

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



HOPEFLUENT GROUP HOLDINGS LIMITED

合富輝煌集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 733)

CHANGE OF DATE OF ANNUAL GENERAL MEETING, CHANGE OF BOOK CLOSURE PERIOD AND SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the (i) the circular of Hopefluent Group Holdings Limited (the “**Company**”) dated 30 April 2024 (the “**Original Circular**”); and (ii) the notice of the annual general meeting (the “**AGM**”) of the Company dated 30 April 2024 (the “**Original Notice**”) and the announcement of the Company dated 31 May 2024 in relation to, among other things, the appointment of Mr. Huang Peng as a non-executive director of the Company with effect from 31 May 2024. Unless otherwise defined herein, capitalized terms used in this supplemental notice shall have the same meaning as those defined in the Original Circular and the Original Notice.

CHANGE OF DATE OF ANNUAL GENERAL MEETING

The Board wishes to inform the Shareholders that in order to include an ordinary resolution for the proposed re-election of Mr. Huang Peng as a non-executive director who has been appointed as a non-executive director on 31 May 2024, the date of the AGM originally scheduled on 14 June 2024 (Friday) at 3:00 p.m. has been changed to 29 June 2024 (Saturday) at 11:30 a.m..

The venue of the AGM will remain unchanged and be at Boardroom 3–4, Mezzanine Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong.

CHANGE OF BOOK CLOSURE PERIOD

The book closure period of the register of members of the Company are changed to 25 June 2024 (Tuesday) to 29 June 2024 (Saturday), both days inclusive, for the purpose of ascertaining shareholders’ entitlement to attend and vote at the AGM. In order to be eligible to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company’s share registrars 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 24 June 2024 (Monday).

The AGM which will be changed to be held at 11:30 a.m. on Saturday, 29 June 2024 at Boardroom 3–4, Mezzanine Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong.

Details of the proposed resolutions to be considered at the AGM were stated in the Original Notice. Apart from the amendments stated herein, all the information contained in the Original Notice remains to have full force and effect.

Reference is made to the announcement of the Company dated 31 May 2024 in relation to, among other things, the appointment of Director, Mr. Huang Peng (“**Mr. Huang**”) was appointed as a non-executive Director with effect from 31 May 2024. According to article 86(3) of the articles of association of the Company, any Director appointed by the Board shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election at that meeting. Accordingly, Mr. Huang shall retire from office as a Director at the AGM and he, being eligible, offer himself for re-election.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will be held on at 11:30 a.m. on Saturday, 29 June 2024 at Boardroom 3–4, Mezzanine Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong. In addition to the resolutions set out in the Original Notice, the AGM will be held to consider and, if thought fit, pass, with or without amendments, the following additional one resolution, the resolution 7 as ordinary resolution:

7. To re-elect Mr. Huang Peng as a non-executive Director.

By order of the Board
Hopefluent Group Holdings Limited
FU Wai Chung
Chairman

The biographical details of Mr. Huang are included in Appendix I to this supplemental notice.

Hong Kong, 6 June, 2024

Principal place of business in Hong Kong:

Room 3611, 36th Floor
Shun Tak Centre West Tower
200 Connaught Road Central
Hong Kong

Notes:

1. Save for the above supplemental resolution, there are no other changes to the resolutions set out in the Original Notice. Please refer to the Original Notice for details of the other ordinary resolutions to be considered at the AGM, registration procedures for attending the AGM, appointment of proxy and other relevant matters.
2. Since the form of proxy sent together with the Original Circular (the “**First Form of Proxy**”) does not contain the additional resolution as set out in this supplemental notice, a new form of proxy (the “**Second Form of Proxy**”) containing the new resolution under item numbered 7 have been prepared.
3. Second Form of Proxy for use at the AGM is enclosed in this supplemental notice and is also published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company’s website (www.hopefluent.com). Whether or not you intend to attend the AGM, you are requested to complete and return the enclosed Second Form of Proxy to 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 in accordance with the instructions printed thereon not less than 48 hours before the time appointed for the AGM (i.e. not later than 11:30 a.m. on 27 June 2024) or any adjournment thereof (as the case may be). Completion and return of the Second Form of Proxy will not preclude you from attending the AGM and voting in person if you so wish.
4. **IMPORTANT REMINDERS:**
 - (a) **A Shareholder who has not yet lodged the First Form of Proxy** in accordance with the instructions printed thereon is requested to lodge the Second Form of Proxy if he or she wishes to appoint proxies to attend the AGM on his or her behalf. In this case, the First Form of Proxy should not be lodged.
 - (b) **A Shareholder who has already lodged the First Form of Proxy** in accordance with the instructions printed thereon should note that:
 - (i) If no Second Form of Proxy is lodged in accordance with the instructions printed thereon, the First Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the shareholder under the First Form of Proxy or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional resolution as set out in this supplemental notice.
 - (ii) If the Second Form of Proxy is lodged in accordance with the instructions printed thereon not less than 48 hours before the time appointed to hold the AGM (i.e. not later than 11:30 a.m. on 27 June 2024) or any adjourned meeting (the “**Closing Time**”) and is duly completed, the Second Form of Proxy will be treated as a valid form of proxy lodged by the shareholder, and the First Form of Proxy will be deemed revoked.
 - (iii) If the Second Form of Proxy is lodged after the Closing Time or is not duly completed, the Second Form of Proxy will be invalid and will not revoke the First Form of Proxy. The First Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the shareholder under the First Form of Proxy or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional resolution as set out in this supplemental notice.

5. Completion and return of First Form of Proxy and/or the Second Proxy Form will not preclude you from attending and voting in person at the AGM or any adjourned meeting should you so wish and in such event, the First Form of Proxy and/or the Second Proxy Form shall be deemed to be revoked.
6. References to time and dates in this supplemental notice are to Hong Kong time and dates.
7. The Chinese translation of this notice (including the contents of the proposed resolution set out herein) is for reference only. In case of inconsistency, the English version shall prevail.

As at the date of this notice, the executive directors of the Company are Mr. FU Wai Chung, Mr. GAO Bin and Mr. LO Yat Fung; the non-executive directors of the Company are Mr. FU Ear Ly and Mr. HUANG Peng; and the independent non-executive directors of the Company are Mr. LAM King Pui, Mr. CAO Qimeng and Ms. XU Jing.

APPENDIX I

Reference is made to the announcement of the Company dated 31 May 2024 in relation to, among other things, the appointment of Director, Mr. Huang Peng (“**Mr. Huang**”) was appointed as a non-executive Director with effect from 31 May 2024. According to article 86(3) of the articles of association of the Company, any Director appointed by the Board shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election at that meeting. Accordingly, Mr. Huang shall retire from office as a Director at the AGM and he, being eligible, offer himself for re-election.

The biographical details of Mr. Huang are set out below.

Mr. Huang Peng

Mr. Huang, aged 41, has been the executive president of Country Garden Services Holdings Company Limited (“**CGS**” and together with its subsidiaries, the “**CGS Group**”), a company listed on the Main Board of the Stock Exchange with stock code 6098 and a substantial shareholder of the Company, since October 2023. He has been the chief financial officer of CGS since September 2016 and a joint company secretary of CGS since March 2018 till 3 April 2024. He is primarily responsible for the implementation and management of new strategic incubation business (i.e. city services, commercial operational services, Three Supplies and Property Management, real estate agency services, asset management and other new businesses), financial management and significant investment management of the CGS Group. Mr. Huang also serves as a director and supervisor of certain members of the CGS Group.

Mr. Huang graduated from Huazhong University of Science and Technology in the PRC in June 2005, where he obtained a bachelor’s degree in transportation. He graduated from Guanghua School of Management of Peking University (北京大學光華管理學院) in the PRC with a master’s degree in business administration in July 2012. He is currently taking the course for Executive Master of Business Administration (EMBA) at Cheung Kong Graduate School of Business in the PRC. He became a PRC Certified Public Accountant (中國註冊會計師) certified by the Certified Public Accountant Examination Committee of the Ministry of Finance (財政部註冊會計師考試委員會) in December 2014.

Mr. Huang has entered into a service agreement with the Company for his appointment as a non-executive director for a term of three years commencing on 31 May 2024. His service agreement is renewable automatically for successive terms of one year each commencing from the day next after the expiry of the current term of appointment, unless terminated by not less than three months’ notice in writing served by either party. In accordance with the provisions of the articles of association of the Company and the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), he is subject to retirement from office and re-election as director by rotation provisions. Pursuant to the service agreement, Mr. Huang is entitled to an annual salary of HK\$120,000, which is determined by the Board on the recommendation of the remuneration committee of the Company with reference to his qualifications, experience, duties and responsibilities assumed, as well as the prevailing market conditions.

As of the date of this supplemental notice, Mr. Huang held 432,000 shares of the Company, representing approximately 0.06% of the issued share capital of the Company. As at the date of this supplemental notice, save as disclosed above, Mr. Huang does not have any interests or short positions in the shares, underlying shares and/or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

Save as disclosed above, as at the date of this supplemental notice, Mr. Huang (i) does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company (each as respectively defined in the Listing Rules; (ii) does not hold other positions with the Company and other members of the Group; and (iii) does not hold any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years.

Save as disclosed above, there is no further information to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor is there any other matter that needs to be brought to the attention of the Shareholders in relation to the re-election of Mr. Huang.

In this regard, ordinary resolution will be proposed at the AGM to consider and approve the re-election of Mr. Huang as a non-executive Director.

Recommendation

The Board considers that the proposed resolution set out in this supplemental notice is in the best interests of the Company and its shareholders as a whole. Accordingly, the Board recommends the shareholders to vote in favour of the relevant resolution set out in the AGM notice.