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Golden Century International Holdings Group Limited

金禧國際控股集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 91)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**Meeting**”) of shareholders of Golden Century International Holdings Group Limited (the “**Company**”) will be held at 45/F., Tower 1, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong on Thursday, 16 December 2021 at 10:30 a.m., to consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions:

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) the grant of the Non-exempted Loans (as defined and described in the circular of the Company dated 30 November 2021 (“**Circular**”)) be and are hereby approved, confirmed and ratified; and
- (b) any one director of the Company, or any two directors of the Company if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/she/they in his/her/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the provision of the Non-exempted Loans and any of the transactions contemplated thereunder.”

2. **“THAT:**

- (a) the entering into of the financing services agreement dated 22 November 2021 entered into by and among GCINT (HK) Limited (“**GCINT (HK)**”), GCINT Asset Management Limited (“**GCINT AM**”) and Mr. Pan Jibiao (“**Financing Services Agreement A**”) (copy of the Financing Services Agreement A has been produced to the Meeting and marked “A” and initialed by the chairman of the Meeting for the purpose of identification), all the transactions contemplated thereunder and the relevant annual caps (all as described in the Circular), be and are hereby approved; and
- (b) any one director of the Company, or any two directors of the Company if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/she/they in his/her/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Financing Services Agreement A and any of the transactions contemplated thereunder.”

3. **“THAT:**

- (a) the entering into of the financing services agreement dated 22 November 2021 entered into by and among GCINT (HK), GCINT AM and Ms. Li Dan (“**Financing Services Agreement B**”) (copy of the Financing Services Agreement B has been produced to the Meeting and marked “B” and initialed by the chairman of the Meeting for the purpose of identification), all the transactions contemplated thereunder and the relevant annual caps (all as described in the Circular), be and are hereby approved; and
- (b) any one director of the Company, or any two directors of the Company if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/she/they in his/her/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Financing Services Agreement B and any of the transactions contemplated thereunder.”

By Order of the Board
Golden Century International Holdings Group Limited
Pan Jibiao
Chairman and Chief Executive Officer

Hong Kong, 30 November 2021

Registered office:
45th Floor
Tower 1, Times Square
1 Matheson Street
Causeway Bay
Hong Kong

Notes:

1. Any shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him/her/it. A proxy need not be a shareholder of the Company.
2. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be lodged with the registered office of the Company at 45th Floor, Tower 1, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong and/or the Company's share registrar in Hong Kong, Tricor Standard Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not less than 48 hours before the time appointed for holding the Meeting.
3. Completion and return of the form of proxy will not preclude a member of the Company from attending the Meeting and voting in person at the Meeting or any adjournment thereof if he/she/it so desires. If a member of the Company attends the Meeting after having deposited the form of proxy, his/her/its form of proxy will be deemed revoked.
4. Where there are joint registered holders of any share of the Company, any one of such persons may vote at any meeting, either personally 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 any meeting personally or by proxy, then one of the said persons so present being the most, or as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holder stand on the register in respect of the relevant joint holding.
5. For determining the entitlement of the shareholders of the Company to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 13 December 2021 to Thursday, 16 December 2021 (both dates inclusive) during which period no transfer of the Shares of the Company will be registered. In order to qualify for entitlement to attend and vote at the EGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Tricor Standard Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Friday, 10 December 2021.

As at the date of this notice, the executive directors are Mr. Pan Jibiao (Chairman and Chief Executive Officer) and Ms. Shao Yanxia, and the independent non-executive directors are Mr. Lai Kin Keung, Mr. Yeung Chi Wai and Mr. Wong Man Hung Patrick.