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China Vered Financial Holding Corporation Limited

中微金融控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 245)

NOTICE OF ADJOURNED ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the adjourned annual general meeting (the “**Adjourned AGM**”) of China Vered Financial Holding Corporation Limited (the “**Company**”) will be held at the conference room of the Company at 22/F, China Taiping Tower, 8 Sunning Road, Causeway Bay, Hong Kong on Tuesday, 8 November 2022, at 11:00 a.m., to consider and, if thought fit, to pass the following as ordinary resolutions:

1. to receive and consider the audited financial statements and the reports of the directors and independent auditor of the Company and its subsidiaries for the year ended 31 December 2021;
2. to withdraw the ordinary resolution to re-appoint Messrs. PricewaterhouseCoopers as auditor of the Company to hold office until the conclusion of the next annual general meeting and authorise the board of directors to fix their remuneration; and
3. to appoint Messrs. Mazars CPA Limited as auditor of the Company to hold office until the conclusion of the next annual general meeting and authorise the board of directors to fix their remuneration.

By order of the Board
China Vered Financial Holding Corporation Limited
Tomohiko Watanabe
Chairman

Hong Kong, 25 October 2022

Registered office:
22/F, China Taiping Tower
8 Sunning Road
Causeway Bay
Hong Kong

Notes:

1. For the purpose of determining the shareholders who are entitled to attend and vote at the Adjourned AGM, the register of members of the Company will be closed from Thursday, 3 November 2022 to Tuesday, 8 November 2022, both days inclusive. During the aforementioned period, no request for the transfer of shares will be accepted. All transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Wednesday, 2 November 2022 in order to qualify for attending and voting at the Adjourned AGM.
2. A member entitled to attend and vote at the adjourned annual general meeting convened by the above notice is entitled to appoint one or, if he holds two or more shares, more proxies to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the adjourned annual general meeting to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
3. In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the offices of the Company's registrar and transfer office, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time for holding the meeting or adjourned meeting. Completion and return of a form of proxy will not preclude a shareholder of the Company from attending in person and voting at the adjourned annual general meeting or any adjournment thereof, should he so wish.
4. If you have already lodged the first proxy form issued by the Company on 30 May 2022 (the "**First Proxy Form**") with the offices of the Company's registrar and transfer office, please note that:
 - (i) subject to (iii) below, if no form of proxy for adjourned annual general meeting (the "**Revised Proxy Form**") is lodged with the Company's registrar and transfer office, the First Proxy Form will be treated as a valid proxy form lodged by you if correctly completed. The proxy so appointed by you shall be required to vote in such manner as he/she may be directed under the First Proxy Form and, in respect of ordinary resolution on the re-appointment of Messrs. PricewaterhouseCoopers as auditor of the Company to hold office until the conclusion of the next annual general meeting and authorise the board of directors to fix their remuneration, as set out in the circular and the Revised Proxy Form, the ordinary resolution will be withdrawn and no poll will be conducted or counted for such ordinary resolution, and the proxy will be entitled to vote at his/her discretion from voting on the ordinary resolution the appointment of Messrs. Mazars CPA Limited as auditor of the Company to hold office until the conclusion of the next annual general meeting and authorise the board of directors to fix their remuneration.
 - (ii) if the Revised Proxy Form is lodged with the Company's registrar and transfer office before 11:00 a.m. on Sunday, 6 November 2022, the First Proxy Form previously lodged by you will be revoked and superseded by the Revised Proxy Form. The Revised Proxy Form will be treated as a valid proxy form lodged by you if correctly completed.
 - (iii) if the Revised Proxy Form is lodged with the Company's registrar and transfer office after 11:00 a.m. on Sunday, 6 November 2022, the Revised Proxy Form will be invalid. The proxy so appointed by you under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form was lodged with the Company's registrar and transfer office. Accordingly, you are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with the Company's registrar and transfer office before 11:00 a.m. on Sunday, 6 November 2022.
5. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holders, seniority being determined by the order in which names stand in the register of members.

6. If Typhoon Signal No. 8 or above, or a “black” rainstorm warning is in effect any time after 7:00 a.m. on the date of the adjourned annual general meeting, the meeting will be postponed. The Company will post an announcement on the website of the Company at <http://www.chinavered.com> and on the HKExnews website of the Stock Exchange at www.hkexnews.hk to notify shareholders of the date, time and place of the rescheduled meeting.

As at the date of this announcement, the Board comprises (1) Mr. Tomohiko Watanabe, Mr. Li Feng, Mr. Ni Xinguang, and Ms. Li Wei as executive Directors; (2) Mr. Zhang Boyang as non-executive Director; and (3) Mr. Wen Yuanhua, Ms. Zhou Hui and Mr. Dong Hao as independent non-executive Directors.