
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Sinolink Worldwide Holdings Limited**, you should at once hand this circular and the accompanying proxy form to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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百仕達控股有限公司*

SINOLINK WORLDWIDE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1168)

**(1) PROPOSED SHARE CONSOLIDATION;
(2) PROPOSED CHANGE IN BOARD LOT SIZE; AND
(3) NOTICE OF THE SPECIAL GENERAL MEETING**

NO refreshments, NO food and beverage service and NO handing out of corporate gifts, gift coupons or cake vouchers.

A notice convening the special general meeting of the Company to be held at R3, United Conference Centre, 10/F., United Centre, 95 Queensway, Admiralty, Hong Kong on Friday, 23 May 2025 at 11:30 a.m. is set out on pages 12 to 14 of this circular. Whether or not you propose to attend the meeting, please complete the enclosed proxy form in accordance with the instructions printed thereon and return the same to 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 as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting at the meeting (or any adjournment thereof) should you so wish.

* For identification purpose only

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DEFINITIONS

In this circular, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors;
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC;
“CCASS Operational Procedures”	the Operational Procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to operations and functions of CCASS, as from time to time;
“Change in Board Lot Size”	the proposed change in board lot size of the Shares for trading on the Stock Exchange from 2,000 Existing Shares to 1,000 Consolidated Shares;
“Company”	Sinolink Worldwide Holdings Limited, a company incorporated in Bermuda with limited liability whose shares are listed on the Main Board of the Stock Exchange (stock code: 1168);
“Consolidated Share(s)”	ordinary share(s) of par value of HK\$0.2 each in the share capital of the Company after the Share Consolidation becomes effective;
“Convertible Bonds”	the 0% coupon convertible bonds in the aggregate principal amount of HK\$200,000,000 issued by the Company to Asia Pacific Promotion Limited pursuant to a subscription agreement on 30 April 2024 (as amended and supplemented on 31 May 2024);
“Director(s)”	the director(s) of the Company;
“Existing Share(s)”	issued and unissued ordinary share(s) of par value HK\$0.01 each in the share capital of the Company before the Share Consolidation becoming effective;
“General Rules of CCASS”	the terms and conditions regulating the use of CCASS, as may be amended or modified from time to time and where the context so permits, shall include the CCASS Operational Procedures;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“HKSCC”	Hong Kong Securities Clearing Company Limited;

DEFINITIONS

“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Latest Practicable Date”	28 April 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular;
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange;
“SGM”	the special general meeting of the Company convened to be held for the purpose of considering and, if thought fit, approving the proposed Share Consolidation and the Change in Board Lot Size;
“Share Consolidation”	the proposed consolidation of every twenty (20) issued and unissued Existing Shares in the share capital of the Company into one (1) Consolidated Share in the share capital of the Company;
“Share(s)”	share(s) of the Company;
“Shareholder(s)”	registered holder(s) of the issued Shares of the Company; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

EXPECTED TIMETABLE

EXPECTED TIMETABLE

The expected timetable for the Share Consolidation and the Change in Board Lot Size is set out below.

Event(s)	Time and date 2025
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Latest time for lodging transfers of shares in order to qualify for attendance and voting at the SGM	4:30 p.m. on Monday, 19 May
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Closure of the register of members for determining the entitlements to attend and vote at the SGM (both days inclusive)	from Tuesday, 20 May to Friday, 23 May
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Latest time for lodging forms of proxy for the SGM (not less than 48 hours prior to the time of the SGM)	11:30 a.m. on Wednesday, 21 May
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Date and time of the SGM	11:30 a.m. on Friday, 23 May
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Publication of the announcement of the poll results of the SGM	Friday, 23 May
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The following events are conditional on the fulfillment of the conditions for the implementation of the Share Consolidation and the Change in Board Lot Size as set out in this announcement. Subject to the above, the following timetable, including but not limited to, the effective date of the Share Consolidation, will remain unchanged even if that day is a severe weather trading day.

Effective date of the Share Consolidation	Tuesday, 27 May
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First day of free exchange of existing share certificates for new share certificates for Consolidated Shares	Tuesday, 27 May
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Dealing in the Consolidated Shares commences	9:00 a.m. on Tuesday, 27 May
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Original counter for trading in the Existing Shares in board lots of 2,000 Existing Shares (in the form of existing share certificates) temporarily closes	9:00 a.m. on Tuesday, 27 May
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Temporary counter for trading in the Consolidated Shares in board lots of 100 Consolidated Shares (in the form of existing share certificates) opens	9:00 a.m. on Tuesday, 27 May
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EXPECTED TIMETABLE

Original counter for trading in the Consolidated

Shares in board lots of 1,000 Consolidated Shares

(in the form of new share certificates for the

Consolidated Shares) re-opens 9:00 a.m. on Tuesday, 10 June

Parallel trading in the Consolidated Shares (in the

form of new share certificates for the Consolidated

Shares and existing share certificates) commences 9:00 a.m. on Tuesday, 10 June

Designated broker starts to stand in the market to

provide matching services for odd lots of the

Consolidated Shares 9:00 a.m. on Tuesday, 10 June

Designated broker ceases to stand in the market to

provide matching services for odd lots of the

Consolidated Shares 4:00 p.m. on Monday, 30 June

Temporary counter for trading in the Consolidated

Shares in board lots of 100 Consolidated Shares

(in the form of existing share certificates) closes 4:10 p.m. on Monday, 30 June

Parallel trading in the Consolidated Shares (in the

form of new share certificates for the Consolidated

Shares and existing share certificates) ends 4:10 p.m. on Monday, 30 June

Last day for free exchange of existing share

certificates for new share certificates for the

Consolidated Shares Thursday, 3 July

The expected timetable set out above is subject to the results of the SGM and the fulfilment of the conditions to the Share Consolidation and is therefore for indicative purpose only. All times and dates in this circular refer to Hong Kong local times and dates. Any changes to the expected timetable will be announced in a separate announcement by the Company as and when appropriate.

LETTER FROM THE BOARD



百仕達控股有限公司*

SINOLINK WORLDWIDE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1168)

Executive Director:

Tang Yui Man Francis

(Chairman and Chief Executive Officer)

Non-executive Directors:

Ou Jin Yi Hugo

Ou Jin Yao Norris

Independent Non-executive Directors:

Chen Hui

Tian Jin

Xin Luo Lin

Registered office in Bermuda:

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

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

28th Floor

Infinitus Plaza

199 Des Voeux Road Central

Hong Kong

6 May 2025

To the Shareholders

Dear Sir or Madam,

**(1) PROPOSED SHARE CONSOLIDATION;
(2) PROPOSED CHANGE IN BOARD LOT SIZE; AND
(3) NOTICE OF THE SPECIAL GENERAL MEETING**

INTRODUCTION

Reference is made to the announcement of the Company dated 8 April 2025 in relation to, among other matters, the proposed Share Consolidation and the proposed Change in Board Lot Size. The purpose of this circular is to provide you with details of the proposed Share Consolidation and the proposed Change in Board Lot Size as well as to give you the notice of the SGM to be convened.

* For identification purpose only

LETTER FROM THE BOARD

PROPOSED SHARE CONSOLIDATION

The Board proposes to implement the Share Consolidation on the basis that every twenty (20) issued and unissued Existing Shares be consolidated into one (1) Consolidated Share and to round down the number of Consolidated Shares in the issued share capital of the Company to the nearest whole number by disregarding each and every fractional Consolidated Share which would otherwise arise therefrom.

Effects of the Share Consolidation

As at the Latest Practicable Date, the authorised share capital of the Company is HK\$1,500,000,000 divided into 150,000,000,000 Shares of par value of HK\$0.01 each, and there are 6,374,003,096 Existing Shares in issue which are fully paid or credited as fully paid. Upon the Share Consolidation becoming effective and assuming that no Existing Shares are issued or bought back from the Latest Practicable Date until the effective date of the Share Consolidation, not more than 318,700,154 Consolidated Shares will be in issue. The authorised share capital of the Company will remain at HK\$1,500,000,000 but will be divided into 7,500,000,000 Consolidated Shares of par value of HK\$0.2 each.

Upon the Share Consolidation becoming effective, the Consolidated Shares shall rank pari passu in all respects with each other, and the Share Consolidation will not result in any change in the relative rights of the Shareholders.

Conditions of the Share Consolidation

The implementation of the Share Consolidation is conditional upon:

- I. the passing of an ordinary resolution by the Shareholders at the SGM to approve the Share Consolidation and the transactions contemplated thereunder;
- II. the Stock Exchange granting the listing of, and permission to deal in, the Consolidated Shares in issue and to be issued upon the Share Consolidation becoming effective; and
- III. the compliance with the relevant procedures and requirements under the laws of Bermuda (where applicable) and the obtaining of all necessary approvals from the regulatory authorities or otherwise as may be required in respect of the Share Consolidation, if any.

As at the Latest Practicable Date, none of the conditions above had been fulfilled.

Subject to the fulfilment of the conditions of the Share Consolidation, the effective date of the Share Consolidation is expected to be on Tuesday, 27 May 2025.

LETTER FROM THE BOARD

Listing Application

An application will be made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Consolidated Shares in issue and to be issued upon the Share Consolidation becoming effective.

Subject to the granting of the listing of, and permission to deal in, the Consolidated Shares on the Stock Exchange, as well as compliance with the stock admission requirements of the HKSCC, the Consolidated 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 Consolidated 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. All necessary arrangements will be made for the Consolidated Shares to be admitted into CCASS established and operated by HKSCC.

As at the Latest Practicable Date, none of the Existing Shares are listed or dealt in on any other stock exchange other than the Stock Exchange, and at the time the Share Consolidation becomes effective, the Consolidated Shares in issue will not be listed or dealt in on any stock exchange other than the Stock Exchange, and no such listing or permission to deal is being or is proposed to be sought.

Other securities of the Company

As at the Latest Practicable Date, the Company has outstanding Convertible Bonds in an aggregate principal amount of HK\$200,000,000. Assuming full conversion of such Convertible Bonds, an aggregate of 2,352,941,176 conversion shares of the Company may be allotted and issued by the Company upon exercise of the conversion rights attaching to the Convertible Bonds in full. In accordance with the terms and conditions of the Convertible Bonds, an adjustment will be made to the conversion price upon alteration of the nominal amount of the Shares by reason of any consolidation or subdivision or reclassification. The conversion price of the Convertible Bonds will be adjusted from HK\$0.085 per Share to HK\$1.7 per Share and the maximum number of conversion shares that will be issued upon conversion of the Convertible Bonds will be adjusted from 2,352,941,176 to 117,647,058 with effect from the effective date of the Share Consolidation. Save for the above adjustment, all other terms and conditions of the Convertible Bonds remain unchanged.

A share option scheme was adopted by the Shareholders on 17 May 2012 (the “**2012 Share Option Scheme**”), under which the Board might, at its discretion, offer any employees of the Group or any directors of the Company or any of its subsidiaries options to subscribe for shares of the Company subject to the terms and conditions stipulated therein. The 2012 Share Option Scheme had a life of 10 years from the date of its adoption and accordingly expired on 16 May 2022. No further options should thereafter be offered under the 2012 Share Option Scheme but the options which had been granted during its life shall continue to be valid and exercisable in accordance with their terms of issue and in all other respects the provisions of the 2012 Share Option Scheme shall remain in full force and effect. As at the Latest Practicable Date, the Company has outstanding share options under the 2012 Share Option Scheme entitling the holders thereof to subscribe for a total of 114,444,000 Existing Shares. As the exercise period of the outstanding share options under the 2012 Share Option Scheme shall expire on 14 May 2025, before the effective date of Share Consolidation, the Share Consolidation shall have no effect on the 2012 Share Option Scheme.

LETTER FROM THE BOARD

A new share option scheme was adopted by the Shareholders at the annual general meeting on 31 May 2022 (the “**2022 Share Option Scheme**”), under which the Board may, at its discretion, offer any employees of the Group or any directors of the Company or its subsidiaries options to subscribe for shares in the Company subject to the terms and conditions stipulated therein. The 2022 Share Option Scheme has a life of 10 years from 31 May 2022. The Company had not granted any options pursuant to the 2022 Share Option Scheme since its adoption.

Save as aforesaid, the Company does not have any other derivatives, options, warrants and conversion rights or other similar rights which are convertible or exchangeable into, any Existing Shares or Consolidated Shares, as at the Latest Practicable Date.

PROPOSED CHANGE IN BOARD LOT SIZE

The Existing Shares are currently traded on the Stock Exchange in board lot size of 2,000 Existing Shares. The Board proposes to change the board lot size for trading from 2,000 Existing Shares to 1,000 Consolidated Shares per board lot upon the Share Consolidation becoming effective.

Based on the closing price of HK\$0.176 per Existing Share (equivalent to the theoretical closing price of HK\$3.52 per Consolidated Share) as at the Latest Practicable Date, (i) the value per board lot of 2,000 Existing Shares is HK\$352; (ii) the value of each board lot of 2,000 Consolidated Shares would be HK\$7,040 assuming the Share Consolidation becoming effective; and (iii) the estimated value per board lot of 1,000 Consolidated Shares would be HK\$3,520 on the assumption that the Change in Board Lot Size had also become effective.

REASONS FOR THE SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE

Firstly, the Share Consolidation is anticipated to increase the market value of each board lot, where the trading unit remains constant. This increase is expected to reduce the relative costs associated with transactions. A higher share price following the Share Consolidation is likely to result in more favorable bid-ask spreads, which is beneficial for the trading process. This improvement in spreads is projected to stimulate trading activities, thereby increasing both liquidity and turnover in the market. Moreover, the Share Consolidation is expected to reduce transaction costs, which can become significant when the stock price is low, as certain fees are calculated on a per-share basis. Lastly, certain international financial institutions are often restricted from investing in stocks that are priced below a specific value, typically around the HK\$1. The Share Consolidation will thus make investing in the Shares more attractive to a broader range of investors.

On the other hand, the Board expects that the reduction in board lot size will lower the threshold for investors to purchase the Shares, thus facilitating the trading and improving the liquidity of the Shares. The Share Consolidation together with the Change in Board Lot Size will enable the Company to attract more investors and therefore broaden the Shareholders’ base of the Company.

LETTER FROM THE BOARD

As at the Latest Practicable Date, the Company has no intention to carry out other corporate actions in the next 12 months which may have an effect of undermining or negating the intended purpose of the Share Consolidation, and the Company does not have any concrete plan to conduct any fund raising activities in the next 12 months. However, the Board cannot rule out the possibility that the Company will conduct debt and/or equity fund raising exercises when suitable fund raising opportunities arise in order to support future development of the Group. The Company will make further announcement in this regard in accordance with the Listing Rules as and when appropriate.

Other than the expenses to be incurred in relation to the Share Consolidation and the Change in Board Lot Size, the implementation thereof will not alter the underlying assets, business operations, management or financial position of the Company or the proportionate interests or rights of the Shareholders, save for any fractional Consolidated Shares will not be allocated to the Shareholders who may otherwise be entitled. The Directors are of the view that the Share Consolidation and the Change in Board Lot Size will not have any material adverse effect on the financial position of the Group.

The Board considers that the Share Consolidation and Change in Board Lot Size is essential to achieve the abovementioned purpose. Taking into account of the potential benefits and the insignificant amount of costs to be incurred, the Board is of the view that the Share Consolidation and Change in Board Lot Size is in the best interest of the Company and the Shareholders as a whole.

OTHER ARRANGEMENTS

Entitlement to fractional Consolidated Shares

Fractional Consolidated Shares (if any) arising from the Share Consolidation will be disregarded and will not be issued to the Shareholders but all such fractional Consolidated Shares will be aggregated and, if possible, sold and retained for the benefit of the Company. Fractional Consolidated Shares will only arise in respect of the entire shareholding of a holder of the Existing Shares regardless of the number of share certificates held by such holder.

Arrangement on odd lot trading

In order to facilitate the trading of odd lots (if any) of the Consolidated Shares arising from the Share Consolidation, the Company has appointed Oshidori Securities Limited at 25/F, China United Centre, 28 Marble Road, North Point, Hong Kong, as an agent to provide matching services, on a best-efforts basis, to those Shareholders who wish to acquire odd lots of the Consolidated Shares to make up a full board lot, or to disposal of their holding of odd lots of the Consolidated Shares from 9:00 a.m. on Tuesday, 10 June 2025 to 4:00 p.m. on Monday, 30 June 2025. Shareholders who wish to take advantage of this service should contact the dealing department at telephone number (852) 3198 0729 during office hours (i.e. 9:00 a.m. to 6:00 p.m.) of such period.

Holders of odd lots of the Consolidated Shares should note that the matching of the sale and purchase of odd lots of the Consolidated Shares is not guaranteed. Shareholders who are in any doubt about the odd lots matching arrangement are recommended to consult their own professional advisers.

LETTER FROM THE BOARD

Exchange of certificates for Consolidated Shares

Subject to the Share Consolidation becoming effective, which is currently expected to be Tuesday, 27 May 2025, Shareholders may on or after Tuesday, 27 May 2025 and until Thursday, 3 July 2025 (both days inclusive), submit their existing share certificates in green colour for the Existing Shares to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712 - 1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, during business hours, in exchange for new share certificates in blue colour for the Consolidated Shares at the expense of the Company.

Shareholders should note that after the prescribed time for free exchange of new share certificates, a fee of HK\$2.5 per share certificate (or such higher amount as may from time to time be allowed by the Stock Exchange) will be payable by the Shareholders to the share registrar for exchange of new share certificates.

After 4:10 p.m. on Monday, 30 June 2025, trading will only be in Consolidated Shares which share certificates will be issued in blue colour. Existing share certificates in green colour for the Existing Shares will cease to be valid for trading and settlement purpose, but will remain valid and effective as documents of title.

SGM

A notice convening the SGM is set out on pages 12 to 14 of this circular. A form of proxy for the SGM is enclosed with this circular. Whether or not you intend to be present at the SGM, you are advised to complete the form of proxy and return it to 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 in accordance with the instructions printed thereon not less than 48 hours before the time scheduled for the SGM or any adjournment thereof. The completion and return of a form of proxy will not preclude you from attending and voting at the SGM in person or any adjourned meeting should you so wish, and in such case, the form of proxy submitted by you shall be deemed to be revoked.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder has any material interest in the Share Consolidation and therefore, no Shareholder will be required to abstain from voting on the resolution to approve the Share Consolidation at the SGM.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed for the purpose of holding the SGM from Tuesday, 20 May 2025 to Friday, 23 May 2025, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the SGM, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited at Shops 1712 - 1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on Monday, 19 May 2025.

LETTER FROM THE BOARD

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 or this circular misleading.

RECOMMENDATION

The Directors consider that the proposed Share Consolidation is in the interests of the Company and the Shareholders as a whole and recommend the Shareholders to vote in favour of the resolution approving the Share Consolidation to be proposed at the SGM.

WARNING

Shareholders should take note that the Share Consolidation is conditional upon the fulfilment of certain conditions and the Change in Board Lot Size is conditional upon the Share Consolidation becoming effective. Therefore, the Share Consolidation and the Change in Board Lot Size may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

Yours faithfully,
For and on behalf of
Sinolink Worldwide Holdings Limited
Tang Yui Man Francis
Chairman and Chief Executive Officer

NOTICE OF SPECIAL GENERAL MEETING



百仕達控股有限公司*

SINOLINK WORLDWIDE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1168)

NOTICE OF SPECIAL GENERAL MEETING

NO refreshments, NO food and beverage service and NO handing out of corporate gifts, gift coupons or cake vouchers.

NOTICE IS HEREBY GIVEN that the special general meeting of Sinolink Worldwide Holdings Limited (“**Company**”) will be held at R3, United Conference Centre, 10/F., United Centre, 95 Queensway, Admiralty, Hong Kong on Friday, 23 May 2025 at 11:30 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. **“THAT** subject to the satisfaction of the conditions set out in the Letter from the Board under the heading “Conditions of the Share Consolidation” in the circular of the Company dated 6 May 2025, with effect from the second business day immediately following the date on which this resolution is passed:
 - (a) every twenty (20) issued and unissued ordinary shares with a par value of HK\$0.01 each in the existing share capital of the Company be consolidated into one (1) ordinary share with a par value of HK\$0.2 each (the “**Consolidated Shares**”) (the “**Share Consolidation**”), such Consolidated Shares shall rank pari passu in all respects with each other, and the Share Consolidation will not result in any change in the relative rights of the Shareholders;
 - (b) all fractional Consolidated Shares resulting from the Share Consolidation will be disregarded and will not be issued to holders of the same but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company in such manner and on such terms as the directors of the Company (the “**Directors**”) may think fit; and

* For identification purpose only

NOTICE OF SPECIAL GENERAL MEETING

- (c) the Directors be and are hereby authorised to issue new share certificates in respect of the Consolidated Shares and to do all such acts and things and to sign and execute all such documents, including under seal where applicable, and deliver all such documents, instruments and agreements, on behalf of the Company, as they shall, in their absolute discretion, consider necessary, desirable or expedient to implement and give effect to any or all of the foregoing.”

By Order of the Board
Sinolink Worldwide Holdings Limited
LO Tai On
Company Secretary

Hong Kong, 6 May 2025

Registered Office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place of business in Hong Kong:

28th Floor
Infinitus Plaza
199 Des Voeux Road Central
Hong Kong

Notes:

- (i) The special general meeting will be held in the form of physical meeting. Any member entitled to attend, speak and vote at the meeting is entitled to appoint another person as his proxy to attend, speak and vote instead of him. A proxy needs not be a member of the Company.
- (ii) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- (iii) A form of proxy for use at the special general meeting is enclosed. Such form of proxy is also published on the website of The Stock Exchange of Hong Kong Limited at <http://hkexnews.hk>. To be valid, a proxy form and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to 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 not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjourned meeting.
- (iv) In the case of joint holders of a share, if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- (v) The resolution(s) proposed to be approved at the special general meeting will be voted by way of poll.

NOTICE OF SPECIAL GENERAL MEETING

- (vi) The register of members of the Company will be closed from Tuesday, 20 May 2025 to Friday, 23 May 2025, both days inclusive, during which period no share transfer will be effected. In order to identify the entitlement for attending the meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, 19 May 2025.
- (vii) In case Typhoon Signal No. 8 or above is hoisted, or a Black Rainstorm Warning Signal or "extreme conditions caused by a super typhoon" announced by the Government is/are in force in Hong Kong at or at any time after 7:00 a.m. on the date of the meeting, the meeting will be adjourned. The Company will post an announcement on the Company website (www.sinolinkhk.com) and the HKEXnews website (www.hkexnews.hk) to notify shareholders of the date, time and place of the adjourned meeting. The meeting will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather conditions bearing in mind their own situation.
- (viii) As at the date of this notice, the executive Director of the Company is Mr. Tang Yui Man Francis (Chairman and Chief Executive Officer); the non-executive Directors are Mr. Ou Jin Yi Hugo and Mr. Ou Jin Yao Norris; the independent non-executive Directors are Ms. Chen Hui, Mr. Tian Jin and Mr. Xin Luo Lin.