## **Southwest Securities International Securities Limited**

# 西證國際證券股份有限公司\*

(Incorporated in Bermuda with limited liability)

### NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** a special general meeting (the "**SGM**") of Southwest Securities International Securities Limited (the "**Company**") will be held at Room 1608, 16/F., China Resources Building, No. 26 Harbour Road, Wan Chai, Hong Kong on Wednesday, 31 December 2025 at 10:00 a.m. to consider, and if thought fit, passing the following resolutions of the Company:

#### AS SPECIAL RESOLUTIONS

#### THAT:

- 1. pursuant to Article 164(2) of the Amended and Restated Bye-Laws of the Company (the "Articles") and section 201(a) of Companies Act 1981 of Bermuda, the Company be and is hereby wound up voluntarily.
- 2. pursuant to section 208(1) of Companies Act 1981 of Bermuda, Ms Francine Mason of R&H Services Limited, Mr Osman Mohammed Arab and Mr Lai Wing Lun, both of Acclime Corporate Advisory (Hong Kong) Limited be and are hereby appointed as joint voluntary liquidators of the Company ("Liquidators"), and be and are hereby authorised to act jointly and severally.
- 3. the Liquidators either jointly or severally be at liberty to exercise all or any of the powers referred to in section 175(1)(d), (e) and (f) of Companies Act 1981 of Bermuda as applicable to a members' voluntary winding up under section 226(1)(a) of Companies Act 1981 of Bermuda.
- 4. pursuant to Article 165, the Liquidators be and are hereby authorised to make distributions in specie and/or in cash of all or any part of the assets of the Company.
- 5. pursuant to section 255(1) of Companies Act 1981 of Bermuda, the books and records of the Company and of the Liquidators be retained for one month commencing from the date of dissolution of the Company and that thereafter they may be disposed of in such manner as the Liquidators think fit.

By order of the Board

Southwest Securities International Securities Limited HUANG Changsheng

Director

Hong Kong, 8 December 2025

<sup>\*</sup> For identification purpose only

#### Notes:

- 1. A member entitled to attend and vote at the SGM is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the Bye-laws of the Company, to vote on his/her behalf. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed.
- 2. 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/she 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 of the Company in respect of the joint holding.
- 3. A proxy form for use at the SGM is enclosed. If you do not intend to attend the SGM in person, you are requested to complete and return the enclosed proxy form in accordance with the instructions printed thereon.
- 4. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or if the appointer is a corporation, either under its common seal or under the hands of any officer or attorney duly authorised.
- 5. In order to be valid, the proxy form, together with a 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 Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof (as the case may be).
- 6. Completion and return of a proxy form shall not preclude a member from attending and voting in person at the SGM or any adjournment thereof (as the case may be) and, in such event, the proxy form appointing a proxy shall be deemed to be revoked.
- 7. To ascertain shareholders' eligibility to attend and vote at the SGM, the register of members will be closed from Monday, 29 December 2025 to Wednesday, 31 December 2025, both days inclusive, during which period no transfer of Shares will be registered. In order to qualify to attend and vote at the SGM, all transfer documents accompanied by the relevant Share certificates must be lodged with the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Wednesday, 24 December 2025.
- 8. If Typhoon Signal No. 8 or above, or a "black" rainstorm warning or "extreme conditions after super typhoons" announced by the Government of Hong Kong is/are in effect any time after 8:00 a.m. on the date of the SGM, the meeting will be postponed. The Company will publish an announcement on the website of the Company at www.swsc.hk to notify Shareholders of the date, time and venue of the rescheduled meeting.