

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



YONGAN HOLDINGS

浙江永安融通控股股份有限公司

ZHEJIANG YONGAN RONGTONG HOLDINGS CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8211)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Zhejiang Yongan Rongtong Holdings Co., Ltd. (the “**Company**”) will be held at the Conference Room of the Office Building of the Company at Yangxun Qiao Town, Keqiao Qu, Shaoxing, Zhejiang Province, the People's Republic of China (the “**PRC**”) on Friday, 22 July 2022 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments the following resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) the revolving loan agreement dated 31 March 2022 (the “**Revolving Loan Agreement**”) (copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “A”) entered into between the Company, as lender and Zhejiang Yongli Industry Group Co., Ltd (“**Zhejiang Yongli**”), as borrower in relation to, among others, an unsecured revolving loan granted by the Company to Zhejiang Yongli from time to time in the principal amount of up to RMB35,000,000, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) any one or more of the directors of the Company be and is/are hereby authorised to take all steps necessary or expedient in his/her opinion to implement and/or give effect to the Revolving Loan Agreement and the transactions contemplated thereunder; and
- (c) any act done or documents executed (if necessary, under the common seal of the Company) by any directors of the Company in relation to or for the purpose of giving effect to the Revolving Loan Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified.”

2. **“THAT:**

- (a) the second supplemental debt repayment agreement dated 31 March 2022 (the **“Second Supplemental Debt Repayment Agreement”**) (copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “B”) entered into between the Company, Zhejiang Yongli and Guizhou Yongli Corporate Management Co., Ltd. (**“Guizhou Yongli”**) in relation to, among others, the repayment by Company in advance of part of the shareholder’s loan indebted by the Company to Guizhou Yongli in the amount of RMB30,000,000 to Guizhou Yongli, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) any one or more of the directors of the Company be and is/are hereby authorised to take all steps necessary or expedient in his/her opinion to implement and/or give effect to the Second Supplemental Debt Repayment Agreement and the transactions contemplated thereunder; and
- (c) any act done or documents executed (if necessary, under the common seal of the Company) by any directors of the Company in relation to or for the purpose of giving effect to the Second Supplemental Debt Repayment Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified.”

3. **“THAT:**

- (a) the third supplemental debt repayment agreement dated 16 May 2022 (the **“Third Supplemental Debt Repayment Agreement”**) (copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “C”) entered into between the Company, Zhejiang Yongli and Guizhou Yongli in relation to, among others, the repayment by Company in advance of part of the shareholder’s loan indebted by the Company to Guizhou Yongli in the amount of RMB18,000,000 (instead of RMB30,000,000 previously agreed under the Second Supplemental Debt Repayment Agreement) to Guizhou Yongli, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) any one or more of the directors of the Company be and is/are hereby authorised to take all steps necessary or expedient in his/her opinion to implement and/or give effect to the Third Supplemental Debt Repayment Agreement and the transactions contemplated thereunder; and

(c) any act done or documents executed (if necessary, under the common seal of the Company) by any directors of the Company in relation to or for the purpose of giving effect to the Third Supplemental Debt Repayment Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified.”

By order of the Board
Zhejiang Yongan Rongtong Holdings Co., Ltd.
Lou Lijiang
Chairman and executive Director

Zhejiang, the PRC, 26 May 2022

Notes:

1. The H share registrar of shareholders of the Company (“**Company’s H Share Registrar**”) will be closed from 22 June 2022 to 22 July 2022 (both days inclusive), during which period no transfer of H Shares will be effected. The shareholders of H Shares whose names appeared on the register of shareholders of the Company on Friday, 22 July 2022 will be entitled to attend and vote at the EGM. In order to qualify for attendance and voting at the EGM, instruments of transfer accompanied by share certificates and other appropriate documents must be lodged with the Company’s H Share Registrar, Union Registrars Limited at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong not later than 4:00 p.m. on Tuesday, 21 June 2022.
2. Any shareholder of H Shares and Domestic Shares entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote at the EGM on his/her behalf in accordance with the articles of association of the Company. A proxy need not be a holder of H Shares or Domestic Shares.
3. In order to be valid, the proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be delivered, for holders of H Shares, to the office of the Company’s H Share Registrar and for holders of Domestic Shares, to the Company’s legal address at Yangxun Qiao Town, Keqiao Qu, Shaoxing, Zhejiang Province, the PRC not less than 24 hours before the time for holding the EGM (or any adjourned meeting thereof) or 24 hours before the time appointed for taking the poll.
4. Holders of H Shares and Domestic Shares or their proxies shall produce their identity documents when attending the EGM.
5. Holders of H Shares and Domestic Shares who intend to attend the EGM shall complete and lodge the reply slip for attending the meeting at the Company’s H Share Registrar and the Company’s legal address, respectively on or before Saturday, 2 July 2022. The reply slip may be delivered to the Company by hand, by post or by fax (at fax No.: (86) 575-84576060).
6. The EGM is not expected to take more than half a day. Shareholders of the Company or their proxies attending the EGM shall bear their own traveling and accommodation expenses.

7. The legal address of the Company and the details of the secretarial office of the Board are as follows:

Yangxun Qiao Town
Keqiao Qu, Shaoxing, Zhejiang Province, the PRC
Postal Code: 312028
Tel: (86) 575-84570099
Fax: (86) 575-84576060
Contact person: Mr. Hu Hua Jun

8. As required under the GEM Listing Rules, the above resolutions will be decided by way of poll.

As at the date of this notice, the executive Directors are Mr. Lou Lijiang (Chairman), Ms. He Lianfeng (Chief Executive Officer) and Mr. Hu Hua Jun; the non-executive Director is Mr. Xia Zhenbo (Deputy Chairman); and the independent non-executive Directors are Mr. Yu Weidong, Mr. Yuan Lingfeng and Mr. Zhang Jianyong.

This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.

This notice will remain on the “Latest Listed Company Information” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the Company’s website at <http://www.zj-yongan.com>.

* *For identification purpose only*