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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in China Financial International Investments Limited, you should at once hand this circular together with the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**CHINA FINANCIAL INTERNATIONAL INVESTMENTS LIMITED**

**中國金融國際投資有限公司**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

(Stock Code: 721)

**(1) PROPOSED GRANT OF GENERAL MANDATES  
TO ISSUE AND REPURCHASE SHARES;  
(2) PROPOSED RE-ELECTION OF DIRECTORS;  
AND  
(3) NOTICE OF ANNUAL GENERAL MEETING**

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A notice convening the AGM (as defined below) to be held at Suite 2001, 20th Floor, Tower 1, The Gateway, Harbour City, Kowloon, Hong Kong, on Friday, 28 November 2025 at 10:00 a.m. is set out on pages 16 to 20 of this circular.

Whether or not you are able to attend the AGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the holding of the AGM or any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or at any adjourned meeting thereof if you so wish and in such event the form of proxy shall be deemed to be revoked.

28 October 2025

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## CONTENTS

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	<i>Page</i>
<b>DEFINITIONS .....</b>	<b>1</b>
<b>LETTER FROM THE BOARD .....</b>	<b>3</b>
<b>APPENDIX I — EXPLANATORY STATEMENT ON THE REPURCHASE MANDATE .....</b>	<b>8</b>
<b>APPENDIX II — DETAILS OF THE DIRECTORS TO BE RE-ELECTED AT THE AGM .....</b>	<b>12</b>
<b>NOTICE OF THE AGM.....</b>	<b>16</b>

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following terms or expressions shall have the meanings set out below:*

“AGM”	the annual general meeting of the Company to be held at Suite 2001, 20th Floor, Tower 1, The Gateway, Harbour City, Kowloon, Hong Kong, on Friday, 28 November 2025 at 10:00 a.m. for the purpose of considering and if thought fit, approving the resolutions proposed in this circular
“Board”	the board of Directors of the Company
“Bye-law”	the bye-laws of the Company, as amended from time to time
“close associates”	has the meaning ascribed thereto in the Listing Rules
“Companies Act”	the Companies Act 1981 of Bermuda as amended from time to time
“Company”	China Financial International Investments Limited, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability and the issued Shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed thereto in the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot, issue, and otherwise deal with new Shares not exceeding the sum of 20% of the number of Shares in issue (i.e. the Company may issue a maximum of 2,194,326,806 Shares) as at the date of passing the relevant resolution

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## DEFINITIONS

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“Latest Practicable Date”	20 October 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
“Nomination Committee”	the nomination committee of the Board
“PRC”	the People’s Republic of China, which for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Remuneration Committee”	the remuneration committee of the Board
“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise the power of the Company to repurchase Shares not exceeding 10% of the number of Shares in issue (i.e. the Company may repurchase a maximum of 1,097,163,403 Shares) as at the date of passing the relevant resolution
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended from time to time
“Shareholder(s)”	holder(s) of the Share(s)
“Shares”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder(s)”	has the same meaning ascribed to it under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs, as amended from time to time
“%”	per cent.

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## LETTER FROM THE BOARD

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### CHINA FINANCIAL INTERNATIONAL INVESTMENTS LIMITED

### 中國金融國際投資有限公司

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

(Stock Code: 721)

*Executive Director:*

Mr. Du Lin Dong

*(Chief Executive Officer)*

*Non-executive Directors:*

Mr. Liu Xiaodong *(Chairman)*

Ms. Li Hongxi

*Independent non-executive Directors:*

Mr. Zong Shijian

Mr. Lu Lin

Mr. Liu Xiaohong

*Registered office:*

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

*Place of business in Hong Kong:*

Suite 2001, 20th Floor

Tower 1, The Gateway

Harbour City

Kowloon

Hong Kong

28 October 2025

*To the Shareholders*

Dear Sir or Madam,

**(1) PROPOSED GRANT OF GENERAL MANDATES  
TO ISSUE AND REPURCHASE SHARES;  
(2) PROPOSED RE-ELECTION OF DIRECTORS;  
AND  
(3) NOTICE OF ANNUAL GENERAL MEETING**

#### INTRODUCTION

The purpose of this circular is to provide Shareholders with information relating to (i) the proposed grant of the Issue Mandate and the Repurchase Mandate; (ii) the proposed re-election of retiring Directors at the AGM; and (iii) to provide Shareholders with the notice of the AGM.

At the AGM, resolutions, amongst others, will be proposed for the Shareholders to approve (i) the proposed grant of the Issue Mandate and the Repurchase Mandate; and (ii) the proposed re-election of retiring Directors.

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## LETTER FROM THE BOARD

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### GENERAL MANDATE TO ISSUE SHARES

At the AGM, an ordinary resolution will be proposed to grant to the Directors a general mandate to allot, issue or deal with Shares not exceeding 20% of the number of Shares in issue as at the date of passing such resolution. As at the Latest Practicable Date, a total of 10,971,634,030 Shares were in issue. Subject to the passing of the relevant resolution granting the Issue Mandate and on the basis that no Shares will be issued or repurchased by the Company between the Latest Practicable Date and up to the date of the AGM, the Company may, under the Issue Mandate, issue a maximum of 2,194,326,806 Shares.

The Issue Mandate will expire at the earliest of: (a) the conclusion of the next annual general meeting of the Company; or (b) the end of the period within which the Company is required by the Bye-laws or any applicable laws of Bermuda to hold its next annual general meeting; or (c) the date on which such authority is revoked or varied by ordinary resolution(s) of the Shareholders in general meeting of the Company.

In addition, if the Repurchase Mandate, as described below, is granted, a separate ordinary resolution will be proposed at the AGM to increase the number of Shares which may be allotted and issued under the Issue Mandate by the number of Shares repurchased under the Repurchase Mandate (up to a maximum of 10% of the number of Shares in issue as at the date of the grant of the Issue Mandate).

### GENERAL MANDATE TO REPURCHASE SHARES

At the AGM, an ordinary resolution will also be proposed to grant to the Directors a general mandate to exercise all powers of the Company to repurchase, on the Stock Exchange or on any other stock exchange on which the Shares may be listed, Shares up to a maximum of 10% of the number of Shares in issue as at the date of passing such resolution.

As at the Latest Practicable Date, a total of 10,971,634,030 Shares were in issue. Subject to the passing of the relevant resolution granting the Repurchase Mandate and on the basis that no Shares will be issued or repurchased by the Company between the Latest Practicable Date and up to the date of the AGM, the Company will be allowed under the Repurchase Mandate to repurchase a maximum of 1,097,163,403 Shares.

The Repurchase Mandate will expire at the earliest of: (a) the conclusion of the next annual general meeting of the Company; or (b) the end of the period within which the Company is required by the Bye-laws or any applicable laws of Bermuda to hold its next annual general meeting; or (c) the date on which such authority is revoked or varied by ordinary resolution(s) of the Shareholders in general meeting of the Company.

An explanatory statement as required under the Listing Rules, containing all information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the relevant resolution for approving the Repurchase Mandate at the AGM, is set out in Appendix I to this circular.

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## LETTER FROM THE BOARD

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### RE-ELECTION OF DIRECTORS

According to Bye-laws 84(1) and 84(2), at each annual general meeting, one-third of the Directors for the time being, or, if their number is not a multiple of three, then the number nearest to, but not less than one-third, shall retire from office by rotation, provided that every Director shall be subject to retirement by rotation at least once every three years. A retiring Director shall be eligible for re-election.

According to Bye-law 83, any Director appointed to fill in a casual vacancy on the Board shall hold office only until the next general meeting of the Company and shall then be eligible for re-election at that meeting.

In accordance with Bye-laws 84(1) and 84(2), Mr. Liu Xiaodong and Ms. Li Hongxi shall retire from office by rotation at the AGM; whereas in accordance with Bye-law 83, Mr. Liu Xiaohong and Mr. Lu Lin shall retire from office at the AGM. Being eligible, each of them will offer himself/herself for re-election non-executive Director or independent non-executive Director (as the case may be).

At the AGM, ordinary resolutions will be proposed to re-elect each of Mr. Liu Xiaodong and Ms. Li Hongxi as non-executive Director, and each of Mr. Liu Xiaohong and Mr. Lu Lin as independent non-executive Director.

The appointments of retiring Directors had been reviewed and assessed by the Nomination Committee, the Board is of the view that Mr. Liu Xiaodong, Ms. Li Hongxi, Mr. Liu Xiaohong and Mr. Lu Lin are able to continue fulfilling their duties as required and each of Mr. Liu Xiaohong and Mr. Lu Lin has confirmed that (a) he has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (b) he has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (c) there are no other factors that may affect his independence at the time of his appointment. Therefore, the Board, with the recommendation of the Nomination Committee, has nominated each of Mr. Liu Xiaodong and Ms. Li Hongxi as non-executive Director and each of Mr. Liu Xiaohong and Mr. Lu Lin as independent non-executive Director at the AGM.

Details of the retiring Directors who are proposed to be re-elected at the AGM are set out in Appendix II to this circular.

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## LETTER FROM THE BOARD

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### **CLOSURE OF REGISTER OF MEMBERS**

The AGM will be held on Friday, 28 November 2025 at 10:00 a.m. For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, 25 November 2025 to Friday, 28 November 2025, both days inclusive, during which period no transfer of Shares will be effected. In order to qualify for attending and voting at the AGM, unregistered holders of the Shares should ensure that all share transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Centre, 16 Harcourt road, Hong Kong for registration no later than 4:30 p.m. on Monday, 24 November 2025. The record date for the purpose of determining the eligibility of the shareholders of the Company to attend and vote at the AGM is Friday, 28 November 2025.

### **AGM**

A notice convening the AGM to be held at Suite 2001, 20th Floor, Tower 1, The Gateway, Harbour City, Kowloon, Hong Kong on Friday, 28 November 2025 at 10:00 a.m. is set out on pages 16 to 20 of this circular. Resolutions will be proposed at the AGM to approve, among other things, the granting of the General Mandate (including the extended General Mandate) and the Repurchase Mandate and the re-election of Directors.

### **FORM OF PROXY**

A form of proxy for use at the AGM is enclosed with this circular. Whether or not you intend to attend the AGM in person, you are requested to complete the form of proxy enclosed and return it to the Company's Hong Kong Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the AGM or any adjournment meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or at any adjournment meeting thereof if you so wish and, in such event, the form of proxy shall be deemed to be revoked.

### **VOTING BY POLL**

Rule 13.39(4) of the Listing Rules requires that all votes of shareholders at a general meeting must be taken by poll except where the chairman of the meeting in good faith decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The chairman of the AGM will therefore demand a poll for the ordinary resolutions to be put to the vote at the AGM pursuant to the Listing Rules.



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## LETTER FROM THE BOARD

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On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote for every Share held which is fully paid or credited as fully paid. After the conclusion of the AGM, the poll vote results will be published on the website of the Stock Exchange at <http://www.hkexnews.hk> and the website of the Company at <http://www.irasia.com/listco/hk/cfii>.

### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, include particulars given in compliance with the 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 circular 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 circular misleading.

### RECOMMENDATIONS

The Directors believe that the proposed grant of the Issue Mandate and the Repurchase Mandate and the extension of the Issue Mandate and the re-election of retiring Directors are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all the resolutions to be proposed at the AGM.

### GENERAL

Your attention is drawn to the additional information set out in the appendices to this circular.

Yours faithfully,  
On behalf of the Board  
**China Financial International Investments Limited**  
**Du Lin Dong**  
*Executive Director and Chief Executive Officer*

*This Appendix I serves as an explanatory statement, as required by Rule 10.06(1)(b) and other provisions of the Listing Rules, to provide requisite information as to the proposed Repurchase Mandate.*

## **1. LISTING RULES RELATING TO THE REPURCHASES OF SHARES**

The Listing Rules permit companies whose primary listing is on the Stock Exchange to repurchase their shares on the Stock Exchange and other stock exchange on which the securities of the company are listed and such exchange is recognized by the Securities and Futures Commission of Hong Kong and the Stock Exchange subject to certain restrictions. Among such restrictions, the Listing Rules provide that the shares of such company must be fully paid up and all repurchase of shares by such company must be approved in advance by an ordinary resolution of shareholders, either by way of a general repurchase mandate or by specific approval of a particular transaction.

## **2. SHARE CAPITAL**

As at the Latest Practicable Date, there were a total of 10,971,634,030 Shares in issue. Subject to the passing of the resolution granting the Repurchase Mandate and on the basis that no further Shares are issued or repurchased during the period from the Latest Practicable Date to the AGM, the Company will be allowed under the Repurchase Mandate to repurchase a maximum of 1,097,163,403 Shares, being 10% of the number of Shares in issue as at the date of the passing of the relevant resolution at the AGM.

## **3. REASONS FOR SHARE REPURCHASE**

The Directors consider that the Repurchase Mandate would give the Company additional flexibility that would be beneficial to the Company and the Shareholders as such repurchase may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets value of the Company and/or its earning per Share and will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders as a whole.

As compared with the financial position of the Company as at 30 June 2024 (as disclosed in its latest audited financial statements for the year ended 30 June 2024), the Directors consider that there would not be any material adverse impact on the working capital and on the gearing position of the Company in the event that the proposed repurchase were to be carried out in full during the proposed repurchase period. In the circumstances, the Directors do not propose to exercise the Repurchase Mandate to such an extent as would have a material adverse impact on the working capital or gearing ratio of the Company.

**4. FUNDING OF REPURCHASE**

The Company is empowered by its memorandum of association and Bye-laws to repurchase its Shares. In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its memorandum of association and Bye-laws and the Companies Act. Under the Companies Act, payment for a share repurchase by the Company may only be made out of profits or the proceeds of a new issue of Shares made for such purpose or out of capital of the Company. The amount of premium payable on a repurchase of Shares may only be paid out of either the profits or out of the share premium of the Company or out of capital of the Company.

In addition, under the Companies Act, payment out of capital by a company for the purchase by a company of its own shares is unlawful unless immediately following the date on which the payment is proposed to be made, the company shall be able to pay its debts as they fall due in the ordinary course of business. In accordance with the Companies Act, the shares so repurchased would be treated as cancelled but the aggregate amount of authorized share capital would not be reduced.

**5. DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSONS**

None of the Directors nor, to the best of their knowledge and belief having made all reasonable enquiries, any of their close associates, has any present intention to sell any Shares to the Company in the event that the Repurchase Mandate is granted by the Shareholders.

No core connected person of the Company (as defined in the Listing Rules) has notified the Company that he/she/it has a present intention to sell Shares to the Company nor has he/she/it undertaken not to sell any of the Shares held by him/her/it to the Company in the event that the Repurchase Mandate is granted by the Shareholders.

**6. EXERCISE OF REPURCHASE MANDATE**

The Directors will exercise the powers of the Company to make repurchases pursuant to the Repurchase Mandate and in accordance with the Listing Rules, the Bye-laws and the applicable laws of the Bermuda.

**7. EFFECT OF TAKEOVERS CODE**

If a Shareholder's proportionate interest in the voting rights of the Company increases when the Company exercises its powers to repurchase Shares pursuant to the Repurchase Mandate, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. As a result, a Shareholder or group of Shareholders acting in concert (as defined in the Takeovers Code) could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 or Rule 32 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge of the Directors, the Company has one substantial shareholder who controls the exercise of approximately 10.19% voting rights in the general meeting of the Company.

In the event that the Directors should exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the Repurchase Mandate, the shareholding of the Controlling Shareholders in the Company would increase to approximately 11.32% of the issued share capital of the Company. Such increase will not give rise to an obligation to make a mandatory offer under Rule 26 or Rule 32 of the Takeovers Code.

The Listing Rules prohibit a company from making repurchase on the Stock Exchange if the result of the repurchase would be that less than 25% (or such other prescribed minimum percentage as determined by the Stock Exchange) of the issued share capital would be in public hands. The Directors do not propose to repurchase Shares which would result in less than the prescribed minimum percentage of Shares in public hands.

#### **8. SHARE REPURCHASE MADE BY THE COMPANY**

The Company had not repurchased any Shares (whether on the Stock Exchange or otherwise) in the twelve months preceding the Latest Practicable Date.

**9. SHARE PRICES**

The highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the previous twelve months prior to the Latest Practicable Date are as follows:

	<b>Highest</b> <i>HK\$</i>	<b>Lowest</b> <i>HK\$</i>
<b>2024</b>		
October	0.027*	0.027*
November	0.027*	0.027*
December	0.027*	0.027*
<b>2025</b>		
January	0.027*	0.027*
February	0.027*	0.027*
March	0.027*	0.027*
April	0.027*	0.027*
May	0.340	0.027*
June	0.087	0.043
July	0.78	0.052
August	0.115	0.054
September	0.094	0.06
October (up to the Latest Practicable Date)	0.067	0.056

\* The trading of Shares was suspended from 3 October 2023 until 16 May 2025 (both days inclusive).

**DIRECTORS STANDING FOR RE-ELECTION**

The biographical details of the retiring Directors proposed to be re-elected at the AGM are set out below:

**(1) Non-executive Directors**

Mr. Liu Xiaodong, aged 62, obtained his bachelor degree in arts from Hunan Normal University in July 1983. Mr. Liu Xiaodong subsequently obtained his master degree in arts from Hunan Normal University in June 1989. Mr. Liu Xiaodong has over 30 years of experience in banking, asset management and investment sector. Mr. Liu Xiaodong was an executive director and chairman of the board of Cornerstone Financial Holdings Limited (formerly known as Focus Media Network Limited), a company listed on the GEM of the Stock Exchange (Stock Code: 8112) from January 2018 to July 2018. He was previously an executive director of Huarong International Financial Holdings Limited (“**HIFH**”), a company listed on the main board of the Stock Exchange (Stock Code: 993), from August 2015 to April 2017. He acted as the Chief Executive Officer of HIFH during the period from September 2015 to June 2016. He was appointed as the chairman of the board of directors of HIFH from March 2016 up to his resignation in April 2017. Prior to joining HIFH, Mr. Liu Xiaodong was a member of the senior management in China Huarong International Holdings Limited (“**CHIH**”), taking up the position of general manager of the business development department and deputy chief executive officer of CHIH. Before joining CHIH, Mr. Liu Xiaodong worked in various companies, taking management positions in Huarong Xiangjiang Bank, China CITIC Bank and Ping An Bank.

Mr. Liu Xiaodong has not entered into any service contract or letter of appointment in relation to his redesignation as a non-executive Director. Mr. Liu Xiaodong is not appointed for a specific term but is subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the Bye-laws. Mr. Liu Xiaodong is entitled to a director’s remuneration of HK\$270,000 per annum, which had been approved by the Board on the recommendation of the Remuneration Committee and determined with reference to his general duties and responsibilities and the prevailing market conditions.

As at the Latest Practicable Date, save as disclosed, Mr. Liu Xiaodong (i) did not hold any other positions within the Group, nor other major appointments and professional qualifications; (ii) had no relationship with any Director, member of senior management of the Group or substantial or controlling Shareholder; (iii) did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the Latest Practicable Date; and (iv) did not have, and was not deemed to have, any interests or short positions in any Shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)).

The Board is not aware any matter in relation to the re-election of Mr. Liu Xiaodong that needs to be brought to the attention of the Stock Exchange or Shareholders nor any information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

Ms. Li Hongxi, aged 29, obtained her Bachelor of Finance from Shenzhen University in 2020, Bachelor of Arts in Business Administration – Accounting and Finance from Washington State University in 2020, and Master of Professional Accounting from the University of Sydney in 2022. Ms. Li Hongxi has experience in private equity investment and is currently a post-investment management manager of QHZZH (SZ) Private Equity Fund Management Co., Ltd.\* (前海中船(深圳)私募股权基金管理有限公司), a position she held since 2023, and is primarily responsible for, among others, investment project execution, post-investment management, and other general corporate governance and company secretarial work.

Ms. Li Hongxi has not entered into any service contract or letter of appointment in relation to her appointment as a non-executive Director. Ms. Li Hongxi is not appointed for a specific term but is subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the Bye-laws. Ms. Li Hongxi is entitled to a director's remuneration of HK\$30,000 per annum, which had been approved by the Board on the recommendation of the Remuneration Committee and determined with reference to her general duties and responsibilities and the prevailing market conditions.

Ms. Li Hongxi is the daughter of Mr. Li Zebin, a Shareholder who holds approximately 6.03% of the entire issued share capital of the Company as at the Latest Practicable Date. As at the Latest Practicable Date, save as disclosed, (i) Ms. Li Hongxi did not hold any other positions within the Group, nor other major appointments and professional qualifications; (ii) Ms. Li Hongxi had no relationship with any Director, member of senior management of the Group or substantial or controlling Shareholder; (iii) Ms. Li Hongxi did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the Latest Practicable Date; and (iv) Ms. Li Hongxi did not have, and was not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)).

The Board is not aware of any matter in relation to the re-election of Ms. Li Hongxi that needs to be brought to the attention of the Stock Exchange or the Shareholders nor any information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange.

**(2) Independent non-executive Directors**

Mr. Liu Xiaohong, aged 55, obtained his doctor of philosophy degree in electronic science and technology from Zhejiang University in 2001. Mr. Liu Xiaohong has over 24 years of experience in software development and software implementation management with applications ranging from finance, energy, transportation and smart city sectors. Mr. Liu Xiaohong is currently the chairman of Beijing Jilian Software Technology Co., Ltd.\* (北京集聯軟件科技有限公司), a position he held since 2013. Prior to that, Mr. Liu Xiaohong was the vice president of the smart city strategic business unit of Digital China from 2009 to 2012 and the consulting director of Great Wall Computer Software and Systems Co., Ltd.\* (長城計算機軟件與系統有限公司) from 2006 to 2008.

Mr. Lu Lin, aged 63, obtained his bachelor's degree in business management from Wuhan University in 2004. Mr. Lu Lin is a senior engineer in the PRC and has over 40 years of experience in electrical engineering. Since 2023, Mr. Lu Lin has assisted the Henan Sinrow Group in the development of their wind and solar energy projects. Prior to that, Mr. Lu Lin held the positions of (i) deputy general manager at Huaneng Luoyang Thermal Power Co., Ltd.\* (華能洛陽熱電有限責任公司) from 2011 to 2022, where he was responsible for the planning, construction, management, supervision and operation of two 350 megawatts (MW) power plants and the development and construction of the wind and solar energy plants with an aggregate output of 390MW at Luoyang and Anyang, PRC; (ii) deputy executive general manager and general manager at Luoyang Yangguang Thermal Power Co., Ltd.\* (洛陽陽光熱電有限公司) from 2010 to 2011 where he was responsible for the operation of power plants and development of the thermal energy project; (iii) deputy executive general manager at Henan Nengxin Thermal Power Co., Ltd.\* (河南能信熱電有限公司) from 2005 to 2010, where he was responsible for the construction, operation and human resources management at two 210MW output power plants; and (iv) deputy general manager at Xinyang Huayu Power Generation Co., Ltd.\* (信陽華豫發電有限責任公司) from 1997 to 2005 where he was responsible for the planning, construction, management and quality control of the two 300MW output power plants.

Each of Mr. Liu Xiaohong and Mr. Lu Lin has not entered into an letter of appointment with the Company in relation to his appointment as an independent non-executive Director. Each of Mr. Liu Xiaohong and Mr. Lu Lin is not appointed for a specific term but is subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the Bye-laws. Each of Mr. Liu Xiaohong and Mr. Lu Lin is entitled to a director's remuneration of HK\$30,000 per annum, which had been approved by the Board on the recommendation of the Remuneration Committee and determined with reference to each of his general duties and responsibilities and the prevailing market conditions.

Each of Mr. Liu Xiaohong and Mr. Lu Lin has confirmed that (a) he has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (b) he has no past or present financial or other interest in the business of the Group or any



connection with any core connected person (as defined under the Listing Rules) of the Company; and (c) there are no other factors that may affect his independence at the time of his re-election.

As at the Latest Practicable Date, save as disclosed, each of Mr. Liu Xiaohong and Mr. Lu Lin (i) did not hold any other positions within the Group, nor other major appointments and professional qualifications; (ii) had no relationship with any Director, member of senior management of the Group or substantial or controlling Shareholder; (iii) did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the Latest Practicable Date; and (iv) did not have, and was not deemed to have, any interests or short positions in any Shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)).

The Board is not aware any matter in relation to the re-election of each of Mr. Liu Xiaohong and Mr. Lu Lin that needs to be brought to the attention of the Stock Exchange or Shareholders nor any information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

\* *Unofficial translation for identification purpose only and should not be regarded as the official translation.*

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## NOTICE OF THE AGM

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### CHINA FINANCIAL INTERNATIONAL INVESTMENTS LIMITED

### 中國金融國際投資有限公司

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

(Stock Code: 721)

### NOTICE OF THE ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the “AGM”) of China Financial International Investments Limited (the “**Company**”) will be held at Suite 2001, 20th Floor, Tower 1, The Gateway, Harbour City, Kowloon, Hong Kong, on Friday, 28 November 2025 at 10:00 a.m. for the following purposes:

#### ORDINARY RESOLUTIONS

1. To receive, consider and adopt the audited consolidated financial statements and the reports of directors (the “**Directors**”) and the auditors of the Company and its subsidiaries (the “**Group**”) for the year ended 30 June 2025;
2.
  - (a) To re-elect Mr. Liu Xiaodong as a non-executive Director;
  - (b) To re-elect Ms. Li Hongxi as a non-executive Director;
  - (c) To re-elect Mr. Liu Xiaohong as an independent non-executive Director;
  - (d) To re-elect Mr. Lu Lin as an independent non-executive Director; and
  - (e) To authorise the board of Directors to fix the Directors’ remuneration;
3. To re-appoint Rongcheng (Hong Kong) CPA Limited as auditors of the Company and authorize the board of Directors to fix their remuneration;

To consider and, if thought fit, pass the following resolutions as an ordinary resolutions of the Company:

4. “**THAT:**
  - (a) subject to paragraph (c) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of HK\$0.01 in the share capital of the Company

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## NOTICE OF THE AGM

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(the “**Shares**”) and to make or grant offers, agreements and options which might require the exercise of such powers be and is hereby generally and unconditionally approved;

- (b) the approval in paragraph (a) shall be in addition to any other authorization given to the Directors and shall authorize the Directors during the Relevant Period to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a), otherwise than pursuant to:
  - (i) a Rights Issue (as hereinafter defined); or
  - (ii) the grant or exercise of any option granted under any share option scheme or similar arrangement (including the grant and vesting of awards pursuant to any share award scheme) of the Company for the time being adopted for the grant or issue to directors, officers and/or employees of the Company and/or any of its subsidiaries of Shares or rights to acquire Shares of the Company; or
  - (iii) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares of the Company in accordance with the bye-laws of the Company; or
  - (iv) an issue of Shares in the Company upon the exercise of rights of subscription or conversion under the terms of any existing warrants or securities of the Company which carry rights to subscribe for or are convertible into Shares of the Company,

shall not exceed 20% of the number of Shares in issue (i.e. the Company may issue a maximum of 2,194,326,806 Shares) as at the date of passing this resolution, and the said approval shall be limited accordingly; and

- (d) for the purposes of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;

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## NOTICE OF THE AGM

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- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable laws to be held; or
- (iii) the date upon which the authority set out in this resolution is revoked or varied by way of ordinary resolution(s) of the Company in general meeting; and

“**Rights Issue**” means an offer of shares open for a period fixed by the Directors to holders of ordinary shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any regulatory body or any stock exchange in, any territory outside Hong Kong).”

5. “**THAT:**

- (a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase shares in the share capital of the Company on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or on any other stock exchange on which the shares of the Company may be listed and recognized by The Securities and Futures Commission of Hong Kong (the “**Securities and Futures Commission**”) and the Stock Exchange for such purpose, subject to and in accordance with the rules and regulations of the Securities and Futures Commission, the Stock Exchange or any other stock exchange as amended from time to time and all applicable laws in this regard, be and is hereby generally and unconditionally approved;
- (b) the aggregate number of shares of the Company authorized to be repurchased by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the total number of Shares in issue (i.e. the Company may repurchase a maximum of 1,097,163,403 Shares) as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and
- (c) for the purposes of this resolution, “**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:
  - (i) the conclusion of the next annual general meeting of the Company;
  - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable laws to be held; or

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## NOTICE OF THE AGM

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(iii) the date on which the authority set out in this resolution is revoked or varied by way of ordinary resolution of the Company in general meeting.”

6. “**THAT** conditional upon the passing of resolutions Nos. 6 and 7 above, the general mandate to the Directors pursuant to resolution No. 6 be and is hereby extended by the addition thereto of an amount representing the number of Shares repurchased by the Company under the authority granted pursuant to the resolution No. 7, provided that such amount shall not exceed 10% of the number of Shares in issue (i.e. the Company may repurchase a maximum of 1,097,163,403 Shares) as at the date of passing this resolution.”

Yours faithfully,

On behalf of the Board

**China Financial International Investments Limited**

**Du Lin Dong**

*Executive Director and Chief Executive Officer*

Hong Kong, 28 October 2025

*Notes:*

- (1) A member entitled to attend and vote at the above meeting may appoint one or, if he holds two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
- (2) Where there are joint holders of any Share, any one of such joint holder may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders be present at the AGM, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- (3) In order to be valid, a form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof shall be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. The proxy form will be published on the website of the Stock Exchange.
- (4) For ascertaining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, 25 November 2025 to Friday, 28 November 2025 both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the AGM, all transfers, accompanied by the relevant share certificates, must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Monday, 24 November 2025. The record date for the purpose of determining the eligibility of the shareholders of the Company to attend and vote at the AGM is Friday, 28 November 2025.
- (5) The completion of a form of proxy will not preclude you from attending and voting at the AGM in person should you so wish. If you attend and vote at the AGM, the authority of your proxy will be revoked.

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## NOTICE OF THE AGM

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- (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 AGM, the meeting will be adjourned, changed or postponed in accordance with the bye-laws of the Company. The Company will publish an announcement on the website of the Company at <http://www.irasia.com/listco/hk/cfii> and on the Stock Exchange website at <http://www.hkexnews.hk> to notify shareholders of the Company of the date, time and place of the rescheduled AGM.