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ZJ

中基長壽科學

ZHONG JI LONGEVITY SCIENCE

Zhong Ji Longevity Science Group Limited

中基長壽科學集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 767)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“**SGM**”) of Zhong Ji Longevity Science Group Limited (“**Company**”) will be held at 30/F., Harbour Side HQ, 8 Lam Chak Street, Kowloon Bay, Hong Kong on Monday, 31 July 2023 at 9:30 am for the purpose of considering and, if thought fit, passing the following resolution of the Company:

ORDINARY RESOLUTION

“**THAT** subject to and conditional upon the granting of approval by the Listing Committee of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) of the listing of, and permission to deal in, the issued shares of the Company consolidated in the manner as set out in paragraph (a) of this resolution below:

- (a) with effect from the second business day immediately following the date on which this resolution is passed:
 - (i) every ten (10) issued and unissued ordinary shares of par value of HK\$0.001 each in the share capital of the Company be consolidated into one (1) consolidated share of par value of HK\$0.01 (each a “**Consolidated Share**”) (“**Share Consolidation**”), such Consolidated Shares shall rank *pari passu* in all respects with each other and have the rights and privileges and be subject to the restrictions as contained in the memorandum of association and bye-laws of the Company; and

- (ii) all fractional Consolidated Shares will be disregarded and will not be issued to the shareholders of the Company but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company; and
- (b) the board of directors of the Company be and is hereby authorised to do all such acts and things and execute all such documents, including under seal where applicable, as it considers necessary, desirable or expedient to give effect to the foregoing arrangement for the Share Consolidation.”

On behalf of the Board

Yan Li

Chairman

Hong Kong, 14 July 2023

Registered office:

Victoria Place, 5th Floor
31 Victoria Street
Hamilton, HM 10
Bermuda

*Head office and principal place of business
in Hong Kong:*

Suite Nos. 01–03, 19/F., Sino Plaza
255–257 Gloucester Road
Causeway Bay
Hong Kong

Notes:

- 1 A member entitled to attend and vote at the SGM is entitled to appoint one or if he is the holder of two or more shares, more than one proxy to attend and vote on his behalf. A proxy need not be a member of the Company. A form of proxy for the SGM is also enclosed.
- 2 In order to be valid, the form of proxy 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 together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of the power of attorney or other authority, not less than 48 hours before the time for holding the SGM or any adjournment thereof.
- 3 For the purpose of ascertaining shareholders’ entitlement to attend and vote at the SGM, the Register of Members will be closed from Wednesday, 26 July 2023 to Monday, 31 July 2023, both days inclusive, during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the SGM, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the branch share registrar of the Company. Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 9:30 a.m. on Saturday, 29 July 2023.

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

Executive Directors

Mr. Yan Li (*Chairman*)

Mr. Yan Yifan (*Chief Executive Officer*)

Mr. Li Xiaoshuang

Ms. Cao Xie Qiong

Independent non-executive Directors

Mr. Lee See Barry

Mr. Wang Ning

Prof. Huang Cibo

Non-executive Directors

Dr. He Yiwu

Mr. Lyu Changsheng

In the case of any inconsistency, the English text of this notice shall prevail over the Chinese text.