
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about any of the contents of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in Red Star Macalline Group Corporation Ltd., you should at once hand this circular together with the form of proxy and reply slip to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.



Red Star Macalline Group Corporation Ltd.

紅星美凱龍家居集團股份有限公司

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

(Stock Code: 1528)

CHANGE IN PART OF THE A SHARE FUNDRAISING INVESTMENT PROJECTS AMENDMENTS TO THE RULES FOR MANAGEMENT OF EXTERNAL INVESTMENTS ELECTION OF EXECUTIVE DIRECTOR ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND NOTICE OF THE EXTRAORDINARY GENERAL MEETING

A letter from the Board is set out on pages 1 to 10 of this circular. A notice convening the EGM to be held at 1:00 p.m. on Wednesday, 28 November 2018 at Yamei 2 Ballroom, 3/F, Crowne Plaza Shanghai Noah Square, No. 1699 Jinshajiang Road, Putuo District, Shanghai, PRC, is being dispatched to the Shareholders together with this circular.

If you intend to attend the EGM, please complete and return the reply slip in accordance with the instructions printed thereon as soon as possible and in any event by no later than Thursday, 8 November 2018.

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the proxy form in accordance with the instructions printed thereon. The proxy form must be signed by you or your attorney duly authorised in writing or, in case of a legal person, must either be executed under its seal or under the hand of its director or other attorney duly authorised to sign the same. If the proxy form is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarially certified.

In the case of joint holders of shares of the Company, only the holder whose name stands first in the register of members of the Company shall alone be entitled to vote at the EGM, either in person or by proxy in respect of such shares.

For H Share Shareholders, please return the proxy form together with any documents of authority to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible, and in any event not later than 24 hours before the time appointed for holding the EGM. For A Share Shareholders, please return the proxy form together with any documents of authority to the headquarters of the Company in the PRC at 9/F Red Star World Trade Building, No. 598, Nujiang Road North, Putuo District, Shanghai, PRC as soon as possible, and in any event not later than 24 hours before the time appointed for holding the EGM. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

CONTENT

	<i>Page</i>
LETTER FROM THE BOARD	1
1. INTRODUCTION.....	2
2. CHANGE IN PART OF THE A SHARE FUNDRAISING INVESTMENT PROJECTS.....	2
3. AMENDMENTS TO THE RULES FOR MANAGEMENT OF EXTERNAL INVESTMENTS.....	5
4. ELECTION OF EXECUTIVE DIRECTOR	6
5. ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTORS	8
6. RECOMMENDATION.....	10
 APPENDIX I RECOMMENDATION ON AMENDMENTS TO THE RULES FOR MANAGEMENT OF EXTERNAL INVESTMENTS	 11
 NOTICE OF THE EXTRAORDINARY GENERAL MEETING	 21

Note: if there is any discrepancies between the Chinese version and the English version of the circular, the Chinese version shall prevail.

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“A Share(s)”	the ordinary share(s) issued by the Company with a nominal value of RMB1.0 each, listed on the Shanghai Stock Exchange and traded in RMB
“A Share Shareholder(s)”	the holder(s) of A Share(s)
“Articles of Association”	the articles of association of the Company
“CSRC”	China Securities Regulatory Commission
“EGM”	the extraordinary general meeting of the Company to be convened and held on 28 November 2018
“Board”	the board of directors of the Company
“Company”	Red Star Macalline Group Corporation Ltd. (紅星美凱龍家居集團股份有限公司), a sino-foreign joint stock company incorporated in the PRC with limited liability, whose H Shares are listed on the main board of The Stock Exchange of Hong Kong Limited (stock code: 1528)
“Director(s)”	the director(s) of the Company
“H Share(s)”	means overseas-listed foreign invested ordinary share(s) with a nominal value of RMB1.0 each in the share capital of the Company, which is/are listed on The Stock Exchange of Hong Kong Limited and traded in HK\$
“H Share Shareholder(s)”	the holder(s) of the H Share(s)
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

DEFINITIONS

“PRC”	the People’s Republic of China which, for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the A Share(s) and the H Share(s)
“Shareholder(s)”	the A Share Shareholder(s) and the H Share Shareholder(s) of the Company
“SSE”	the Shanghai Stock Exchange
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

LETTER FROM THE BOARD



Red Star Macalline Group Corporation Ltd.

紅星美凱龍家居集團股份有限公司

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

(Stock Code: 1528)

Executive Directors:

Mr. Che Jianxing
Ms. Che Jianfang
Mr. Jiang Xiaozhong

Registered office in the PRC:

Suite F801, 6/F
No. 518, Linyu Road
Pudong New District
Shanghai
PRC

Non-executive Directors:

Ms. Chen Shuhong
Mr. Xu Guofeng
Mr. Joseph Raymond Gagnon
Mr. Zhang Qiqi

Principal place of business in Hong Kong:

31/F, Tower 2
Times Square
1 Matheson Street
Causeway Bay, Hong Kong

Independent non-executive Directors:

Mr. Li Zhenning
Mr. Ding Yuan
Mr. Lee Kwan Hung
Mr. Qian Shizheng

12 October 2018

To the Shareholders

Dear Sir or Madam,

**CHANGE IN PART OF THE A SHARE FUNDRAISING
INVESTMENT PROJECTS
AMENDMENTS TO THE RULES FOR MANAGEMENT OF EXTERNAL
INVESTMENTS
ELECTION OF EXECUTIVE DIRECTOR
ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

LETTER FROM THE BOARD

1. INTRODUCTION

Reference is made to the overseas regulatory announcement of the Company dated 7 September 2018 in relation to the change in part of the A Share fundraising investment projects. The resolution on the change in part of the A Share fundraising investment projects has been passed by the Board at the Board meeting held on 7 September 2018.

The above proposal shall be approved by the Shareholders by way of an ordinary resolution.

Reference is made to the announcement of the Company dated 11 October 2018 in relation to the change of Directors. At the meeting of the Board held on 11 October 2018, the following resolutions have been passed by the Board: (1) amendments to the rules for management of external investments; (2) the appointment of Mr. Guo Binghe (“**Mr. Guo**”) as executive Director; (3) the appointment of Mr. Wang Xiao (“**Mr. Wang**”) as independent non-executive Director; and (4) the appointment of Ms. Zhao Chongyi (“**Ms. Zhao**”) as independent non-executive Director.

The four proposals above shall be approved by the Shareholders by way of ordinary resolutions.

The purpose of this circular is to provide you with the information regarding the (1) change in part of the A Share fundraising investment projects; (2) amendments to the rules for management of external investments; (3) election of Mr. Guo as executive Director; (4) election of Mr. Wang as independent non-executive Director; and (5) the election of Ms. Zhao as independent non-executive Director, in order to enable you to make informed decision on whether to vote for or against the proposed resolutions at the EGM.

2. CHANGE IN PART OF THE A SHARE FUNDRAISING INVESTMENT PROJECTS

(I) Basic information regarding initial public offering proceeds

As approved by the Reply on the Approval of the Initial Public Offering of Shares by Red Star Macalline Group Corporation Ltd. (Zheng Jian Xu Ke [2017] No. 2373) (《關於核准紅星美凱龍家居集團股份有限公司首次公開發行股票的批覆》) issued by the CSRC, the Company raised an aggregate fund of RMB3,222.45 million from its initial public offering of 315 million shares of RMB denominated ordinary shares (A Shares), with an issuance price of RMB10.23/share, resulting in a net proceed of RMB3,050.0078 million after deducting the issuance expenses of RMB172.4422 million. The aforementioned proceeds have been available on 9 January 2018. Deloitte Touche Tohmatsu Certified Public Accountants LLP verified the aforementioned matters and issued the Capital Verification Report (De Shi Bao (Yan) Zi (18) No. 00038).

LETTER FROM THE BOARD

The Proposal on the Use of Part of the Idle Fund Raised from Completed Investment Projects for Other Investment Projects and the Use of Fund Raised to Substitute Self-owned Funds Contributed to Investment Projects (《關於將部分已結項募投項目節餘資金用於其他募投項目及使用募集資金置換預先已投入募投項目的自籌資金的議案》) was considered and approved at the 23rd provisional meeting of the third session of the Board and the third provisional meeting of the third session of the supervisory committee of the Company convened on 7 February 2018. It was agreed to use part of the idle fund raised from the completed investment project “Harbin Songbei Shopping Mall Project”, i.e. RMB48.1204 million, to replenish the parts of self-owned funds actually used in the completed investment projects “Hohhot Yuquan Shopping Mall Project” and “Dongguan Wanjiang Shopping Mall Project” which exceeded the amount of fund raised intended to be used. Meanwhile, it was agreed to use all idle fund raised from the completed investment project “Tianjin Beichen Shopping Mall Project”, i.e. RMB35.3335 million, and part of the idle fund raised from the “Harbin Songbei Shopping Mall Project”, i.e. RMB73.9002 million, for the “Urumqi Convention and Exhibition Mall Project”, in order to satisfy capital needs of the investment project in the future. For details of specific contents, please refer to the announcement on the Use of Part of the Idle Fund Raised from Completed Investment Projects for Other Investment Projects by Red Star Macalline Group Corporation Ltd. (Announcement No.: 2018-009) disclosed on the official website of the SSE by the Company and by other designated media.

As at 30 June 2018, the breakdown of expenditure of the investment projects is as follows (unaudited):

Unit: RMB0'000

Number	Project Name	Total Investments	Fund Accumulated		
			raised to be used ^{note}	actual fund raised	
1	Construction of Shopping Mall Projects	1.1 Tianjin Beichen Shopping Mall	106,900.00	24,513.65	24,513.65
		1.2 Hohhot Yuquan Shopping Mall	56,600.00	7,682.53	7,682.53
		1.3 Dongguan Wanjiang Shopping Mall	39,400.00	16,414.51	16,414.51
		1.4 Harbin Songbei Shopping Mall	92,100.00	29,480.94	29,480.94
		1.5 Urumchi Expo Mall	80,000.00	66,908.37	49,920.81
Subtotal		375,000.00	145,000.00	128,012.44	
2	Construction of Unified Logistic Service System	60,000.00	45,000.00	0.00	
3	Expansion of Home Design and Decoration Services	30,000.00	20,000.00	0.00	
4	O2O Home Decoration Platform	50,000.00	40,000.00	0.00	
5	Repayment of Bank Loans	80,000.00	40,000.00	40,000.00	
6	Replenishment of Working Capital	30,000.00	15,000.78	14,198.00	
Total		625,000.00	305,000.78	182,210.44	

Note: Adjustment has been made according to the Proposal on the Use of Part of the Idle Fund Raised from Completed Investment Projects for Other Investment Projects and the Use of Fund Raised to Substitute Self-owned Funds Contributed to Investment Projects considered and approved at the 23rd provisional meeting of the third session of the Board.

LETTER FROM THE BOARD

(II) Projects for which use of fund raised intended to be changed

As at 30 June 2018, the Company did not contribute fund raised to the “Construction of Unified Logistic Service System”, “Expansion of Home Design and Decoration Services”, and “O2O Home Decoration Platform”. After full demonstration, the Company proposes to cease contributing fund raised to the above three projects, and to change the use of the corresponding proceeds with an amount of RMB105,000 to the “Construction of Shopping Mall Projects” (Changsha Jinxia Shopping Mall and Xining Expo Mall), “New intelligent home furnishing shopping mall project” and “Repayment of Interest-Bearing Debts”. Overview of investment projects for which fund raised to be contributed before and after change is as follows:

Unit: RMB 0'000

Number	Name of the project	Investment amount	Amount of proceeds proposed to be used (before change)	Amount of proceeds proposed to be used (after change)	
1	Home furnishing shopping mall construction project	1.1 Tianjin Beichen Shopping Mall Project	106,900.00	24,513.65	24,513.65
		1.2 Hohhot Yuquan Shopping Mall Project	56,600.00	7,682.53	7,682.53
		1.3 Dongguan Wanjiang Shopping Mall Project	39,400.00	16,414.51	16,414.51
		1.4 Harbin Songbei Shopping Mall Project	92,100.00	29,480.94	29,480.94
		1.5 Urumqi Convention and Exhibition Mall Project	80,000.00	66,908.37	66,908.37
		1.6 Changsha Jinxia Shopping Mall Project	60,000.00	–	19,000.00
		1.7 Xining Expo Shopping Mall Project	64,000.00	–	11,000.00
	Subtotal	<u>499,000.00</u>	<u>145,000.00</u>	<u>175,000.00</u>	
2	Construction of unified logistic service system project	60,000.00	45,000.00	–	
3	Expansion of home design and decoration services project	30,000.00	20,000.00	–	
4	Internet-based home decoration platform project	50,000.00	40,000.00	–	
5	Repayment of bank loans	80,000.00	40,000.00	40,000.00	
6	Supplement of liquidity	30,000.00	15,000.78	15,000.78	
7	New intelligent home furnishing shopping mall project	40,000.00	–	40,000.00	
8	Repayment of interest-bearing debts project	50,000.00	–	35,000.00	
	Total	<u><u>839,000.00</u></u>	<u><u>305,000.78</u></u>	<u><u>305,000.78</u></u>	

LETTER FROM THE BOARD

Amount of fund in relation to the investment projects for which use of fund raised intended to be changed accounted for 32.58% of the total proceeds of the Company's A Share initial public offering, and accounted for 34.43% of the net actual proceeds. Investment projects for which use of proceeds raised intended to be changed do not involve related party transactions, and do not constitute major assets restructuring stipulated in the Measures for Administration of Material Assets Reorganization of Listed Companies (《上市公司重大資產重組管理辦法》).

In order to satisfy the Company's capital needs before the change in the use of proceeds is considered and approved at the general meeting of the Company, the Company will initially contribute self-owned funds to relevant projects, and will subsequently substitute the contribution from self-owned funds with the proceeds after changes of the above resolution are approved by the Shareholders at the EGM.

The aforementioned resolution was considered and approved at the 35th provisional meeting of the third session of the Board and the 4th provisional meeting of the third session of supervisory committee of the Company, and is hereby submitted to the Shareholders for their consideration.

3. AMENDMENTS TO THE RULES FOR MANAGEMENT OF EXTERNAL INVESTMENTS OF RED STAR MACALLINE GROUP CORPORATION LTD.

In order to further optimise the internal management system of the Company, the Company has made amendments to the relevant contents of the Rules for Management of External Investments of Red Star Macalline Group Corporation Ltd. in accordance with the laws and regulations of the People's Republic of China. For specific details of the amendments, please refer to Appendix I of this circular. The amended Rules for Management of External Investments of Red Star Macalline Group Corporation Ltd. will come into effect from the date on which the Rules are considered and approved at the general meeting of the Company.

The aforementioned resolution was considered and approved at the 36th provisional meeting of the third session of the Board, and is hereby submitted to the Shareholders for consideration.

LETTER FROM THE BOARD

4. ELECTION OF EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 11 October 2018 regarding the change of Directors.

In support of the cadre rejuvenation strategy of the Company, Ms. Zhang Qi (“**Ms. Zhang**”) has tendered her resignation as the vice chairman, executive Director, deputy general manager and a member of the strategy and investment committee due to personal age concern. Her resignation took effect on the date of delivery of her resignation letter to the Board.

The Board of the Company currently comprises 11 members, including three executive Directors. According to the relevant provisions of the Company Law of the People’s Republic of China and the Articles of Association, the Company shall appoint an additional executive Director.

As recommended by Red Star Macalline Holding Group Company Limited, the controlling shareholder of the Company, the Board reviewed Mr. Guo’s occupation, academic qualifications, professional titles, detailed work experiences and all part-time work experiences and believes that Mr. Guo is qualified for the position as the executive Director pursuant to the relevant laws and regulations as well as the qualifications of holding the position as stipulated in the Articles of Association. The Board has also agreed, upon the election of Mr. Guo as an executive Director of the third session of the Board, to appoint Mr. Guo to be a member of the strategy and investment committee of the Board after the election of Mr. Guo as an executive Director.

The biographical details of Mr. Guo are set out below:

Mr. Guo Binghe, aged 45, joined the Company in June 2007 and has been a vice general manager of the Company since October 2011. Since December 2013, he has also been the secretary to the Board. He is primarily responsible for legal compliance, corporate governance, internal control, investor relations and information disclosure of the Company and providing support and assistance to the Board in the performance of its duties. Prior to joining the Company, Mr. Guo worked in the investment banking division of Shenyin & Wanguo Securities Co., Ltd. (申銀萬國證券股份有限公司) from July 2001 to March 2004. He then worked in Skyone Securities Co., Ltd. (天一證券有限公司) from March 2004 to October 2005. From 2006 to 2007, Mr. Guo served as assistant chief financial officer of Red Star Furniture Group. He has worked in the following subsidiaries, associates and joint ventures of the Company, including: serving as general manager of Shanghai Macalline Xinghe Asset Management Company Limited (上海美凱龍星荷資產管理有限公司) since November 2016; supervisor of Ziguang Shanghai Lelian Universal Internet of Things Technology Co., Ltd. (上海紫光樂聯物聯網科技有限公司) and a supervisor of Wuhu Meihe Asset Management Co., Ltd. (蕪湖美和資產管理有限公司) since February 2017, and director of Oriented Standard Human Resources Limited since March 2017.

LETTER FROM THE BOARD

Mr. Guo completed his studies in English education at Anhui Education College (安徽教育學院) (now known as Hefei Normal University (合肥師範學院)) in July 1998, and obtained a master's degree in economics from Fudan University (復旦大學) in July 2001 and a degree of executive master of business administration from Cheung Kong Graduate School of Business (長江商學院).

Mr. Guo will enter into a service contract with the Company upon his appointment being approved by the Shareholders of the Company at the EGM. The term of his appointment will be from the date of appointment approved at the general meeting to the end of the term of the third session of the Board, and the date of expiry of the term of his appointment as a member of the strategy and investment committee will be the same as the other members of the strategy and investment committee. According to the Articles of Association, Mr. Guo may seek re-election after the expiry of his term of appointment. If either Mr. Guo or the Company provides the other party with not less than one month's written notice, or Mr. Guo is not re-appointed after the end of his term of appointment, the service contract will be terminated. Mr. Guo will not receive any remuneration during his term of office as the executive director of the Company but will only receive remuneration for his position as a senior management.

Save as disclosed above, Mr. Guo does not hold any other position with the Company or its subsidiaries, has not held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years prior to the date of his appointment and does not have other major appointments and professional qualifications.

To the best knowledge of the Company, Mr. Guo does not have any relationship with any other Director, senior management, substantial shareholder or controlling shareholder of the Company, and other than the 1.504 million shares (representing approximately 0.042% of the total share capital of the Company) of the Company indirectly held through by Shanghai Jinghai Assets Management Center (Limited Partnership), he does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) and has not been subject to any disciplinary action by the CSRC or any other relevant authorities or the Hong Kong Stock Exchange.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to 13.51(2)(v) of Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company, relating to Mr. Guo's appointment.

The aforementioned resolution was considered and approved at the 36th provisional meeting of the third session of the Board of the Company, and is hereby submitted to the Shareholders for consideration.

LETTER FROM THE BOARD

5. ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Reference is made to the announcement of the Company dated 11 October 2018 regarding the change of Directors.

The Board announces that Mr. Li Zhenning (“**Mr. Li**”) and Mr. Ding Yuan (“**Mr. Ding**”) have tendered their resignation as independent non-executive Directors. Mr. Li has also resigned as a member of the audit committee, a member of the remuneration and evaluation committee, a member of the strategy and investment committee and the chairman of the nomination committee of the Company and Mr. Ding has resigned as the chairman of the audit committee.

As nominated by the nomination committee of the Board, the Board has reviewed each of the occupation, academic qualifications, professional titles, detailed work experiences and all part-time work experiences of Mr. Wang and Ms. Zhao in accordance with the nomination by the nomination committee of the Board. Pursuant to the relevant laws and regulations as well as the qualifications of holding the position as stipulated in the Articles of Association, the Board believes that Mr. Wang and Ms. Zhao are qualified for the position as the independent non-executive Directors of the third session of the Board. Meanwhile, the Board has also agreed, upon the election of Mr. Wang as an independent non-executive Director, to appoint Mr. Wang as a member of the audit committee and the remuneration and evaluation committee of the Board. The Board has agreed, upon the election of Ms. Zhao as an independent non-executive Director, to appoint Ms. Zhao as a member of the nomination committee and the strategy and investment committee of the Board.

The biographical details of Mr. Wang are set out below:

Mr. Wang Xiao, aged 43, has been the partner of IDG Capital and responsible for the merger and acquisition business since December 2015. During April 2000 and March 2001, he served as manager in the head office of Bank of China. During March 2001 and March 2011, he served as senior manager in the SSE. From March 2011 to April 2015, he served as an investigator of the CSRC. From April 2015 to December 2015, he served as a deputy general manager of Shanghai Lujiazui International Financial Assets Commodity Exchange Co., Ltd. and a member of executive committee of Ping An Insurance (Group) Company of China, Ltd. (listed on the Stock Exchange of Hong Kong, stock code: 2318 and listed on the SSE, stock code: 601318). He also served as an independent director of Zhejiang Wanfeng Auto Wheel Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code: 002085) since May 2016 and an independent director of Long Yuan Construction Group Co, Ltd. (listed on the SSE, stock code: 600491) since March 2017. Mr. Wang is a professor (part-time) of the China Insurance Actuarial Research Institute (中國保險精算研究院) of Central University of Finance and Economics (中央財經大學) and is also a columnist of Caixin.com. Mr. Wang is a certified public accountant of the PRC and a CFA charterholder, and has obtained his qualification as an independent director from the SSE.

Mr. Wang obtained a master’s degree in accounting from the Central University of Finance and Economics (中央財經大學) from September 1997 to April 2000, a master’s degree in finance from the London Business School from September 2007 to June 2008. He obtained his PhD degree in management from Fudan University (復旦大學) from September 2004 to June 2009.

LETTER FROM THE BOARD

The biographical details of Ms. Zhao are set out below:

Ms. Zhao Chongyi, aged 44, has been the China regional chairman of Grand Parc Du Puy Du Fou since September 2013, director and senior deputy executive president of Puy Du Fou Asia Limited (Hong Kong) since July 2018, Asia regional partner and deputy president of Barnes International (France) since July 2016, and director and president of Barnes Asia Limited (Hong Kong) from March 2018 to present. She has also served as director and president of Tandem Partners Limited (Hong Kong) since April 2016, and as director of Chinaccessory Manufactory Co. Limited (Hong Kong) since October 2007. Ms. Zhao served as the general brand manager of Cheteau Medicis (France) from October 2003 to September 2007. Ms. Zhao has undertaken that she will attend the latest session of qualification training for independent non-executive directors held by the SSE in order to obtain the qualification certificate as an independent non-executive director.

Ms. Zhao obtained a master's degree in business administration in the Open University of Hong Kong from September 2001 to June 2003. Ms. Zhao received executive education from The John F. Kennedy School of Government at Harvard University from August 2014 to December 2014 and The Cheung Kong Graduate School of Business (長江商學院) from June 2017 to June 2018.

Each of Mr. Wang and Ms. Zhao will enter into a service contract with the Company upon their appointments being approved by the Shareholders of the Company at the EGM. The term of their appointments will be from the date of appointment approved at the general meeting to the end of the term of the third session of the Board, and the date of expiry of the term of their appointments as members of the Board committees will be same as the other members of the Board committees. According to the Articles of Association, Mr. Wang and Ms. Zhao may seek re-election after the expiry of the terms of each of their appointments. If either Mr. Wang or Ms. Zhao or the Company provides the other party with not less than one month's written notice, or either Mr. Wang or Ms. Zhao is not re-appointed after the end of his or her term of appointment, the service contract will be terminated. During the period when Mr. Wang and Ms. Zhao serve as the Company's independent non-executive Directors, each of Mr. Wang and Ms. Zhao will receive their respective remuneration as a director of RMB600,000.00 per annum pursuant to their service contracts, which is determined with reference to Mr. Wang's and Ms. Zhao's experiences, roles and responsibilities.

Save as disclosed above, each of Mr. Wang and Ms. Zhao does not hold any other position with the Company or its subsidiaries, has not held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years prior to the date of his or her appointment and does not have other major appointments and professional qualifications. To the best knowledge of the Company, Mr. Wang and Ms. Zhao do not have any relationship with any other Director, senior management, substantial shareholder or controlling shareholder of the Company, and do not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) and have not been subject to any disciplinary actions by the CSRC or any other relevant authorities or the Hong Kong Stock Exchange.

LETTER FROM THE BOARD

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to 13.51(2)(v) of Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders of the Company, relating to Mr. Wang's and Ms. Zhao's appointments.

Before submitting the nomination of appointments to the shareholders of the Company at the EGM, the eligibility of each of the candidates for independent non-executive directors is required to be approved with no objection by the SSE.

The aforementioned resolutions were considered and approved at the 36th provisional meeting of the third session of the Board, and are hereby submitted to the Shareholders of the Company for their consideration.

6. RECOMMENDATION

The Directors consider that the aforesaid resolutions are in the interests of the Company and the Shareholders as a whole and accordingly, recommend the Shareholders to vote in favor of the resolutions to be proposed at the EGM.

By order of the Board
Red Star Macalline Group Corporation Ltd.
GUO Binghe
Company Secretary

12 October 2018

**Red Star Macalline Group Corporation Ltd. Rules For
Management of External Investments (the “Rules”)
List of Amendments**

Existing articles of the Rules	Proposed amendments of the Rules
<p>Article 1 To regulate the management of External Investments of Red Star Macalline Group Corporation Ltd. (the “Company”), standardize External Investment behavior of the Company, prevent investment risk and achieve greater External Investment benefits, these Rules are formulated pursuant to the Company Law of the People’s Republic of China (the “Company Law”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other laws and regulations and the Articles of Association of Red Star Macalline Group Corporation Ltd. (the “Articles of Association”) together with the specific circumstances of the Company.</p>	<p>Article 1 To regulate the management of External Investments of Red Star Macalline Group Corporation Ltd. (the “Company”), standardize External Investment behavior of the Company, prevent investment risk and achieve greater External Investment benefits, these Rules are formulated pursuant to the Company Law of the People’s Republic of China (the “Company Law”), <u>the Rules Governing the Listing of Stocks on Shanghai Stock Exchange (the “SSE Listing Rules”)</u>, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other laws and regulations and the Articles of Association of Red Star Macalline Group Corporation Ltd. (the “Articles of Association”) together with the specific circumstances of the Company.</p>

<p>Article 2 “External Investments” in these Rules refer to the following domestic and overseas investment behavior of the Company with an aim for profit or capital preservation and capital gain:</p> <p>(I) Equity investments in newly established enterprises;</p> <p>(II) Investment in capital contribution and equity acquisition in new investment enterprises;</p> <p>(III) Investment in capital contribution and equity acquisition in existing investment enterprises;</p>	<p>Article 2 “External Investments” in these Rules refer to the following domestic and overseas investment behavior of the Company <u>and the wholly-owned subsidiaries and controlled subsidiaries of the Company (the “Subsidiaries”)</u> with an aim for profit or capital preservation and capital gain:</p> <p>(I) Equity investments in newly established enterprises<u>Engaging in enterprises independently established by the Company or operational projects independently funded by the Company;</u></p> <p>(II) Investment in capital contribution and equity acquisition in new investment enterprises<u>Investments by the Company in establishing joint ventures, cooperative companies or development projects with other domestic or foreign independent legal entities or natural persons;</u></p> <p>(III) Investment in capital contribution and equity acquisition in existing investment enterprises<u>Additional investments in relation to existing investments made in capital contribution and equity acquisition to controlled or participating companies;</u></p>
--	---

<p>(IV) Operating projects and asset investments of the Company;</p> <p>(V) Stock and fund investments;</p> <p>(VI) Bonds, entrusted loan and other debt investments;</p> <p>(VII) Other investments.</p>	<p>(IV) Operating projects and asset investments of the Company<u>Holding, participating in, acquiring and transferring other domestic and foreign independent legal entities;</u></p> <p>(V) Investments in <u>financial products such as stocks, funds, bonds, entrusted wealth management, and provision of entrusted loans;</u></p> <p>(VI) Bonds, entrusted loan and other debt investments<u>Investments in financial derivatives such as hedging, forwards, options and futures or combinations of the above products, underlying assets including interest rates, exchange rates and currencies;</u></p> <p>(VII) Other investments <u>permitted by laws and regulations necessary for the Company's business development.</u></p>
<p>Article 4 The authority on investment decision-making and decision-making process of the general meeting, the board of directors and the general manager of the Company shall be executed pursuant to the requirements of the Company Law, the Hong Kong Listing Rules, the Articles of Association and relevant management mechanism of the Company.</p>	<p>Article 4 The authority on investment decision-making and decision-making process of the general meeting, the board of directors and the general manager of the Company shall be executed pursuant to the requirements of the Company Law, <u>the SSE Listing Rules</u>, the Hong Kong Listing Rules, the Articles of Association and relevant management mechanism of the Company.</p>

<p>Article 5 If any transaction of the Company (other than the provision of guarantee) fulfills one of the following conditions, such transaction shall be submitted to the board meeting of the Company for consideration and approval:</p> <p>(I) the total amount of assets involved in the transaction (book value or appraised value, whichever is higher) accounts for more than 10% of the most recent audited total assets of the listed Company;</p> <p>(II) the volume of the transaction (including debts and expenses borne) accounts for more than 10% of the most recent audited net assets of the listed Company and the absolute amount of the volume of transaction exceeds RMB10 million;</p> <p>(III) the profit derived from the transaction accounts for more than 10% of the most recent audited net profit of the listed Company in the last fiscal year and the absolute amount of the profit exceeds RMB1 million;</p> <p>(IV) the operating revenue of the subject of the transaction (such as equity) in the last fiscal year accounts for more than 10% of the most recent audited operating revenue of the listed Company in the last fiscal year and the absolute amount of operating revenue exceeds RMB10 million;</p>	<p>Article 5 If any transaction of the Company (other than the provision of guarantee) fulfills one of the following conditions, such transaction shall be submitted to the board meeting of the Company for consideration and approval:</p> <p>(I) the total amount of assets involved in the transaction (book value or appraised value, whichever is higher) accounts for more than 10% of the most recent audited total assets of the listed Company;</p> <p>(II) the volume of the transaction (including debts and expenses borne) accounts for more than 10% of the most recent audited net assets of the listed Company and the absolute amount of the volume of transaction exceeds RMB10 million;</p> <p>(III) the profit derived from the transaction accounts for more than 10% of the most recent audited net profit of the listed Company in the last fiscal year and the absolute amount of the profit exceeds RMB1 million;</p> <p>(IV) the operating revenue of the subject of the transaction (such as equity) in the last fiscal year accounts for more than 10% of the most recent audited operating revenue of the listed Company in the last fiscal year and the absolute amount of operating revenue exceeds RMB10 million;</p>
---	---

<p>(V) the net profit of the subject of the transaction (such as equity) in the last fiscal year accounts for more than 10% of the most recent audited net profit of the listed Company in the last fiscal year and the absolute amount of the net profit exceeds RMB1 million.</p> <p>If any data involved in the above mentioned indices is negative, the absolute value of such data shall apply.</p>	<p>(V) the net profit of the subject of the transaction (such as equity) in the last fiscal year accounts for more than 10% of the most recent audited net profit of the listed Company in the last fiscal year and the absolute amount of the net profit exceeds RMB1 million-;</p> <p><u>(VI) Under the Hong Kong Listing Rules, External Investments may constitute transactions under Chapter 14 “Discloseable Transaction” with any applicable percentage ratio of the transactions exceeding 5% but falling below 25%.</u></p> <p>If any data involved in the above mentioned indices is negative, the absolute value of such data shall apply.</p> <p><u>If any transaction of the Company falls within the circumstances stipulated in Article 6 of the Rules, it shall also be submitted to the general meeting for consideration.</u></p>
--	---

<p>Article 6 If any transaction of the Company (other than the provision of guarantee, receipt of cash assets and liabilities solely used to deduct the obligations of the listed Company) fulfills one of the following conditions, such transaction shall be submitted to the general meeting of the Company for consideration and approval:</p> <p>(I) the total amount of assets involved in the transaction (book value or appraised value, whichever is higher) accounts for more than 50% of the most recent audited total assets of the listed Company;</p> <p>(II) the volume of the transaction (including debts and expenses borne) accounts for more than 50% of the most recent audited net assets of the listed Company and the absolute amount of the volume of transaction exceeds RMB50 million;</p> <p>(III) the profit derived from the transaction accounts for more than 50% of the most recent audited net profit of the listed Company in the last fiscal year and the absolute amount of the profit exceeds RMB5 million;</p> <p>(IV) the operating revenue of the subject of the transaction (such as equity) in the last fiscal year accounts for more than 50% of the most recent audited operating revenue of the listed Company in the last fiscal year and the absolute amount of the operating revenue exceeds RMB50 million;</p>	<p>Article 6 If any transaction of the Company (other than the provision of guarantee, receipt of cash assets and liabilities solely used to deduct the obligations of the listed Company) fulfills one of the following conditions, such transaction shall be submitted to the general meeting of the Company for consideration and approval:</p> <p>(I) the total amount of assets involved in the transaction (book value or appraised value, whichever is higher) accounts for more than 50% of the most recent audited total assets of the listed Company;</p> <p>(II) the volume of the transaction (including debts and expenses borne) accounts for more than 50% of the most recent audited net assets of the listed Company and the absolute amount of the volume of transaction exceeds RMB50 million;</p> <p>(III) the profit derived from the transaction accounts for more than 50% of the most recent audited net profit of the listed Company in the last fiscal year and the absolute amount of the profit exceeds RMB5 million;</p> <p>(IV) the operating revenue of the subject of the transaction (such as equity) in the last fiscal year accounts for more than 50% of the most recent audited operating revenue of the listed Company in the last fiscal year and the absolute amount of the operating revenue exceeds RMB50 million;</p>
---	---

<p>(V) the net profit of the subject of the transaction (such as equity) in the last fiscal year accounts for more than 50% of the most recent audited net profit of the listed Company in the last fiscal year and the absolute amount of the net profit exceeds RMB5 million.</p> <p>If any data involved in the above mentioned indices is negative, the absolute value of such data shall apply.</p>	<p>(V) the net profit of the subject of the transaction (such as equity) in the last fiscal year accounts for more than 50% of the most recent audited net profit of the listed Company in the last fiscal year and the absolute amount of the net profit exceeds RMB5 million.;</p> <p><u>(VI) Under the Hong Kong Listing Rules, External Investments may constitute transactions under Chapter 14 “Discloseable Transaction” with any applicable percentage ratio of the transaction exceeding 25%.</u></p> <p>If any data involved in the above mentioned indices is negative, the absolute value of such data shall apply.</p>
--	--

<p>Nil</p>	<p>Nil <u>Article 7 When the Company conducts transactions such as “entrusted wealth management”, “provision of entrusted loans”, etc., the amount incurred shall be adopted as the basis of calculation, and shall be calculated in aggregate by transaction type for 12 consecutive months. Where the cumulative calculated amount reaches the standards specified in Article 5 or Article 6 of the Rules, the provisions of Article 5 or Article 6 shall be applied respectively. If the relevant obligations have been fulfilled in accordance with Article 5 or Article 6 of the Rules, the transaction will no longer be included in the relevant cumulative calculation range.</u></p> <p><u>When the Company conducts transactions other than “provision of guarantees”, “provision of entrusted loans”, “entrusted wealth management”, etc., the provisions of Article 5 or Article 6 of the Rules shall be applied for each relevant transaction under the transaction type, in accordance with the principle of cumulative calculation within 12 consecutive months. If the relevant obligations have been fulfilled in accordance with Article 5 or Article 6 of the Rules, the transaction will no longer be included in the relevant cumulative calculation range.</u></p>
------------	--

	<p><u>Except as provided in the previous article, when the Company purchases or disposes assets, regardless of whether the subject matter of the transaction is related or not, if the total assets or transaction amount involved, in aggregate, exceeds 30% of the latest audited total assets of the Company for a cumulative period of 12 consecutive months, in addition to the submission to the board of directors for consideration in accordance with the provisions of Article 5 of the Rules, it shall also be submitted to the general meeting for consideration and passed by more than two-thirds of the voting rights represented by the shareholders who present at the meeting.</u></p>
<p>Article 7 Despite the requirements as stipulated in the abovementioned Articles 5 and 6, External Investments of the Company may constitute connected transactions and/or discloseable transactions under the Hong Kong Listing Rules. Under such conditions, the Company shall make references to the Hong Kong Listing Rules, the Rules for the Management of Related Party Transactions and the Rules for Information Disclosure of the Company, and shall meet the relevant requirements of the Hong Kong Listing Rules (including the requirements in relation to the restrictions to the authority to approve transactions, abstention from voting by connected persons, information disclosure, whether or not auditing and/or asset valuation is required, etc.).</p>	<p>Article 7:8 Despite the requirements as stipulated in the abovementioned Articles 5 and 6, External Investments of the Company may constitute connected transactions and/or discloseable transactions under <u>the SSE Listing Rules</u>, the Hong Kong Listing Rules. Under such conditions, the Company shall make references to <u>the SSE Listing Rules</u>, the Hong Kong Listing Rules, the Rules for the Management of Related Party Transactions and the Rules for Information Disclosure of the Company, and shall meet the relevant requirements of <u>the SSE Listing Rules</u>, the Hong Kong Listing Rules (including the requirements in relation to the restrictions to the authority to approve transactions, abstention from voting by connected persons, information disclosure, whether or not auditing and/or asset valuation is required, etc.).</p>

<p>Article 8 Except for External Investments matters stipulated in articles 5, 6 and 7 of the Rules that requires the approval of the board of directors and the general meeting of the Company, all other investment matters shall be approved by the general manager of the Company.</p>	<p>Article 8-9 Except for External Investments matters stipulated in articles 5, 6 and 7 of the Rules that requires the approval of the board of directors and the general meeting of the Company, all other External Investment matters shall be approved by the general manager of the Company <u>or a financial officer authorized by the general manager based on investment category.</u></p>
<p>Article 9 The general manager of the Company may formulate an annual investment plan of the Company at the beginning of each year, to be included in its budget management plan, and may submit the same to the investment and strategy committee, the board of directors and the general meeting of the Company for consideration.</p>	<p>Article 910 The general manager of the Company may formulate an annual investment plan of the Company at the beginning of each year, to be included in its budget management plan, and may submit the same to the investment and strategy committee, the board of directors and the general meeting of the Company for consideration <u>by virtue of his/her authority in decision-making.</u></p>
<p>Article 17 The Company shall perform its information disclosure obligation in respect of its External Investments in strict compliance with the requirements, including the information disclosure obligation stipulated in the Hong Kong Listing Rules and the disclosure obligation of inside information which would be likely to materially affect the prices of the Company’s securities as set out in the laws and regulations of Hong Kong.</p>	<p>Article 178 The Company shall perform its information disclosure obligation in respect of its External Investments in strict compliance with the requirements, including the information disclosure obligation stipulated in <u>the SSE Listing Rules and</u> the Hong Kong Listing Rules and the disclosure obligation of inside information which would be likely to materially affect the prices of the Company’s securities as set out in <u>relevant</u> laws and regulations of Hong Kong.</p>
<p>Article 18 The Subsidiaries shall observe the management system on company information disclosure, and the Company has the right to be informed of all the information of the subsidiaries.</p>	<p>Article 189 The Subsidiaries shall observe the management system on company information disclosure, and the Company has the right to be informed of all the <u>relevant</u> information of the subsidiaries <u>other investment targets.</u></p>

<p>Article 19 The subsidiaries of the Company shall promptly report the following material matters to the board of directors of the Company:</p> <ol style="list-style-type: none"> (1) purchase and disposal of assets; (2) material litigations and arbitrations; (3) the execution, revision and termination of material contracts (loans, entrusted operation, entrusted wealth management, donations, contracting, leasing, etc.); (4) Banks' refund of cheques with a substantial figure; (5) material operating or non-operating losses; (6) material losses; (7) material administrative punishment; (8) inside information that may materially affect the prices of the Company's securities; (9) other matters as stipulated by the laws and regulations and the Hong Kong Listing Rules (including connected transactions and discloseable transactions). 	<p style="text-align: center;">Deleted</p>
<p>Article 20 The information provided by the Subsidiaries shall be true, accurate and complete, and shall be submitted to the Company immediately to allow the secretary to the board of directors to make disclosure in a timely manner.</p>	<p>Article 20 The information provided by the Subsidiaries and other investment targets shall be true, accurate and complete, and shall be submitted to the Company immediately to allow the secretary to the board of directors to make disclosure in a timely manner.</p>
<p>Article 21 For matters regarding information disclosure not fully covered by these Rules, the Company shall strictly comply with the relevant provisions of the Hong Kong Listing Rules, other regulatory requirements in the place(s) where the stocks of the Company are listed, the Articles of Association and the Rules for Information Disclosure, the Company shall duly perform its information disclosure obligation in relation to its External Investments.</p>	<p style="text-align: center;">Deleted</p>

<p>Article 23 The Rules has been considered and approved at the general meeting of the Company. The same applies to amendments to the Rules. The revised rules will come into effect after the H shares to be issued by the Company being listed on the Main Board of The Stock Exchange of Hong Kong Limited. Prior to the listing of H shares, the existing rules of the Company continues to be valid.</p>	<p>Article 232 The Rules has been considered and approved at the general meeting of the Company. The same applies to amendments to the Rules. The revised rules will come into effect after the H shares to be issued by the Company being listed on the Main Board of The Stock Exchange of Hong Kong Limited. Prior to the listing of H shares, the existing rules of the Company continues to be valid.</p>
<p>Article 24 Matters not covered in these Rules shall be executed in accordance with relevant laws and regulations, the Hong Kong Listing Rules, other requirements of securities regulatory authorities in the place(s) where the stocks of the Company are listed and relevant provisions of the Articles of Association. If there are any contraventions between the relevant requirements of these Rules and relevant laws and regulations, the Hong Kong Listing Rules, other requirements of securities regulatory authorities in the place(s) where the stocks of the Company are listed and the Articles of Association to be subsequently promulgated or amended, relevant laws and regulations, the Hong Kong Listing Rules, other requirements of securities regulatory authorities in the place(s) where the stocks of the Company are listed and the current Articles of Association or the amended Articles of Association shall prevail.</p>	<p>Article 243 Matters not covered in these Rules shall be executed in accordance with relevant laws and regulations, <u>the SSE Listing Rules</u>, the Hong Kong Listing Rules, other requirements of securities regulatory authorities in the place(s) where the stocks of the Company are listed and relevant provisions of the Articles of Association. If there are any contraventions between the relevant requirements of these Rules and relevant laws and regulations, <u>the SSE Listing Rules</u>, the Hong Kong Listing Rules, other requirements of securities regulatory authorities in the place(s) where the stocks of the Company are listed and the Articles of Association to be subsequently promulgated or amended, relevant laws and regulations, <u>the SSE Listing Rules</u>, the Hong Kong Listing Rules, other requirements of securities regulatory authorities in the place(s) where the stocks of the Company are listed and the current Articles of Association or the amended Articles of Association shall prevail.</p>

Note: Corresponding adjustments have been made to the numbering and cross references of the existing articles due to the addition or deletion of such articles.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING



Red Star Macalline Group Corporation Ltd.

紅星美凱龍家居集團股份有限公司

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

(Stock Code: 1528)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2018 2nd extraordinary general meeting (the “EGM”) of Red Star Macalline Group Corporation Ltd. (the “**Company**”) will be held at 1:00 p.m. on Wednesday, 28 November 2018 at Yamei 2 Ballroom, 3/F, Crowne Plaza Shanghai Noah Square, No. 1699 Jinshajiang Road, Putuo District, Shanghai, People’s Republic of China (“**PRC**”) for the purpose of considering, and if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

To consider and approve:

- (1) the change in part of the A Share fundraising investment projects;
- (2) the amendments to the Rules for Management of External Investments of Red Star Macalline Group Corporation Ltd.;
- (3) the appointment of Mr. Guo Binghe as executive director of the Company;
- (4) the appointment of Mr. Wang Xiao as independent non-executive director of the Company; and
- (5) the appointment of Ms. Zhao Chongyi as independent non-executive director of the Company.

By order of the Board

Red Star Macalline Group Corporation Ltd.

GUO Binghe

Company Secretary

Shanghai, the PRC

12 October 2018

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

Notes:

1. For the purpose of holding the EGM, the register of members of the Company will be closed from Monday, 29 October 2018 to Wednesday, 28 November 2018 (both days inclusive), during which period no transfer of shares can be registered. In order for H Share Shareholders to be qualified to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the H share registrar of the Company, 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, 26 October 2018 for registration.

The Shareholders whose names appear on the register of members of the Company on Friday, 26 October 2018 after close of business are entitled to attend and vote at the EGM.

2. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on their behalves. A proxy need not be a shareholder of the Company.
3. The instrument appointing a proxy must be in writing under the hand of a shareholder or his attorney duly authorised in writing. If the shareholder of the Company is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same on its behalf.
4. In order to be valid, the proxy form must be deposited, for holders of H shares of the Company, to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the EGM. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude shareholders of the Company from attending and voting in person at the EGM or any adjourned meetings should they so wish.
5. Shareholders shall produce their identification documents and supporting documents in respect of the shares of the Company held when attending the EGM. If corporate shareholders appoint authorised representative to attend the EGM, the authorized representative shall produce his/her identification documents and a notarially certified copy of the relevant authorization instrument signed by the board of directors or other authorised parties of the corporate shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identification documents and the proxy form signed by the shareholders or their attorney when attending the EGM.
6. Holders of H Shares who intend to attend the EGM should complete the reply slip and return it to the office of the H share registrar of the Company, Computershare Hong Kong Investor Services Limited (for holders of H shares) on or before Thursday, 8 November 2018.
7. The EGM is expected to take for less than half a day. Shareholders attending the EGM shall be responsible for their own travel and accommodation expenses.
8. All voting at the EGM will be conducted by poll.