

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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 a general meeting of China Rongzhong Financial Holdings Company Limited (the “**Company**”) will be held at 2/F, J Plus, 35-45B Bonham Strand, Sheung Wan, Hong Kong on Thursday, 30 October 2025 at 10:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company. Unless otherwise specified, capitalised terms herein shall have the same meanings as those terms defined in the circular dated 14 October 2025 (the “**Circular**”) issued by the Company of which this notice forms part.

### **ORDINARY RESOLUTION**

**“THAT:**

- (a) the Subscription Agreement (a copy of which has been produced to this meeting marked “A” and signed by the chairman of this meeting for the purpose of identification) dated 3 September 2025 entered into between the Company as issuer and Goldbond Group Holdings Limited as subscriber in relation to the subscription of the CB in the principal amount of HK\$35,000,000 to be issued by the Company to the Subscriber (the “**Subscription Agreement**”), and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Listing Committee approving the listing of, and granting permission to deal in, the Conversion Shares to be allotted and issued upon exercise of the conversion rights pursuant to the CB, the Directors be and are hereby granted a specific mandate to exercise the powers of the Company to allot and issue the Conversion Shares subject to the terms of the CB; and

- (c) any one Director of the Company, or any two Directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be necessary, appropriate, desirable or expedient to implement or give effect to, or are incidental to, ancillary to or in connection with the Subscription Agreement and the transactions contemplated thereunder and to agree to make such variations, amendments or waivers of any of the matters relating thereto or in connection therewith.”

By order of the Board  
**China Rongzhong Financial Holdings Company Limited**  
**Wong Emilie Hoi Yan**  
*Executive Director*

Hong Kong, 14 October 2025

*As at the date of this notice, the Board comprises Ms. Wong Emilie Hoi Yan as an executive Director, Mr. Lau Hiu Fung, Ms. Wong Jacqueline Yue Yee, Ms. Wong Michelle Yatyee and Mr. Wong Ming Bun David as non-executive Directors and Mr. Lie Chi Wing, Mr. Liu Chi Wai and Mr. Ng Yuk Yeung Paul as independent non-executive Directors.*

Notes:

- (1) A shareholder of the Company entitled to attend and vote at the EGM (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. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.
- (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 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time for holding the EGM (i.e not later than 10:30 a.m. on Tuesday, 28 October 2025 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 EGM (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) 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 closure are set out below:

Latest time to lodge transfer documents for registration: 4:30 p.m. on Thursday, 23 October 2025

Closure of register of members: Friday, 24 October 2025 to Thursday, 30 October 2025  
(both dates inclusive)

Record date: 10:30 a.m. on Thursday, 30 October 2025

During the above closure period, 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 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than the aforementioned latest time.

- (7) The resolution as set out in this notice to be put to vote at the EGM will be decided by way of poll as required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.
- (8) References to time and dates in this notice are to Hong Kong time and dates.
- (9) If Typhoon Signal No. 8 or above is hoisted, or a Black Rainstorm Warning Signal or "extreme conditions after super typhoons" is/are in force at or at any time after 8:00 a.m. at the date of the EGM, the EGM will be adjourned.

Shareholders are requested to visit the website of the Company at [www.chinarzf.com](http://www.chinarzf.com) for details of alternative meeting arrangements.

The EGM will be held as scheduled when an amber or red rainstorm warning signal is in force.

Shareholders who have any queries concerning the alternative meeting arrangements, please call the Company at (852) 2899 2682 during business hours from 9:00 a.m. to 5:00 p.m. on Mondays to Fridays, excluding public holidays.

Shareholders should make their own decision as to whether they would attend the EGM under bad weather conditions bearing in mind their own situation and if they should choose to do so, they are advised to exercise care and caution.