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ZHONGCHANG INTERNATIONAL HOLDINGS GROUP LIMITED

中昌國際控股集團有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 859)

SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING

Reference is made to (i) the circular of Zhongchang International Holdings Group Limited (the “**Company**”) dated 30 April 2021 (the “**Original AGM Circular**”); (ii) the notice of the annual general meeting of the Company dated 30 April 2021 (the “**Original AGM Notice**”) for the annual general meeting of the Company to be held on Monday, 21 June 2021 at 3:00 p.m. at Suite 2418, 24/F, Jardine House, 1 Connaught Place, Central, Hong Kong (the “**AGM**”); and (iii) the supplemental circular of the Company dated 17 May 2021 (the “**Supplemental AGM Circular**”). Unless otherwise defined, capitalised terms used in this supplemental notice shall have the same meanings as those defined in the Supplemental AGM Circular.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will be held by the Company at Suite 2418, 24/F, Jardine House, 1 Connaught Place, Central, Hong Kong at 3:00 p.m. on Monday, 21 June 2021 to consider and, if thought fit, passing the ordinary resolutions “To re-elect Ms. Yu Dan as a non-executive Director” (the “**Additional Resolution 1**”) and “To re-elect Mr. Liu Xin as an independent non-executive Director” (the “**Additional Resolution 2**”) as additional resolutions under Resolution 2 set out in the Original AGM Notice. The existing resolutions (v) and (vi) of Resolution 2 as set out in the Original AGM Notice shall be renumbered as resolutions (vi) and (viii) of Resolution 2 respectively, and the Additional Resolution 1 and Additional Resolution 2 shall be inserted as resolutions (v) and (vii) of Resolution 2, respectively, so that Resolution 2 as amended will read:

ORDINARY RESOLUTIONS

2. (i) To re-elect Mr. Chen Zhiwei as an executive Director.
- (ii) To re-elect Ms. Ku Ka Lee as an executive Director.
- (iii) To re-elect Mr. Tang Lunfei as an executive Director.
- (iv) To re-elect Mr. Wong Chi Keung, Kenjie as a non-executive Director.

- (v) To re-elect Ms. Yu Dan as a non-executive Director.
- (vi) To re-elect Mr. Liew Fui Kiang as an independent non-executive Director.
- (vii) To re-elect Mr. Liu Xin as an independent non-executive Director.
- (viii) To authorise the board of Directors to fix the Directors' remuneration.

Notes:

- (1) Shareholders should note that the Revised Proxy Form supersedes and replaces the Original Proxy Form and that the Original Proxy Form is void and invalid. **SHAREHOLDERS WHO HAVE SIGNED AND RETURNED THE ORIGINAL PROXY FORM SHOULD COMPLETE AND RETURN THE REVISED PROXY FORM IN ACCORDANCE WITH THE INSTRUCTIONS PROVIDED THEREIN.**
- (2) Shareholders should refer to the Original AGM Notice and as supplemented and amended by this Supplemental AGM Notice for all of the resolutions to be proposed at the AGM.
- (3) All resolutions at the AGM will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands pursuant to the Bye-laws of the Company and the Listing Rules. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
- (4) A member of the Company entitled to attend and vote at the AGM is entitled to appoint another person as his proxy or appoint a duly authorised corporate representative to attend and vote in his stead. A member who is the holder of two or more shares in the Company may appoint more than one proxy to represent him or vote on his behalf. A proxy need not be a member of the Company. Completion and return of the Revised Proxy Form will not preclude a member of the Company from attending and voting in person at the AGM and any adjournment thereof should he so wish, but if a member of the Company attends in person at the AGM and votes on a resolution, the relevant proxy's authority to vote on that particular resolution shall be deemed to be revoked.
- (5) The Revised Proxy Form is enclosed with the Supplemental AGM Circular. In order to be valid, the Revised Proxy Form duly completed and signed in accordance with the instructions printed thereon together with a valid power of attorney, or other authority (if any) under which it is signed, or a certified copy thereof, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the AGM (or adjournment thereof).
- (6) For determining the entitlements of the members of the Company to attend and vote at the AGM, the Hong Kong branch register of members of the Company will be closed from Wednesday, 16 June 2021 to Monday, 21 June 2021 (both dates inclusive), during which period no transfer of Shares can be registered. In order to qualify for the aforesaid entitlements, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong by not later than 4:30 p.m. on Tuesday, 15 June 2021.

- (7) If “extreme conditions” caused by super typhoons is announced by the Government of Hong Kong or there is a black rainstorm warning signal or a tropical cyclone warning signal number 8 or above in force at or after 8:00 a.m. on Monday, 21 June 2021 and/or the Hong Kong Observatory has announced at or before 8:00 a.m. on Monday, 21 June 2021 that either of the above mentioned warnings is to be issued within the next two hours, the AGM shall automatically be postponed to Tuesday, 22 June 2021 and in such case by virtue of this notice, the AGM shall be held at 3:00 p.m. on Tuesday, 22 June 2021 at the same place. Members who have any queries concerning these arrangements, please call the Company at (852) 2117-0237 during business hours from 9:00 a.m. to 6:00 p.m. on Monday to Friday, excluding public holidays.
- (8) **Special arrangement relating to preventing COVID-19 and the related social distancing measures**

To ensure the health and safety of the attendees at the AGM, the Company intends to implement precautionary measures at the AGM including: (a) compulsory temperature checks at the entrance of the venue of the meeting; (b) attendees are required to bring their own surgical masks and those who had a temperature 37.5°C or above or not wearing surgical masks might be denied access to the venue of the meeting; (c) no corporate gift, refreshments or drinks will be provided at the meeting; and (d) depending on circumstances, separate rooms connected by instant electronic conference facilities may be arranged at the venue of the meeting to limit the number of attendees at each room. Shareholders, particularly those who are unwell or subject to quarantine requirements or travel restrictions, are reminded that instead of attending the AGM in person, they may appoint any person or the chairman of the AGM as proxy to vote on the resolutions at the AGM by lodging the form of proxy or appropriate corporate appointment forms. Subject to the development of the COVID-19 pandemic, the Company may implement further precautionary measures as may be appropriate or desirable or as required under the laws and regulations of Hong Kong for the health and safety of attendees of the AGM.

By order of the Board
**Zhongchang International Holdings Group
Limited**
Chen Zhiwei
Chairman and Executive Director

Hong Kong, 17 May 2021

As at the date of this announcement, the Board comprises Mr. Chen Zhiwei (Chairman), Ms. Ku Ka Lee and Mr. Tang Lunfei as executive directors; Dr. Huang Qiang, Mr. Wong Chi Keung, Kenjie, Ms. Yu Dan as non-executive directors; and Mr. Liew Fui Kiang, Mr. Liu Xin and Mr. Yip Tai Him as independent non-executive directors.