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CHINA RONGZHONG FINANCIAL HOLDINGS COMPANY LIMITED
中國融眾金融控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 03963)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of China Rongzhong Financial Holdings Company Limited 中國融眾金融控股有限公司 (the “Company”) will be held at Bowen Room, Level 7, Conrad Hotel, Pacific Place, 88 Queensway, Hong Kong on Tuesday, 3 July 2018 at 10:00 a.m. to consider and, if thought fit, pass the following resolutions as ordinary resolutions of the Company:

1. “THAT Mr. Xie Xiaoqing be removed as a director of the Company pursuant to Article 114 of the Articles of Association of the Company and from any position in any of the committees of the board of directors of the Company with immediate effect upon passing of this resolution”;
2. “THAT Mr. Yao Feng be removed as a director of the Company pursuant to Article 114 of the Articles of Association of the Company and from any position in any of the committees of the board of directors of the Company with immediate effect upon passing of this resolution”;
3. “THAT Ms. Wong, Emilie Hoi Yan be appointed as an executive director of the Company pursuant to Article 114 of the Articles of Association of the Company with immediate effect upon passing of this resolution”; and
4. “THAT all directors appointed to the board of directors of the Company on or after 3 May 2018 but before the holding of this Extraordinary General Meeting be removed as directors of the Company with immediate effect upon passing of this resolution”.

By Order of the Board
China Rongzhong Financial Holdings Company Limited
Xie Xiaoqing
Chairman

Hong Kong,
24 May 2018

Principal Place of Business in Hong Kong registered under Part 16 of the Companies Ordinance
Unit 417, 4/F, Tower 2
Lippo Centre
89 Queensway
Hong Kong

Notes:

1. A shareholder of the Company entitled to attend and vote at the above meeting (or at any adjournment of it) is entitled to appoint one or more proxies to attend and vote on his/her behalf. The proxy does not need to be a shareholder of the Company.
2. A form of proxy in respect of the above meeting is enclosed. Whether or not you intend to attend the above meeting in person, you are urged to complete and return the form of proxy in accordance with the instructions printed therein.
3. In order to be valid, a form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the above meeting or adjourned meeting (as the case may be).
4. Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting or any adjournment thereof. In such event, the form of proxy shall be deemed to have been revoked.
5. Where there are joint holders of any share of the Company, any one of such holders may vote at the above meeting (or at any adjournment of it), either personally or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such holders are present at the meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof. Several executors or administrators of a deceased shareholder in whose name any share stands shall for this purpose be deemed joint holders hereof.
6. Information on the proposed director of the Company is set out in Appendix to the Company's circular dated 24 May 2018.
7. For the purposes of determining shareholders' eligibility to attend and vote at the above meeting, the register of members of the Company will be closed. Details of such closures are set out below:

- (i) For determining eligibility to attend and vote at the above meeting:

Latest time to lodge transfer documents for registration: 4:30 p.m. on Tuesday, 26 June 2018

Closure of register of members: Wednesday, 27 June 2018 to Tuesday, 3 July 2018 (both dates inclusive)

Record date: Tuesday, 3 July 2018

During the above closure periods, no transfer of shares will be registered. To be eligible to attend and vote at the above meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than the aforementioned latest time.

As at the date of this announcement, the executive Directors of the Company are Mr. Xie Xiaoqing and Mr. Yao Feng; the non-executive Directors of the Company are Ms. Li Yu Lian Kelly, Mr. Sun Changyu and Ms. Wong Jacqueline Yue Yee and the independent non-executive Directors of the Company are Mr. Duan Chang Feng, Mr. Nie Yong, and Ms. Zou Lin.