

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



首程控股有限公司
SHOUCHENG HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 697)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a general meeting of Shoucheng Holdings Limited (the “**Company**”) will be held at 10:00 a.m. on Tuesday, 31 December 2024 at Conference Room 901, Building 2, West 10th Winter Olympic Square, Liaocang Road, Shougang Park, No. 68 Shijingshan Road, Shijingshan District, Beijing, China for the purpose of considering and, if thought fit, passing the following resolution as ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT:**

- (a) the private fund management service agreement dated 22 November 2024 (the “**New Fund Management Service Agreement**”) entered into between the Company and Beijing Shougang Fund Co., Ltd.* (北京首鋼基金有限公司) (“**Shougang Fund**”), pursuant to which the Company and/or its subsidiaries will provide private fund management services to Shougang Fund and/or its associates (a copy of which is tabled at the meeting and marked “A” and initialled by the chairman of the meeting for identification purpose), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the proposed annual cap amounts for each of the three financial years ending 31 December 2027 in relation to the transactions contemplated under the New Fund Management Service Agreement as set out in the circular of the Company dated 9 December 2024 be and are hereby approved; and
- (c) any one director of the Company (“**Director**”), or any two Directors or two other persons authorized by the board of Directors if the affixation of the common seal is necessary, be and is/are hereby authorised to do all such further acts and things and to sign and execute all such documents (and to affix the common seal of the Company thereon, if necessary) and to take all such steps which in his/her opinion may be necessary, appropriate, desirable or expedient to implement and/or give effect to the New Fund Management Service Agreement and the transactions contemplated thereunder and, subject to and in accordance with the applicable laws and regulations, to approve and make such immaterial variation, amendment, supplement or waiver of immaterial matters relating thereto in the interests of the Company and its shareholders as a whole.”

By order of the Board
Shoucheng Holdings Limited
Zhao Tianyang
Chairman

Hong Kong, 9 December 2024

Notes:

1. Any shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a shareholder of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer or attorney duly authorised.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority, must be deposited with the share registrar of the Company, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for holding the meeting (i.e., at or before 10:00 a.m. on Saturday, 28 December 2024) or any adjournment thereof (as the case may be).
4. The register of members of the Company will be closed from Tuesday, 24 December 2024 to Tuesday, 31 December 2024 (both days inclusive) to determine the entitlement to attend and vote at the meeting. During such period no transfer of shares of the Company will be registered. In order to qualify for the entitlement to attend and vote at the meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Monday, 23 December 2024 for registration.
5. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the meeting or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
6. Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the meeting, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the shares shall alone be entitled to vote in respect thereof.

As at the date of this announcement, the Board comprises Mr. Zhao Tianyang (Chairman) and Mr. Xu Liang as Executive Directors; Mr. Wu Lishun, Mr. Li Hao (Vice Chairman), Mr. Peng Jihai, Mr. Ho Gilbert Chi Hang and Mr. Liu Jingwei as Non-executive Directors; Dr. Wang Xin, Mr. Choi Fan Keung Vic, Mr. Deng Yougao, Ms. Zhang Quanling and Ms. Zhuge Wenjing as Independent Non-executive Directors.