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TOP FORM INTERNATIONAL LIMITED

黛麗斯國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 333)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the shareholders of Top Form International Limited (the “**Company**”) will be held at 7/F, Port 33, 33 Tseuk Luk Street, San Po Kong, Kowloon, Hong Kong on Friday, 22 May 2020 at 10:00 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution(s) as ordinary resolution(s):

“THAT:

- (a) the 5th Renewal Agreement, as defined and described in the circular of the Company dated 5 May 2020 (the “**Circular**”), a copy of this agreement is tabled before the meeting and initialled by the chairman of the meeting for identification purpose, and the terms of the transactions contemplated under the 5th Renewal Agreement and the implementation thereof be and are hereby accepted and approved; and
- (b) the proposed annual caps in relation to the sales to Van de Velde N.V. as described in the 5th Renewal Agreement and the Circular for each of the three financial years ending 30 June 2023 be and are hereby approved.”

By Order of the Board
Top Form International Limited
Wong Chung Chong
Chairman

Hong Kong, 5 May 2020

* *for identification purpose only*

Notes:

1. In order to determine the qualification of Shareholders who are entitled to attend and vote at the SGM, the register of members of the Company will be closed from Tuesday, 19 May 2020, to Friday, 22 May 2020 (both days inclusive), during which period no transfer of Shares will be registered. Shareholders whose names appear on the register of members of the Company on Friday, 22 May 2020 will be entitled to attend and vote at the SGM. In order to attend the SGM, any Shareholder whose transfer has not been registered shall lodge the transfer documents together with the relevant share certificates with Tricor Secretaries Limited, the Company's Hong Kong branch share registrar, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, by no later than 4:30 p.m. on Monday, 18 May 2020.
2. Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him in accordance with the Company's Bye-laws. A proxy need not be a member of the Company but must be present in person to represent the member.
3. To be valid, a 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 such power of attorney or authority must be lodged with Tricor Secretaries Limited, the Company's Hong Kong branch share registrar, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof (as the case may be).
4. 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 (as the case may be) should they so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
6. In light of the outbreak of novel coronavirus (COVID-19), the Company will implement the following precautionary measures at the SGM in order to protect the health and safety of the attendees at the SGM, including:
 - (1) all attendees will subject to compulsory body temperature checks the entrance of the meeting venue;
 - (2) all attendees will be required to wear surgical face masks throughout the SGM;
 - (3) any person who does not comply with the above measures may be denied entry to the meeting venue; and
 - (4) no beverage or refreshments will be served at the SGM, and there will be no corporate gifts.

The Company strongly recommends the Shareholders to exercise their voting rights by appointing the chairman of the SGM as their proxy to vote on the relevant resolution at the SGM as an alternative to attending the SGM in person.

7. The Directors as at the date of this notice are Mr. Wong Chung Chong, Mr. Wong Kai Chung, Kevin and Mr. Wong Kai Chi, Kenneth as executive Directors, Mr. Fung Wai Yiu, Mr. Lucas A.M. Laureys and Mr. Herman Van de Velde as non-executive Directors, Ms. Leung Churk Yin, Jeanny, Mr. Leung Ying Wah, Lambert and Mr. Lin Sun Mo, Willy as independent non-executive Directors.