Cloud Investment Holdings Limited
雲信投資控股有限公司

(Incorporated in the Cayman Islands with limited liability)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of Cloud Investment Holdings Limited (the "Company") will be held at ZHONG GUO GUANGDONG JIE YANG HUI LAI KUI TAN XUAN WU CUN BO LING ZAI KUI SHENG DA LOU.(GUO DAO 324 XIAN CHAO HUI GAO SU KUI TAN CHU KOU ZUO CE DA GAI 100 MI CHU) on Friday, 10th February 2023 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments the following resolutions ("**Resolutions**"):

ORDINARY RESOLUTIONS

1. To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company ("**Directors**") and independent auditor of the Company for the year ended 31st December 2021;

2. To re-elect retiring Directors and authorise the board of Directors ("**Board**") to fix their remunerations;

3. To re-appoint Asian Alliance (HK) CPA Limited as auditor of the Company and to authorise the Board to fix their remuneration;

4. As special business, to consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions of the Company:

   A. "**THAT**

      (a) subject to paragraph 4A(c) of this Resolution and without prejudice to Resolution 4C set out in the notice of this meeting ("**Notice**"), the Board be and is generally and unconditionally authorised to exercise during the Relevant Period (as defined in paragraph 4A(d)) of this Resolution all the powers of the Company to issue, allot or otherwise deal with ordinary shares of HK$0.01 each in the share capital of the Company ("**Shares**") and to issue, allot or grant securities convertible into Shares or options, warrants or similar rights to subscribe for any Shares or such convertible securities and to make or grant offers, agreements and options which might require the exercise of such powers, subject to and in accordance with all applicable laws;

(b) the approval in paragraph 4A(a) of this Resolution shall authorise the Board during the Relevant Period to make or grant offers, agreements and options which would or might require the exercise of such power after the end of the Relevant Period;

(c) the aggregate nominal amount of share capital allotted or agreed conditionally, or unconditionally, to be allotted (whether pursuant to an option or otherwise) by the Board pursuant to the approval in paragraph 4A(a) and 4A(b) of this Resolution, otherwise than pursuant to:

(i) a Rights Issue (as defined in paragraph 4A(d) of this Resolution);

(ii) the exercise of rights of subscription or conversion under the terms of any securities or notes for the time being in force which are convertible into Shares;

(iii) the exercise of subscription or conversion right under the terms of any warrants of the Company or any option granted under any share option scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of options to subscribe for or rights to acquire Shares; and

(iv) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company (the "**Articles of Association**");

shall not exceed 20 per cent of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of this Resolution and the said approval shall be limited accordingly; and

(d) for the purpose of this Resolution:

"**Relevant Period**" means the period from the passing of this Resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company; or

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws of Cayman Islands to be held; or

(iii) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting.

"**Rights Issue**" means the allotment, issue or grant of Shares pursuant to an offer of Shares open for a period fixed by the Board made to holders of Shares whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognized regulatory body or any stock exchange in, or in any territory outside, Hong Kong)."

B. "**THAT**

(a) subject to paragraph 4B(b) of this Resolution, the Board be and is generally and unconditionally authorised to exercise during the Relevant Period (as defined in paragraph 4A(d)) of this Resolution all powers of the Company to repurchase Shares, for this purpose subject to and in accordance with all applicable laws; and

(b) the aggregate nominal amount of the Shares to be repurchased or agreed conditionally or unconditionally to be repurchased by the Company pursuant to the approval in paragraph 4B(a) of this Resolution during the Relevant Period shall not exceed 10 per cent of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of this Resolution and the said approvals shall be limited accordingly."

C. **"THAT** subject to the passing of Resolutions 4A and 4B in the Notice of which this Resolution forms part being passed, the aggregate nominal amount of share capital that may be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Board pursuant to and in accordance with the approval given in Resolution 4A set out in the Notice be and is hereby increased and extended by the addition of the aggregate nominal amount of the Shares which may be repurchased by the Company pursuant to and in accordance with the approval given in Resolution 4B set out in the Notice provided that such amount shall not exceed the aggregate nominal amount of the Shares repurchased pursuant to the said Resolution 4B and the said approval shall be limited accordingly."

By Order of the Board of
Cloud Investment Holdings Limited
Fortune Credit Limited
Company Secretary

Hong Kong, 19th January 2023

Registered office:
P.O. Box 309
Ugland House
Grand Cayman
KY1-1104
Cayman Islands

Principal place of business in Hong Kong:
Unit 701, 7/F.,
135 Bonham Strand Trade Centre
135 Bonham Strand
Hong Kong

Notes:

1. The Register of Members of the Company will be closed from [Saturday, 4th February 2023 to Friday, 10th February 2023], both days inclusive, during which period no share transfer will be effected. In order to ascertain shareholders' rights for attending and voting at the above meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong Branch Share Registrar and Transfer Office in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration not later than 4:00 p.m. on Friday, 3rd February 2023.

2. A member entitled to attend and vote at the above meeting is entitled to appoint another person as his proxy to attend and on a poll, vote instead of him. A proxy need not be a member of the Company.

3. In order to be valid, the proxy form together with the power of attorney or other authority, if any, under which is it signed or a notarially certified copy of such power of authority, must be deposited at the Company's Hong Kong Branch Share Registrar and Transfer Office in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, not less than 48 hours before the time appointed for the meeting or any adjourned meeting.

4. Delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.

5. Shareholders are recommended to read the circular of the Company containing information concerning the resolutions proposed in this Notice.

6. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning is in effect any time after 6:00 a.m. on the date of the above meeting, the meeting will be postponed. The Company will publish an announcement on the Company's website at http://*www.cloud-grp.com* to notify Shareholders of the date, time and venue of the rescheduled meeting.

As at the date of this Notice, the Board comprises Mr. Yang Jincheng (Chairman) and Mr. Ng Chung Yuen Frank as executive Directors, and Mr. Ko Wai Lun Warren as independent non-executive Director.