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INTERNATIONAL ALLIANCE FINANCIAL LEASING CO., LTD.

国际友联融资租赁有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1563)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“EGM”) of International Alliance Financial Leasing Co., Ltd. (the “**Company**”) will be held on 13th Floor, T4, Qiaochengfang, No. 4080, Qiaoxiang Road, Nanshan District, Shenzhen, Guangdong, The People’s Republic of China, on Tuesday, 14 February 2023, at 10:00 a.m., or any adjournment of such meeting for the purposes of considering and, if thought fit, passing, with or without modifications, the following resolutions as special resolutions of the Company:

SPECIAL RESOLUTIONS

1. “**THAT**

- (a) subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands having been obtained by way of issue of a certificate of incorporation on change of name, the existing English name of the Company be changed from “International Alliance Financial Leasing Co., Ltd.” to “Alliance International Education Leasing Holdings Limited” and the existing dual foreign name in Chinese of the Company be changed from “国际友联融资租赁有限公司” to “友聯國際教育租賃控股有限公司” (the “**Proposed Change of Company Name**”) with effect from the date of the certificate of incorporation on change of name issued by the Registrar of Companies in the Cayman Islands; and
- (b) each of the directors of the Company be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion

necessary, desirable or expedient to implement and/or give effect to the Proposed Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

2. “**THAT**

- (a) subject to the Proposed Change of Company Name becoming effective, the proposed amendments to the amended and restated memorandum and articles of association of the Company currently in force (the “**Proposed Amendments**”), details of which are set out in Appendix I to the circular of the Company dated 27 January 2023, be and are hereby approved;
- (b) subject to the Proposed Change of Company Name becoming effective, the second amended and restated memorandum and articles of association of the Company (incorporating all of the Proposed Amendments) (the “**New M&A**”), copies of which have been produced to the EGM and marked as “A” and initialed by the chairman of the EGM for identification purpose, be and are hereby approved and adopted as the New M&A in substitution for, and to the exclusion of, the existing amended and restated memorandum and articles of association of the Company with effect from the date that the Proposed Change of Company Name becoming effective; and
- (c) each of the directors of the Company be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the Proposed Amendments and the adoption of the New M&A and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By Order of the Board
International Alliance Financial Leasing Co., Ltd.
Song Jianbo
Chairman

Hong Kong, 27 January 2023

Principal place of business in Hong Kong:
Unit 2602, 26th Floor
One Hennessy
No. 1 Hennessy Road
Wan Chai
Hong Kong

Notes:

1. Any shareholder of the Company (the “**Shareholder**”) entitled to attend and vote at the EGM convened by the above notice is entitled to appoint another person as his proxy to attend and vote instead of him. The Shareholder who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be the Shareholder. A form of proxy for use at the EGM is enclosed herewith.
2. Where there are joint registered holders of any share, any one of such persons may vote at the EGM, either personally 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 the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
4. The register of members of the Company will be closed from Friday, 10 February 2023 to Tuesday, 14 February 2023, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for attendance of the meeting, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, on 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Thursday, 9 February 2023.
5. To be valid, the form of proxy and 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 in Hong Kong, Tricor Investor Services Limited on 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time for holding the EGM or any adjournment thereof.
6. Delivery of the form of proxy will not preclude the Shareholder from attending and voting in person at the EGM or any adjourned meeting and, in such event, the instrument appointing a proxy will be deemed to be revoked.
7. A circular containing, among others things, information on the Proposed Change of Company Name, the Proposed Amendments and the adoption of the New M&A has been despatched to the Shareholders.
8. As at the date of this notice of EGM, the Board comprises Mr. Li Luqiang, Mr. Liu Zhenjiang, Mr. Luo Zhenming, Mr. Qiao Renjie and Mr. Yuen Kin Shan as executive Directors; Mr. Song Jianbo and Mr. Jiao Jianbin as non-executive Directors; and Mr. Liu Changxiang, Mr. Liu Xuewei, Mr. Jiao Jian, Mr. Shek Lai Him Abraham and Ms. Xing Li as independent non-executive Directors.