

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.*



## **China New City Group Limited**

### **中國新城市集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1321)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the “**EGM**”) of China New City Group Limited (“**Company**”) will be held at 4:30 p.m. on Wednesday, 15 January 2025 at Crystal Hall, 4th Floor, Holiday Inn Hangzhou Xiaoshan, No. 688 Shanyin Road, Xiaoshan District, Hangzhou, Zhejiang Province, the People’s Republic of China to consider and, if thought fit, transact the following ordinary businesses:

### **ORDINARY RESOLUTIONS**

1. “**THAT:**

- (a) the (i) New Financial Advances Framework Agreement (as defined in the circular of the Company dated 27 December 2024 of which this notice forms part (the “**Circular**”)) (a copy of which has been produced in this meeting and marked “A”) and the transactions contemplated thereunder and the implementation thereof; and (ii) the proposed Caps be and are hereby approved, confirmed and authorised; and
- (b) any one director of the Company (the “**Director**”) be and is hereby authorised to do all such acts and things as the Director in his/her sole and absolute discretion deems necessary to implement, give effect to and/or complete the New Financial Advances Framework Agreement and the transactions contemplated thereunder.”

By order of the Board  
**China New City Group Limited**  
**Shi Zhongan**  
*Chairperson*

The People’s Republic of China, 27 December 2024

*Registered office:*  
Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman, KY1-1111  
Cayman Islands

*Principal place of business  
in Hong Kong:*  
Room 4010, 40th Floor  
China Resources Building  
26 Harbour Road  
Wanchai  
Hong Kong

*Notes:*

1. A member of the Company entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the articles of association of the Company, vote in his stead. A proxy need not be a member of the Company.
2. To be valid, the form of proxy together with a 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 deposited at the offices of the Company's Hong Kong branch registrar and transfer office, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the EGM (i.e. at or before 4:30 p.m. on Monday, 13 January 2025 (Hong Kong time)), or any adjournment thereof.
3. The last record date for the purpose of determining members who are eligible to attend and vote at the EGM will be Friday, 10 January 2025. In order to be eligible to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share register and transfer office in Hong Kong at the address stated in note 2 above not later than 4:30 p.m. on Friday, 10 January 2025 for registration.
4. Completion and return of an instrument appointing a proxy will not preclude a member of the Company from attending and voting in person at the EGM or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. In the case of joint holders of a share of the Company, any one of such joint holders may vote, either in person or by proxy, at the EGM in respect of such share of the Company as if he/she were solely entitled thereto to, but if more than one of such joint holders are present at the EGM, personally or by proxy, the joint holder so present whose name stands first in the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote.
6. References to time and dates in this notice are to Hong Kong time and dates.

*As at the date of this notice, the board of directors of the Company comprises Mr Shi Nanlu and Mr Jin Jianrong as executive directors of the Company; Mr Shi Zhongan as non-executive director of the Company; and Mr Xu Chengfa, Mr Lam Yau Yiu and Mr Yuan Yuan as independent non-executive directors of the Company.*