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*(A joint stock company incorporated in the People's Republic of China with limited liability under the Chinese corporate name “东方证券股份有限公司” and carrying on business in Hong Kong as “東方證券” (in Chinese) and “DFZQ” (in English))*

**(Stock Code: 03958)**

## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2022 annual general meeting (the “**Annual General Meeting**”) of 東方證券股份有限公司 (the “**Company**”) will be held at Meeting Room, 15/F, No. 119 South Zhongshan Road, Shanghai, the People's Republic of China (the “**PRC**”) on Wednesday, May 10, 2023 at 2:00 p.m., for the following purposes:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the report of the Board of the Company for the year 2022.
2. To consider and approve the report of the Supervisory Committee of the Company for the year 2022.
3. To consider and approve the work report of the independent directors of the Company for the year 2022.
4. To consider and approve the final accounts report of the Company for the year 2022.
5. To consider and approve the profit distribution proposal of the Company for the year 2022.
6. To consider and approve the proposal regarding the proprietary business scale of the Company in 2023.
7. To consider and approve the annual report of the Company for the year 2022.

8. To consider and approve the proposal regarding the projected routine related party transactions of the Company in 2023:
  - 8.01 Routine related party transactions with Shenergy (Group) Company Limited and its related companies;
  - 8.02 Routine related party transactions with other related parties.
9. To consider and approve the proposal regarding the expected provision of guarantees by the Company in 2023.
10. To consider and approve the proposal regarding the engagement of auditing firms for the year 2023.
11. To consider and approve the proposal in relation to the shareholders' returns of DFZQ in the next three years (2023-2025).

### **SPECIAL RESOLUTION**

12. To consider and approve the proposal regarding the general mandate to issue onshore debt financing instruments of the Company.

By order of the Board of Directors

**JIN Wenzhong**

*Chairman*

Shanghai, the PRC

April 4, 2023

*Notes:*

**1. ELIGIBILITY FOR ATTENDING THE ANNUAL GENERAL MEETING AND DATE OF REGISTRATION FOR HOLDERS OF H SHARES**

The register of members of H Shares of the Company will be closed from Friday, May 5, 2023 to Wednesday, May 10, 2023 (both days inclusive), during which time no share transfers of H Shares will be effected. Purchasers of shares who have submitted their instruments of share transfer to the H Share Registrar of the Company and registered as shareholders on the register of members of H Shares of the Company before 4:30 p.m. on Thursday, May 4, 2023 are entitled to attend and vote in respect of all resolutions to be proposed at the Annual General Meeting (except for shareholders who are required to abstain from voting on relevant resolution(s) to be proposed at the Annual General Meeting according to the Hong Kong Listing Rules and relevant PRC laws and regulations).

In order to attend the Annual General Meeting, holders of H Shares should ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, before 4:30 p.m. on Thursday, May 4, 2023.

## 2. PROXY

- (1) Each shareholder entitled to attend and vote at the Annual General Meeting may appoint one or more proxies in writing to attend and vote on his/her/their behalf. A proxy need not be a shareholder of the Company.
- (2) The instrument appointing a proxy must be in writing under the hand of the appointor or his/her/their attorney duly authorized in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorized attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorizing that attorney to sign or other document of authorization must be notarized.

To be valid, for holders of H Shares, the form of proxy and notarized power of attorney or other document of authorization must be delivered to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the Annual General Meeting (i.e. before 2:00 p.m. on Tuesday, May 9, 2023).

## 3. REGISTRATION PROCEDURES FOR ATTENDING THE ANNUAL GENERAL MEETING

A shareholder or his/her/their proxy should present proof of identity when attending the Annual General Meeting. If a shareholder is a legal person, its legal representative or other person authorized by the board of directors or other governing body of such shareholder may attend the Annual General Meeting by providing a copy of the resolution of the board of directors or other governing body of such shareholder appointing such person to attend the meeting.

## 4. VOTING BY POLL

According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a shareholders' general meeting must be taken by poll.

## 5. MISCELLANEOUS

- (1) The Annual General Meeting is expected to be held for no more than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
- (2) The address of Computershare Hong Kong Investor Services Limited is:  
  
17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- (3) The registered office of the Company:  
  
Orient Securities Building  
No. 119 South Zhongshan Road  
Huangpu District, Shanghai  
the People's Republic of China  
  
Contact department: Office of the Board  
Telephone No.: 86(21) 6332 6373  
Facsimile No.: 86(21) 6332 6010  
Contact Person: Mr. WU Yibo
- (4) Please refer to the circular of the Company in relation to the Annual General Meeting to be dispatched in due course for details of the resolutions to be proposed at the Annual General Meeting for consideration and approval.

*As at the date of this notice, the Board of Directors comprises Mr. SONG Xuefeng, Mr. JIN Wenzhong and Mr. LU Weiming as executive Directors; Mr. YU Xuechun, Mr. ZHOU Donghui, Mr. CHENG Feng, Mr. REN Zhixiang and Ms. ZHU Jing as non-executive Directors; and Mr. JIN Qinglu, Mr. WU Hong, Mr. FENG Xingdong, Mr. LUO Xinyu and Mr. CHAN Hon as independent non-executive Directors.*