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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of China Financial Services Holdings Limited (the “Company”) will be held at Suite 5606, 56/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Monday, 25 April 2022 at 11:00 a.m. for the following purposes:

1. (a) To re-elect Mr. Chan Yuk Ming as a non-executive director of the Company.
1. (b) To re-elect Mr. Fang Feiyue as a non-executive director of the Company.
1. (c) To re-elect Mr. Wu Xinjiang as a non-executive director of the Company.
1. (d) To re-elect Mr. Tao Chun as a non-executive director of the Company.
1. (e) To re-elect Mr. Zhang Min as a non-executive director of the Company.
1. (f) To re-elect Mr. Chan Chun Keung as an independent non-executive director of the Company.
1. (g) To re-elect Mr. Lee Ka Wai as an independent non-executive director of the Company.
1. (h) To re-elect Madam Zhan Lili as an independent non-executive director of the Company.

1. (i) To authorize the board of directors to fix the respective directors' remuneration.
2. To appoint Baker Tilly Hong Kong Limited as auditors of the Company following retirement of Crowe (HK) CPA Limited with effect from the conclusion of Annual General Meeting and to authorize the Board to fix their remuneration.
3. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to buy-back its shares in accordance with all applicable laws, rules and regulations;
- (b) the total number of shares of the Company to be bought back pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and
- (c) for the purposes 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;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting.”

4. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options which might require the exercise of such powers during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;
- (b) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:
 - (i) a Rights Issue (as defined below);
 - (ii) the exercise of options under a share option scheme of the Company; and
 - (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company,

shall not exceed 20% of the total number of issued shares of the Company as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

(c) for the purposes 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;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting.

“Rights Issue” means an offer of shares open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (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 any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).”

5. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT** conditional upon the passing of the resolutions set out in items 3 and 4 of the notice convening this meeting (the “Notice”), the general mandate referred to in the resolution set out in item 4 of the Notice be and is hereby extended by the addition to the aggregate number of shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the directors pursuant to such general mandate of the number of shares bought back by the Company pursuant to the mandate referred to in resolution set out in item 3 of the Notice, provided that such number of shares shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution).”

6. To consider as special business and, if thought fit, pass with or without amendments, the following resolution as a Special Resolution:

“**THAT** the amended and restated articles of association of the Company (the “New Articles”), a copy of which has been produced to the Meeting marked “A” and for identification purposes signed by the Chairman of the Meeting, be and is hereby approved and adopted in substitution for and to the exclusion of the existing articles of association of the Company and that the directors of the Company be and are hereby authorised to do all things necessary to implement the adoption of the New Articles.”

By Order of the Board
China Financial Services Holdings Limited
Chung Chin Keung
Company Secretary

Hong Kong, 29 March 2022

Notes:

- (i) For determining the entitlement to attend and vote at the forthcoming annual general meeting, the register of members of the Company will be closed from Wednesday, 20 April 2022 to Monday, 25 April 2022 both dates inclusive, during which period no transfer of shares will be effected. In order to qualify for attending and voting at the annual general meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on Tuesday, 19 April 2022.
- (ii) A member entitled to attend and vote at the annual general meeting is entitled to appoint one or more proxies (if holding two or more shares) to attend and vote on his behalf. A proxy need not be a member of the Company.
- (iii) In order 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 the power of attorney or authority must be lodged at the Company's share registrar, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for the annual general meeting or the adjourned meeting (as the case may be) (i.e. not later than 11:00 a.m. on Saturday, 23 April 2022).
- (iv) All the resolutions at the annual general meeting will be taken by poll pursuant to the Listing Rules and the results of the poll will be published on Hong Kong Exchanges and Clearing Limited's and the Company's websites in accordance with the Listing Rules.
- (v) References to time and dates in this notice are to Hong Kong time and dates.
- (vi) **COVID-19 PANDEMIC SITUATION**

The Company will adopt the following special arrangements at the annual general meeting for the purpose of public health and safety:

- (a) The annual general meeting will be held with the minimum number of persons present as is required under the articles of association of the Company to form a quorate meeting, together with a limited number of other attendees to ensure the proper conduct of the meeting. The quorum will be formed by the senior management members and/or senior staff members of the Company who are Shareholders and/or their proxies to maintain an internal grouping and minimise the risks posed by the COVID-19 pandemic at the annual general meeting. No other shareholder, proxy or corporate representative should attend the annual general meeting in person in light of the continuing risks posed by the COVID-19 pandemic. Any other person who attempts to do so will be excluded and will not be permitted entry to the venue of the annual general meeting.

- (b) There will be no distribution of gifts and no refreshments will be served at the annual general meeting.
- (c) All resolutions at the annual general meeting will be decided on a poll. Shareholders will still be able to vote by doing so in advance of the annual general meeting by proxy. If a shareholder (other than those who are required to attend the annual general meeting physically to form a quorate meeting) wishes to vote on any resolution at the annual general meeting, he/she/it must appoint the Chairman of the annual general meeting as his/her/its proxy to exercise his/her/its right to vote at the annual general meeting in accordance with his/her/its instructions.
- (d) Shareholders can view and listen to the annual general meeting through online access by visiting the e-meeting system (the “Online Platform”). Shareholders participating in the annual general meeting using the Online Platform will also submit questions through the Online Platform. The Online Platform will be open for shareholders to log in approximately 30 minutes prior to the commencement of the annual general meeting and can be accessed from any location with internet connection by a smart phone, tablet device or computer.
- (e) Shareholders attending the annual general meeting using the Online Platform will be able to submit questions relevant to the Company’s proposed resolution online during the annual general meeting.
- (f) For the health and safety of annual general meeting attendees, shareholders, proxies or corporate representatives (other than those who are required to attend the annual general meeting physically to form a quorate meeting) will NOT be able to attend in person but may view and listen to the annual general meeting and submit questions online. To vote at the annual general meeting, you should complete and return the proxy form, appointing the chairman of the annual general meeting as your proxy or alternative proxy. For non-registered shareholders whose shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited can also exercise the voting rights by appointing the Chairman of the meeting. Besides, they also can view and listen to the annual general meeting and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.

- (vii) Due to the constantly evolving COVID-19 pandemic situation in Hong Kong, the Company may be required to change the annual general meeting arrangements at short notice. Shareholders should check the latest policies and notices announced by the Hong Kong Government, the Company's website (www.cfsh.com.hk) and the website of the Stock Exchange (www.hkexnews.hk) for future announcements and update on the annual general meeting arrangement. If you have any questions relating to the AGM, please contact the Company's Hong Kong share registrar and transfer office, Tricor Tengis Limited:

Address: Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong

Email: is-enquiries@hk.tricorglobal.com

Telephone: +852 2980 1333

Fax: +852 2810 8185

As at the date of this notice, the board comprises Dr. Cheung Chai Hong as executive director, Mr. Chan Yuk Ming (Chairman), Mr. Fang Feiyue, Mr. Wu Xinjiang, Mr. Tao Chun and Mr. Zhang Min as non-executive directors and Mr. Chan Chun Keung, Mr. Lee Ka Wai, Dr. Zhang Xiao Jun and Madam Zhan Lili as independent non-executive directors.