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**中國秦發集團有限公司**  
**CHINA QINFA GROUP LIMITED**

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

**(Stock Code: 00866)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of China Qinfa Group Limited (the “Company”) will be held at Meeting Room One, Level 2, InterContinental Guangzhou Exhibition Center, No. 828, Yuejiang Middle Road, Haizhu District, Guangzhou City, the PRC on Monday, 31 October 2022 at 11:00 a.m. to consider and, if thought fit, to pass, with or without modifications, the following resolution as an ordinary resolution of the Company.

**ORDINARY RESOLUTION**

1. **“THAT**

- (a) the deed of non-competition dated 30 September 2022 (as amended and supplemented by a supplemental deed of non-competition dated 10 October 2022) entered into by Mr. Xu Da, Mr. Xu Jihua and Fortune Pearl International Limited in favour of the Company (the “**2022 Deed of Non-Competition**”, a copy of which has been produced to the meeting and marked “A” and signed by the chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

- (b) any one or more directors of the Company be and is/are hereby authorised to do all such acts and things as they consider necessary and to sign and execute all such documents, deed or instruments and to take all such actions as they may, in their opinion, deem necessary, desirable, appropriate or expedient to give effect to the 2022 Deed of Non-Competition and the transactions contemplated thereunder.”

By order of the Board  
**China Qinfra Group Limited**  
**BAI TAO**

*Executive Director and Chief Executive Officer*

Guangzhou, 14 October 2022

*As at the date of this notice, the Board comprises three executive Directors, namely, Mr. Xu Da, Mr. Bai Tao and Mr. Tan Yingzhong; and three independent non-executive Directors, namely, Mr. Lau Sik Yuen, Prof. Sha Zhenquan and Mr. Jing Dacheng.*

*Registered office:*

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Cayman Islands

*Principal place of business in the PRC:*

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Level 22, South Tower  
Poly International Plaza  
No. 1 Pazhou Avenue East  
Haizhu District, Guangzhou City  
PRC

*Principal Place of Business in Hong Kong:*

Suite 5706, 57th Floor  
Central Plaza  
No. 18 Harbour Road  
Wanchai  
Hong Kong

*Notes:*

1. For details of the resolution to be approved in this EGM, please refer to the circular of the Company dated 14 October 2022.
2. The register of members of the Company will be closed from Wednesday, 26 October 2022 to Monday, 31 October 2022 (both days inclusive), during which period no transfer of shares of the Company (the “**Shares**”) will be effected. In order to determine the entitlement to attend and vote at the EGM, all share certificates with completed transfer forms, either overleaf or separately, must be lodged with the Company’s Hong Kong branch share registrar and transfer office, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, for registration not later than 4:00 p.m. on Tuesday, 25 October 2022.
3. Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies (if such member is the holder of two or more Shares) to attend and to vote instead of them. A proxy need not be a member of the Company. Completion and return of the form of proxy will not preclude a member of the Company from attending the EGM and vote in person. In such event, his form of proxy will be deemed to have been revoked.
4. Where there are joint 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 were solely entitled thereto, but if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
5. 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 certified copy of such power or authority, must be deposited at the Company’s Hong Kong branch share registrar and transfer office, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.