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**国联证券股份有限公司**  
GUOLIAN SECURITIES CO., LTD.

*(a joint stock limited company established in the People's Republic of China with limited liability)*  
**(Stock Code: 01456)**

## **NOTICE OF THE FIRST H SHAREHOLDERS' CLASS MEETING FOR THE YEAR 2024**

**NOTICE IS HEREBY GIVEN** that the H shareholders' class meeting (the "**H Shareholders' Class Meeting**") of Guolian Securities Co., Ltd. (the "**Company**") will be held on Wednesday, 4 September 2024 at conference room on the 1st Floor, No. 8 Jinrong One Street, Wuxi, Jiangsu Province, the PRC immediately after the A Shareholders' Class Meeting for the purpose of considering and, if thought fit, passing the following resolutions of the Company. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 20 August 2024:

### **SPECIAL RESOLUTIONS**

1. Resolution on the adjusted proposal for acquisition of assets by issuing shares and raising supporting funds and related party transaction.

#### 1.1 Summary of the proposal of the Transactions

## 1.2 Specific proposal for the Acquisition of Assets by Issuing Shares

1.2.1 Subject assets

1.2.2 Target subscribers

1.2.3 Basis of pricing and transaction price

1.2.4 Payment of consideration (by way of issuing shares)

1.2.5 Class, nominal value and place of listing of the shares to be issued

1.2.6 Price determination date and issue price

1.2.7 Number of shares to be issued

1.2.8 Arrangement for lock-up period

1.2.9 Arrangement for accumulated undistributed profits

1.2.10 Arrangement for the listing of shares

1.2.11 Arrangement for profit and loss during the transitional period

1.2.12 Treatment of creditor's rights and debts and resettlement of personnel

1.2.13 Contractual obligations for the transfer of ownership of the subject assets and liabilities for defaults

### 1.3 Specific proposal for Raising Supporting Funds

1.3.1 Class, nominal value and place of listing of the shares to be issued

1.3.2 Target subscribers

1.3.3 Price determination date, pricing principles and issue price

1.3.4 Issue size and number

1.3.5 Arrangement for lock-up period

1.3.6 Use of raised supporting funds

1.3.7 Arrangement for accumulated undistributed profits

### 1.4 Validity period of the resolutions

2. Resolution on the execution of the transaction agreement with effective conditions.
3. Resolution on proposing at the shareholders' meeting to authorize the Board and its authorized person(s) to deal with matters relating to the major assets reorganisation.

By Order of the Board  
**Guolian Securities Co., Ltd.**  
**Ge Xiaobo**  
*Chairman*

Wuxi, Jiangsu Province, the PRC  
20 August 2024

*Notes:*

1. In order to determine the entitlement to attend and vote at the H Shareholders' Class Meeting of the Company to be held on Wednesday, 4 September 2024, the register of members of the Company will be closed from Friday, 30 August 2024 to Wednesday, 4 September 2024 (both days inclusive) during which period no transfer of shares of the Company will be effected.

Holders of H shares whose names appear on our register of members on Friday, 30 August 2024 shall be entitled to attend the H Shareholders' Class Meeting. For shareholders who wish to attend and vote at H Shareholders' Class Meeting, the relevant share certificates accompanied by all transfer documents must be lodged with Computershare Hong Kong Investor Services Limited (the "**H Share registrar**") at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Thursday, 29 August 2024.

2. Shareholders who are entitled to attend and vote at the H Shareholders' Class Meeting may appoint one or more proxies to attend and, in the event of a poll, vote on their behalves. A proxy need not be a Shareholder.
3. The instrument appointing a proxy must be in writing under the hand of a shareholder or his/her attorney duly authorised in writing. If the shareholder is a corporation, that instrument must be executed either under its seal or under the hand of its director or other attorneys duly authorised to sign the same.
4. In order to be valid, the form of proxy and other documents of authorization (if any) must be deposited, for the H Shareholders, to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, by 1:30 p.m. on Tuesday, 3 September 2024 (Hong Kong time). Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the H Shareholders' Class Meeting should you so wish.
5. Shareholders or their proxies shall produce their identity documents and supporting documents in respect of shares held or form of proxy signed by the shareholder (or shareholder's authorized person) when attending the H Shareholders' Class Meeting.
6. The H Shareholders' Class Meeting is expected to be held for less than half a day. Shareholders who intend to attend the H Shareholders' Class Meeting shall arrange and bear their own transportation and accommodation expenses.

7. The name and address of the Company's H Share registrar are as follows:

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716, 17th Floor,  
Hopewell Centre,  
183 Queen's Road East,  
Wanchai,  
Hong Kong

8. Where there are joint registered holders of any Share(s), any one of such joint holders may attend and vote at the H Shareholders' Class Meeting, either in person or by proxy, in respect of such Share(s) as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the H Shareholders' Class Meeting, the most senior shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

*As at the date of this notice, the executive director of the Company is Mr. Ge Xiaobo; the non-executive directors of the Company are Mr. Hua Weirong, Mr. Zhou Weiping, Mr. Wu Weihua, Ms. Li Suo and Mr. Liu Hailin; and the independent non-executive directors of the Company are Mr. Wu Xingyu, Mr. Chu, Howard Ho Hwa and Mr. Gao Wei.*