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中信建投証券股份有限公司 CSC FINANCIAL CO., LTD.

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6066)

NOTICE OF THE 2018 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2018 annual general meeting (the “**AGM**”) of CSC Financial Co., Ltd. (the “**Company**”) will be held at 9:30 a.m. on Tuesday, June 25, 2019 at the Shanghai Hall, Xinhai Jinjiang Hotel, 61 Jinbao Street, Dongcheng District, Beijing, People's Republic of China (the “**PRC**”), to consider and, if thought fit, approve the following resolutions:

Unless otherwise specified, capitalized terms used in this notice shall have the same meaning as those defined in the circular (the “**Circular**”) of the Company dated May 10, 2019. Please refer to the Circular for details of the proposed resolutions.

AS ORDINARY RESOLUTIONS

1. to consider and approve the 2018 Work Report of the Board of Directors of the Company;
2. to consider and approve the 2018 Work Report of the Supervisory Committee of the Company;
3. to consider and approve the 2018 Final Financial Accounts Plan of the Company;
4. to consider and approve the 2018 annual report of the Company;
5. to consider and approve the Profit Distribution of the Company in 2018;
6. to consider and approve the Cap on Investment Amount for Proprietary Business of the Company in 2019;
7. to consider and approve expected daily related party transactions of the Company in 2019;
8. to consider and approve the re-appointment of 2019 accounting firms of the Company and the auditor fees thereof, and authorize the Board to adjust and determine the specific audit and review fees based on the actual situation.

AS REPORTING DOCUMENT

To review:

9. the 2018 Work Report of the Independent Non-executive Directors of the Company.

The above resolutions and report were considered and approved by the Board/ Supervisory Committee on March 18, 2019. It is now submitted to shareholders for consideration and approval at the AGM.

By order of the Board
CSC Financial Co., Ltd.
Wang Changqing
Chairman

Beijing, the PRC
May 10, 2019

As at the date of this notice, the executive Directors of the Company are Mr. WANG Changqing and Mr. LI Geping; the non-executive Directors of the Company are Mr. YU Zhongfu, Mr. DONG Shi, Ms. ZHANG Qin, Ms. ZHU Jia, Mr. WANG Hao, Mr. WANG Bo and Mr. XU Gang; and the independent non-executive Directors of the Company are Mr. FENG Genfu, Ms. ZHU Shengqin, Mr. DAI Deming, Mr. BAI Jianjun and Mr. LIU Qiao.

Notes:

1. In order to determine the list of H Shareholders who are entitled to attend the AGM, the Company will close the register of members during the period from Saturday, May 25, 2019 to Tuesday, June 25, 2019 (both days inclusive), during which no registration of Shares will be made. H Shareholders who wish to attend the AGM are required to send all the transfer documents together with the relevant Shares to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong to register before 4:30 p.m. on Friday, May 24, 2019. At the close of business of the aforementioned date, H Shareholders registered in Computershare Hong Kong Investor Services Limited are entitled to attend the AGM.

Where there are joint holders of any shares, the one whose name stands first on the register of members shall be entitled to attend and vote at the AGM in respect of such shares.

2. The Board recommended the distribution of profit cash dividend for the year 2018 of RMB1.80 per ten shares (tax inclusive) (“**2018 Profit Cash Dividend**”), and if such dividend is declared by the Shareholders through an ordinary resolution, it is expected to be paid on or around Friday, August 23, 2019 to the Shareholders whose names appear on the register of members of the Company at the close of business on Thursday, July 4, 2019. In order to be entitled to the receipt of cash dividend to be distributed which will be approved in the AGM, the H Shareholders should ensure that all transfer documents together with relevant share certificates, are lodged with the Company’s registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, June 28, 2019.
3. Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote at the meeting on his or her behalf. A proxy need not be a Shareholder.
4. The instrument appointing a proxy must be in writing by the appointor or his attorney duly authorized in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorized attorney. To be valid, the proxy form together with the notarized power of attorney or other documents of authorization, if any, must be completed and delivered to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for H Shareholders), no later than 24 hours before the time fixed for the AGM (i.e. 9:30 a.m. on Monday, June 24, 2019) or not less than 24 hours before the convening of any adjournment thereof. The proxy form for the AGM is enclosed herewith.

Completion and return of the proxy form will not preclude the Shareholders from attending and voting at the AGM or at any adjourned meeting if they so wish.

5. Registration Procedures for Attending the AGM

- (1) Shareholder or his/her proxy shall produce the original proof of identity when attending the AGM:
 - (a) Legal representatives of legal person shareholders who attend the meeting shall produce their own identity cards and effective proof of their capacity as legal representatives. Proxies of legal person shareholders shall produce their own identity cards and the form of proxy duly signed by the legal representatives of the legal person shareholders according to laws.
 - (b) Individual Shareholders who attend the meeting in person shall produce their identity cards or other effective document or proof of identity. Proxies of individual Shareholders shall produce effective proof of identity and form of proxy.
- (2) Shareholders intending to attend the AGM in person or by their proxies should return the completed and signed reply slip for attending the AGM in person, by post or by fax to Computershare Hong Kong Investor Services Limited on or before Wednesday, June 5, 2019.

6. Voting by Poll

According to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. Accordingly, the resolution to be proposed at the AGM will be voted by poll. Results of the poll voting will be posted on the HKExnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and on the website of the Company at www.csc108.com after the conclusion of the AGM.

7. Miscellaneous

- (1) The duration of the AGM is expected not to exceed half a day. Shareholders who attend the AGM shall arrange for their own transportation and accommodation at their own expenses.
- (2) The address of Computershare Hong Kong Investor Services Limited is at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (Telephone: (852) 2862 8555, Fax: (852) 2865 0990).
- (3) The location of the Company’s Board office is at 8/F, Office Building of CSC Financial Co., Ltd., No. 188 Chaonei Avenue, Dongcheng District, Beijing, PRC (Telephone: (8610) 8513 0716, Fax: (8610) 6518 6399).