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## **Boill Healthcare Holdings Limited**

### **保集健康控股有限公司**

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

**(Stock code: 1246)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of Boill Healthcare Holdings Limited (the “**Company**”) will be held at 9/F Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong on Monday, 19 December 2022 at 11:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution of the Company:

### **ORDINARY RESOLUTION**

**“THAT:**

- (a) the sale and purchase agreement dated 25 November 2022 entered into between Shanghai Jinshenglong Land Company Limited\* (上海金盛隆置地有限公司) (the “**Vendor**”) and Sunshine Life Insurance Corporation Limited\* (陽光人壽保險股份有限公司) (the “**Purchaser**”) in relation to the disposal of the healthcare holiday resort situated at Hill 13/9, Block 26, Sheshan Town, Songjiang District, Shanghai, the PRC (上海市松江區佘山鎮26街坊13/9丘) by the Vendor (the “**Agreement**”) (a copy of which has been produced to the EGM marked “A” and initialled by the chairman of the EGM for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) any one of the directors of the Company be and is hereby authorised to do all such acts and things and to execute all such documents for and on behalf of the Company as such director of the Company may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Agreement and the transactions contemplated thereunder.”

By order of the Board  
**Boill Healthcare Holdings Limited**  
**Qiu Dongfang**  
*Executive Director and Chairman*

Hong Kong, 30 November 2022

*Registered office:*  
Windward 3  
Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

*Head office and principal place of  
business in Hong Kong:*  
Room 2101, 21/F  
Wing On Centre  
No. 111 Connaught Road Central  
Hong Kong

*Notes:*

1. A proxy form for use at the EGM is enclosed.
2. Any member of the Company entitled to attend and vote at the EGM convened by the above notice shall be entitled to appoint person as his/her proxy to attend and vote instead of him/her. A member who is the holder of two or more shares of the Company (the “**Share(s)**”) may appoint more than one proxy to represent him/her and vote on his/her behalf at the EGM. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
3. The proxy form shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised on its behalf.
4. Where there are joint registered holders of any Shares, any one of such persons may vote at the above EGM or any adjournment thereof (as the case may be), either personally or by proxy, in respect of such Share as if he/she were solely entitled thereto; but if more than one of such joint holders are present at the above EGM personally or by proxy, one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
5. In order to be valid, the proxy form together with the 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 branch registrar and transfer office 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 any adjournment thereof (as the case may be).
6. No proxy form shall be valid after the expiration of 12 months from the date of its execution, except at an adjourned meeting or on a poll demanded at a meeting or an adjourned meeting in a case where the meeting was originally held within 12 months from such date.
7. Delivery of the proxy form shall not preclude a shareholder from attending and voting in person at the EGM and, in such event, the proxy form shall be deemed to be revoked.
8. In order to establish entitlements to attend and vote at the EGM, the register of members of the Company will be closed from 14 December 2022 to 19 December 2022, both days inclusive, during which period no transfer of Shares will be registered. All transfers of Shares accompanied by the relevant share certificates and properly completed transfer forms must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration no later than 4:30 p.m. on 13 December 2022. Shareholders of the Company (the “**Shareholders**”) whose names appear on the register of members of the Company on 19 December 2022 will be entitled to attend and vote at the EGM.

9. If tropical cyclone warning signal number 8 or above or “extreme conditions” caused by super typhoon, or a black rainstorm warning signal is in effect any time and remains in force 2 hours before the time of the EGM, the EGM will be postponed. The Company will publish an announcement on the website of the Company at <http://www.boillhealthcare.com.hk> and the website of the Stock Exchange at <http://www.hkexnews.hk> to notify Shareholders of the date, time and place of the rescheduled meeting.

#### 10. PRECAUTIONARY MEASURES FOR THE EGM

To safeguard the health and safety of the Shareholders and to prevent the spreading of the COVID-19 pandemic, the following precautionary measures will be implemented at the EGM, including without limitation:

- Compulsory temperature checks and health declarations will be conducted.
- Wearing of face masks is compulsory at any time within the meeting venue and throughout the EGM.
- There will be no distribution of gifts and no refreshments.

Any person who does not comply with any of the precautionary measures may be denied entry into the meeting venue. Shareholders are encouraged to exercise their rights to vote at the EGM by appointing the chairman of the EGM as their proxy to vote on the relevant resolutions at the meeting as an alternative to attending the EGM in person.

*As at the date of this notice, the Company has (i) three executive directors, namely Mr. Qiu Dongfang, Mr. Zhang Sheng Hai and Ms. Yu Yixing; (ii) two non-executive directors, namely Mr. Chui Kwong Kau and Mr. Qiu Bin; and (iii) three independent non-executive directors, namely Mr. Chan Chi Keung, Billy, Mr. Wang Zhe and Mr. Yi Baxian.*

\* *For identification purpose only*