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展望
ZHANWANG

浙江展望股份有限公司

ZHEJIANG PROSPECT COMPANY LIMITED*

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

(Stock Code: 8273)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Reference is made to the notice of extraordinary general meeting of Zhejiang Prospect Company Limited (the “**Company**”) dated 15 January 2018. The board (the “**Board**”) of directors (the “**Directors**”) of the Company would like to announce that as per the written replies as of 10 February 2018 (the last day on which the shareholders of the Company (the “**Shareholders**”) are required to return their completed and signed reply slips) received from the Shareholders who intend to attend the extraordinary general meeting of the Company (the “**EGM**”) to be held at the conference room of the Company at Zhanwang Village, Yangxunqiao Town, Keqiao District, Shaoxing City, Zhejiang Province, the People's Republic of China (the “**PRC**”) on Friday, 2 March 2018 at 10:00 a.m., the number of shares of the Company (the “**Shares**”) carrying voting rights represented by the Shareholders who intend to attend the EGM is less than one-half of the total number of Shares with voting rights at the EGM. According to Article 66 of the articles of association of the Company, in order to convene the EGM, the Company is required to inform the Shareholders again by way of public notice the proposed matters for consideration, the date and venue of the EGM. In this regard, the Company would like to give notice to the Shareholders as follows:

NOTICE IS HEREBY GIVEN that the EGM of the Company will be held at the conference room of the Company at Zhanwang Village, Yangxunqiao Town, Keqiao District, Shaoxing City, Zhejiang Province, the PRC on Friday, 2 March 2018 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications the following resolutions as ordinary resolutions of the Company.

ORDINARY RESOLUTIONS

1. **“THAT:**

- (a) Jingqi Ruike No.2 privately-raised fund agreement* (靖奇睿科二號私募基金合同) (“**Ruike No.2 Fund Agreement**”) dated 1 December 2017 entered into among the Company as investor, Shanghai Jingqi Investment Management Company Limited* (上海靖奇投資管理有限公司) (the “**Fund Manager**”) and Guotai Junan Securities Co., Ltd.* (國泰君安證券股份有限公司) (the “**Fund Custodian**”), pursuant to which the Company agrees to invest in Ruike No.2 Fund for 10,000,000 fund units in the amount of RMB10,000,000 (copy of the Ruike No.2 Fund Agreement has been produced to this Meeting marked “A” and initialed by the chairman of this Meeting for the purpose of identification) and the transaction contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) any one director of the Company be and is hereby authorised to, on behalf of the Company, do all such acts and sign, seal, execute, deliver all such documents and take all such actions as he or she may consider necessary or desirable for the purpose of or in connection with or to give effect to the Ruike No.2 Fund Agreement and the transaction contemplated thereunder.”

2. **“THAT:**

- (a) Jingqi Ruike No.3 privately-raised fund agreement* (靖奇睿科三號私募基金合同) (“**Ruike No.3 Fund Agreement**”) dated 1 December 2017 entered into among the Company as investor, the Fund Manager and the Fund Custodian, pursuant to which the Company agrees to invest in Ruike No.3 Fund for 10,000,000 fund units in the amount of RMB10,000,000 (copy of the Ruike No.3 Fund Agreement has been produced to this Meeting marked “B” and initialed by the chairman of this Meeting for the purpose of identification) and the transaction contemplated thereunder be and are hereby approved, confirmed and ratified; and

- (b) any one director of the Company be and is hereby authorised to, on behalf of the Company, do all such acts and sign, seal, execute, deliver all such documents and take all such actions as he or she may consider necessary or desirable for the purpose of or in connection with or to give effect to the Ruike No.3 Fund Agreement and the transaction contemplated thereunder.”

On behalf of the Board
Zhejiang Prospect Company Limited*
Fei Guo Yang
Chairman

Zhejiang Province, the PRC
12 February 2018

As at the date of this announcement, the Board comprises Mr. Fei Guo Yang, Mr. Hong Guo Ding and Mr. Hong Chun Qiang as executive Directors; Mr. Tang Cheng Fang, Ms. Tang Jing Jing and Mr. Tang Jing Qi as non-executive Directors; and Mr. Wang He Rong, Mr. Lu Guo Qing and Mr. Ma Hong Ming as independent non-executive Directors.

This announcement, 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 announcement 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 announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least seven days from the date of its posting and the Company’s website at www.zhejiangprospect.com.

* For identification purpose only