stock Exchange from 4,000 Shares to 2,000 Subdivided Shares subject to the Share Subdivision becoming effective
“Companies Act”	the Companies Act (as revised) of the Cayman Islands, as amended, consolidated or otherwise modified from time to time
“Company”	C-Link Squared Limited, an exempted company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 1463)
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened to consider and, if thought fit, approve, among others, the Share Subdivision
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited

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## DEFINITIONS

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“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	15 May 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Memorandum and Articles of Association”	the second amended and restated memorandum and articles of association of the Company, which is the existing memorandum and articles of association of the Company
“New Memorandum and Articles of Association”	the third amended and restated memorandum and articles of association of the Company proposed to be adopted by the Shareholders at the EGM
“Proposed Amendments”	the proposed amendments to the Memorandum and Articles of Association as set out in Appendix II to this circular
“Share Option Scheme”	share option scheme adopted by the Company on 11 March 2020
“Share Subdivision”	the proposed subdivision of each issued and unissued Share into three (3) Subdivided Shares
“Share(s)”	existing ordinary share(s) of par value of HK\$0.01 each in the share capital of the Company prior to the Share Subdivision becoming effective
“Shareholder(s)”	holder(s) of the Share(s) or Subdivided Share(s) (as the case may be)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subdivided Share(s)”	ordinary share(s) of par value of one third Hong Kong cent each in the share capital of the Company upon the Share Subdivision becoming effective
“%”	per cent.

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## LETTER FROM THE BOARD

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### C-LINK SQUARED LIMITED

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1463)**

*Executive Directors:*

Mr. Ma Shengcong

Ms. Zhang Ying

*Non-executive Directors:*

Mr. Ling Sheng Shyan

Dr. Wu Xianyi

*Independent non-executive Directors:*

Dr. Zeng Jianhua

Mr. Yang Junhui

Mr. Qian Jianguang

*Registered office:*

Windward 3, Regatta Office Park

PO Box 1350

Grand Cayman KY1-1108

Cayman Islands

*Headquarters and principal place  
of business in Malaysia:*

No. 1, Persiaran Sungai Buloh

Taman Industri Sungai Buloh

Kota Damansara

47810 Petaling Jaya

Selangor

Malaysia

*Principal place of business in*

*Hong Kong:*

Room 1901, 19/F, Lee Garden One

33 Hysan Avenue

Causeway Bay

Hong Kong

19 May 2023

*To the Shareholders*

Dear Sir or Madam,

**PROPOSALS FOR  
SUBDIVISION OF SHARES;  
AMENDMENT OF THE MEMORANDUM AND  
ARTICLES OF ASSOCIATION;  
ADOPTION OF THE THIRD AMENDED AND RESTATED  
MEMORANDUM AND ARTICLES OF ASSOCIATION;  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**INTRODUCTION**

Reference is made to the announcement of the Company dated 11 May 2023 in relation to the Share Subdivision, the Change in Board Lot Size, the Proposed Amendments and the proposed adoption of the New Memorandum and Articles of Association incorporating the Proposed Amendments (the “**Announcement**”).

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## LETTER FROM THE BOARD

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The Directors wish to seek the approval of the Shareholders at the EGM for the Share Subdivision and the proposed adoption of the New Memorandum and Articles of Association. The purpose of this circular is to provide give you information regarding the resolutions to be proposed at the EGM relating to the above matters and the notice of the EGM.

### **PROPOSED SHARE SUBDIVISION**

The Board proposes to subdivide each of the existing issued and unissued Shares of par value of HK\$0.01 each in the share capital of the Company into three (3) Subdivided Shares of par value of one third Hong Kong cent (approximately HK\$0.003333333333) each.

### **Effect of the Share Subdivision**

As at the Latest Practicable Date, the authorised share capital of the Company is HK\$15,000,000 divided into 1,500,000,000 Shares of par value of HK\$0.01 each, of which 800,000,000 Shares of par value of HK\$0.01 each have been issued and are fully paid or credited as fully paid. Upon the Share Subdivision becoming effective, the authorised share capital of the Company will be become HK\$15,000,000 divided into 4,500,000,000 Subdivided Shares of par value of one third Hong Kong cent each, of which 2,400,000,000 Subdivided Shares of par value of one third Hong Kong cent will be in issue and fully paid or credited as fully paid, assuming that no further Shares are issued or repurchased prior to the Share Subdivision becoming effective.

All Subdivided Shares will rank *pari passu* with each other in all respects with, and will have the same rights and privileges as, the Shares in issue prior to the Share Subdivision, and the Share Subdivision will not result in any change in the relevant rights of the existing Shareholders.

As the Share Subdivision will not result in any odd lots or fractional shares, no odd lots arrangement for matching the sale and purchase of odd lots will be made.

### **Conditions of the Share Subdivision**

The Share Subdivision is conditional upon:

- (a) the passing by the Shareholders at the EGM of an ordinary resolution approving the Share Subdivision;
- (b) the Stock Exchange granting the listing of, and permission to deal in, the Subdivided Shares and any new Subdivided Share which may be issued upon the exercise of the share options to be granted from time to time under the Share Option Scheme; and
- (c) the compliance with all applicable procedures and requirements under the laws of the Cayman Islands and the Listing Rules to effect the Share Subdivision.

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## LETTER FROM THE BOARD

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The Share Subdivision will become effective after all of the conditions of the Share Subdivision above are fulfilled.

### **Listing application**

An application will be made by the Company to the Stock Exchange for the listing of, and the permission to deal in, the Subdivided Shares to be in issue.

Subject to the granting of the listing of, and permission to deal in, the Subdivided Shares on the Stock Exchange, the Subdivided Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Subdivided Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

No part of the securities of the Company is listed or dealt in or on which listing or permission to deal is being or is proposed to be sought on any other stock exchanges other than the Stock Exchange and no such listing permission to deal in is being or currently proposed to be sought from any other stock exchanges.

### **Exchange of share certificates**

Subject to the Share Subdivision having become effective, the existing share certificates will only be valid for delivery, trading and settlement purposes for the period up to 4:10 p.m. on Tuesday, 18 July 2023 and thereafter will not be accepted for delivery, trading and settlement purposes. However, the existing share certificates will continue to be good evidence of legal title to the Subdivided Shares on the basis of one (1) Share for three (3) Subdivided Shares.

Upon the Share Subdivision becoming effective, the Shareholders can submit their existing certificates for the Shares to the Company's branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, located at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, in exchange for the new share certificates for the Subdivided Shares free of charge between 9:00 a.m. and 4:30 p.m. on any Business Day from Tuesday, 13 June 2023 to Thursday, 20 July 2023 (both days inclusive). After the expiry of such period, the existing certificates for the Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each existing share certificate cancelled or new share certificate issued (whichever number of share certificates involved is higher). It is expected that the new share certificates for the Subdivided Shares will be available for collection within a period of 10 Business Days after the submission of the existing share certificates for the Shares to Computershare Hong Kong Investor Services Limited for exchange.

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## LETTER FROM THE BOARD

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The new share certificates will be red in colour so as to be distinguished from the existing share certificates which are blue in colour.

### **CHANGE IN BOARD LOT SIZE**

The Shares are currently traded on the Stock Exchange in board lot size of 4,000 Shares. The Board has resolved that, subject to the Share Subdivision becoming effective, the board lot size of the Subdivided Shares for trading on the Stock Exchange be changed to 2,000 Subdivided Shares, which will be effective from 9:00 a.m. on Wednesday, 28 June 2023. The Change in Board Lot Size will not affect any of the relative rights of the Shareholders.

The Company has no outstanding warrants, convertibles, options or derivatives and conversion rights or other similar rights which are convertible or exchangeable into Shares as at the Latest Practicable Date.

### **REASON FOR THE SUBDIVISION OF SHARES AND CHANGE IN BOARD LOT SIZE**

The proposed Share Subdivision will increase the number of Shares in issue and reduce the nominal value and trading price of each Share. In this regard, the Board is of the view that the Share Subdivision together with the Change in Board Lot Size is likely to enhance the trading liquidity of the Shares, reduce barriers to investment, and therefore may attract more investors to trade in the Shares. Based on the closing price of HK\$4.13 per Share as at the Latest Practicable Date, (i) the market value per board lot of 4,000 Shares is HK\$16,520; and (ii) the value of each board lot of 2,000 Subdivided Shares, with a theoretical adjusted price of approximately HK\$1.377 per Subdivided Share assuming the Share Subdivision had already become effective, would be approximately HK\$2,753.33. As at the Latest Practicable Date, the average daily trading volume in the past six months was approximately 52,949 Shares, representing approximately 0.007% of the total issued Shares. Although the Share Subdivision will result in downward adjustment to the trading price of the Shares, the Board believes that the Share Subdivision would reduce the trading spread as well as the volatility of the trading price of the Shares and, together with the Change in Board Lot Size, enhance the liquidity in trading of Shares and thereby would enable the Company to attract more investors and broaden its Shareholder base. Accordingly, the Board considers that the Share Subdivision is fair and reasonable and in the interests of the Company and its Shareholders as a whole.

As at the Latest Practicable Date, the Directors confirm that the Company (i) does not have any agreement, arrangement, understanding, intention, negotiation (concluded or otherwise) on any potential equity fundraising activities; and (ii) has no intention to carry out other corporate action which may have an effect of undermining or negating the intended purpose of the Share Subdivision and the Change in Board Lot Size in the coming 12 months. The Company currently has no definitive plan to conduct any equity fundraising activities for the next 12 months. In the event that any future opportunity of equity fundraising for the Group's business development arises, the Company will make further announcement(s) as and when appropriate.

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## LETTER FROM THE BOARD

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Save for the expenses to be incurred by the Company in relation to the Share Subdivision and the Change in Board Lot Size, the implementation of the Share Subdivision will not, by itself, alter the underlying assets, business operations, management or the financial position of the Company or the proportionate interest of the Shareholders.

### **PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION AND PROPOSED ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION**

In view of the proposed Share Subdivision, the Board proposes to (i) amend the Memorandum and Articles of Association to, *inter alia*, reflect the change in the authorised share capital of the Company from HK\$15,000,000 divided into 1,500,000,000 Shares of par value HK\$0.01 each to HK\$15,000,000 divided into 4,500,000,000 Shares of par value of one third Hong Kong cent (approximately HK\$0.003333333333) each; and (ii) adopt the third amended and restated memorandum and articles of association of the Company (i.e., the New Memorandum and Articles of Association) incorporating the Proposed Amendments. The details of the Proposed Amendments are set out in Appendix II to this circular. A special resolution will be proposed at the EGM to approve the Proposed Amendments.

The legal advisers to the Company as to Hong Kong laws have confirmed that the Proposed Amendments conform with the requirements of the Listing Rules and the legal advisers to the Company as to Cayman Islands laws have confirmed that the Proposed Amendments are not inconsistent with the laws of the Cayman Islands. The Company confirms that there is nothing unusual about the Proposed Amendments.

### **CLOSURE OF REGISTER OF MEMBERS**

For determining the Shareholders' entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 6 June 2023 to Friday, 9 June 2023 (both dates inclusive), during which period no transfer of Shares will be effected. In order to qualify for attending and voting at the EGM, the unregistered holders of Shares must lodge all transfer documents, accompanied by the relevant share certificates and properly completed transfer forms, with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, located at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for registration not later than 4:30 p.m. on Monday, 5 June 2023.

### **EGM**

The notice convening the EGM is set out on pages 14 to 17 of this circular. At the EGM, resolutions will be proposed to approve, among others, the Share Subdivision, the Proposed Amendments and the adoption of the New Memorandum and Articles of Association.

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## LETTER FROM THE BOARD

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### PROXY ARRANGEMENT

A form of proxy for use in connection with the EGM is enclosed with this circular and such form of proxy is also published on the respective websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.clinksquared.com](http://www.clinksquared.com)). If you do not intend to attend the EGM but wish to exercise your right as a Shareholder, you are required to complete and sign the form of proxy in accordance with the instructions printed thereon and return the same to the Hong Kong Branch Share Registrar, Computershare Hong Kong Investor Services Limited, located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the time appointed for holding the EGM (i.e., not later than 10:00 a.m. on Wednesday, 7 June 2023) or the adjournment thereof.

Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or the adjournment thereof should you so wish and in such event, the form of proxy shall be deemed to be revoked.

### VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules and Article 72 of the articles of association of the Company, any vote of the Shareholders at a general meeting shall be decided by poll save that the chairman of the meeting may, pursuant to the Listing Rules, allow a resolution to be voted on by a show of hands. Therefore, all resolutions proposed at the EGM will be voted by poll and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote for every fully paid Share of which he/she/it is the holder. A Shareholder entitled to more than one vote needs not use all his/her/its votes or cast all such votes in the same way.

To the best knowledge, belief and information of the Directors having made all reasonable enquiries, no Shareholder is required under the Listing Rules to abstain from voting on the resolutions to be proposed at the EGM.

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## LETTER FROM THE BOARD

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### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein misleading.

### RECOMMENDATION

The Directors believe that the proposals for the Share Subdivision, the Proposed Amendments and the proposed adoption of the New Memorandum and Articles of Association as set out in the notice convening the EGM are in the best interests of the Company and the Shareholders as a whole. Therefore, the Directors recommend the Shareholders voting in favour of the relevant resolutions to be proposed at EGM as set out in the notice convening the 2023 AGM on pages 14 to 17 of this circular.

### GENERAL

Your attention is drawn to the additional information set out in the appendices to this circular.

Yours faithfully,  
By order of the Board  
**C-Link Squared Limited**  
**Ma Shengcong**

*Chairman of the Board and executive Director*

The expected timetable for the implementation of the Share Subdivision and the Change in Board Lot Size is set out below:

**2023**

Latest date and time for lodging transfer documents  
in order to qualify for attending and  
voting at the EGM . . . . . 4:30 p.m. on Monday, 5 June

Register of members of the Company closed  
for determining entitlements to attend  
and vote at the EGM. . . . . Tuesday, 6 June to Friday,  
9 June (both days inclusive)

Latest time for the lodging of the form of  
proxy for the EGM . . . . . 10:00 a.m. on Wednesday, 7 June

Expected date and time of the EGM . . . . . 10:00 a.m. on Friday, 9 June

Announcement of poll results of the EGM . . . . . Friday, 9 June

**The following events are conditional upon the fulfilment of the conditions for the implementation of the Share Subdivision as set out in the section headed “Conditions of the Share Subdivision” above.**

Effective date of the Share Subdivision. . . . . Tuesday, 13 June

Dealings in Subdivided Shares commence . . . . . 9:00 a.m. on Tuesday, 13 June

Original counter for trading in board lot of  
4,000 Shares temporarily closes. . . . . 9:00 a.m. on Tuesday, 13 June

Temporary counter for trading in Subdivided Shares  
and in temporary board lot of 12,000 Subdivided Shares  
(in the form of existing share certificates) opens . . . . . 9:00 a.m. on Tuesday, 13 June

First day of free exchange of existing share certificates  
for the new share certificates for the Subdivided  
Shares commences . . . . . Tuesday, 13 June

**2023**

Original counter for trading in Subdivided Shares  
and in new board lot of 2,000 Subdivided Shares  
(in the form of new share certificates) re-opens . . . . . 9:00 a.m. on Wednesday, 28 June

Parallel trading in Subdivided Shares  
(in the form of new and existing share  
certificates) commences . . . . . 9:00 a.m. on Wednesday, 28 June

Temporary counter for trading in Subdivided Shares  
in temporary board lot of 12,000 Subdivided Shares  
(in the form of existing share certificates) closes . . . . . 4:10 p.m. on Tuesday, 18 July

Parallel trading in Subdivided Shares  
(in the form of new and existing share  
certificates) ends. . . . . 4:10 p.m. on Tuesday, 18 July

Free exchange of existing share certificates for  
new certificates ends. . . . . 4:30 p.m. on Thursday, 20 July

*Note: All times and dates above refer to Hong Kong local times and dates.*

Dates or deadlines specified above are indicative only and may be varied by the Company. Any consequential changes to the expected timetable will be published or notified to the Shareholders as and when appropriate.

The Board proposes to (i) amend the Memorandum and Articles of Association to, *inter alia*, reflect the change in the authorised share capital of the Company in view of the proposed Share Subdivision; and (ii) adopt a third amended and restated memorandum and articles of association of the Company (i.e., the New Memorandum and Articles of Association) incorporating the Proposed Amendments, which is subject to the approval by the Shareholders at the EGM.

Particulars of the Proposed Amendments are as below:

<p><b>Existing Second Amended and Restated Memorandum of Association of the Company</b></p>	<p><b>Proposed Amendments</b></p>
<p><b>Clause 7</b></p> <p>The authorised share capital of the Company is HK\$15,000,000 consisting of 1,500,000,000 ordinary shares of par value HK\$0.01 each with the power for the Company to increase or reduce the said capital and to issue any part of its capital, original or increased, with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions; and so that, unless the condition of issue shall otherwise expressly declare, every issue of shares, whether declared to be preference or otherwise, shall be subject to the power hereinbefore contained.</p>	<p><b>Clause 7</b></p> <p>The authorised share capital of the Company is HK\$15,000,000 consisting of <del>1,500,000,000</del><u>4,500,000,000</u> ordinary shares of par value <del>HK\$0.01</del><u>of one third Hong Kong cent (approximately HK\$0.003333333333)</u> each with the power for the Company to increase or reduce the said capital and to issue any part of its capital, original or increased, with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions; and so that, unless the condition of issue shall otherwise expressly declare, every issue of shares, whether declared to be preference or otherwise, shall be subject to the power hereinbefore contained.</p>

Existing Second Amended and Restated Articles of Association of the Company	Proposed Amendments
<p><b>Article 6</b></p> <p>The authorised share capital of the Company on the date of the adoption of these Articles is HK\$15,000,000 divided into 1,500,000,000 ordinary shares of par value HK\$0.01 each.</p>	<p><b>Article 6</b></p> <p>The authorised share capital of the Company on the date of the adoption of these Articles is HK\$15,000,000 divided into <del>1,500,000,000</del> <u>4,500,000,000</u> ordinary shares of par value <del>HK\$0.01</del> <u>of one third Hong Kong cent (approximately HK\$0.003333333333)</u> each.</p>
<p><b>Article 180(b)</b></p> <p>Except where otherwise expressly stated, any notice or document to be given to or by any person pursuant to these Articles (including any corporate communications within the meaning ascribed thereto under the Listing Rules) may be served on or delivered to any Shareholder either personally or by sending it through the post in a prepaid envelope or wrapper addressed to such Shareholder at his registered address as appearing in the register or by leaving it at that address addressed to the Shareholder or by any other means authorised in writing by the Shareholder concerned or (other than share certificate) by publishing it by way of advertisement in the Newspapers. In case of joint holders of a share, all notices shall be given to that one of the joint holders whose name stands first in the register and notice so given shall be sufficient notice to all the joint holders. Without limiting the generality of the foregoing but subject to the Companies Act and the Listing Rules, a notice or document may be served or delivered by the Company to any Shareholder by electronic means to such address as may from time to time be authorised by the Shareholder concerned or by publishing it on a website and notifying the Shareholder concerned that it has been so published.</p>	<p><b>Article 180(b)</b></p> <p>Except where otherwise expressly stated, any notice or document to be given to or by any person pursuant to these Articles (including any corporate communications within the meaning ascribed thereto under the Listing Rules) may be served on or delivered to any Shareholder either personally or by sending it through the post in a prepaid envelope or wrapper addressed to such Shareholder at his registered address as appearing in the register or by leaving it at that address addressed to the Shareholder or by any other means authorised in writing by the Shareholder concerned or (other than share certificate) by publishing it by way of advertisement in the Newspapers. In case of joint holders of a share, all notices shall be given to that one of the joint holders whose name stands first in the register and notice so given shall be sufficient notice to all the joint holders. Without limiting the generality of the foregoing but subject to the Companies Act and the Listing Rules, a notice or document may be served or delivered by the Company to any Shareholder by electronic means to such address as may from time to time be authorised by the Shareholder concerned or by publishing it on a website and <u>(where required by the Listing Rules) notifying the Shareholder concerned that it has been so published.</u></p>

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## NOTICE OF EGM

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### C-LINK SQUARED LIMITED

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1463)**

#### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (“EGM”) of C-Link Squared Limited (the “Company”) will be held at 10:00 a.m. on Friday, 9 June 2023 at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong for the purposes of considering and, if thought fit, passing, with or without modification, the following resolutions:

As ordinary resolution,

1. “**THAT** subject to and conditional upon (i) The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Subdivided Shares (as defined below), and any new Subdivided Share which may be issued upon the exercise of the share options to be granted from time to time under the share option scheme adopted by the Company on 11 March 2020; and (ii) the compliance with all applicable procedures and requirements under the laws of the Cayman Islands and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited to effect the Share Subdivision (as defined below), each of the issued and unissued ordinary shares of par value of HK\$0.01 each in the share capital of the Company be and is hereby subdivided into three (3) ordinary shares of par value of one third Hong Kong cent each in the share capital of the Company (the “**Subdivided Shares**”), and such Subdivided Shares shall rank *pari passu* in all respects with each other and have the rights and privileges and be subject to the restrictions in respect of ordinary shares contained in the articles of association of the Company, with effect from the second business day immediately following the date on which this resolution is passed, being a day on which The Stock Exchange of Hong Kong Limited is open for business of dealing in securities (the “**Share Subdivision**”), such that after the Share Subdivision, the authorised share capital of the Company be changed from HK\$15,000,000 divided into 1,500,000,000 ordinary shares of par value of HK\$0.01 each to HK\$15,000,000 divided into 4,500,000,000 ordinary shares of par value of one third Hong Kong cent each, and that any one director of the Company (“**Director**”) be and is hereby authorised for and on behalf of the Company to execute and deliver all such documents, instruments and agreements and to do all such acts or things deemed by such Director in his/her absolute discretion to be incidental to, ancillary to or in connection with the matters contemplated in and/or for implementation of the Share Subdivision including but not limited to, cancelling any existing share certificates and issuing new share certificates in respect of the Subdivided Shares to holders of the existing shares of the Company pursuant to the Share Subdivision.”

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## NOTICE OF EGM

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As special resolution,

2. **“THAT, AS A SPECIAL RESOLUTION**, subject to the Share Subdivision under the resolution numbered 1 set out in the notice convening the EGM taking effect:
  - (a) the proposed amendments to the existing memorandum and articles of association of the Company (a copy of which has been produced to the EGM and marked “A” and initialed by the chairman of the EGM for the purpose of identification, and the same is also set out in Appendix II to the circular of the Company dated 19 May 2023) (**“Proposed Amendments”**) be and are hereby approved;
  - (b) the third amended and restated memorandum and articles of association of the Company (a copy of which has been produced to the EGM and marked “B” and initialed by the chairman of the EGM for the purpose of identification) be and is hereby approved and adopted as the new memorandum and articles of association of the Company in substitution for and to the exclusion of the existing second amended and restated memorandum and articles of association of the Company with effect from the effective date of the Share Subdivision; and
  - (c) any director, company secretary and/or the registered office provider of the Company be and are hereby authorised to do all such acts and things and execute all such documents and make all such arrangements (including but not limited to making filings in the Cayman Islands and Hong Kong) as they shall, in their absolute discretion, deem necessary or expedient in connection with the implementation of or giving effect to the aforesaid amendments to the second amended and restated memorandum and articles of association of the Company and the adoption of the third amended and restated memorandum and articles of association of the Company.”

By order of the board of  
**C-Link Squared Limited**  
**Ma Shengeong**

*Chairman of the Board and executive Director*

Hong Kong, 19 May 2023

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## NOTICE OF EGM

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*Registered office:*

Windward 3, Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

*Headquarters and principal place  
of business in Malaysia:*

No. 1, Persiaran Sungai Buloh  
Taman Industri Sungai Buloh  
Kota Damansara  
47810 Petaling Jaya  
Selangor  
Malaysia

*Principal place of business in Hong Kong:*

Room 1901, 19/F, Lee Garden One  
33 Hysan Avenue  
Causeway Bay  
Hong Kong

As at the date of this Notice, the Directors are:

*Executive Directors:*

Mr. Ma Shengcong (*Chairman of the Board and Chief Executive Officer*)  
Ms. Zhang Ying

*Non-executive Directors:*

Mr. Ling Sheng Shyan  
Dr. Wu Xianyi

*Independent non-executive Directors:*

Dr. Zeng Jianhua  
Mr. Yang Junhui  
Mr. Qian Jianguang

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## NOTICE OF EGM

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*Notes:*

1. Any member of the Company (the “**Member(s)**”) entitled to attend and vote at the EGM convened by this Notice or its adjourned meeting (as the case may be) is entitled to appoint one (or, if he/she/it holds two or more Shares in the Company, more than one) proxy to attend and, on a poll, vote on his/her/its behalf subject to the provisions of the articles of association of the Company. A proxy need not be a Member but must be present in person at the EGM to represent the Member. If more than one proxy is so appointed, the appointment shall specify the number and class of such Shares in respect of which such proxy is so appointed.
2. In order to be valid, the duly completed and signed form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the office of the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited located at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 48 hours before the time appointed for holding the EGM (i.e., not later than 10:00 a.m. on Wednesday, 7 June 2023) or its adjourned meeting. Completion and return of a form of proxy will not preclude a Member from subsequently attending in person and voting at the EGM or its adjourned meeting should he/she so wish.
3. For determining the Members’ entitlement to attend and vote at the EGM, the register of Members will be closed from Tuesday, 6 June 2023 to Friday, 9 June 2023 (both dates inclusive), during which period no transfer of Shares will be effected. In order to qualify for attending and voting at the EGM, the unregistered holders of Shares must lodge all transfer documents and properly completed transfer forms, accompanied by the relevant share certificates, with the Company’s Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, located at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Monday, 5 June 2023.