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China Partytime Culture Holdings Limited

中國派對文化控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1532)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of China Partytime Culture Holdings Limited (the “**Company**”) will be held at No. 251 Huachuan North Road, Chian Town, Yiwu City, Zhejiang Province, the PRC on Wednesday, 5 March 2025 at 10:00 a.m., to consider and, if thought fit, pass with or without modification(s) the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT:**

- (a) the conditional equity transfer agreement dated 19 November 2024 (as amended and supplemented by a supplemental agreement dated 15 January 2025) (the “**Equity Transfer Agreement**”, details of which are disclosed in the circular of the Company dated 13 February 2025 (the “**Circular**”)) entered into amongst 派對文化集團有限公司 (for identification purpose only, Partytime Group Co., Ltd) (the “**Vendor**”), an indirect wholly-owned subsidiary of the Company, as vendor, 浙江百慧服飾有限公司 (for identification propose only, Zhejiang Bestway Costume & Accessory Co., Ltd) (the “**Purchaser**”), as purchaser, and 浙江中派企業管理有限公司 (for identification purpose only, Zhejiang Zhongpai Enterprise Management Co., Ltd) (the “**Target Company**”), pursuant to which the Vendor has conditionally agreed to sell, and the Purchaser has conditionally agreed to purchase, the entire equity interests in the Target Company for a consideration of RMB80,000,000 (a copy of the Equity Transfer Agreement is marked “A” and produced to the EGM and signed by the chairman of the EGM for identification purpose) and the transactions contemplated thereunder be and are hereby ratified, confirmed and approved;
- (b) any one or more director(s) of the Company be and is/are hereby authorised to do all such acts and things, to sign and execute all such documents (and to affix the common seal of the Company thereon, if necessary) as he/she/they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Equity Transfer Agreement and the transactions contemplated thereunder, and to

make and agree to make such variations of the terms of the Equity Transfer Agreement as he/she/they may in his/her/their discretion consider to be appropriate, necessary or desirable and in the interests of the Company and its shareholders as a whole.”

By the order of the Board
China Partytime Culture Holdings Limited
Teng Hao
Chairman

Hong Kong, 13 February 2025

Registered office
Windward 3, Regatta Office Park
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Cayman Islands

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business in the PRC*
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Jiangxi Province, PRC

Principal place of business in Hong Kong
Room 225–27, 2/F., Mega Cube
8 Wang Kwong Road, Kowloon Bay
Kowloon
Hong Kong

Notes:

1. For the purpose of determining the identity of the shareholders entitled to attend and vote at the meeting, the register of members of the Company will be closed from Friday, 28 February 2025 to Wednesday, 5 March 2025, both dates inclusive, during which period no transfer of shares will be effected. All transfers accompanied by the relevant certificates must be lodged with Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Thursday, 27 February 2025.
2. Any member of the Company entitled to attend and vote at the meeting convened by this notice shall be entitled to appoint proxy to attend and vote in his/her stead in accordance with the articles of association of the Company. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf at the meeting. A proxy need not be a member of the Company but must be present in person to represent the member.
3. 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 certified copy thereof, must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited not less than 48 hours (i.e. Monday, 3 March 2025 at 10:00 a.m.) before the time appointed for holding the meeting. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or any adjournment thereof should they so wish and in such event, the form of proxy shall be deemed to be revoked.

4. If tropical cyclone warning signal no. 8 or above, “extreme conditions” caused by super typhoons or a black rainstorm warning is in effect at any time after 7:00 a.m. on Wednesday, 5 March 2025, the meeting will be postponed and further announcement for details of alternative meeting arrangements will be made. The meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

As at the date of this notice, the Board of Directors of the Company consists of (i) three Executive Directors, namely Mr. Teng Hao, Mr. Xu Chengwu and Mr. Chen Jinbo; and (ii) three Independent Non-executive Directors, namely Mr. Zheng Jin Min, Mr. Chen Wen Hua and Ms. Peng Xu.