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Zhejiang Cangnan Instrument Group Company Limited (浙江蒼南儀錶集團股份有限公司)

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1743)

NOTICE OF THE DOMESTIC SHAREHOLDERS CLASS MEETING

NOTICE IS HEREBY GIVEN that the Domestic Shareholders class meeting (the “**Domestic Shareholders Class Meeting**”) of Zhejiang Cangnan Instrument Group Company Limited (the “**Company**”) will be held at 12:00 noon on 17 May 2021 at Conference Room, 7/F, Building 1, Zhejiang Cangnan Instrument Group Company Limited, Industrial Demonstrative Park, Lingxi Town, Cangnan County, Zhejiang Province, the PRC for the purposes of considering and, if thought fit, passing the following resolution:

Save as defined otherwise, capitalized terms defined in the Offer Document dated 1 April 2021 issued by the Company shall have the same meanings when used herein.

RESOLUTION

1. **THAT** subject to the passing of this same resolution by the Domestic Shareholders at the Domestic Shareholders Class Meeting, as approved by way of poll by at least two-thirds (2/3) of the votes attaching to the Shares held by the Domestic Shareholders that are cast either in person or by proxy at the Domestic Shareholders Class Meeting, the approval of the Share Buy-back Offer and the Voluntary Withdrawal pursuant to the Takeovers Code, the Share Buy-back Code and the Listing Rules, and any directors of the Company is authorized to take whatever action necessary and deemed appropriate to give effect to the Share Buy-back Offer and the Voluntary Withdrawal.

By order of the Board of Directors of
Zhejiang Cangnan Instrument Group Company Limited
Mr. HONG Zuobin
Chairman

Hong Kong, 1 April 2021

As at the date of this notice, the Board of the Company comprises Mr. Hong Zuobin, Mr. Huang Youliang, Mr. Jin Wensheng, Mr. Yin Xinjing, Mr. Zhang Shengyi, Ms. Lin Zichan and Mr. Lin Zhongzhu as executive Directors, Mr. Ye Xiaosen and Mr. Hou Zukuan as non-executive Directors and Mr. Ng Jack Ho Wan, Mr. Wong Hak Kun, Mr. Wang Jingfu, Mr. Li Jing and Mr. Su Zhongdi as independent non-executive Directors.

Notes:

1. ELIGIBILITY FOR ATTENDING THE DOMESTIC SHAREHOLDERS CLASS MEETING

The Domestic Shareholders whose names appear on the register of members of the Company on the close of business on 16 April 2021 are entitled to attend and vote at the Domestic Shareholders Class Meeting. Domestic Shareholders of the Company who wish to attend the Domestic Shareholders Class Meeting but have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the Board office of the Company in the PRC at Industrial Demonstrative Park, Lingxi Town, Cangnan County, Zhejiang province, the PRC by no later than 4:30 p.m. on 16 April 2021 for registration.

2. PROXY

Domestic Shareholders entitled to attend and vote at the Domestic Shareholders Class Meeting may appoint one or more proxies to attend and vote in their stand. A proxy need not be a Shareholder of the Company.

The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorized attorney(s). If the proxy form is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorizations document must be notarized.

For Domestic Shareholders, the proxy form together with the power of attorney or other authorization document (if any) must be lodged at the Board office of the Company in the PRC at Industrial Demonstrative Park, Lingxi Town, Cangnan County, Zhejiang province, the PRC in person or by post not less than 48 hours before the time fixed for holding the Domestic Shareholders Class Meeting (i.e. by no later than 12:00 noon on 15 May 2021) or any adjournment thereof (as the case may be). Shareholders can still attend and vote at the Domestic Shareholders Class Meeting upon completion and return of the proxy form.

3. REPLY SLIP

Domestic Shareholders who intend to attend the Domestic Shareholders Class Meeting in person or by proxy should deliver the reply slip to the Board office of the Company in the PRC at Industrial Demonstrative Park, Lingxi Town, Cangnan County, Zhejiang province, the PRC on or before Tuesday 27, April 2021.

4. ADDRESS AND TELEPHONE NUMBER OF THE CONTACT PERSON WHO HANDLES THE MEETING AFFAIRS

Name: The Board Office of the Company in the PRC
Address: Industrial Demonstrative Park, Lingxi Town, Cangnan County, Zhejiang Province, the PRC
Telephone: +86-577-64837701
Fax No.: +86-577-64839306

5. PROCEDURES FOR VOTING AT THE DOMESTIC SHAREHOLDERS CLASS MEETING

Any vote of Shareholders at the Domestic Shareholders Class Meeting must be taken by poll.

6. OTHER BUSINESS

Domestic Shareholders (in person or by proxy) attending the Domestic Shareholders Class Meeting are responsible for their own transportation and accommodation expenses. Domestic Shareholders or their proxies attending the Domestic Shareholders Class Meeting shall produce their identity documents.

7. References to time and dates in this notice are to Hong Kong time and dates.