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(Incorporated in Hong Kong with limited liability)
(Stock Code: 1111)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of Chong Hing Bank Limited (the “**Company**”) will be held at 13th, 27th and/or 28th Floor(s) (with registration taking place on 27th Floor), Chong Hing Bank Centre, 24 Des Voeux Road Central, Hong Kong on Monday, 30 August 2021 at 10:30 a.m. (Hong Kong time) (or if later, on the same day and at the same place immediately after the meeting of the holders of Scheme Shares (as defined in the Scheme referred to below) convened at the direction of the High Court of the Hong Kong Special Administrative Region (the “**Court**”) for the same place and day (the “**Court Meeting**”) shall have been concluded or adjourned) for the purpose of considering and, if thought fit, passing with or without modification, the special resolution and the ordinary resolution set out below:

SPECIAL RESOLUTION

1. “**THAT AS A SPECIAL RESOLUTION:**
 - (a) the proposed scheme of arrangement dated 30 July 2021 (the “**Scheme**”) between the Company and the Scheme Shareholders (as defined in the Scheme) in the form of the print contained in the composite scheme document dated 30 July 2021 (the “**Scheme Document**”), which has been produced to this Meeting and for the purposes of identification signed by the chairman of this Meeting, with any modification of or addition to it, or any condition, as may be approved or imposed by the Court, be and is hereby approved;
 - (b) for the purpose of giving effect to the Scheme, on the Effective Date (as defined in the Scheme), the issued share capital of the Company be reduced by cancelling and extinguishing the Scheme Shares (as defined in the Scheme) in issue on the Scheme Record Date (as defined in the Scheme); and
 - (c) the directors of the Company be and are hereby unconditionally authorised to do all such acts and things considered by them to be necessary or desirable in connection with the implementation of the Scheme and the reduction of capital pursuant to the Scheme, including (without limitation) the giving of consent, on behalf of the Company, to any modification of or addition to, the Scheme or the reduction of capital, which the Court may see fit to impose.”

ORDINARY RESOLUTION

2. “THAT AS AN ORDINARY RESOLUTION:

- (a) subject to and forthwith upon the reduction of capital referred to in resolution 1(b) taking effect, the share capital of the Company be restored to its former amount by the issue by the Company to Yuexiu Financial Holdings Limited (the “**Offeror SPV Entity**”) of such number of new shares of the Company (credited as fully-paid by applying the reserve created as a result of such cancellation, extinguishment and reduction) as is equal to the number of the Scheme Shares cancelled and extinguished;
- (b) the Company shall apply the credit arising in its books of account as a result of the reduction of capital in paying up in full the new shares of the Company to be allotted and issued, credited as fully paid, to the Offeror SPV Entity, and the directors of the Company be and are hereby unconditionally authorised to allot and issue the same accordingly;
- (c) the listing of the shares of the Company on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) be withdrawn, subject to the Scheme taking effect; and
- (d) the directors of the Company be and are hereby unconditionally authorised to do all such acts and things considered by them to be necessary or desirable in connection with the implementation of the Scheme and in relation to the proposed privatisation of the Company by the Offeror by way of the Scheme as a whole, including (without limitation) (i) the making of an application to the Stock Exchange for the withdrawal of the listing of the shares of the Company on the Stock Exchange, subject to the Scheme taking effect; and (ii) the allotment and issue of the shares of the Company referred to above.”

By Order of the Board
Chong Hing Bank Limited
Lai Wing Nga
Company Secretary

Hong Kong, 30 July 2021

Registered office:

Ground Floor
Chong Hing Bank Centre
24 Des Voeux Road Central
Hong Kong

Notes:

1. Unless otherwise defined in this notice or the context otherwise requires, terms defined in the Scheme Document shall have the same meanings when used in this notice.
2. The resolutions set out in this notice of the Meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and the Hong Kong Code on Takeovers and Mergers and the results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
3. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more persons, whether a member of the Company or not, as his/her/its proxy to attend, speak and vote instead of him/her/it. If more than one proxy is appointed, the number of shares of the Company in respect of which each such proxy is so appointed must be specified in the relevant proxy form.
4. Whether or not you intend to attend the Meeting in person, you are urged to complete and return the **white** proxy form in respect of the Meeting in accordance with the instructions printed thereon. Completion and return of the proxy form will not preclude you from attending the Meeting and voting in person if you so wish. In the event that you attend and vote in person at the Meeting after having lodged the proxy form, whether by physical attendance or online attendance through the Online Platform in the case of the Overseas Registered Shareholders (as defined in the Scheme), it will be deemed to have been revoked by operation of law.
5. In order to be valid, the form appointing proxy together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof (in the case of a corporation either under its common seal or under the hand of an attorney or a duly authorised officer on its behalf and to the satisfaction of the directors of the Company), must be deposited at the Company’s share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, as soon as possible but in any event not less than 48 hours (exclusive of any part of a day that is a public holiday, for the avoidance of doubt, Sunday is a public holiday) before the time appointed for holding the Meeting (i.e. on or before Friday, 27 August 2021 at 10:30 a.m. (Hong Kong time)) or any adjournment thereof. Proxy form sent electronically will not be accepted.
6. Where there are joint registered holders of any share of the Company, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share(s) of the Company as if he/she were solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first in the register of members of the Company in respect of such share(s) of the Company shall alone be entitled to vote in respect thereof.
7. For the purpose of determining the entitlement to attend and vote at the Meeting, the register of members of the Company will be closed from Wednesday, 25 August 2021 to Monday, 30 August 2021, both days inclusive, and during such period, no transfer of shares of the Company will be effected. In order to qualify to attend and vote at the Meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the Company’s share registrar and transfer office, Computershare Hong Kong Investor Services Limited of Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. (Hong Kong time) on Tuesday, 24 August 2021.
8. In order to facilitate the prevention and control of the spread of the coronavirus disease (COVID-19) and to safeguard the health and safety of the shareholders of the Company, the Company encourages its shareholders to consider appointing the chairman of the Meeting as his/her/its proxy to vote on the relevant resolutions at the Meeting as an alternative to attending the Meeting in person.
9. **HYBRID MEETING**

The Meeting will be in the form of a hybrid meeting. In addition to the traditional physical attendance at the Meeting, the Overseas Registered Shareholders holding the Shares as at the Meeting Record Date (as defined in the Scheme) have the option of attending, participating and voting in the Meeting through online access by visiting the website at <https://meetings.computershare.com/MGJNZDC> (the “**Online Platform**”). Overseas Registered Shareholders holding the Shares as at the Meeting Record Date participating in the Meeting using the Online Platform will also be counted towards the quorum and you will be able to cast your votes, and

submit questions and comments relevant to the proposed resolutions through the Online Platform. **Overseas Registered Shareholders choosing physical attendance at the Meeting should not access the Online Platform to exercise your voting rights and should use the physical voting papers provided thereat to cast your votes at the Meeting.**

Please note that the choice of physical attendance or online attendance through the Online Platform would not affect the right of the Overseas Registered Shareholders to appoint the Chairman of the Meeting as your proxy to exercise your voting rights at the Meeting. However, in the event that you choose to attend the physical Meeting or use the Online Platform and vote at the Meeting after having lodged your proxy forms, the returned proxy forms shall be deemed to have been revoked by operation of law.

ATTENDING THE MEETING BY MEANS OF ELECTRONIC FACILITIES

Overseas Registered Shareholders holding the Shares as at the Meeting Record Date attending the Meeting using the Online Platform are expected to have a reliable and stable internet connection that can support video live streaming and be able to follow the Meeting proceedings in order to cast the votes attached to the Shares and submit questions online. If for any reasons the internet connection is lost or interrupted, it may affect the ability of the Overseas Registered Shareholders to follow the Meeting proceedings. Any missed contents as a result of connection issues relating to the Overseas Registered Shareholders will not be repeated. Each set of Overseas Registered Shareholder login details can be used on one electronic device (either smartphone, tablet device or computer) at a time only. If Overseas Registered Shareholders experience any technical difficulties or require assistance while using the Online Platform, please contact the Company's share registrar and transfer office, Computershare Hong Kong Investor Services Limited ("**Computershare**") at (852) 2862 8689 from 9:00 a.m. until the end of the Meeting (Hong Kong time) on the date of the Meeting. Please note that votes of the Overseas Registered Shareholders holding the Shares as at the Meeting Record Date on the proposed resolutions at the Meeting cannot be recorded at, or taken by, Computershare's service hotline. In the event that the Overseas Registered Shareholders holding the Shares as at the Meeting Record Date have any concerns or issues attending the physical Meeting or using the Online Platform, you are encouraged to appoint the Chairman of the Meeting as your proxy to exercise your voting rights at the Meeting.

The Online Platform will be open to Overseas Registered Shareholders holding the Shares as at the Meeting Record Date (see below for login details and arrangements) for login approximately 30 minutes prior to the scheduled commencement of the Meeting and can be accessed from any location with connection to the internet with a smartphone, tablet device or computer.

Our step-by-step "Online User Guide for the Court Meeting and the EGM to be held on Monday, 30 August 2021" can be found on "Shareholder Centre – General Meetings Information" under "Investor Relations" section on the Company's website (<http://www.chbank.com/en/homepage.shtml>).

LOGIN DETAILS FOR OVERSEAS REGISTERED SHAREHOLDERS

Details regarding the arrangements of the Meeting, including login details for access to the Online Platform and online voting, are included in the Company's notification letter to be despatched on Friday, 30 July 2021 to the Overseas Registered Shareholders as at the Latest Practicable Date (as defined in the Scheme).

Any person who becomes an Overseas Registered Shareholder after the Latest Practicable Date and who would like to have the option of attending, participating and voting in the Meeting using the Online Platform will need to contact Computershare for the login details to access the Online Platform and online voting no later than 4:30 p.m. on Wednesday, 25 August 2021 (Hong Kong time) using the contact details set out below.

Any person who ceases to be an Overseas Registered Shareholder after the Latest Practicable Date shall not use the login details for access to the Online Platform on the date of the Meeting and in any case, such login details will be deactivated after such person ceases to be an Overseas Registered Shareholder.

QUESTIONS RELATING TO THE ARRANGEMENTS OF THE HYBRID MEETING

For enquiries, please contact Computershare in person, by phone or online form, contact details of which are as follows:

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre,
183 Queen's Road East,
Wanchai, Hong Kong
Telephone: (852) 2862 8555
Website: www.computershare.com/hk/contact

10. If there is a "black" rainstorm warning or a tropical cyclone warning signal number 8 or above or post-super typhoon extreme conditions in force at or after 8:00 a.m. on Monday, 30 August 2021 and/or the Hong Kong Observatory has announced at or before 8:00 a.m. on Monday, 30 August 2021 that any of the above mentioned warnings is to be issued within the next two hours, the Meeting shall automatically be postponed to the next Business Day (as defined in the Scheme) on which no "black" rainstorm warning or tropical cyclone warning signal number 8 or above is hoisted and no post-super typhoon extreme conditions are in force between the hours from 8:00 a.m. to 10:00 a.m. and in such case the Meeting shall be held at 10:30 a.m. on that Business Day (or if later, on the same day and at the same place immediately after the Court Meeting shall have been concluded or adjourned) at 13th, 27th and/or 28th Floor(s) (with registration taking place on 27th Floor), Chong Hing Bank Centre, 24 Des Voeux Road Central, Hong Kong. For the avoidance of doubt, the Meeting will be held as scheduled even when a tropical cyclone warning signal number 3 or below is hoisted or an amber or red rainstorm warning signal is in force. Shareholders should make their own decision as to whether to attend the Meeting under bad weather conditions bearing in mind their own situation and, if they should choose to do so, they are advised to exercise care and caution.
11. In case of any inconsistency, the English version of this notice shall prevail.

As at the date of this notice, the board of directors of the Company comprises:

- *Executive Directors*
Mr Zong Jianxin (Deputy Chairman and Chief Executive) and Mr Lau Wai Man (Deputy Chief Executive);
- *Non-executive Directors*
Mr Zhang Zhaoxing (Chairman), Mr Li Feng, Mr Chow Cheuk Yu Alfred and Ms Chen Jing; and
- *Independent Non-executive Directors*
Mr Cheng Yuk Wo, Mr Lee Ka Lun and Mr Yu Lup Fat Joseph.