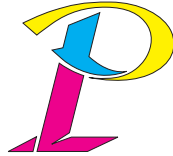

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in Prosperous Printing Company Limited (the “Company”), you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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



Prosperous Printing Company Limited

萬里印刷有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 8385)

PROPOSED SHARE CONSOLIDATION AND NOTICE OF GM

Financial Adviser



Capitalised terms used in this cover page shall have the same meanings as those defined in this circular.

A notice convening the GM to be held at Flat H, 4/F, Yip Cheung Centre, 10 Fung Yip Street, Chai Wan, Hong Kong on Friday, 25 August 2023 at 10:00 a.m., at which the above proposal will be considered, is set out in this circular. Whether or not you are able to attend the GM, please complete and return the accompanying form of proxy in accordance with the instructions printed thereon 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, or via the designated website (<http://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company, as soon as possible but in any event not less than 48 hours before the time appointed for holding the GM or any adjournment thereof. Completion and return of the form of proxy shall not preclude shareholders from attending and voting in person at the GM if they so wish, in such event, the form of proxy shall be deemed to be revoked.

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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.

This circular will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkexnews.hk> for at least 7 days from the date of its publication and on the website of the Company at <http://www.prosperous-printing-group.com.hk>.

4 August 2023

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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EXPECTED TIMETABLE

The expected timetable of the proposed Share Consolidation is as follows:

Events	Time and date 2023
Latest date and time for lodging transfer documents in order to qualify for attending and voting at the GM	4:30 p.m. on Monday, 21 August
Closure of register of members for determining the entitlement to attend and vote at the GM	Tuesday, 22 August to Friday, 25 August (both days inclusive)
Latest date and time for lodging forms of proxy for the GM	10:00 a.m. on Wednesday, 23 August
Date and time of the GM	10:00 a.m. on Friday, 25 August
Announcement of voting results of the GM	Friday, 25 August
Effective date of the Share Consolidation	Tuesday, 29 August
First day for free exchange of existing share certificates for new share certificates for the Consolidated Shares	Tuesday, 29 August
Dealings in Consolidated Shares commence	9:00 a.m. on Tuesday, 29 August
Original counter for trading in the Existing Shares in board lots of 10,000 Existing Shares (in the form of existing share certificates in yellow colour) temporarily closes	9:00 a.m. on Tuesday, 29 August
Temporary counter for trading in the Consolidated Shares in board lots of 1,000 Consolidated Shares (in the form of existing share certificates in yellow colour) opens	9:00 a.m. on Tuesday, 29 August
Original counter for trading in the Consolidated Shares in new board lots of 10,000 Consolidated Shares (in the form of new share certificates in blue colour) re-opens	9:00 a.m. on Tuesday, 12 September
Parallel trading in the Consolidated Shares (in form of new share certificates in blue colour and existing share certificates in yellow colour) commences	9:00 a.m. on Tuesday, 12 September

EXPECTED TIMETABLE

Events	Time and date 2023
Designated broker starts to stand in the market to provide matching services for the sale and purchase of odd lots of the Consolidated Shares	9:00 a.m. on Tuesday, 12 September
Designated broker ceases to stand in the market to provide matching services for the sale and purchase of odd lots of the Consolidated Shares	4:00 p.m. on Tuesday, 3 October
Temporary counter for trading in the Consolidated Shares in board lots of 1,000 Consolidated Shares (in the form of existing share certificates in yellow colour) closes.	4:10 p.m. on Tuesday, 3 October
Parallel trading in the Consolidated Shares (in form of new share certificates in blue colour and existing share certificates in yellow colour) ends.	4:10 p.m. on Tuesday, 3 October
Last day for free exchange of existing share certificates for new share certificates for the Consolidated Shares	Thursday, 5 October

All times stated in this circular refer to Hong Kong times. Dates stated in this circular for events in the timetable are indicative only and may be extended or varied. Any changes to the expected timetable will be announced in a separate announcement by the Company as and when appropriate .

DEFINITIONS

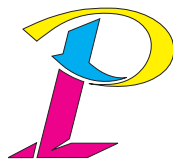
In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Board”	the board of Directors
“Business Day”	any day (not being a Saturday, Sunday or public holiday) on which licensed banks in Hong Kong are generally open for business throughout their normal business hours
“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 amended from time to time
“Company”	Prosperous Printing Company Limited (萬里印刷有限公司), a company incorporated in Hong Kong with limited liability, the issued shares of which are listed on GEM (stock code: 8385)
“Consolidated Share(s)”	ordinary share(s) of the Company immediately after the Share Consolidation becoming effective
“Director(s)”	the director(s) of the Company
“Existing Share(s)”	ordinary share(s) of the Company prior to the Share Consolidation becoming effective
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Committee”	has the meaning ascribed to it in the GEM Listing Rules
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“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
“GM”	the general meeting of the Company to be held at Flat H, 4/F, Yip Cheung Centre, 10 Fung Yip Street, Chai Wan, Hong Kong on Friday, 25 August 2023 at 10:00 a.m. to approve the Share Consolidation

DEFINITIONS

“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Placing”	the placing, on a best effort basis, of up to 110,050,000 new Existing Shares pursuant to the terms of the Placing Agreement
“Placing Agreement”	the conditional placing agreement entered into between the Company and DL Securities (HK) Limited dated 4 July 2023 in relation to the Placing
“Placing Announcements”	the announcements of Company dated 4 July 2023, 6 July 2023 and 24 July 2023 in relation to the Placing
“Latest Practicable Date”	1 August 2023, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Registrar”	the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong
“Share(s)”	the Existing Share(s) and/or the Consolidated Share(s), as the case may be
“Share Consolidation”	the proposed consolidation of every ten (10) issued Existing Shares each into one (1) Consolidated Share
“Shareholder(s)”	holder(s) of the issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



Prosperous Printing Company Limited

萬里印刷有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 8385)

Board of Directors

Executive Directors:

Mr. Lam Sam Ming

Ms. Chan Sau Po

Ms. Yao Yuan

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

3/F, Yip Cheung Centre

10 Fung Yip Street

Chai Wan, Hong Kong

Independent non-executive Directors:

Ms. Cheung Yin

Mr. Wong Hei Chiu

Mr. Leung Vincent Gar-Gene

4 August 2023

To the Shareholders:

Dear Sir or Madam,

PROPOSED SHARE CONSOLIDATION AND NOTICE OF GENERAL MEETING

INTRODUCTION

Reference is made to the announcement of the Company dated 19 July 2023 in relation to, among other matters, the Share Consolidation.

The purpose of this circular is to provide you with further details of the Share Consolidation and a notice convening the GM.

PROPOSED SHARE CONSOLIDATION

The Board proposes to implement the Share Consolidation on the basis that every ten (10) issued Existing Shares be consolidated into one (1) Consolidated Share.

LETTER FROM THE BOARD

Conditions of the Share Consolidation

The Share Consolidation is conditional upon the following conditions being fulfilled:

- (i) the passing of an ordinary resolution by the Shareholders to approve the Share Consolidation at the GM;
- (ii) the GEM Listing Committee granting the listing of, and permission to deal in, the Consolidated Shares upon the Share Consolidation becoming effective; and
- (iii) the compliance with all relevant procedures and requirements under the applicable laws of Hong Kong and the GEM Listing Rules to effect the Share Consolidation.

Subject to the fulfillment of all the above conditions, the Share Consolidation is expected to become effective on Tuesday, 29 August 2023.

Effects of the Share Consolidation

As at the Latest Practicable Date, there are 831,120,000 Existing Shares have been allotted and issued as fully paid or credited as fully paid.

Upon the Share Consolidation becoming effective and on the basis that no further Shares will be allotted and issued or repurchased prior thereto, there will be 83,112,000 Consolidated Shares in issue which are fully paid or credited as fully paid.

Upon the Share Consolidation becoming effective, the Consolidated Shares shall rank *pari passu* in all respects with each other.

Other than the expenses to be incurred in relation to the Share Consolidation, the implementation of the Share Consolidation will not alter the underlying assets, business operations, management or financial position of the Company or the shareholdings, proportionate interests or rights of the Shareholders, save for any fractional Consolidated Shares to which the Shareholders may be entitled.

Listing Application

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

Subject to the granting of approval for 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, upon the Share Consolidation becoming effective, 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

LETTER FROM THE BOARD

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.

None of the Existing Shares are listed or dealt in on any other stock exchanges other than the Stock Exchange, and at the time when 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.

Board lot size

As at the Latest Practicable Date, the Existing Shares were traded on the Stock Exchange in the board lot size of 10,000 Existing Shares. Upon the Share Consolidation becoming effective, the board lot size for trading in the Consolidated Shares will continue to be 10,000 Consolidated Shares.

Based on the closing price of HK\$0.067 per Existing Share (equivalent to the theoretical closing price of HK\$0.67 per Consolidated Share) as quoted on the Stock Exchange as at the Latest Practicable Date, the value of each existing board lot of the Existing Shares is HK\$670 and the estimated theoretical value of each board lot of the Consolidated Shares would be HK\$6,700 assuming that the Share Consolidation becomes effective.

Fractional entitlement to the Consolidated Shares

Fractional Consolidated Shares arising from the Share Consolidation, if any, will be disregarded and will not be issued to the Shareholders but all such fractional Consolidated Shares will be aggregated and, if possible, sold 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 existing share certificates held by such holder. Shareholders concerned about losing out on any fractional entitlement are recommended to consult their licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser and may wish to consider the possibility of buying or selling Shares in a number sufficient to make up an entitlement to receive a whole number of Consolidated Shares.

Odd lot arrangements

In order to facilitate the trading of odd lots, if any, of the Consolidated Shares arising from the Share Consolidation, the Company has appointed DL Securities (HK) Limited as an agent to provide matching services, on a best effort basis, to those Shareholders who wish to acquire odd lots of the Consolidated Shares to make up a full board lot, or to dispose of their holding of odd lots of the Consolidated Shares during the period from 9:00 a.m. on Tuesday, 12 September 2023 to 4:00 p.m. on Tuesday, 3 October 2023. Shareholders who wish to take advantage of this facility should contact DL Securities (HK) Limited at 29/F, Vertical Square, 28 Heung Yip Road, Wong Chuk Hang, Hong Kong (telephone number: (852) 3890 2911 during office hours (i.e. 9:00 a.m. to 6:00 p.m.) of such period.

LETTER FROM THE BOARD

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.

Exchange of share certificates

Should the Share Consolidation become effective, Shareholders may, during the period from Tuesday, 29 August 2023 to Thursday, 5 October 2023 (both days inclusive), submit existing share certificates in yellow colour for the Existing Shares to the Registrar at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for exchange, at the expense of the Company, for new share certificates in blue colour for Consolidated Shares.

It is expected that the new share certificates for the Consolidated Shares will be available for collection within 10 Business Days after the submission of the existing share certificates to the Registrar for exchange.

Thereafter, share certificates of the Existing Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such other amount as may from time to time be specified by the Stock Exchange) by the Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the Consolidated Shares, whichever is higher.

Subject to and upon the Share Consolidation becoming effective, after 4:10 p.m. on Tuesday, 3 October 2023, existing share certificates for the Existing Shares will only remain effective as documents of title and may be exchanged for share certificates for Consolidated Shares at any time but will not be accepted for delivery, trading and settlement purposes.

ADJUSTMENTS IN RELATION TO THE OTHER SECURITIES OF THE COMPANY

As at the Latest Practicable Date, the Company has no outstanding derivatives, options, warrants, other securities or conversion rights or other similar rights which are convertible or exchangeable into, any Existing Shares or Consolidated Shares.

REASONS FOR THE SHARE CONSOLIDATION

Under Rule 17.76 of the GEM Listing Rules, where the market price of the securities of an issuer approaches the extremities of HK\$0.01 or HK\$9,995.00, the issuer may be required either to change the trading method or to proceed with a consolidation or splitting of its securities. The “Guide on Trading Arrangements for Selected Types of Corporate Actions” issued by the Hong Kong Exchanges and Clearing Limited on 28 November 2008 and updated on 1 October 2020 has further stated that (i) market price of the shares at a level less than HK\$0.10 each will be considered as trading at extremity as referred to under Rule 17.76 of the GEM Listing Rules; and (ii) taking into account the minimum transaction costs for a securities trade, the expected board lot value should be greater than HK\$2,000.

LETTER FROM THE BOARD

The Existing Shares have been trading below HK\$0.10 and the board lot value of the Existing Shares has been traded below HK\$2,000. As at the Latest Practicable Date, the closing price of the Existing Shares was HK\$0.067, with a board lot size of 10,000, and the existing board lot value was only HK\$670, which was less than HK\$2,000. Upon the Share Consolidation becoming effective, based on the closing price of HK\$0.067 per Existing Share, the share price of the Company would be adjusted to HK\$0.67 per Consolidated Share. With a board lot size of 10,000, the estimated theoretical value of each new board lot would be HK\$6,700. The Share Consolidation would thus enable the Company to comply with the trading requirements under the GEM Listing Rules.

Taking into account the trading prices of the Existing Shares during the past twelve months and the market volatility, the Board is of the view that, the proposed ratio of 10 Existing Shares into 1 Consolidated Share, as compared to lower ratios, is the optimal ratio to provide sufficient flexibility for the Group's equity fundraising and/or acquisition by way of issuing consideration Shares in the future. The Board considers that the Share Consolidation, resulting in HK\$0.67 per Consolidated Share (based on the current closing price of HK\$0.067 per Existing Share as at the Latest Practicable Date), would enable the Company to avoid the Shares trading at extremity as referred to under Rule 17.76 of the GEM Listing Rules.

Furthermore, it is expected that the Share Consolidation will bring about a corresponding increase in the trading price of the Consolidated Shares on the Stock Exchange which could reduce the overall transaction and handling costs of dealings in the Shares as a proportion of the market value for each board lot. Despite odd lot shares may be created and certain costs may be incurred as a result of the Share Consolidation, the Board believes that the Share Consolidation will make investing in the Shares more attractive to a broader range of investors, in particular to institutional investors, whose house rules might otherwise prohibit or restrict trading in securities that are priced below a prescribed floor and therefore further broaden the shareholder base of the Company.

In light of the above reasons, the Board is of the view that the Share Consolidation is beneficial to and in the interests of the Company and the Shareholders as a whole.

The Company has been considering various fund-raising alternatives available to the Group, including placing, rights issue and debt financing. On 4 July 2023, the Company has entered into the Placing Agreement (as supplemented by the supplemental agreements dated 6 July 2023 and 24 July 2023) and issued the Placing Announcements relating to the Placing. As at the Latest Practicable Date, save as disclosed in the Placing Announcements and this circular, 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. However, the Board will not rule out the possibility that the Company will conduct debt and/or equity fund raising exercises and/or other corporate actions when suitable fund raising opportunities arise for future development of the Group. The Company will make further announcement in this regard in accordance with the GEM Listing Rules as and when appropriate.

LETTER FROM THE BOARD

GENERAL

The Share Consolidation are conditional upon satisfaction of the conditions set out in this circular. Accordingly, the Share Consolidation may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

As at the Latest Practicable Date, none of the Directors, the controlling shareholders of the Company nor any of their respective close associates (as defined in the GEM Listing Rules) had any interest in a business which competes or may compete, either directly or indirectly, with the business of the Group or any other conflict of interest which any such person has or may have with the Group which would be required to be disclosed pursuant to the GEM Listing Rules.

GM

The GM will be convened and held for the Shareholders to consider and, if thought fit, approve the Share Consolidation. A notice convening the GM to be held at Flat H, 4/F, Yip Cheung Centre, 10 Fung Yip Street, Chai Wan, Hong Kong on Friday, 25 August 2023 at 10:00 a.m. is enclosed with this circular.

To the best knowledge, information and belief of the Directors, as at the Latest Practicable Date, none of the Shareholders has a material interest in the Share Consolidation and accordingly, no Shareholder will have to abstain from voting in respect of any resolution at the GM.

Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of the Shareholders at the GM must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter (as defined in the Note to Rule 17.47(4) of the GEM Listing Rules) to be voted on by a show of hands. Therefore the chairman of the meeting will demand a poll on the resolution regarding the Share Consolidation at the GM. An announcement will be made by the Company on the poll results of the GM.

CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining Shareholders' entitlement to attend and vote at the GM, the register of members of the Company will be closed from Tuesday, 22 August 2023 to Friday, 25 August 2023 (both days inclusive), during which period no transfer of Shares will be registered. In order to be entitled to attend and vote at the GM, Shareholders should ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Monday, 21 August 2023.

LETTER FROM THE BOARD

RECOMMENDATIONS

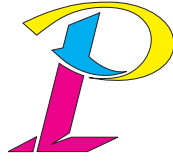
The Board considers that the Share Consolidation is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the relevant ordinary resolution to be proposed at the GM.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes given in compliance with the GEM 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.

Yours faithfully
For and on behalf of the Board
Prosperous Printing Company Limited
Lam Sam Ming
Chairman and Executive Director

NOTICE OF GM



Prosperous Printing Company Limited

萬里印刷有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 8385)

NOTICE IS HEREBY GIVEN that the general meeting (“GM”) of Prosperous Printing Company Limited (the “**Company**”) will be held at Flat H, 4/F, Yip Cheung Centre, 10 Fung Yip Street, Chai Wan, Hong Kong at 10:00 a.m. on Friday, 25 August 2023 for the purpose of considering and, if thought fit, passing the following resolutions with or without amendments as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

“**THAT** subject to and conditional upon, among other things, the granting of the approval by the GEM Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for the listing of, and permission to deal in, the Consolidated Shares (as defined below) in issue, with effect from the second business day immediately following the date on which this resolution is passed, being a day on which shares of the Company are traded on the Stock Exchange:

- (a) every ten (10) issued shares of the Company be consolidated into one (1) share (each a “**Consolidated Share**”), and such Consolidated Share(s) shall rank *pari passu* in all respects with each other and have the rights and privileges and be subject to the restrictions in respect of ordinary shares contained in the articles of association of the Company (the “**Share Consolidation**”);
- (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 (the “**Directors**”) of the Company may think fit; and
- (c) any one of the Directors be and is hereby authorised to do all such acts and things, as he may in his discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation of the Share Consolidation and the transactions contemplated thereunder, including but not limited to the execution of all such documents under seal where applicable, as he considers necessary or expedient in his opinion to implement and/or give effect to the Share Consolidation and the implementation of all

NOTICE OF GM

transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in his opinion, appropriate and in the interests of the Company and its shareholders as a whole.”

By order of the Board
Prosperous Printing Company Limited
Lam Sam Ming
Chairman and Executive Director

Hong Kong, 4 August 2023

*Registered office and principal
place of business in Hong Kong:*
3/F, Yip Cheung Centre
10 Fung Yip Street
Chai Wan, Hong Kong

Notes:

- (1) A member of the Company entitled to attend and vote at the GM is entitled to appoint another person as his proxy to attend and to vote on his behalf. A proxy need not be a member of the Company. A member may appoint any number of proxies to attend in his stead.
- (2) Where there are joint registered holders of any share, any one of such persons may vote at the GM, either personally 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 the GM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
- (3) In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon must be deposited with 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, or via the designated website (<http://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company, as soon as practicable but in any event not later than 48 hours before the time appointed for holding of the GM or any adjournment thereof. Together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority.
- (4) Completion and return of the form of proxy will not preclude you from attending and voting in person at the GM or any adjournment thereof should you so wish, and in such event, the instrument appointing the proxy shall be deemed to be revoked.
- (5) Save for any resolution(s) approving the procedural and administrative matters, any voting of the GM should be taken by poll.
- (6) The register of members of the Company will be closed from Tuesday, 22 August 2023 to Friday, 25 August 2023 both days inclusive, during which period no transfer of shares of the Company can be registered. All transfer documents accompanied by the relevant share certificates must be lodged with 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, not later than 4:30 p.m. on Monday, 21 August 2023.