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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 content of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your Shares in Hanhua Financial Holding Co., Ltd., you should at once hand this circular and the enclosed proxy form 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 the transferee.

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**Hanhua Financial Holding Co., Ltd.**

**瀚華金控股份有限公司**

*(A joint stock limited liability company incorporated in the People's Republic of China)*

**(Stock Code: 3903)**

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
PROPOSED CHANGE OF COMPANY NAME  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
AND  
NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING  
IN 2026**

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A notice convening the second extraordinary general meeting of the Company in 2026 (the “EGM”) to be held at Conference Room, 8th Floor, Building 2, 11 East Honghu Road, Yubei District, Chongqing, the PRC on Friday, 15 May 2026 at 10:00 a.m. is set out on pages EGM-1 to EGM-2 of this circular.

The proxy form for use at the EGM is enclosed with this circular. Whether or not you intend to attend and vote at the EGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon to, for holders of H Shares, the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, and for holders of Domestic Shares, to the Company’s registered office in the PRC at 6-9, Building 2, 11 East Honghu Road, Yubei District, Chongqing, the PRC as soon as possible and in any event not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

Reference to times and dates in this circular are to Hong Kong local times and dates.

28 April 2026

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following terms and expressions have the meanings set forth below:*

“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Board” or “Board of Directors”	the board of Directors
“Company”	Hanhua Financial Holding Co., Ltd. (瀚華金控股份有限公司), a joint stock limited liability company incorporated in the PRC, the H Shares of which are listed and traded on the Main Board of the Stock Exchange
“Director(s)”	director(s) of the Company
“Domestic Share(s)”	ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in RMB by PRC nationals and/or entities incorporated in the PRC
“Domestic Shareholder(s)”	holder(s) of Domestic Share(s)
“EGM” or “Second Extraordinary General Meeting in 2026”	the second extraordinary general meeting in 2026 of the Company to be held at Conference Room, 8th Floor, Building 2, 11 East Honghu Road, Yubei District, Chongqing, the PRC on Friday, 15 May 2026 at 10:00 a.m.
“Group”	the Company and its subsidiaries
“H Share(s)”	ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Main Board of the Stock Exchange
“H Shareholders”	holders of H Shares
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Nomination and Remuneration Committee”	the Nomination and Remuneration Committee of the Board of Directors of the Company
“Proposed Amendments to the Articles of Association”	the proposed amendments to the Articles of Association

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## DEFINITIONS

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“Proposed Change of Company Name”	of	the proposed change of English name of the Company from "Hanhua Financial Holding Co., Ltd." to "Hanhua Holding Co., Ltd." and the Chinese name of the Company from "瀚華金控股份有限公司" to "瀚華控股股份有限公司"
“Share(s)”		share(s) of the Company
“PRC”		the People’s Republic of China (for the purpose of this circular, excluding Hong Kong, Macau Special Administrative Region and Taiwan)
“Shareholders”		shareholders of the Company
“Stock Exchange”		The Stock Exchange of Hong Kong Limited



**Hanhua Financial Holding Co., Ltd.**

**瀚華金控股份有限公司**

*(A joint stock limited liability company incorporated in the People's Republic of China)*

**(Stock Code: 3903)**

*Executive Director:*

Ms. Cheng Juan (*Chairman*)

*Non-executive Directors:*

Mr. Zhu Guangbo

Mr. Xi Yao

Mr. Liu Bolin

*Independent Non-executive Directors:*

Ms. Zhan Ziqiong

Mr. Li Wei

Mr. Wang Zhifeng

*Employee Director:*

Ms. Yang Guixiang

*Registered Office:*

6-9, Building 2

11 East Honghu Road

Yubei District

Chongqing

The PRC

*Principal Place of Business*

*in Hong Kong:*

Room 709, 7/F

Wing On Plaza

62 Mody Road

Tsim Sha Tsui East,

Kowloon,

Hong Kong

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## LETTER FROM THE BOARD

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*To the Shareholders*

Dear Sirs or Madams,

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
PROPOSED CHANGE OF COMPANY NAME  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
AND  
NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING  
IN 2026**

### **I. INTRODUCTION**

The purpose of this circular is to provide the Shareholders with relevant information regarding the following resolutions to be proposed at the EGM to allow you to consider to vote for or against or abstain from voting in respect thereof.

### **II. MATTERS TO BE CONSIDERED AT THE EGM**

The following proposal is to be proposed at the EGM for Shareholders' approval by way of ordinary resolution:

#### **1. Appointment of independent non-executive Director**

In accordance with the applicable laws and regulations, the Articles of Association of Hanhua Financial Holding Co., Ltd. and the Rules of Procedures for the Nomination and Remuneration Committee, the Board of Directors nominates Mr. Zhang Weihua ("**Mr. Zhang**") as an independent non-executive Director of the fifth session of the Board of Directors of the Company. The term of office of Mr. Zhang shall commence from the date of his election by the EGM and shall be the same as that of the fifth session of the Board of Directors, subject to re-election.

Upon the approval of the appointment of Mr. Zhang at the EGM, the Company will enter into a service contract with him. Upon suggestion by the Nomination and Remuneration Committee, the Board proposes to set the annual director's remuneration of Mr. Zhang at RMB 150,000 (before tax). Under the service contract, the said remuneration for Mr. Zhang shall be paid monthly, and any incomplete month shall be regarded as a full month; if he is penalized by the relevant authorities for performing duties in violation of laws and regulations, or is dismissed by the Company for failure to perform duties or serious dereliction of duty, no allowance shall be paid from the month in which such penalty or dismissal takes effect. During the term of office of Mr. Zhang, the Shareholders shall have the right to adjust the remuneration of Mr. Zhang in a general meeting according to the actual operating conditions of the Company.

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## LETTER FROM THE BOARD

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The resume of Mr. Zhang Weihua is as follows:

Mr. Zhang Weihua, aged 47. He graduated from Nanjing University, majoring in Law. Mr. Zhang holds the professional qualifications of PRC Certified Public Accountant, PRC Certified Tax Agent and Legal Professional Qualification.

From June 2009 to November 2010, Mr. Zhang served as an Audit Project Manager at Shanghai Friendlink Certified Public Accountants Co., Ltd. From July 2013 to July 2023, Mr. Zhang served as the Technical Head at Sichuan Delian Tax Agents Co., Ltd. From August 2023 to November 2025, Mr. Zhang served as a Technical Director at Sichuan Tongshan Tax Agent Co., Ltd. Since December 2025, he has been serving as a Technical Director at Yunnan Zhongrui Yuehua Zhongwang Tax Agent Co., Ltd.

Mr. Zhang has confirmed that: (i) he meets all the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) he has no financial or other interest in the business of the Company and its subsidiaries, whether past or present, and has no connection with any core connected persons of the Company (as defined in the Listing Rules); and (iii) there are no other factors that may affect his independence at the time of his appointment. The Board is of the view that Mr. Zhang meets the relevant independence standards for independent non-executive directors as set out in Rule 3.13 of the Listing Rules and considers him to be independent of the Company.

Save as disclosed in this circular, Mr. Zhang confirms that (i) he does not hold any position in any member of the Group ; (ii) he has no relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholders of the Company; (iii) he did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iv) he is not interested or deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ; and (v) he has no other major appointments or professional qualifications.

Save as disclosed above, no other information relating to the proposed appointment of Mr. Zhang is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders or the Stock Exchange.

The following proposals are to be proposed at the EGM for Shareholders' approval by way of special resolutions:

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## LETTER FROM THE BOARD

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### **2. Proposed Change of Company Name**

The Board proposes to change the English name of the Company from “Hanhua Financial Holding Co., Ltd.” to “Hanhua Holding Co., Ltd.” and the Chinese name of the Company from “瀚華金控股份有限公司” to “瀚華控股股份有限公司”.

#### **Conditions for the Proposed Change of Company Name**

The Proposed Change of Company Name is subject to the satisfaction of the following conditions:

- (i) the passing of special resolutions by the Shareholders at the EGM to approve the Proposed Change of Company Name and the Proposed Amendments to the Articles of Association respectively; and
- (ii) all relevant approvals, authorities, licenses and consents have been obtained from the relevant governmental authorities, and all filings and registration procedures in the PRC have been completed in respect of the Proposed Change of Company Name and the Proposed Amendments to the Articles of Association.

Subject to the satisfaction of the conditions set out above, the Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong.

#### **Reasons for the Proposed Change of Company Name**

In accordance with the Decision of the State Council on Implementing the Access Administration of Financial Holding Companies, the Trial Measures for the Supervision and Administration of Financial Holding Companies, and the regulatory requirements of the Chongqing Financial Supervision and Administration Bureau on the clean-up and standardization of bearing words in names of business entities, the “Financial Holding” and “金控” wordings contained in the Company's names are required to be changed pursuant to the relevant provisions.

#### **Effect of the Proposed Change of Company Name**

The Proposed Change of Company Name will not affect any rights of the Shareholders or the Company's daily business operations and its financial position. All existing share certificates in issue bearing the existing names of the Company shall, after the Proposed Change of Company Name becomes effective, continue to be evidence of legal title to such shares of the Company and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing share certificates for new share certificates bearing the new names of the Company. Once the Proposed Change of Company Name becomes effective, new share certificates will be issued only in the new names of the Company.

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## LETTER FROM THE BOARD

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In addition, subject to confirmation by the Stock Exchange, the English and Chinese stock short names of the Company for trading in the shares of the Company on the Stock Exchange will also be changed after the Proposed Change of Company Name becomes effective.

The Company will make further announcement(s) on the new English and Chinese stock short names of the Company for trading of the shares of the Company on the Stock Exchange and other related matters and relevant information as and when appropriate.

### 3. Proposed Amendments to the Articles of Association

As a result of the proposed change of the Company's name, the Board proposes to amend the Articles of Association to reflect such change of name. Details of the Proposed Amendments to the Articles of Association are set out below:

Before Revision	After Revision
Name of the Articles of Association: Articles of Association of Hanhua Financial Holding Co., Ltd.	Name of the Articles of Association: Articles of Association of Hanhua <del>Financial</del> Holding Co., Ltd.
<b>Article 1</b> This Articles of Association is formulated in accordance with the Company Law of the People's Republic of China (hereafter referred to as the " <b>Company Law</b> "), the Securities Law of the People's Republic of China (the " <b>Securities Law</b> "), the Guidelines for Articles of Association of Listed Companies (Amended in 2025), the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (hereafter referred to as " <b>Listing Rules</b> ") and other relevant laws and regulations for the purpose of protecting the legitimate rights and interests of the shareholders, staff and creditors of Hanhua Financial Holding Co., Ltd. (hereafter referred to as the " <b>Company</b> ") and regulating the organization and conducts of the Company.	<b>Article 1</b> This Articles of Association is formulated in accordance with the Company Law of the People's Republic of China (hereafter referred to as the " <b>Company Law</b> "), the Securities Law of the People's Republic of China (the " <b>Securities Law</b> "), the Guidelines for Articles of Association of Listed Companies (Amended in 2025), the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (hereafter referred to as " <b>Listing Rules</b> ") and other relevant laws and regulations for the purpose of protecting the legitimate rights and interests of the shareholders, staff and creditors of Hanhua <del>Financial</del> -Holding Co., Ltd. (hereafter referred to as the " <b>Company</b> ") and regulating the organization and conducts of the Company.
<b>Article 3</b> Registered Chinese name of the Company: 瀚華金控股份有限公司 Registered English name of the Company: Hanhua Financial Holding Co., Ltd.	<b>Article 3</b> Registered Chinese name of the Company: 瀚華金控控股股份有限公司 Registered English name of the Company: Hanhua <del>Financial</del> -Holding Co., Ltd.

The Proposed Amendments to the Articles of Association shall be subject to the passing of a special resolution by the Shareholders at the EGM to approve the Proposed Change of Company Name and the Proposed Amendments to the Articles of Association respectively.

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## LETTER FROM THE BOARD

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### III. PROXY FORM FOR THE EGM AND VOTING BY POLL

A notice convening the EGM to be held at Conference Room, 8th Floor, Building 2, 11 East Honghu Road, Yubei District, Chongqing, the PRC on Friday, 15 May 2026 at 10:00 a.m. is set out on pages EGM-1 to EGM-2 of this circular.

The proxy form for use at the EGM is enclosed with this circular. Whether or not you intend to attend and vote at the EGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon to, for holders of H Shares, the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and for holders of Domestic Shares, to the Company's registered office in the PRC at 6-9, Building 2, 11 East Honghu Road, Yubei District, Chongqing, the PRC as soon as possible and in any event not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at the EGM must be taken by poll. Accordingly, the chairman of the EGM will demand a poll on all the resolutions to be proposed at the EGM in accordance with the provisions of the Articles of Association.

Poll results will be announced by the Company after the EGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

### IV. RECOMMENDATION

The Board considers that the resolution to be proposed at the EGM is in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that you vote in favor of the resolution set out in the EGM notice at the EGM.

### VI. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes 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.

By order of the Board  
**Hanhua Financial Holding Co., Ltd.**  
*Chairman of the Board*  
Cheng Juan

Chongqing, the PRC, 28 April 2026



**Hanhua Financial Holding Co., Ltd.**

**瀚華金控股份有限公司**

*(A joint stock limited liability company incorporated in the People's Republic of China)*

**(Stock Code: 3903)**

**NOTICE OF THE SECOND EXTRAORDINARY  
GENERAL MEETING IN 2026**

**NOTICE IS HEREBY GIVEN** that the Second Extraordinary General Meeting in 2026 (the “EGM”) of Hanhua Financial Holding Co., Ltd. (the “Company”) will be held at Conference Room, 8th Floor, Building 2, 11 East Honghu Road, Yubei District, Chongqing, the People’s Republic of China (the “PRC”) on Friday, 15 May 2026 at 10:00 a.m., for the following purposes:

**ORDINARY RESOLUTION**

1. To consider and approve the appointment of Mr. Zhang Weihua as an independent non-executive Director.

**SPECIAL RESOLUTIONS**

2. To consider and approve the Proposed Change of Company Name.
3. To consider and approve the Proposed Amendments to the Articles of Association.

By order of the Board  
**Hanhua Financial Holding Co., Ltd.**  
**Cheng Juan**  
*Chairman of the Board*

Chongqing, the PRC, 28 April 2026

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## NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING IN 2026

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*Notes:*

1. In order to determine the list of Shareholders who are entitled to attend the EGM, the register of members of the Company will be closed from Tuesday, 12 May 2026 to Friday, 15 May 2026 (both days inclusive), during which period no transfer of Shares will be effected. To be eligible to attend and vote at the EGM, all transfer documents must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares), or the Company's registered office in the PRC at 6-9, Building 2, 11 East Honghu Road, Yubei District, Chongqing, the PRC (for holders of Domestic Shares) not later than 4:30 p.m. on Monday, 11 May 2026.
2. A Shareholder entitled to attend and vote at the EGM may appoint one or more person (whether he/she is a Shareholder or not) to attend and vote at the same on his or her behalf.
3. The instrument appointing a proxy must be in writing and signed by a Shareholder or his/her duly authorized attorney. If the Shareholder is a corporation, such instrument must be either under its common seal or duly signed by its legal representative, director(s) or duly authorized attorney(s).
4. Shareholders who intend to attend the EGM by proxy should complete the proxy form. For holders of H Shares, the proxy form should be returned to the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong and for holders of Domestic Shares, the proxy form should be returned to the Company's registered office in the PRC at 6-9, Building 2, 11 East Honghu Road, Yubei District, Chongqing, the PRC, in person or by post as soon as possible and in any event not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending the EGM or any adjournment thereof and voting in person.
5. The EGM is expected to last for less than half a day. Shareholders (in person or by proxy) attending this EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending this EGM shall present their identification documents.
6. In case of joint holders of a Share, any one of such holders is entitled to vote at the meeting either in person or by proxy for such Share, as if he/she is the only one entitled to do so among the joint holders. However, only the vote of the person whose name stands first on the register of members in respect of such share shall be accepted if more than one joint holder attend the meeting personally or by proxy.
7. References to times and dates in this notice are to Hong Kong local times and dates.

*As at the date of this notice, the executive director of the Company is Ms. Cheng Juan; the non-executive directors of the Company are Mr. Zhu Guangbo, Mr. Xi Yao and Mr. Liu Bolin; and the independent non-executive directors of the Company are Ms. Zhan Ziqiong, Mr. Li Wei and Mr. Wang Zhifeng; and the employee director of the Company is Ms. Yang Guixiang.*