
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about any of the aspect of this supplemental circular or as to the action to be taken, you should consult your stock broker 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 supplemental circular together with the supplemental proxy form to the purchaser or transferee or to the bank, licensed securities dealers or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

**SUPPLEMENTAL CIRCULAR OF THE 2018 AGM
RESOLUTION ON THE APPOINTMENT OF THE AUDITOR FOR
THE FINANCIAL REPORT OF THE COMPANY
AND
THE INTERNAL CONTROL AUDITOR FOR THE YEAR 2019
AND
SUPPLEMENTAL NOTICE OF 2018 AGM**

This supplemental circular (the “**Supplemental Circular**”) should be read in conjunction with the circular of Red Star Macalline Group Corporation Ltd. (the “**Company**”) dated 1 April 2019 (the “**First Circular**”).

The supplemental notice of the 2018 AGM is set out on pages 4 to 5 of this Supplemental Circular. The 2018 AGM will be held at 1:00 p.m. on Thursday, 16 May 2019 at Yamei 1 Ballroom, 3/F, Crowne Plaza Shanghai Noah Square, No. 1699, Jinshajiang Road, Putuo District, Shanghai, the PRC as scheduled.

If you intend to appoint a proxy to attend the 2018 AGM, you are required to complete and return the accompanying supplemental proxy form in accordance with the instructions printed thereon not less than 24 hours before the time appointed for the holding of the AGM or any adjournment thereof (as the case may be) (which is 1:00 p.m. on Wednesday, 15 May 2019 (or other date in the event of any adjournment thereof)). Completion and return of the supplemental proxy form will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish.

23 April 2019

CONTENTS

	<i>Page</i>
LETTER FROM THE BOARD	1
1. INTRODUCTION	2
2. ADDITIONAL RESOLUTIONS	2
3. ANNUAL GENERAL MEETING	2
4. RECOMMENDATION	3
SUPPLEMENTAL NOTICE OF 2018 ANNUAL GENERAL MEETING	4

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
Mr. Guo Binghe
Ms. Che Jianfang
Mr. Jiang Xiaozhong

Non-executive Directors:

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

Independent non-executive Directors:

Mr. Qian Shizheng
Mr. Lee Kwan Hung
Mr. Wang Xiao
Ms. Zhao Chongyi

To the Shareholders

Dear Sir or Madam,

Registered office in the PRC:

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

*Principal place of business
in Hong Kong:*

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

23 April 2019

**SUPPLEMENTAL CIRCULAR OF THE 2018 AGM
RESOLUTION ON THE APPOINTMENT OF THE AUDITOR FOR
THE FINANCIAL REPORT OF THE COMPANY
AND
THE INTERNAL CONTROL AUDITOR FOR THE YEAR 2019
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LETTER FROM THE BOARD

1. INTRODUCTION

This supplemental circular (the “**Supplemental Circular**”) should be read in conjunction with the circular of Red Star Macalline Group Corporation Ltd. (the “**Company**”) dated 1 April 2019 (the “**First Circular**”). Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the First Circular.

The purpose of this Supplemental Circular is to provide you with the supplemental notice of the 2018 AGM, together with information of the additional resolutions to be considered at the AGM, to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM.

2. ADDITIONAL RESOLUTIONS

Based on the proposal by the Shareholders, one additional ordinary resolutions will be proposed at the AGM in accordance with the relevant requirements of the Company Law of the People’s Republic of China and the Articles of Association.

A. To consider and approve the resolution on the appointment of the auditor for the financial report of the Company and the internal control auditor for the Year 2019

The Company proposes to appoint Ernst & Young Hua Ming LLP as the external auditor of the Company for the year 2019 until conclusion of the next annual general meeting and determine its audit fees according to industry standards and the actual situation of the Company’s audit work.

The Company proposes to appoint BDO China Shu Lun Pan Certified Public Accountants LLP (立信會計師事務所(特殊普通合夥)) as the internal control consultant of the Company for the year 2019 until conclusion of the next annual general meeting and determine its service fees according to industry standards and the actual situation of the Company’s internal control work.

The above resolution was considered and approved at the Board Meeting and is hereby proposed at the AGM for Shareholders’ consideration and approval.

3. ANNUAL GENERAL MEETING

A supplemental notice convening the AGM is set out on pages 4 to 5 of this Supplemental Circular. The 2018 AGM of the Company will be held at 1:00 p.m. on Thursday, 16 May 2019 at Yamei 1 Ballroom, 3/F, Crowne Plaza Shanghai Noah Square, No. 1699, Jinshajiang Road, Putuo District, Shanghai, the PRC, as originally scheduled.

Please refer to the First Circular dated 1 April 2019 and the Notice of the 2018 AGM of the Company, for details of other resolutions to be considered at the AGM, the eligibility for attending the AGM, the procedure of registration, closure of register of members, voting by way of poll and other related matters.

LETTER FROM THE BOARD

4. RECOMMENDATION

The Directors consider that the above additional resolutions to be proposed are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the above resolutions to be proposed at the AGM.

By order of the Board
Red Star Macalline Group Corporation Ltd.
GUO Binghe
Vice Chairman



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)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a notice has been issued on 1 April 2019 in relation to 2018 Annual General Meeting (“AGM”) of Red Star Macalline Group Corporation Limited (the “Company”), which will be held at 1:00 p.m. on Thursday, 16 May 2019 at Yamei 1 Ballroom, 3/F, Crowne Plaza Shanghai Noah Square, No. 1699, Jinshajiang Road, Putuo District, Shanghai, the PRC for resolutions set out in the notice. Unless indicated otherwise, capitalized terms used in this supplemental notice shall have the same meanings as those defined in the circular and supplemental circular of the Company dated 1 April 2019 and 23 April 2019, respectively.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will be held as originally scheduled, for the purposes of considering and, if thought fit, approving the following resolution in addition to the resolutions set out in the Notice of Annual General Meeting dated 1 April 2019:

ORDINARY RESOLUTION

13. To consider and approve the resolution on the appointment of the auditor for the financial report of the Company and the internal control auditor for the Year 2019.

By the order of the Board
Red Star Macalline Group Corporation Ltd.
GUO Binghe
Vice Chairman

23 April 2019

Notes:

1. Save for the inclusion of the newly proposed resolutions, there are no other changes to the resolutions set out in the Notice of Annual General Meeting dated 1 April 2019. Please refer to the Notice and the Circular of 2018 Annual General Meeting dated 1 April 2019 for details of the other resolutions to be passed at the AGM and other relevant matters.
2. Since the proxy form sent by the Company on 1 April 2019 together with the Circular (the “**First Proxy Form**”) does not contain the additional resolutions as set out in this supplemental notice, this supplemental proxy form (the “**Supplemental Proxy Form**”) (with the aforesaid additional resolutions) has been prepared and is enclosed with this supplemental notice. This Supplemental Proxy Form is for the purpose of the additional resolutions set out in the supplemental notice and only serves as a supplement to the First Proxy Form. This Supplemental Proxy Form will not affect the validity of any First Proxy Form duly completed and sent to the H Share registrar of the Company.

SUPPLEMENTAL NOTICE OF 2018 ANNUAL GENERAL MEETING

3. If a shareholder has properly completed and submitted only the First Proxy Form in accordance with the instructions set out therein, the appointed proxy will vote on the resolutions set out in the First Proxy Form per the shareholder's direction and he is entitled to vote or abstain at his discretion on the resolutions set out in the Supplemental Proxy Form. Similarly, if a Shareholder has properly completed and submitted only the Supplemental Proxy Form in accordance with the instructions set out therein, the appointed proxy will vote on the resolutions set out in the Supplemental Proxy Form per the Shareholder's direction and he is entitled to vote or abstain at his discretion on the resolutions set out in the First Proxy Form. If a Shareholder wishes to provide specific direction to his proxy regarding the voting of all resolutions set out in the First Proxy Form and the Supplemental Proxy Form, he should duly complete and submit both proxy forms in accordance with the instructions set out therein.
4. Pursuant to the Notice of 2018 AGM published by the Company on 1 April 2019, the register of members of the Company will be closed from Tuesday, 16 April 2019 to Thursday, 16 May 2019 (both days inclusive), during which period no transfer of shares of the Company will be registered. Shareholders whose names appear on the share register of the Company at the close of business on Monday, 15 April 2019, are entitled to attend and vote at the AGM.
5. A Shareholder entitled to attend and vote at this AGM may appoint one or more proxies to attend and vote on his behalf. A proxy need not be a Shareholder but must attend this meeting in person to represent the relevant Shareholder.
6. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
7. In order to be valid, the First Proxy Form and the Supplemental Proxy Form, together with a notarially certified copy of the power of attorney or other authorization document (if any), must be deposited, for H Share Shareholders, 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 AGM or any adjournment thereof (as the case may be) (which is 1:00 p.m. on Wednesday, 15 May 2019, or other date in the event of any adjournment thereof). Completion and return of the First Proxy Form and the Supplemental Proxy Form will not preclude Shareholders from attending and voting in person at the AGM or any adjournment thereof should they so wish.
8. A Shareholder or his proxy should produce proof of identity when attending the AGM (or any adjournment thereof). To attend the meeting, where a Shareholder is a legal person, the legal representative of that Shareholder or the person authorized by its board of directors or other governing body shall produce a copy of the authorization documents of the board of directors or other governing body of such Shareholder appointing such person to attend the meeting.
9. Shareholders who intend to attend the AGM are requested to send the completed and signed reply slip to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, on or before Friday, 26 April 2019.
10. Pursuant to the Articles of Association, any vote of Shareholders at a annual general meeting must be taken by poll. As such, the resolutions set out in this supplemental notice will be voted on by poll.
11. The AGM is expected to take for less than half a day. Shareholders (in person or by proxy) attending the AGM shall be responsible for their own travel and accommodation expenses.