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YONGAN HOLDINGS

浙江永安融通控股股份有限公司

ZHEJIANG YONGAN RONGTONG HOLDINGS CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code : 8211)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“EGM”) of Zhejiang Yongan Rongtong Holdings Co., Ltd.* (the “**Company**”) will be held at the Conference Room of the Office Building of the Company at Yangxun Qiao Town, Keqiao Qu, Shaoxing, Zhejiang Province, the People’s Republic of China (the “**PRC**”) at 10:00 a.m. on Monday, 10 June 2019 for the purpose of transacting the following businesses:

ORDINARY RESOLUTION

To consider and, if thought fit, to pass with or without modification the following ordinary resolution:

1. “**THAT:**

- (a) the share transfer agreement dated 18 March 2019 (the “**Formal Agreement**”) entered into between Shenzhen Yongan Huiju Water Technology Co., Ltd.* (深圳永安慧聚水務科技有限公司), a wholly-owned subsidiary of the Company, as the purchaser and Qinghai Haiqing New Energy Technology Co., Ltd.* (青海海清新能源科技有限公司), a subsidiary of Guizhou Yongan Finance Holdings Company Limited* (貴州永安金融控股股份有限公司), as the vendor in relation to, among other things, the acquisition of 41.67% of the total issued share capital of Beijing Tepia Technology Co., Ltd.* (北京太比雅科技股份有限公司) at a consideration of RMB90 million upon and subject to the terms and conditions set out therein (a copy of the Formal Agreement has been produced to the EGM marked “A” and signed by the chairman of the EGM for identification purpose), and the transactions contemplated thereby be and are hereby approved, confirmed and ratified; and
- (b) any one director of the Company (“**Director(s)**”) be and is hereby authorised, for and on behalf of the Company, to enter into any agreement, deed or instrument and/or to execute and deliver all such documents and/or do all such acts and things on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with (i) the implementations and completion of the Formal Agreement and transactions contemplated thereunder; and/or (ii) any amendment, variation or modification

of the terms of the Formal Agreement upon such terms and conditions as such Director may think fit.”

By order of the Board of
Zhejiang Yongan Rongtong Holdings Co., Ltd.*
Jiang Ning
Chairman

Zhejiang, the PRC, 24 April 2019

Notes:

1. The H shares (“H Shares”) register of members of the Company will be closed from 11 May 2019 to 10 June 2019 (both days inclusive), during which period no transfer of H Shares will be effected. The shareholders of H Shares whose names appeared on the register of members of the Company on Monday, 10 June 2019 will be entitled to attend and vote at the EGM. In order to qualify for attendance and voting at the EGM, all transfer documents accompanied by share certificates must be lodged with the H share registrar of the Company in Hong Kong, Union Registrars Limited (“H Share Registrar”) at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong by no later than 4:00 p.m. on Friday, 10 May 2019.
2. Any shareholder of H Shares and domestic shares of the Company (“Domestic Shares”) entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote at the EGM on his/her behalf in accordance with the Articles of Association of the Company. A proxy need not be a holder of H Shares or Domestic Shares.
3. In order to be valid, the proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be delivered, for holders of H Shares, to the office of the H Share Registrar at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong and for holders of Domestic Shares, to the Company’s legal address at Yangxun Qiao Town, Keqiao Qu, Shaoxing, Zhejiang Province, the PRC not less than 24 hours before the time for holding the EGM (or any adjourned meeting thereof) or 24 hours before the time appointed for taking the poll.
4. Holders of H Shares and Domestic Shares or their proxies shall produce their identity documents when attending the EGM.
5. Holders of H Shares and Domestic Shares who intend to attend the EGM shall complete and lodge the reply slip for attending the meeting at the Company’s H Share Registrar and the Company’s legal address, respectively on or before Tuesday, 21 May 2019. The reply slip may be delivered to the Company by hand, by post or by fax (at fax No.: (86) 575-84576060).
6. The EGM is not expected to take more than half a day. Shareholders or their proxies attending the EGM shall bear their own traveling and accommodation expenses.

7. The legal address of the Company and the details of the secretarial office of the Board are as follows:-

Yangxun Qiao Town, Keqiao Qu, Shaoxing, Zhejiang Province, The PRC

Postal Code: 312028

Tel: (86) 575-84570099

Fax: (86) 575-84576060

Contact person: Mr. Hu Hua Jun

8. As required under the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”), the above resolutions will be decided by way of poll.

As at the date of this notice, the executive Directors are Mr. Jiang Ning (Chairman), Mr. He Weifeng (Deputy Chairman), Ms. He Lianfeng (Chief Executive Officer) and Mr. Hu Hua Jun; and the independent non-executive Directors are Mr. Song Ke, Mr. Wang Hui and Mr. Wang Zhong.

This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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 notice 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 notice misleading.

This notice will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the Company’s website at <http://www.zj-yongan.com>.

* *For identification purpose only*