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**TONG KEE (HOLDING) LIMITED**

**棠記（控股）有限公司**

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

**(Stock Code: 8305)**

**NOTICE OF EXTRAORDINARY MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of Tong Kee (Holding) Limited (the “**Company**”) will be held at Unit 1901–1905, 19/F, Delta House, 3 On Yiu Street, Shatin, N.T., Hong Kong on Friday, 4 August 2023 at 4:00 p.m. (or any adjournment thereof) for the following purposes:

**SPECIAL RESOLUTIONS**

To consider, and if thought fit, passing with or without amendments, the following resolutions as special resolutions:

1. “**THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands, the English name and Chinese name of the Company be changed from “Tong Kee (Holding) Limited 棠記(控股)有限公司” to “Allurefem Holding Limited 湴人壹方控股有限公司” (the “**Change of Company Name**”) with effect from the date of the passing of this resolution, and that any one or more of the directors of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents, including under seal where appropriate, which he/they may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

2. **“THAT:**

- (a) the proposed amendments (the **“Proposed Amendments”**) to the existing amended and restated memorandum of association and existing amended and restated articles of association of the Company (the **“Existing Memorandum and Articles of Association”**), the details of which are set forth in Appendix I to the circular of the Company dated 18 July 2023 (the **“Circular”**), be and are hereby approved;
- (b) the second amended and restated memorandum of association and the second amended and restated articles of association of the Company (incorporating the Proposed Amendments) (the **“Amended and Restated Memorandum and Articles of Association”**), a copy of which has been produced to the EGM and marked “A” and initialed by the chairman of the EGM for identification purpose, be and are hereby approved and adopted as the memorandum of association and articles of association of the Company in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association with immediate effect after the passing of this resolution, and the Directors be and are hereby authorised to do all such acts and things and execute all such documents, deeds and make all such arrangements that the Directors shall, in their absolute discretion, deem necessary or expedient to implement the adoption of the Amended and Restated Memorandum and Articles of Association.”

By order of the Board  
**Tong Kee (Holding) Limited**  
**Heung Chung Sum**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 18 July 2023

*Notes:*

1. All resolutions at the EGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to Rule 17.47(4) of the GEM Listing Rules. The results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the GEM Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the EGM convened by this notice is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. A shareholder who is the holder of two or more Shares may appoint more than one proxy to represent him to attend and vote on his behalf. If more than one proxy is so appointed, the number of Shares in respect of which each such proxy is so appointed must be specified in the relevant form of proxy.

3. In order to be valid, the form of proxy 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, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the EGM or adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the EGM or any adjournment thereof in cases where the EGM was originally held within 12 months from such date.
5. For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Saturday, 29 July 2023 to Friday, 4 August 2023, both dates inclusive, during which period no transfer of Shares will be effected and registered. In order to be eligible to attend and vote at the EGM, unregistered holders of Shares 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, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 28 July 2023.
6. If tropical cyclone warning signal no. 8 or above is hoisted or a black rainstorm warning signal is in force at 1:00 p.m. on Friday, 4 August 2023, the EGM will be postponed and further announcement for details of alternative meeting arrangements will be made. The EGM 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 you would attend the EGM under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

*As at the date of this notice, the executive Directors are Mr. Heung Chung Sum and Mr. Chan Wai Hon Alan; the non-executive Directors are Ms. Heung Joe Yee and Ms. Heung Joe Tung; and the independent non-executive Directors are Dr. Ip Wai Hung, Mr. Ko, Wilson Wai Shun and Mr. Chan Chi Hang.*

*This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 notice 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 or this notice misleading.*

*This notice will remain on the "Latest Listed Company Information" page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its publication and be posted on the website of the Company at [www.tongkee.com.hk](http://www.tongkee.com.hk).*