THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect 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 Zhong Jia Guo Xin Holdings Company Limited, you should at once hand this circular and 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 the transferee.

Zhong Jia Guo Xin Holdings Company Limited
中加國信控股股份有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 899)

PROPOSED GENERAL MANDATES TO ISSUE AND BUY BACK SHARES; PROPOSED RE-ELECTION OF DIRECTORS; RE-APPOINTMENT OF AUDITOR; AND NOTICE OF ANNUAL GENERAL MEETING

The notice convening the Annual General Meeting (the "**AGM**") of Zhong Jia Guo Xin Holdings Company Limited to be held at 22/F., Euro Trade Centre, 13–14 Connaught Road Central, Central, Hong Kong on Friday, 28 August 2026 at 11:30 a.m. at which the above proposals will be considered is set out on pages AGM-1 to AGM-5 of this circular.

Whether or not you are able to attend the AGM, please complete and return the form of proxy as instructed as soon as possible and in any event by 11:30 a.m. (Hong Kong Time) on Wednesday, 26 August 2026 or not less than 48 hours before the time appointed for holding the meeting to the branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM and at any adjournment thereof if you so wish.

23 July 2026

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In this circular, the following expressions shall have the following meanings unless the context indicates otherwise:

"AGM"	the annual general meeting of the Company for the year ended 31 March 2026 to be held on Friday, 28 August 2026 at 11:30 a.m. at 22/F., Euro Trade Centre, 13–14 Connaught Road Central, Central, Hong Kong
"Board"	the board of Directors
"Buy-back Mandate"	a general mandate proposed to be granted to the Directors at the AGM to exercise all the powers of the Company to buy back Shares in the manner as set out in the notice of the AGM and this circular
"Bye-laws"	the existing bye-laws of the Company
"CCASS"	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited
"close associates"	having the meaning as ascribed in the Listing Rules
"Company"	Zhong Jia Guo Xin Holdings Company Limited, a company incorporated in Bermuda with limited liability and the Shares of which are listed on the Stock Exchange
"Directors"	the directors 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 People's Republic of China
"Latest Practicable Date"	16 July 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange (as amended, supplemented or otherwise modified from time to time)

"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary shares of HK$0.01 each in the share capital of the Company (or of such other nominal amount as shall result from a sub-division, consolidation, reclassification or reconstruction of the share capital of the Company from time to time)
"Share Issue Mandate"	a general mandate proposed to be granted to the Directors to exercise all the powers of the Company to allot, issue and deal with the Shares (including any sale or transfer of Treasury Shares out of treasury) in the manner as set out in the notice of the AGM and this circular
"Shareholder(s)"	holder(s) of issued Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Substantial Shareholders"	having the meaning ascribed in the Listing Rules
"Takeovers Code"	the Hong Kong Code on Takeovers and Mergers
"Treasury Shares"	has the meaning ascribed to it under the Listing Rules which came into effect on 11 June 2024, as amended and supplemented from time to time

Zhong Jia Guo Xin Holdings Company Limited
中加國信控股股份有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 899)

Executive Directors:
Ms. Yau Ho Yi
Mr. Huang Jiahao

Non-executive Directors:
Ms. Jiang Xiaojun
Dr. Liang Jinxiang
Mr. Wan Ngar Yin David
Mr. Ong Chor Wei

Independent Non-executive Directors:
Mr. So Ting Kong
Mr. Wang Pengwei
Mr. Wong Chun Peng Stewart
Mr. Lam Tsz Chak *(Chairman)*

Registered Office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Principal place of business in Hong Kong:
Room 4015, 40/F
Hong Kong Plaza
188 Connaught Road West
Sai Ying Pun
Hong Kong

23 July 2026

To the Shareholders

Dear Sir or Madam,

**PROPOSED GENERAL MANDATES TO ISSUE AND BUY BACK SHARES;
PROPOSED RE-ELECTION OF DIRECTORS;
RE-APPOINTMENT OF AUDITOR;
AND
NOTICE OF ANNUAL GENERAL MEETING**

A. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of the resolutions to be proposed at the AGM for the proposed (i) granting of the Share Issue Mandate, the Buy-back Mandate and the extension of the Share Issue Mandate; (ii) re-election of the Directors who are required to retire by rotation; and (iii) re-appointment of auditor. This circular contains the explanatory statement in compliance with the Listing Rules and to give all the information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the resolutions at the AGM.

B. PROPOSED GENERAL MANDATES TO BUY BACK AND ISSUE SHARES

An ordinary resolution will be proposed at the AGM to grant the Directors the Buy-back Mandate to exercise all powers of the Company to buy back Shares up to a maximum of 10% of the total number of Shares in issue as at the date of passing of the resolution approving the Buy-back Mandate (excluding any Treasury Shares).

An explanatory statement as required by the Listing Rules to provide all relevant information relating to the proposed Buy-back Mandate is set out in Appendix I to this circular. The information in the explanatory statement is provided to you with information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolution to grant to the Directors the Buy-back Mandate.

An ordinary resolution will also be proposed at the AGM to grant the Directors the Share Issue Mandate to allot, issue and deal with new Shares up to a maximum of 20% of the total number of Shares in issue as at the date of passing of the resolution approving the Share Issue Mandate (excluding any Treasury Shares).

As at the Latest Practicable Date, the issued share capital of the Company comprised 445,159,008 Shares. Assuming that there is no change in the issued share capital of the Company between the Latest Practicable Date and the date of passing the resolution approving the Share Issue Mandate, the maximum number of Shares which may be issued (including any sale or transfer of Treasury Shares out of treasury) pursuant to the Share Issue Mandate on the date of passing the resolution approving the Share Issue Mandate will be 89,031,801 Shares.

If the Buy-back Mandate and the Share Issue Mandate are approved at the AGM, an ordinary resolution will be proposed at the AGM to authorise that any Shares repurchased pursuant to the Buy-back Mandate will be added to the total number of new Shares which may be allotted and issued and Treasury Shares which may be transferred under the Share Issue Mandate.

The Buy-back Mandate, the Share Issue Mandate and the extension of the Share Issue Mandate will, if granted, remain in effect until the earliest of (i) the conclusion of the next annual general meeting of the Company; or (ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable law or the Bye-laws of the Company to be held; or (iii) the date on which the authority given to the Directors by the relevant resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting.

C. PROPOSED RE-ELECTION OF DIRECTORS

In accordance with Bye-Law 83(2) of the Company's Bye-laws, Ms. Yau Ho Yi, Mr. Huang Jiahao, Ms. Jiang Xiaojun, Mr. Wan Ngar Yin David, Mr. Ong Chor Wei, Mr. So Ting Kong, Mr. Wang Pengwei, Mr. Wong Chun Peng Stewart and Mr. Lam Tsz Chak will retire at the forthcoming annual general meeting, and, being eligible, offer themselves for re-election as Directors at the forthcoming annual general meeting.

In accordance with Bye-Law 84(1) of the Company's Bye-laws, Dr. Liang Jinxiang will retire by rotation at the forthcoming annual general meeting, and, being eligible, offer himself for re-election as Director at the annual general meeting.

Mr. So Ting Kong, Mr. Wang Pengwei, Mr. Wong Chun Peng Stewart and Mr. Lam Tsz Chak, being independent non-executive Directors eligible for re-election at the AGM, have provided their annual written confirmations of independence pursuant to Rule 3.13 of the Listing Rules. The Company is of the view that Mr. So Ting Kong, Mr. Wang Pengwei, Mr. Wong Chun Peng Stewart and Mr. Lam Tsz Chak meet the independence guidelines as set out in Rule 3.13 of the Listing Rules and are regarded as independent in accordance with the terms of the guidelines.

Set out below are the biographical details of Ms. Yau Ho Yi, Mr. Huang Jiahao, Ms. Jiang Xiaojun, Mr. Wan Ngar Yin David, Mr. Ong Chor Wei, Mr. So Ting Kong, Mr. Wang Pengwei, Mr. Wong Chun Peng Stewart, Mr. Lam Tsz Chak and Dr. Liang Jinxiang (collectively, the "**Retiring Directors**"):

(a) Ms. Yau Ho Yi, an executive director

Ms. Yau Ho Yi ("**Ms. Yau**"), aged 34, has been appointed as an executive Director of the Company with effect from 14 October 2025 and has over 10 years of experience in business management, her last position was operation manager of Dragonfield Management Limited and then Ms. Yau served as a business consultant providing high-level strategic and governance support to C-suite and board members of diversified corporations. Ms. Yau received her Bachelor of Arts with Honours Business Administration from Birmingham City University in 2018.

A letter of appointment has been entered into between the Company and Ms. Yau. She is appointed for for an initial fixed term of three years commencing from 14 October 2025, subject to retirement by rotation and re-election according to the bye-laws of the Company. She is entitled to an annual director's fee of HK$420,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to her duties and responsibilities and the prevailing market conditions.

Ms. Yau did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

(b) Mr. Huang Jiahao, an executive director

Mr. Huang Jiahao ("**Mr. Huang**"), has been appointed as an executive Director of the Company, with effect from 9 March 2026 and possesses extensive cross-sectoral management experience, with a solid practical background in engineering construction, business operations and brand management. From June 2022 to February 2025, Mr. Huang worked at Shenzhen Geology Construction Co Ltd. (深圳地質建設有限公司), where his last position was project manager. Leveraging his business expertise, Mr. Huang has also actively expanded into diversified businesses. In April 2023, he participated in the brand incubation project of Mira Style Jewellery Co. Ltd. (卓爾珠寶) at KKTIME in Luohu, Shenzhen, leading the market launch of the "Mira Style Jewellery Trendy brand (卓爾潮品)", through which he gained valuable experience in brand operations and customer relationship management. In August 2023, he served as the founder and legal representative of Jiateng Decoration & Design (Shenzhen) Co. Ltd. (嘉騰裝飾設計(深圳)有限公司), overseeing the overall operations of the home renovation business. Mr. Huang's comprehensive abilities in project management and brand commercialization will bring diverse professional perspectives to the Company and drive its business development.

A letter of appointment has been entered into between the Company and Mr. Huang. He is appointed for a term of 3 years, subject to retirement by rotation and re-election according to the bye-laws of the Company. He is entitled to a monthly director's fee of HK$20,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to his duties and responsibilities and the prevailing market conditions.

Mr. Huang did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

(c) Ms. Jiang Xiaojun, a non-executive director

Ms. Jiang Xiaojun ("**Ms. Jiang**"), aged 57, has been appointed as a non-executive Director of the Company and as a member of the nomination committee of the Company with effect from 15 September 2025 and has over 20 years of experience in mining industry management. Ms. Jiang was an officer at Guizhou Duyun Power Plant* (貴州都勻發電廠) responsible for production management and administration management from August 1987 to May 2002. Ms. Jiang then served as a director of coal mining business at Xinchen (Group) Co., Ltd.* (鑫辰(集團)有限公司), a comprehensive company, integrating coal mining, coal storage, coal processing and coal logistics from November 2002 to August 2010. Ms. Jiang then served as a deputy general manager at Guangxi Huatai Mining Co., Ltd.* (廣西華泰礦業有限公司), a mining company owns 3 mines (containing copper, lead, nickel and zinc) from September 2010 to August 2023. Ms. Jiang then served as a business consultant for several companies. Furthermore, since 2 April 2025, she has been a director of Shun Jie International Holdings Company Limited (舜捷國際控股有限公司), which is an

* *For identification purposes only*

indirect non-wholly owned subsidiary of the Company. Ms. Jiang is mainly responsible for advising on the aforesaid company business development matters. Ms. Jiang graduated from Duyun Power Plant School for Children of Employees* (都勻發電廠子弟學校), with senior high school diploma in July 1987.

A letter of appointment has been entered into between the Company and Ms. Jiang. She is appointed for an initial fixed term of three years commencing from 15 September 2025 that she is subject to retirement and re-election in accordance with the Bye-laws. She is entitled to an annual director's fee of HK$156,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to her duties and responsibilities and the prevailing market conditions.

As at the Latest Practicable Date, Ms. Jiang had personal interests in 16,800,000 Shares within the meaning of Part XV of the SFO, representing approximately 3.77% of the entire issued share capital of the Company.

(d) Mr. Wan Ngar Yin David, a non-executive director

Mr. Wan Ngar Yin David ("**Mr. Wan**"), aged 66, has been appointed as an executive Director, with effect from 1 April 2026, has been re-designated as a non-executive Director with effect from 24 April 2026 and is currently the Managing Director of Jin Yi Financial Group Ltd (金益金融集團有限公司) since May 2022. Before it, Mr. Wan was the Managing Director of Silverbricks Securities Company Limited (元庫證券有限公司) and Silverbricks Assets Management Company Limited (元庫資產管理有限公司) from June 2019 to April 2022. Before that, Mr. Wan had worked in the group of Yuanta Securities Company Limited (元大證券有限公司) ("**Yuanta**") in Hong Kong for over 10 years. His last role in Yuanta was Director of Business Development of Yuanta Securities Hong Kong Company Limited (元大證券(香港)有限公司). Mr. Wan has been an independent non-executive Director of Sinocloud Group Limited (中雲集團有限公司) (LYY.SI), a company listed in the Singapore Stock Exchange, since March 2019. Mr. Wan has been an independent non-executive Director of Jiashili Group Limited (嘉士利集團有限公司) (1285. HK), a company listed in the Hong Kong Stock Exchange, since June 2023. Mr. Wan is also a Director (Practising) of KTC Partners CPA Limited (和信會計師事務所有限公司).

A letter of appointment has been entered into between the Company and Mr. Wan, pursuant to which he was appointed for a term of three years commencing from 24 April 2026 and subject to retirement and re-election in accordance with the Bye-laws. He is entitled to a monthly director's fee of HK$20,000 plus discretionary bonus which is recommended by the remuneration committee of the Company and determined by the Board with reference to his qualification, duties and responsibilities and the prevailing market conditions.

* *For identification purposes only*

Mr. Wan did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

(e) Mr. Ong Chor Wei, a non-executive director

Mr. Ong Chor Wei ("**Mr. Ong**"), aged 56, has been appointed as a non-executive Director of the Company with effect from 10 February 2026. Mr. Ong is an executive director of GBA Holdings Limited, a company listed on the main board of the Stock Exchange (stock code: 261). He is also an executive director of Net Pacific Financial Holdings Limited (stock code: 5QY.SI) and a non-executive director of Joyas International Holdings Limited (stock code: E9L.SI), both of which are listed on the Singapore Exchange. He is also an independent nonexecutive director of Denox Environmental & Technology Holdings Limited, a company listed on the main board of the Stock Exchange (stock code: 1452). Previously, Mr. Ong was an independent non-executive director of Smart Globe Holdings Limited (stock code: 1481), from 2017 to 2023, Nameson Holdings Limited (stock code: 1982), from 2016 to 2022, and O-Net Technologies (Group) Limited (stock code: 877), from 2010 to 2020. Mr. Ong was a non-executive director and re-designated as an independent non-executive director of Man Wah Holdings Limited (stock code: 1999), from 2010 to 2012 and from 2012 to 2022, respectively. He was also a non-executive director of Prosperous Printing Company Limited (stock code: 8385) from 2016 to 2020. Mr. Ong was a non-executive director of Vico International Holdings Limited (stock code: 1621) from 2017 to 2019. All of the above companies are listed on the Stock Exchange. He was also an executive director on a part-time basis of Zibao Metals Recycling Holdings Plc (a company trading on AIM, a market operated by the London Stock Exchange Plc) from 2014 to 2019. Mr. Ong has over 30 years of experience in finance and accounting. He holds a Bachelor of Laws degree from The London School of Economics and Political Science, The University of London. Mr. Ong also holds a distance learning degree in Masters in Business Administration which was jointly awarded by The University of Wales and The University of Manchester. Mr. Ong is an associate member of The Institute of Chartered Accountants in England and Wales and a member of the Hong Kong Institute of Certified Public Accountants ("**HKICPA**").

A letter of appointment has been entered into between the Company and Mr. Ong, pursuant to which he was appointed for a term of three years commencing from 10 February 2026 and subject to retirement and re-election in accordance with the bye-laws. He is entitled to a monthly director's fee of HK$20,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to his qualification, duties and responsibilities and the prevailing market conditions.

Mr. Ong did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

(f) Mr. So Ting Kong, an independent non-executive director

Mr. So Ting Kong ("**Mr. So**"), aged 39, has been appointed as an independent non-executive Director and chairman of the audit committee, remuneration committee and nomination committee of the Board with effect from 23 January 2026. Mr. So subsequently ceased to be the chairman of the remuneration committee and the nomination committee but remained as a member of the remuneration committee and the nomination committee and the chairman of the audit committee with effect from 10 February 2026. Mr. So was the independent non-executive Director of the Company from May 2024 to January 2025.

Mr. So is a certified public accountant with 10 years of experience in financial management and regulatory compliance. He is an independent advisor since October 2022 and specializes in providing expert advisory services to SFC licensed corporations, focusing on regulatory compliance, risk management, and strategic financial planning. Prior to joining the Group, Mr. So was an accounting manager at Silverbricks Securities Company Limited from July 2020 to September 2022 and was a financial controller at Gransing Securities Co., Limited from June 2015 to July 2020, where he managed the accounting department, implemented internal controls, collaborated with external auditors for regulatory audits, and led the financial reporting processes. Mr. So worked at Kreston CAC CPA Limited from September 2011 to May 2015 and at Cheng & Cheng Limited from July 2008 to July 2011, where he conducted financial audits and prepared audit reports for various clients.

Mr. So was an independent non-executive director of Kafelaku Coffee Holding Limited (a company listed on the main board of the Stock Exchange, stock code: 1869) from November 2023 to June 2024. Mr. So has been serving as an independent non-executive director of Zhong Ying International Group Limited (a company listed on GEM of the Stock Exchange, stock code: 8516) since 25 July 2025.

Mr. So became a member of the Institute of Chartered Accountants in England and Wales in 2021, a member of the Hong Kong Institute of Certified Public Accountants in 2015 and a member of the Hong Kong Institute of Accredited Accounting Technicians in 2010.

A letter of appointment has been entered into between the Company and Mr. So, pursuant to which he was appointed for a term of three years commencing from 23 January 2026 and subject to retirement and re-election in accordance with the bye-laws of the Company. He is entitled to a monthly director's fee of HK$13,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to his qualification, duties and responsibilities and the prevailing market conditions.

Mr. So did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

(g) Mr. Wang Pengwei, an independent non-executive director

Mr. Wang Pengwei ("**Mr. Wang**"), aged 47, has been appointed as an independent non-executive Director and a member of the audit committee, remuneration committee and nomination committee of the Board with effect from 6 November 2025. Mr. Wang possesses over 20 years of extensive government administration and supervision experience in both mainland China and Hong Kong. He previously served at the Yuanling Police Station of the Futian Branch of the Shenzhen Public Security Bureau* (深圳市公安局福田分局園嶺派出所) and the Cyber Surveillance Unit of the Shenzhen Public Security Bureau* (深圳市公安局網絡監察支隊), where he was responsible for internet patrols and case investigation. He also worked at the Shenzhen Human Resources and Social Security Bureau* (深圳市人力資源及社會保障局) (formerly the Shenzhen Personnel Bureau* (深圳市人事局)), where he was in charge of personnel wage verification for public institutions across the city, as well as the introduction and review of foreign cultural and educational experts, and expert training. From 2013 to 2019, he served at the Liaison Office of the Central People's Government of the People's Republic of China in Hong Kong Special Administrative Region. His responsibilities included arranging receptions for central government delegations and important activities of local governments visiting Hong Kong, as well as handling daily liaison affairs between the office and the Hong Kong Special Administrative Region government. Mr. Wang received his Bachelor's Degree from the National University of Defense Technology of the People's Liberation Army* (中國人民解放軍國防科技大學) in 2003. He is pursuing an Executive Master of Business Administration (EMBA) degree from ESC Clermont Business School (Shenzhen).

A letter of appointment has been entered into between the Company and Mr. Wang, pursuant to which he was appointed for a term of three years commencing from 6 November 2025 and subject to retirement and re-election in accordance with the bye-laws of the Company. He is entitled to a monthly director 's fee of HK$13,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to his qualification, duties and responsibilities and the prevailing market conditions.

Mr. Wang did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

(h) Mr. Wong Chun Peng Stewart, an independent non-executive director

Mr. Wong Chun Peng Stewart ("**Mr. Wong**"), aged 59, appointed as an independent non-executive Director of the Company and a member of the audit committee, remuneration committee and nomination committee of the Board with effect from 27 August 2025, has more than 30 years of experience in the legal industry. Mr. Wong was appointed as the chairman of the remuneration committee and the nomination committee of the Board with effect from 10 February 2026. Mr. Wong worked at Deacons (formerly known as Deacons

* *For identification purposes only*

Graham & James) as a trainee solicitor from August 1993 to July 1995 and became an associate solicitor in the China Practice Group at Deacons from August 1995 to December 1996. Mr. Wong was qualified as a solicitor of the High Court of Hong Kong in September 1995. Mr. Wong has practiced law in a number of international firms such as Deacons (including posting as a representative in Beijing, the PRC) from September 2002 to March 2005, Baker McKenzie from January 2007 to July 2009 and Hogan Lovells from February 1999 to March 2002, and has worked as in-house counsel in two listed companies in Hong Kong, namely Dickson Concepts (International) Limited, which is listed on the Main Board of the Stock Exchange (the "**Main Board**") (stock code: 0113) and Samsonite International S.A., which is listed on the Main Board (stock code: 1910), from August 2009 to May 2013 and May 2013 to January 2016, respectively. Mr. Wong also practised as a consultant in law firms such as YTL & Co. from February 2017 to July 2018 and AH Lawyers from April 2020 to September 2020. Mr. Wong has been a principal of Stewart Wong & Associates since October 2020, which is a law firm where he has been involved in the provision of a wide array of legal services, including mergers and acquisitions, litigation and general commercials. He was an independent non-executive director of TL Natural Gas Holdings Limited (stock code: 8536) from 28 June 2017 to 19 June 2020 and of Kafelaku Coffee Holding Limited (stock code: 1869) from 2 November 2023 to 30 September 2024. He has been appointed an independent non-executive director of Pinestone Capital Limited (stock code: 804) since 7 September 2022. He is a director of Surpass Comsec Co Limited, which is a trust or company service provider licensed by the Registrar of Companies.

Mr. Wong passed the 2023 Guangdong-Hong Kong-Macao Greater Bay Area ("**GBA**") Legal Professional Examination on 26 April 2024 and has been issued his GBA Lawyer's licence to practise law in civil and commercial legal matters across the nine Mainland municipalities of the GBA. He currently practises law at Beijing Yingke (Zhaoqing) Law Firm in Zhaoqing, Guangdong Province, the PRC.

Mr. Wong graduated from the City University of Hong Kong (formally known as City Polytechnic of Hong Kong) in Hong Kong with a bachelor's degree of law with first class honours in November 1991. He also obtained his master's degree in law from the University of Cambridge in England in June 1993. Mr. Wong completed a master's degree in Corporate Governance and Compliance from Hong Kong Metropolitan University in September 2025. He demonstrated outstanding academic performance in the course "Hong Kong Corporate Law" and was awarded the Outstanding Student Award on 16 September 2025.

A letter of appointment has been entered into between the Company and Mr. Wong, pursuant to which he was appointed for a term of three years commencing from 27 August 2025 and subject to retirement and re-election in accordance with the bye-laws of the Company. He is entitled to an annual director's fee of HK$156,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to his qualification, duties and responsibilities and the prevailing market conditions.

Mr. Wong did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

(i) Mr. Lam Tsz Chak, an independent non-executive director

Mr. Lam Tsz Chak ("**Mr. Lam**"), aged 33, has been appointed as an independent non-executive Director and chairman with effect from 1 April 2026 and holds a background of degree in marketing from Coquitlam College in Canada. From April 2016 to December 2017, Mr. Lam served as a sales manager at Dongguan Tenghong Precision Co., Ltd. From April 2018 to June 2022, he served as a deputy factory manager at Shenzhen Baotaixin Industrial Co., Ltd., where he oversaw gold processing, electroplating and the operations management of jewelry showrooms. He led market promotion, new product development and the implementation of marketing objectives, thereby accumulating solid capabilities in market expansion, operations management and team coordination. Since August 2022, he has served as a chairman of Guangxi Liangchen Fashion Industry Fund Co., Ltd. and Zhuoyue Liangchen Enterprise Management Co., Ltd., and concurrently as a director of multiple enterprises, including Guangdong-Hong Kong-Macao Greater Bay Area Jewelry Investment Co., Ltd.. He has been deeply involved in jewelry industry investment, corporate governance and strategic operations, and possesses capabilities in industrial resource integration, cross-regional and cross-sector operations, and investment decision-making. Mr. Lam possesses many years of experience in market expansion and corporate management, combining hands-on business expansion with a perspective as a middle and senior management. His extensive experience in industry operations and corporate governance will provide practical industry insights to support the decision-making of the Board of the Company.

A letter of appointment has been entered into between the Company and Mr. Lam, pursuant to which he was appointed for a term of three years commencing from 1 April 2026 and subject to retirement and re-election in accordance with the bye-laws of the Company. He is entitled to a monthly director's fee of HK$20,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to his qualification, duties and responsibilities and the prevailing market conditions.

Mr. Lam did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

(j) Dr. Liang Jinxiang, a non-executive director

Dr. Liang Jinxiang ("**Dr. Liang**"), aged 42, was appointed as an independent non-executive Director and chairman of the audit committee and a member of the remuneration committee of the Board with effect from 2 April 2025. Dr. Liang ceased to be an independent non-executive Director and became a non-executive Director with effect from 23 January 2026, and ceased to hold all committee positions with effect from 23 January 2026.

Dr. Liang has extensive experience in the areas of the financial and capital markets, with over 15 years of experience in investment and mergers and acquisitions, corporate risk control, and financial audit management. Dr. Liang's research focuses on financial and tax compliance, behavioral economics, and enterprise risk management. Dr. Liang currently serves as an adjunct professor at several universities, including Yunnan University of Finance and Economics (雲南財經大學). In recent years, Dr. Liang has also presided over or participated in multiple National Natural Science Foundation projects.

Dr. Liang serves as a president of the Shenzhen Alumni Association of Yunnan University of Finance and Economics and Chairman of its Fund Investment Committee since 2022 and as an executive dean at the Shenzhen Yun Cai Management Science Research Institute (深圳市雲財管理科學研究院) since 2019. Dr. Liang served as a chief risk officer and a member of the investment committee at several investment groups in China, overseeing corporate financial internal control and audit from 2009 to 2019. Dr. Liang received his Master of Business Administration from Yunnan University of Finance and Economics in 2016 and his Doctor of Philosophy in International Studies from Dong-A University in 2025.

A letter of appointment has been entered into between the Company and Dr. Liang, pursuant to which he was appointed for a term of three years commencing from 2 April 2025 and subject to retirement and re-election in accordance with the bye-laws. The Company and Dr. Liang will enter into a new letter of appointment upon re-election for a term of three years. He is entitled to a monthly director's fee of HK$13,000 which is recommended by the remuneration committee of the Company and determined by the Board with reference to his qualification, duties and responsibilities and the prevailing market conditions.

Dr. Liang did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, each of the Retiring Directors does not (i) hold any other position with the Company or its subsidiaries; (ii) hold any other directorships 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; and (iii) have any relationship with any other Directors, senior management or substantial or controlling Shareholders of the Company (as defined in the Listing Rules).

Save as disclosed above, there is no other information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules nor are there any other matters that need to be brought to the attention of the shareholders of the Company in connection with the re-election of each of the Retiring Directors.

D. RE-APPOINTMENT OF AUDITOR

Reanda HK CPA Limited will retire as the auditor of the Company at the Annual General Meeting. The Company, upon the recommendation of the Audit Committee, proposed to re-appoint Reanda HK CPA Limited as the auditor of the Company for the year ending 31 March 2027 and to hold office until the conclusion of the next annual general meeting of the Company, and to propose at the Annual General Meeting to authorise the Board to fix the remuneration of the auditor for the year ending 31 March 2027.

Based on the current business scale of the Group and following discussions with Reanda HK CPA Limited, the Board proposes that the total fees will be in the range of HK$0.7 million to HK$0.9 million, which include the fee for the audit of the consolidated financial statements of the Company and the fee for the audit of the financial statements for certain subsidiaries for the financial year ending 31 March 2027. The estimated audit fee has been determined after arm's length negotiations between the Company and Reanda HK CPA Limited, taking into account, among other things, (i) the current structure and complexity of the Group's business and operations; (ii) the expected scope of audit work and reporting requirements; (iii) the anticipated audit timetable; and (iv) the level of audit resources and expertise required. Unless there are material changes to the above basis and assumptions, the final audit fee to be agreed following the Annual General Meeting will not deviate materially from the estimated range disclosed above. The Board considers that the estimated audit fee is fair and reasonable based on the information presently available.

The rest of the subsidiaries of the Company that are not exempt from audit will be audited by other member firms of Reanda HK CPA Limited or other external auditors, whose remuneration, together with the final remuneration paid to Reanda HK CPA Limited, will be disclosed in the Company's annual report for the year ending 31 March 2027.

E. GENERAL INFORMATION

The notice of the AGM is set out on pages AGM-1 to AGM-5 of this circular. Whether or not you intend to attend the AGM, you are requested to complete the form of proxy and return it to the branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong in accordance with the instructions printed thereon by 11:30 a.m. (Hong Kong time) on Wednesday, 26 August 2026 or not less than 48 hours before the time appointed for holding the AGM. The return of the proxy form will not preclude you from attending and voting at the AGM and at any adjournment thereof in person if you so wish.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on any resolutions to be proposed at the AGM.

F. 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.

G. VOTING BY POLL

Under Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. Accordingly, the resolutions proposed at the AGM will also be taken by poll. A poll results announcement will be published by the Company after the AGM in accordance with Rules 13.39(5) and 13.39(5A) of the Listing Rules.

H. RECOMMENDATIONS

The Directors consider that the proposed (i) granting of the Share Issue Mandate, the Buy-back Mandate and the extension of the Share Issue Mandate; and (ii) re-election of Directors are in the interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the AGM.

Yours faithfully,
By order of the Board
Zhong Jia Guo Xin Holdings Company Limited
Yau Ho Yi
Executive Director

This Appendix serves as an explanatory statement given to all the Shareholders, as required by the Listing Rules, to provide requisite information of the Buy-back Mandate.

1. LISTING RULES FOR BUY-BACK OF SHARES

The Listing Rules permit companies whose primary listing is on the Stock Exchange to buy back their fully-paid shares subject to certain restrictions, the more important of which are summarised below:

(a) Share capital

Under the Buy-back Mandate, the number of Shares that the Company may buy back shall not exceed 10% of the total number of Shares in issue at the date of the passing of the relevant resolution granting the Buy-back Mandate (excluding any Treasury Shares). The Company's authority is restricted to purchase in accordance with the Listing Rules. As at the Latest Practicable Date, there were in issue an aggregate of 445,159,008 Shares. Exercise in full of the Buy-back Mandate, on the basis that no further Shares would be issued or repurchased prior to the date of the AGM, would accordingly result in up to 44,515,900 Shares being repurchased by the Company. The Shares repurchased by the Company shall, subject to applicable law, be automatically cancelled upon such buy-back.

(b) Reasons for the proposed Buy-back Mandate

The Directors have no present intention to buy back any Shares but consider that the Buy-back Mandate will provide the Company the flexibility to make such buy-back when appropriate and is beneficial to the Company. Such buy-back may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and/or its earnings per Share. As compared with the financial position of the Company as at 31 March 2026 (being the date of its latest audited accounts), the Directors consider that there would be material adverse impact on the working capital and on the gearing position of the Company in the event that the Buy-back Mandate is exercised in full at any time during the proposed buy-back period. In the circumstances, the Directors do not propose to exercise the Buy-back Mandate to such an extent that would have a material adverse impact on the working capital or gearing ratio of the Company.

(c) Funding of buy-back

Buy-back of the Shares will be funded out of the funds legally available for such purpose in accordance with the memorandum of association of the Company, the Bye-laws and the applicable laws of Bermuda.

(d) Directors, their close associates and connected persons

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

As at the Latest Practicable Date, no core connected person (as defined in the Listing Rules) of the Company has notified the Company that he/she has a present intention to sell Shares to the Company nor has he/she undertaken not to sell any of the Shares held by him/her to the Company in the event that the Buy-back Mandate is granted.

(e) Undertaking of the Directors

The Directors have undertaken to the Stock Exchange that they will exercise the powers of the Company to make buy-back of Shares pursuant to the Buy-back Mandate in the proposed resolution in accordance with the Listing Rules and the applicable laws of Bermuda.

(f) Effect of the Takeovers Code

If as a result of a buy-back of Shares, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of Rule 32 of the Takeovers Code. As a result, a Shareholder, or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interests, could obtain or consolidate control of the Company and become(s) obliged to make a mandatory general offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, the register of the Substantial Shareholders maintained by the Company pursuant to Section 336 under Part XV of the SFO showed that the Company has been notified of the following interests, being 5% or more of the Company's issued share capital:

Name of Shareholders	*Notes*	**Number of Shares held**	**Approximate percentage of the shareholding as at the Latest Practicable Date**	**Approximate percentage of the shareholding if the Buy-back Mandate is exercised in full**
Yao Jigen	(1)	74,875,140	16.82%	18.69%
Full Tenda Development Limited	(1)	71,647,140	16.09%	17.88%
Li Jia Yi		70,176,300	15.76%	17.52%
Green Deer Holdings Limited	(2)	31,300,000	7.03%	7.81%
Lam Pik Lam	(2)	31,300,000	7.03%	7.81%

Notes:

1. Yao Jigen personally held 3,228,000 shares and Full Tenda Development Limited, a company wholly and beneficially owned by Yao Jigen, holds 71,647,140 shares. The total number of shares beneficially owned by Yao Jigen is 74,875,140 shares.

2. Lam Pik Lam personally held 100% of Green Deer Holdings Limited, which holds 31,300,000 shares.

In the event that the Directors shall exercise in full the Buy-back Mandate and assuming that no Shares are issued or repurchased between the Latest Practicable Date and the date of buy-back, the total interests of the above Substantial Shareholders would be increased to approximately the respective percentages shown in the last column above and such increases would not give rise to an obligation to make a mandatory general offer under Rule 26 of the Takeovers Code.

(g) Treasury Shares

With effect from 11 June 2024, the Listing Rules has been amended to introduce flexibility for listed companies to cancel shares repurchased and/or to adopt a framework to (i) allow repurchased shares to be held in treasury and (ii) govern the resale of Treasury Shares. If the Company repurchases Shares pursuant to the Buy-back Mandate, the Company may (i) cancel the repurchased Shares and/or (ii) hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time such buy-back of Shares are made. If the Company holds Shares in treasury, any resale of Shares held in treasury will be subject to the ordinary resolution numbered

4A of the notice of the AGM and made in accordance with the Listing Rules and applicable laws and regulations of Bermuda.

The Company may cancel such repurchased Shares or hold them as treasury Shares, subject to market conditions and the Group's capital management needs at the relevant time of the repurchases.

For any Treasury Shares deposited with CCASS pending resale on the Stock Exchange, the Company will adopt appropriate measures to ensure that it does not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in the Company's own name as Treasury Shares, which may include the Company not (or procure its broker not to) giving any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the Treasury Shares deposited with CCASS.

2. SHARE BUY-BACK MADE BY THE COMPANY

The Company has not repurchased any of its Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

3. SHARE PRICES

During each of the previous 12 months, the highest and lowest trading prices for Shares on the Stock Exchange were as follows:

	Per Share	
Month	**Highest**	**Lowest**
	HK$	*HK$*
2025		
July	0.52	0.42
August	0.44	0.18
September	0.26	0.16
October	0.20	0.15
November	0.22	0.17
December	0.22	0.17
2026		
January	0.19	0.17
February	0.22	0.17
March	0.21	0.18
April	0.21	0.18
May	0.21	0.18
June	0.27	0.17
July (up to the Latest Practicable Date)	0.28	0.25

4. CONFIRMATION OF NO UNUSUAL FEATURES

The Board confirms that neither this explanatory statement nor the Buy-back Mandate has any unusual features.

Zhong Jia Guo Xin Holdings Company Limited
中加國信控股股份有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 899)

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**AGM**") of Zhong Jia Guo Xin Holdings Company Limited (the "**Company**") for the year ended 31 March 2026 will be held at 22/F., Euro Trade Centre, 13–14 Connaught Road Central, Central, Hong Kong on Friday, 28 August 2026 at 11:30 a.m. to transact the following businesses:

ORDINARY RESOLUTIONS

1. to receive and consider the audited consolidated financial statements and the reports of the Directors and auditors for the year ended 31 March 2026;

2. A. to re-elect Ms. Yau Ho Yi as an executive Director;

   B. to re-elect Mr. Huang Jiahao as an executive Director;

   C. to re-elect Ms. Jiang Xiaojun as an executive Director;

   D. to re-elect Mr. Wan Ngar Yin David as a non-executive Director;

   E. to re-elect Mr. Ong Chor Wei as a non-executive Director;

   F. to re-elect Mr. So Ting Kong as an independent non-executive Director;

   G. to re-elect Mr. Wang Pengwei as an independent non-executive Director;

   H. to re-elect Mr. Wong Chun Peng Stewart as an independent non-executive Director;

   I. to re-elect Mr. Lam Tsz Chak as an independent non-executive Director;

   J. to re-elect Dr. Liang Jinxiang as a non-executive Director; and

   K. to authorise the board of Directors to fix the remunerations of the Directors.

3. to re-appoint Reanda HK CPA Limited as the auditors of the Company and to authorise the board of Directors to fix their remuneration;

4. to consider as special businesses and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions:

   A. "**THAT**:

      (a) subject to paragraph (c) of this Resolution, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company (including any sale or transfer of treasury shares (which shall have the meaning ascribed to it under the Listing Rules) out of treasury) and to make or grant offers, agreements and options which would or might require the exercise of such powers, be and is hereby generally and unconditionally approved;

      (b) the approval in paragraph (a) of this Resolution shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;

      (c) the number of shares of the Company allotted, issued and dealt with and the number of treasury shares transferred or agreed conditionally or unconditionally to be allotted, issued, dealt with and transfer (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) of this Resolution, otherwise than pursuant to (i) a Rights Issue (as defined below); (ii) the exercise of rights of subscription or conversion under the terms of any warrants issued by the Company or any securities which are convertible into shares of the Company; (iii) the exercise of any option under any share option scheme or similar arrangement for the time being adopted for the grant or issue to officers, employees of the Company and/or any of its subsidiaries or other eligible participants of shares or rights to acquire shares in the Company; or (iv) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of the cash payment for a dividend on shares of the Company in accordance with the bye-laws of the Company, shall not exceed 20 per cent. of the total number of shares of the Company in issue at the date of passing of this Resolution (excluding any treasury shares), 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;

(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 (the "**Bye-laws**") or any applicable law to be held; and

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

"**Rights Issue**" means an offer of shares or other securities of the Company open for a period fixed by the Directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (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 recognised regulatory body or any stock exchange in, any territory applicable to the Company)."

B. "**THAT**:

(a) subject to paragraph (b) of this Resolution, the exercise by the Directors during the Relevant Period (as defined below) of all powers of the Company to buyback its own shares on The Stock Exchange of Hong Kong Limited ("**Stock Exchange**") or on any other stock exchange recognized for this purpose by the Securities and Futures Commission of Hong Kong and the Stock Exchange, subject to and in accordance with all applicable rules, laws and requirements, be and is hereby generally and unconditionally approved;

(b) the number of shares of the Company which may be repurchased or agreed to be repurchased by the Company pursuant to the approval in paragraph (a) of this Resolution shall not exceed 10 per cent. of the total number of shares of the Company in issue as at the date of passing of this Resolution (excluding any treasury shares), 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 law to be held; and

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

C. "**THAT** conditional upon Resolutions 4A and 4B set out above being passed, the authority of the directors of the Company pursuant to resolution 4A be and is hereby approved to extend to cover such number representing the number of the shares of the Company repurchased pursuant to the authority granted pursuant to resolution 4B."

Any reference to an allotment, issue, grant, offer or disposal of shares shall include the sale or transfer of treasury shares in the capital of the Company (including to satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to subscribe for shares of the Company) to the extent permitted by, and subject to the provisions of, the Listing Rules and applicable laws and regulations.

By order of the board of Directors
Zhong Jia Guo Xin Holdings Company Limited
Yau Ho Yi
Executive Director

Hong Kong, 23 July 2026

Notes:

1. Any member entitled to attend and vote at the AGM shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.

2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney or other person duly authorised.

3. In the case of joint holders of any shares in the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such shares as if he was solely entitled thereto, but if more than one of such joint holders are present at the meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such shares shall be accepted to the exclusion of the votes of the other joint registered holders.

4. For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, 25 August 2026 to Friday, 28 August 2026, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the AGM (or at any adjournment thereof), all transfers accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong for registration no later than 4:30 p.m. (Hong Kong Time) on Monday, 24 August 2026. The record date for the attending and voting at the meeting is Friday, 28 August 2026.

5. In order to be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power of attorney or authority, must be deposited at the branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong by 11:30 a.m. (Hong Kong Time) on Wednesday, 26 August 2026 or not less than 48 hours before the time for holding the AGM or any adjourned meeting.

6. Delivery of the form of proxy will not preclude a member from attending and voting in person at the AGM convened and in such event, the form of proxy shall be deemed to be revoked.

7. 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 AGM will be postponed. The Company will post an announcement on the website of the Company at www.zhongjiagx.com and on the HKExnews website of the Stock Exchange at www.hkexnews.hk to notify shareholders of the Company of the date, time and place of the rescheduled meeting.