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BOCOM INTERNATIONAL HOLDINGS COMPANY LIMITED

交銀國際控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 3329)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of BOCOM International Holdings Company Limited (the “**Company**”) will be held on Wednesday, 29 June 2022 at 11:30 a.m. or immediately after the conclusion of the annual general meeting of the Company to be held on the same day and the same location, whichever is later, at Conference Room 1, 9/F, Man Yee Building, 68 Des Voeux Road Central, Hong Kong and online through the online platform https://meetings.computershare.com/BOCOMI_2022EGM, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions. Words and expressions that are not expressly defined in this notice of EGM shall bear the same meanings as defined in the circular of the Company dated 2 June 2022 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) the automatic renewal of the term of the Financial Services Framework Agreement (a copy of which is tabled at the meeting and marked “A” and initialled by the chairman of the meeting for identification purpose) for the three years ending 31 December 2025 and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed in all respects;
- (b) the proposed annual caps in relation to the transactions contemplated under the Financial Services Framework Agreement for each of the three years ending 31 December 2025 as set out in the Circular be and are hereby approved; and

- (c) any one Director (or any person duly authorised by him/her) be and is hereby generally and unconditionally authorised to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps which he/she may consider necessary, appropriate, desirable or expedient to implement and/or give effect to the Financial Services Framework Agreement or the transactions contemplated thereunder as aforesaid.”

2. **“THAT:**

- (a) the automatic renewal of the term of the Derivatives Transactions Framework Agreement (a copy of which is tabled at the meeting and marked “B” and initialled by the chairman of the meeting for identification purpose) for the three years ending 31 December 2025 and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed in all respects;
- (b) the proposed annual caps in relation to the transactions contemplated under the Derivatives Transactions Framework Agreement for each of the three years ending 31 December 2025 as set out in the Circular be and are hereby approved; and
- (c) any one Director (or any person duly authorised by him/her) be and is hereby generally and unconditionally authorised to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps which he/she may consider necessary, appropriate, desirable or expedient to implement and/or give effect to the Derivatives Transactions Framework Agreement or the transactions contemplated thereunder as aforesaid.”

3. **“THAT:**

- (a) the automatic renewal of the term of the Financial Technology Services Framework Agreement (a copy of which is tabled at the meeting and marked “C” and initialled by the chairman of the meeting for identification purpose) for the three years ending 31 December 2025 and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed in all respects;
- (b) the proposed annual caps in relation to the transactions contemplated under the Financial Technology Services Framework Agreement for each of the three years ending 31 December 2025 as set out in the Circular be and are hereby approved; and

(c) any one Director (or any person duly authorised by him/her) be and is hereby generally and unconditionally authorised to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps which he/she may consider necessary, appropriate, desirable or expedient to implement and/or give effect to the Financial Technology Services Framework Agreement or the transactions contemplated thereunder as aforesaid.”

Yours faithfully,
For and on behalf of the Board
BOCOM International Holdings Company Limited
YI Li
Company Secretary

Hong Kong, 2 June 2022

Notes:

1. In light of the continuing risks posed by COVID-19 and the current regulatory requirements and guidelines under the laws of Hong Kong, the EGM will be a hybrid meeting. The Company encourages Shareholders to exercise their rights to attend and vote at the EGM by electronic facilities. Other than those who are required to attend the EGM physically to form a quorate meeting, Shareholders will not be able to gain access to the meeting venue of the EGM in person.

By logging in the dedicated online platform https://meetings.computershare.com/BOCOMI_2022EGM (the “**Platform**”), Shareholders will be able to view a live webcast of the EGM, submit questions, and cast vote in real-time. Non-registered Shareholders who wish to attend and vote at the EGM online should (1) contact and instruct their banks, brokers, custodians, nominees or HKSCC Nominee Limited through which their shares are held (together, the “**Intermediary**”) to appoint themselves as proxy or corporate representative to attend the EGM online, and (2) provide their email addresses to their Intermediary before the time limit required by the relevant Intermediary.

2. In order to determine the eligibility to attend and vote at the above meeting, the register of members of the Company will be closed from Friday, 24 June 2022 to Wednesday, 29 June 2022. To qualify to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, 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, 23 June 2022.
3. Any member of the Company entitled to attend and vote at the EGM (or any adjournment of that meeting) is entitled to appoint one or more proxies as his/her proxy to attend and vote instead of him/her. A proxy need not be a member of the Company.

4. In the case of joint registered holders of any shares in the Company, any one of such persons may vote at the above meeting, either through the online platform or by proxy, in respect of such shares as if he/she were solely entitled to voting; but if more than one of such joint holders are present at the above meeting through the online platform or by proxy, that one so present whose name stands first in the register of members of the Company in respect of such shares shall alone be entitled to vote in respect of such shares.
5. A form of proxy by the Shareholders at the EGM is enclosed with this circular. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.bocomgroup.com). Shareholders are encouraged to appoint the Chairman of the EGM as their proxy by completing the enclosed form of proxy in accordance with the instructions printed on the form and return it to the Company's share registrar, 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 later than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for the holding of the EGM or any adjournment of the EGM (as the case may be). If the proxy appointed is not the Chairman of the Meeting, you are requested to provide a valid email address of your proxy for him or her to receive the login details to participate online via the online platform. If no email address is provided, your proxy cannot participate and cast votes via the online platform. Completion and return of the form of proxy will not preclude you from subsequently attending and voting online at the EGM or any adjournment of the EGM (as the case may be) by means of electronic facilities should you so wish and, in such event, the form of proxy shall be deemed to be revoked.
6. Pursuant to Rule 13.39(4) of the Listing Rules, voting for the resolution set out in this notice will be taken by poll at the above meeting.
7. Subject to the continuing development of COVID-19, the Company may be required to change the EGM arrangements on short notice. Shareholders are advised to check the Company's website and the Stock Exchange's website for further announcements and updates on the meeting arrangements that may be issued.
8. Shareholders are suggested to telephone the Company's hotline at (852) 3710 3328 for arrangements of the meeting in the event that a tropical cyclone warning no. 8 or above or a "black" rainstorm warning signal is hoisted in Hong Kong on the day of the meeting or that there are "extreme conditions" caused by super typhoons on the day of the meeting.

As at the date of this notice, the board of Directors of the Company comprises Mr. TAN Yueheng and Mr. CHENG Chuange as executive Directors; Ms. LIN Zhihong and Ms. PO Ying as non-executive Directors; Mr. TSE Yung Hoi, Mr. MA Ning and Mr. LIN Zhijun as independent non-executive Directors.