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## **Earthasia International Holdings Limited**

**泛亞環境國際控股有限公司**

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

**(Stock Code: 6128)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the “EGM”) of Earthasia International Holdings Limited 泛亞環境國際控股有限公司 (the “**Company**”) will be held at 11/F, COFCO Tower, 262 Gloucester Road, Causeway Bay, Hong Kong on Thursday, 8 April 2021 at 10:00 a.m., for the purpose of considering and if thought fit, passing, with or without amendments, the following resolutions of the Company:

#### **ORDINARY RESOLUTION**

1. “THAT

the authorized share capital of the Company be increased from HK\$7,800,000 divided into 780,000,000 ordinary shares of HK\$0.01 each (the “Share(s)”) to HK\$20,000,000 divided into 2,000,000,000 Shares by the creation of an additional 1,220,000,000 new Shares (“**Increase in Authorised Share Capital**”) and any director of the Company be and is hereby authorised to do all such acts and things and execute all such documents which he/she may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation and giving effect to the Increase in Authorised Share Capital.”

## SPECIAL RESOLUTION

### 2. “THAT

subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the change of the English name of the Company from “Earthasia International Holdings Limited” to “Graphex Group Limited” and the dual foreign name in Chinese of the Company from “泛亞環境國際控股有限公司” to “烯石電動汽車新材料控股有限公司” be approved; and any director of the Company be and is hereby authorised to do all such acts and things and execute all documents on behalf of the Company which he/she may in their opinion consider necessary, desirable or expedient for the purpose of, and in connection with, the implementation and giving effect to the aforesaid change of the names of the Company.”

By Order of the Board  
**Earthasia International Holdings Limited**  
**Lau Hing Tat Patrick**  
*Chairman*

Hong Kong, 16 March 2021

*Registered office:*

Windward 3  
Regatta Office Park  
PO box 1350  
Grand Cayman  
KY1-1108  
Cayman Islands

*Headquarter, Head office and*

*Principal Place of Business in Hong Kong*  
11/F, COFCO Tower  
262 Gloucester Road  
Causeway Bay  
Hong Kong

*Note:*

- 1. A form of proxy for use at the EGM is being despatched to the shareholders of the Company together with a copy of this notice.*
- 2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of any officer, attorney or other person duly authorized to sign the same.*
- 3. Any shareholder entitled to attend and vote at the EGM convened by the above notice shall be entitled to appoint one or, if he is the holder of more than one share, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.*

4. *Proxy form together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority must be deposited with the Company's branch share registrar, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.*
5. *Completion and deposit of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the meeting convened or any adjourned meeting and in such event, the form of proxy will be deemed to be revoked.*
6. *In the case of joint holders, the vote of the senior who tenders a vote, whether in person or proxy, will be accepted to the exclusion of the votes of the joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.*
7. *To safeguard the health and safety of the staff and Shareholders, the Group has implemented the following measures:*
  - *all individuals shall be subject to compulsory body temperature check before entering into the venue of the EGM and anyone with a body temperature higher than 37.3 degree Celsius will not be given access to the venue;*
  - *all individuals are required to wear appropriate face masks at all times during the EGM;*
  - *alcohol rubs/hand sanitizers will be provided at the venue of the EGM;*
  - *maintaining proper distance between seats; and*
  - *no refreshments will be served at the EGM.*
8. *For the purpose of holding the EGM, the register of members of the Company will be closed from Wednesday, 31 March 2021 to Thursday, 8 April 2021 (both days inclusive), for the purpose of determining the entitlement to attend and vote at the EGM scheduled to be held on Thursday, 8 April 2021. In order to be eligible to attend and vote at the EGM all transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on Tuesday, 30 March 2021.*

*As at the date of this announcement, the executive Directors are Mr. Lau Hing Tat Patrick, Mr. Chan Yick Yan Andross, Mr. Tian Ming, Mr. Yang Liu and Mr. Qiu Bin; the non-executive Director are Mr. Ma Lida and Mr. Tu Wenzhe; and the independent non-executive Directors are Ms. Tam Ip Fong Sin, Mr. Wang Yuncai, Mr. Liu Kwong Sang, Mr. Tang Zhaodong and Mr. Chan Anthony Kaikwong.*