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CENTRAL HOLDING GROUP CO. LTD.

中環控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1735)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting (the “EGM”) of **Central Holding Group Co. Ltd.** (the “Company”) will be held at Office 5509, 55th Floor, The Center, 99 Queen’s Road Central, Central, Hong Kong on Thursday, 27 August 2020 at 10:00 a.m. for the purpose of considering and, if thought fit passing with or without modification, the following resolutions as ordinary resolutions of the Company:

1. To consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolution:

“THAT:

- (a) the entering into of the agreement dated 7 July 2020 between Linquan Zhongzhihuan Property Development Limited* (臨泉中之環置業有限公司) (“**Linquan Zhongzhihuan Property**”) and Anhui Zhongzhihuan Construction Engineering Co., Ltd* (安徽中之環建築工程有限公司) (“**Anhui Zhongzhihuan Construction**”) (the “**Construction Services Agreement**”), pursuant to which Anhui Zhongzhihuan Construction has agreed to act as contractor to provide construction services for the construction project named “Linquan 70mu Central Street” to Linquan Zhongzhihuan Property from time to time for the period commencing on the date within 15 days upon the Construction Services Agreement having become effective until 31 December 2022 (a copy of the Construction Services Agreement marked “A” has been produced to the Meeting and signed by the Chairman of the EGM for the purpose of identification), the transactions contemplated thereunder and the proposed annual caps (the “**Annual Caps**”) be hereby approved, ratified and confirmed; and

- (b) any one director of the Company be and is hereby authorised to execute the Construction Services Agreement and all such other documents and to do all such acts or things for and on behalf of the Company, and to make and agree such variations of a minor or non-material nature in or to the terms of the Construction Services Agreement as he/she may consider appropriate or desirable relating to or in connection with the matters contemplated therein.”

By Order of the Board
Central Holding Group Co. Ltd.
Li Menglin
Executive Director

Hong Kong, 10 August 2020

Notes:

1. All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). The results of the poll will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chghk.com) in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
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 certified copy of that power of attorney or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong not less than 48 hours before the time appointed for the meeting or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. For determining the entitlement to attend and vote at the meeting, the register of members of the Company will be closed from Monday, 24 August 2020 to Thursday, 27 August 2020, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the EGM, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong for registration not later than 4:30 p.m. on Friday, 21 August 2020.
5. If a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted at any time after 7:00 a.m. on the date of the EGM, the EGM will be held on the first Business Day immediately after that date at the same time and place.
6. References to time and dates in this notice are to Hong Kong time and dates.

7. Considering the outbreak of the coronavirus (COVID-19), certain measures will be implemented at the EGM with a view to addressing the risk to attendees of infection, including, without limitation, (i) all attendees being required to (a) undergo compulsory body temperature check; and (b) wear surgical masks prior to admission to the EGM venue; (ii) all attendees being required to wear surgical masks throughout the EGM; (iii) each attendee being assigned a designated seat at the time of registration to ensure social distancing; and (iv) no refreshment packs or coffee/tea being provided.

The Company reminds attendees that they should carefully consider the risks of attending the EGM, taking into account their own personal circumstances. The Company will keep the evolving COVID-19 situation under review and may implement additional measures which it will announce closer to the date of the EGM (if any).

As at the date of this notice, the executive Directors are Mr. Yu Zhuyun (Chairman and Chief Executive Officer) and Mr. Li Menglin; the non-executive Directors are Mr. Qiao Xiaoge, Mr. Gao Jian and Ms. Zhu Yujuan; and the independent non-executive Directors are Dr. Li David Xianglin, Mr. Wang Wenxing and Dr. Zhou Chunsheng.