

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.*

**Yeahka 移卡**

**YEAHKA LIMITED**

**移卡有限公司**

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

**(Stock Code: 9923)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “**Extraordinary General Meeting**”) of YEAHKA LIMITED (the “**Company**”) will be held at 19/F A4 Building, Kexing Science Park, 15 Keyuan Road, Nanshan District, Shenzhen, China on Monday, February 22, 2021 at 10:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendments the following resolution as an ordinary resolution of the Company:

### **ORDINARY RESOLUTION**

“**THAT**

- (a) the share purchase agreement (the “**Agreement**”) dated December 24, 2020 entered into among (i) the Company as the purchaser, (ii) Source Winner Limited, Bright Usening Limited, Better One Limited, Nice Globe Limited and Summer.A Limited as the vendors (collectively, the “**Vendors**”); and (iii) Mr. Qin Lingjin (秦令今), Mr. Zhang Guoxian (張國顯), Mr. Pei Xiao (裴瀟) and Mr. Zhan Yang (湛揚) as the founders and CHUANGXINZHONG LTD in relation to the acquisition by the Company of additional 42.5% equity interest in Beijing Chuangxinzhong Technology Co., Ltd. (北京創信眾科技有限公司) for an aggregate consideration of RMB170,000,000 and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) the allotment and issue of 4,902,718 new shares of US\$0.000025 each in the share capital of the Company (the “**Consideration Shares**”), credited as fully paid, at the issue price of HK\$37.50 per Consideration Share to the Vendors pursuant to the terms and conditions of the Agreement and the transactions contemplated thereunder be and is hereby approved; and

- (c) any one director of the Company (the “**Director**”) be and is hereby authorized to do all such acts and things and execute all such documents which he/she considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Agreement and the transactions contemplated thereunder, including the allotment and issue of the Consideration Shares, as are, in the opinion of the Director, in the interests of the Company and its shareholders as a whole.”

By order of the Board  
**YEAHKA LIMITED**  
**LIU Yingqi**  
*Chairman*

Hong Kong, January 29, 2021

*Notes:*

1. All resolutions at the meeting will be taken by poll (except where the chairman in good faith, decides to allow a resolution purely relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Company’s articles of association and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder may appoint any number of proxies to represent him and vote on his behalf at the above meeting. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, 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, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the above meeting (i.e. not later than 10:30 a.m. (Hong Kong time) on Saturday, February 20, 2021) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. Closure of Register of Members

For the purpose of determining the entitlement to attend and vote at the Extraordinary General Meeting, the register of members of the Company will be closed from Wednesday, February 17, 2021 to Monday, February 22, 2021, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Extraordinary General Meeting, unregistered holders of shares of the Company shall ensure that all transfer documents 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 Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, February 16, 2021.

In the event that the Extraordinary General Meeting is adjourned to a date later than Monday, February 22, 2021 because of bad weather or other reasons, the book closure period and record date for determination of entitlement to attend and vote at the above meeting will remain the same as stated above.

5. Bad Weather Arrangements

If a tropical cyclone warning signal number 8 or above is hoisted or is expected to be hoisted or a black rainstorm warning signal is in force or expected to be in force in Hong Kong at any time after 8:30 a.m. on the date of the Extraordinary General Meeting, the meeting will be automatically postponed to a later date. The Company will post an announcement on the websites of Hong Kong Exchanges and Clearing Limited and the Company to notify shareholders of the date, time and location of the rescheduled meeting.

The Extraordinary General Meeting will be held as scheduled when an amber or a red rainstorm warning signal is in force in Hong Kong. Shareholders should in any event exercise due care and caution when deciding to attend the meeting in adverse weather conditions.

6. References to time and dates in this notice are to Hong Kong time and dates.

7. In view of the ongoing spread of the coronavirus disease (COVID-19) and the recent guidelines for prevention and control of its spread, the Company will implement the following precautionary measures at the Extraordinary General Meeting to protect the shareholders, staff and other stakeholders who attend the Extraordinary General Meeting from the risk of infection:

- (i) compulsory body temperature checks will be conducted on every shareholder, proxy and other attendee. Any person with a body temperature of 37 degrees Celsius or higher may be denied entry into the Extraordinary General Meeting venue or be required to leave the Extraordinary General Meeting venue;
- (ii) the Company will require all attendees to wear surgical face masks before they are permitted to attend, and during their attendance of the Extraordinary General Meeting at all times, and to maintain a safe distance between seats. Every attendee is to bring his/her own mask;
- (iii) no refreshment will be served at the Extraordinary General Meeting;
- (iv) no souvenirs will be distributed at the Extraordinary General Meeting; and
- (v) no guest will be allowed to enter the Extraordinary General Meeting venue if he/she is wearing quarantine wristband issued by the government of Hong Kong.

*As at the date of this announcement, the Board comprises Mr. Liu Yingqi, Ms. Zhou Lingli, Mr. Yao Zhijian and Mr. Luo Xiaohui as executive Directors, Mr. Mathias Nicolaus Schilling and Mr. Akio Tanaka as non-executive Directors and Mr. Tam Bing Chung Benson, Mr. Yao Wei and Mr. Yang Tao as independent non-executive Directors.*