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YORKEY OPTICAL INTERNATIONAL (CAYMAN) LTD.

精熙國際(開曼)有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2788)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Yorkey Optical International (Cayman) Ltd. (the “**Company**”) will be held at 21/F-7, No. 282, Shizheng North 2nd Road, Xitun District, Taichung City, Taiwan as the principal place of meeting (“**Principal Meeting Place**”) and electronic facilities for accessing to the Principal Meeting Place will be made available at ATLASPACE (Hong Kong) Limited, 16/F, Tower 5, The Gateway, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong as a meeting location (“**Meeting Location**”) on Wednesday, 23 June 2021 at 11:00 a.m. (or as soon as the annual general meeting to be held at 10:00 a.m. on the same date and at the same place shall have been concluded or adjourned) for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT** Sale Framework Agreement (2022) (as defined in the circular of the Company dated 30 April 2021 issued in respect thereof (the “**Circular**”)) entered into between the Company (for itself and on behalf of its subsidiaries) and Asia Optical Co. Inc (亞洲光學股份有限公司) (for itself and on behalf of its subsidiaries) (a copy of which has been produced to the Meeting marked “**A**” and signed by the chairman of the Meeting for the purpose of identification), the transactions contemplated thereunder and the proposed annual caps under Sale Framework Agreement (2022) (as described in the paragraph headed “Proposed annual caps for the transactions under Sale Framework Agreement (2022)” in the Circular) be and are hereby approved; and the execution of Sale Framework Agreement (2022) and any other agreements and documents and the actions taken in connection therewith by any director of the Company (“**Director**”) be and are hereby approved, confirmed and ratified; and any Director(s) be and is/are hereby authorised to do all acts and things and execute any agreements, deeds, instruments and any other documents, under hand or under seal, or make such arrangement as he/she/they may determine to be appropriate, necessary or desirable to give effect to or in connection with Sale Framework Agreement (2022), the transactions contemplated thereunder and the proposed annual caps thereof and, subject to and in accordance with the applicable laws and regulations, to approve and make such immaterial variation, amendment, supplement or waiver of immaterial matters relating thereto in the interests of the Company and its shareholders as a whole.”
2. “**THAT** Processing Framework Agreement (2022) (as defined in the circular of the Company dated 30 April 2021 issued in respect thereof (the “**Circular**”)) entered into between the Company (for itself and on behalf of its subsidiaries) and Asia Optical Co. Inc (亞洲光學股份有限公司) (for itself and on behalf of its subsidiaries) (a copy of which has been produced to the Meeting marked “**B**” and signed by the

chairman of the Meeting for the purpose of identification), the transactions contemplated thereunder and the proposed annual caps under the Processing Framework Agreement (2022) (as described in the paragraph headed “Proposed annual caps for the transactions under the Processing Framework Agreement (2022)” in the Circular) be and are hereby approved; and the execution of Processing Framework Agreement (2022) and any other agreements and documents and the actions taken in connection therewith by any director of the Company (“**Director**”) be and are hereby approved, confirmed and ratified; and any Director(s) be and is/are hereby authorised to do all acts and things and execute any agreements, deeds, instruments and any other documents, under hand or under seal, or make such arrangement as he/she/they may determine to be appropriate, necessary or desirable to give effect to or in connection with the Processing Framework Agreement (2022), the transactions contemplated thereunder and the proposed annual caps thereof and, subject to and in accordance with the applicable laws and regulations, to approve and make such immaterial variation, amendment, supplement or waiver of immaterial matters relating thereto in the interests of the Company and its shareholders as a whole.”

3. “**THAT** Lease Agreement (Sintai) (2022) (as defined in the circular of the Company dated 30 April 2021 issued in respect thereof (the “**Circular**”)) entered into between Dongguan Yorkey Optical Machinery Components Ltd.* and Dongguan Sintai Optical Co., Ltd.* (a copy of which has been produced to the Meeting marked “**C**” and signed by the chairman of the Meeting for the purpose of identification), the transactions contemplated thereunder and the estimated value of the right-of-use assets under Lease Agreement (Sintai) (2022) (as described in the paragraph headed “The estimated value of the right-of-use assets under Lease Agreement (Sintai) (2022)” in the Circular) be and are hereby approved; and the execution of Lease Agreement (Sintai) (2022) and any other agreements and documents and the actions taken in connection therewith by any director of the Company (“**Director**”) be and are hereby approved, confirmed and ratified; and any Director(s) be and is/are hereby authorised to do all acts and things and execute any agreements, deeds, instruments and any other documents, under hand or under seal, or make such arrangement as he/she/they may determine to be appropriate, necessary or desirable to give effect to or in connection with Lease Agreement (Sintai) (2022), the transactions contemplated thereunder and the estimated value of the right-of-use assets thereof and, subject to and in accordance with the applicable laws and regulations, to approve and make such immaterial variation, amendment, supplement or waiver of immaterial matters relating thereto in the interests of the Company and its shareholders as a whole.”

By Order of the Board
Yorkey Optical International (Cayman) Ltd.
Kurihara Toshihiko
Chief Executive Officer and Executive Director

Hong Kong, 30th April 2021

Principal place of business in Hong Kong:

Workshops 1-2, 6th Floor
Block A, Goldfield Industrial Centre
1 Sui Wo Road
Shatin
New Territories
Hong Kong

Registered Office:

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

* *For identification purpose only*

Notes:

1. Due to the outbreak of the respiratory disease caused by coronavirus (“**COVID-19 pandemic**”), local governments have implemented various preventive measures to combat the COVID-19 pandemic, including travel restrictions and guidance on public gathering. The Company has been actively monitoring the development of the COVID-19 pandemic and the guidelines issued by the relevant government authorities to ensure the EGM can be held as schedule while taking care of the health and safety of the Shareholders, our Directors, our employees and the public.

(i) Venues in Taiwan and Hong Kong

The EGM will be held at the Principal Meeting Place, i.e. 21/F-7, No. 282, Shizheng North 2nd Road, Xitun District, Taichung City, Taiwan and electronic facilities for accessing to the Principal Meeting Place will be made available at ATLASPACE (Hong Kong) Limited, 16/F, Tower 5, The Gateway, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong as a Meeting Location for attendance by Shareholders who are unable to attend the Principal Meeting Place (as permitted by the Articles of Association of the Company), on Wednesday, 23 June 2021 at 11:00 a.m. (or as soon as the annual general meeting to be held at 10:00 a.m. on the same date and at the same place shall have been concluded or adjourned). Shareholders can attend, speak and vote in the venues in Taiwan and Hong Kong. Shareholders participating through the electronic facilities available at the venue in Hong Kong are deemed to be present at and shall be counted in the quorum of the EGM. Hong Kong is in the same time zone as Taiwan.

(ii) Voting arrangement

In order to comply with the COVID-19 pandemic prevention and control measures imposed by the relevant government authorities and safeguard the health, safety and rights of the Shareholders, the Company strongly recommends the Shareholders to complete the enclosed form of proxy in accordance with the instructions printed thereon, appoint the chairman of the EGM as his/her proxy (instead of attending the EGM in person) to vote in accordance with the instructions on the form of proxy, and return the same to 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 as soon as possible but in any event **not less than 48 hours before the time appointed for holding of the EGM (i.e. 11:00 a.m. on Monday, 21 June 2021)** or any postponement or adjournment thereof.

2. A form of proxy for use at the EGM is enclosed.
3. For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 18 June 2021 to Wednesday, 23 June 2021, both days inclusive, during which no transfer of shares will be registered. In order to be entitled to attend and vote at the EGM, unregistered holders of shares should ensure that all transfers of shares accompanied by the relevant share certificates and properly completed transfer forms 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 for registration no later than 4:30 p.m. on Thursday, 17 June 2021.

4. A member of the Company who is entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and to vote in his stead. A proxy need not be a member of the Company but must attend in person to represent the member. If more than one proxy is appointed, the appointment shall specify the number of Shares in respect of which each such proxy is appointed.
5. Where there are joint registered holders of any share(s), any one of such joint holders may vote at the meeting, either in person or by proxy in respect of such share as if he were solely entitled thereto, but 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 holders, and, for this purpose, seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
6. To be valid, the form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of authority, 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 less than 48 hours before the time for holding the EGM (i.e. 11:00 a.m. on Monday, 21 June 2021) or any postponement or adjournment thereof.
7. Pursuant to Rule 13.39(4) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the voting on the above resolutions at the EGM will be conducted by way of poll.
8. The translation into Chinese language of the notice convening the EGM is for reference only. In case of any inconsistency, the English version shall prevail.
9. As at the date hereof, the Board comprises Mr. Lai I-Jen and Mr. Kurihara Toshihiko as executive Directors; Ms. Wu Shu-Ping as non-executive Director; and Mr. Lin Meng-Tsung, Mr. Liu Wei-Li and Mr. Wang Yi Chi as independent non-executive Directors.
10. Shareholders or proxies who intend to attend the EGM in Taiwan or in Hong Kong are specifically reminded to take personal protective measures and comply with the COVID-19 pandemic preventive and control requirements. In light of the current COVID-19 pandemic prevention and control and the consideration of protecting the life safety and health of the Shareholders and other participants, the Company will take a series of preventive and control measures at the venues, including but not limited to the followings:
 - (i) Shareholders and other participants are required to wear masks on their own to enter each of the venues in Taiwan and Hong Kong and wear masks throughout the meeting;
 - (ii) each Shareholder and participant must undergo hand sanitisation and mandatory temperature checking at the entrance of each of the venues in Taiwan and Hong Kong, and any person who has been recorded a body temperature of higher than 37.4 degrees Celsius will not be allowed to enter the venue;
 - (iii) no refreshment or drinks will be provided and no gift will be distributed to attendees at both venues in Taiwan and Hong Kong; and
 - (iv) if the number of Shareholders and other participants present in any of the venues reached the upper limit stipulated by the relevant government authorities on the date of the EGM, Shareholders or proxies will have to enter into the relevant venue on a "first sign in, first enter" basis.
11. Notwithstanding the foregoing, the Board has the absolute discretion to change or cancel the venue in Hong Kong if the Board considers that it is not safe for the Shareholders to gather together in one place or in order to comply with relevant law or regulations, including but not limited to Hong Kong Prevention and Control of Disease (Prohibition on Group Gathering) Regulation. For the health and safety of all stakeholders, and in compliance with the recent guidelines for COVID-19 pandemic prevention and control, the Company reminds the Shareholders that it is not necessary to attend the EGM in person for exercising the voting rights. Instead, the Shareholders may submit the proxy form with voting instructions printed thereon to appoint the chairman of the EGM as his/her proxy to vote on the relevant resolutions at the EGM in his/her stead.
12. If there are any questions regarding the EGM and the business of the EGM that you would like to be addressed, the Shareholders are welcome to contact the Company by post to the Company Secretary's office at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, or by email to ir@yorkey-optical.com.
13. Shareholders are reminded to keep track of the Company's announcements on the Company's website or Stock Exchange's website for any update.