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YAN TAT GROUP HOLDINGS LIMITED

恩達集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1480)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Yan Tat Group Holdings Limited (the “**Company**”) will be held at 7/F., Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Tuesday, 14 July 2020 at 10:00 a.m. for the purpose of considering and if thought fit, passing the following resolution as ordinary resolution of the Company:

“THAT:

- (a) the entering into of the cooperation agreement and the relocation agreements dated 8 May 2020 (the “**Cooperation Agreement**” and the “**Relocation Agreements**”, a copy of which has been produce to the EGM marked “A”) between Yan Tat Group Limited, Yan Tat (HK) Industrial Limited, Grace Yan Tat Electronics (Shenzhen) Co., Ltd.* (宏恩達電子(深圳)有限公司), Yan Tat Technology Limited and Yan Tat Printed Circuit (Shenzhen) Co., Ltd.* (恩達電路(深圳)有限公司) and Shenzhen Huayu Tiancheng Asset Management Co., Ltd.* (深圳市華譽天成資產管理有限公司) and Shenzhen Fengyuan Weixin Industrial Co., Ltd.* (深圳市豐源偉信實業有限公司), and all the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified.

* for identification purpose only

- (b) any one of the directors of the Company (the “**Director(s)**”) be and is hereby authorised to do all such acts and things, and to sign, execute and seal (where required) all such further documents, instruments or agreements and to take all steps as such Director may in his/her absolute discretion consider necessary, appropriate, desirable or expedient to implement and/or give full effect to or in connection with the Cooperation Agreement, the Relocation Agreements and the transactions contemplated thereunder.”

By Order of the Board
Yan Tat Group Holdings Limited
Chan Wing Yin
Chairman

Hong Kong, 24 June 2020

As at the date of this notice, the executive Directors of the Company are Mr. Chan Wing Yin, Mrs. Chan Yung, and Mr. Chan Yan Wing; the non-executive Director is Mr. Chan Yan Kwong; the independent non-executive Directors are Mr. Chung Yuk Ming, Mr. Lau Shun Chuen and Mr. Yau Wing Yiu.

Notes:

1. A member entitled to attend and vote at the extraordinary general meeting shall be entitled to appoint another person as his proxy to attend and, on a poll, vote in his stead. A member who is the holder of two or more Shares may appoint more than one proxy to represent him and, on a poll, vote on his behalf. A proxy need not be a member of the Company.
2. In order to be valid, a proxy form together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong before 10:00 a.m. (Hong Kong Time) on Sunday, 12 July 2020.
3. The register of members of the Company will be closed from 9 July 2020 to 14 July 2020, both days inclusive, during which period no transfer of shares will be registered. In order to determine the identity of the shareholders who are entitled to attend and vote at the extraordinary general meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on 8 July 2020.
4. According to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at general meeting of the Company must be taken by poll. Therefore, all proposed resolutions put to the vote at the EGM will be taken by way of poll and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.
5. Members of the Company are advised to read the circular to shareholders dated 24 June 2020 which contains further information on the proposals in relation to the Transactions.