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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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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 the 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 2019 THIRD EXTRAORDINARY GENERAL MEETING  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
PROPOSED AMENDMENTS TO THE PROCEDURAL RULES  
OF THE GENERAL MEETINGS  
AND  
SUPPLEMENTAL NOTICE OF  
THE 2019 THIRD EXTRAORDINARY GENERAL MEETING**

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This supplemental circular (the “**Supplemental Circular**”) should be read in conjunction with the circular of Red Star Macalline Group Corporation Ltd. (the “**Company**”) dated 11 November 2019 (the “**First Circular**”).

The supplemental notice of the 2019 Third Extraordinary General Meeting is set out on pages 24 to 26 of the Supplemental Circular. The 2019 Third Extraordinary General Meeting (the “**2019 Third EGM**”) will be held at 2:00 p.m. on Friday, 27 December 2019 at Yamei 1 Ballroom, 3/F, Crowne Plaza Shanghai Noah Square, No. 1699, Jinshajiang Road, Putuo District, Shanghai, the PRC as originally scheduled.

If you intend to appoint a proxy to attend the 2019 Third EGM, you are required to complete and return the supplemental proxy form in accordance with the instructions printed thereon, not less than 24 hours before the time appointed for the holding of the 2019 Third EGM or any adjournment thereof (as the case may be) (which is 2:00 p.m. on Thursday, 26 December 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 2019 Third EGM or any adjournment thereof should you so wish.

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*Note: If there's any discrepancies between the Chinese version and the English version of this circular, the Chinese version shall prevail.*



**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. Jing Jie  
Mr. Xu Hong

*Independent non-executive Directors:*

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

*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

10 December 2019

*To the Shareholders*

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR OF  
THE 2019 THIRD EXTRAORDINARY GENERAL MEETING  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
PROPOSED AMENDMENTS TO THE PROCEDURAL RULES  
OF THE GENERAL MEETINGS  
AND  
SUPPLEMENTAL NOTICE OF  
THE 2019 THIRD EXTRAORDINARY GENERAL MEETING**

**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 11 November 2019 (the “**First Circular**”). Unless indicated otherwise, capitalized terms used herein shall have the same meanings as those defined in the First Circular.

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## LETTER FROM THE BOARD

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The purpose of this Supplemental Circular is to provide you with the supplemental notice of the 2019 Third Extraordinary General Meeting, together with information of the additional resolutions to be considered and approved at the 2019 Third EGM, to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the 2019 Third EGM.

### 2. ADDITIONAL RESOLUTIONS

Based on the proposals by the Shareholders, two additional special resolutions will be proposed at the 2019 Third EGM in accordance with the relevant requirements of the Company Law of the People's Republic of China and the Articles of Association.

#### A. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated 5 December 2019, in relation to the proposed amendments to the Articles of Association.

For the purpose of further improving the corporate governance system of the Company, the Company proposes to make amendments to certain articles in the Articles of Association after taking into consideration its actual circumstances in accordance with the requirements under the relevant laws, regulations and normative documents such as the Reply of the State Council on the Adjustments of the Provisions Applicable to the Notice Period of Convening General Meetings of Shareholders and Other Matters Applicable to the Companies Listed Abroad (Guo Han [2019] No. 97) (《國務院關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批覆》(國函[2019]97號)) and the Opinions of the General Office of the State Council on Further Strengthening the Work for Protection of Legitimate Rights and Interests of Minority Investors in the Capital Markets (Guo Ban Fa [2013] No. 110) (《國務院辦公廳關於進一步加強資本市場中小投資者合法權益保護工作的意見》(國辦發[2013]110號)). Details of the amendments are set out in Appendix I to the Supplemental Circular.

Save for the amendments to the provisions as set out in Appendix I to the Supplemental Circular, other provisions of the Articles of Association will remain unchanged. The proposed amendments to the Articles of Association are subject to approval of the Shareholders at the 2019 Third EGM, and it is proposed at the 2019 Third EGM to authorize the Board and the Board to then authorize the operating management of the Company to handle relevant formalities such as the registration/filing of changes with relevant authorities in respect of the amendments to the Articles of Association.

The above resolution is hereby proposed at the 2019 Third EGM for Shareholders' consideration and approval.

#### B. PROPOSED AMENDMENTS TO THE PROCEDURAL RULES OF THE GENERAL MEETINGS

In order to further optimize the internal management system of the Company, the Board of the Company proposed to amend the relevant contents of the Procedural Rules of the General Meetings of Red Star Macalline Group Corporation Ltd. (the “**Procedural Rules of the General Meetings**”) in compliance with the laws and regulations of the PRC. The details of the amendments to the Procedural Rules of the General Meetings are set out in Appendix II to the Supplemental Circular.

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## LETTER FROM THE BOARD

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Save for the amendments to the provisions as set out in Appendix II to the Supplemental Circular, other provisions of the Procedural Rules of the General Meetings will remain unchanged. The proposed amendments to the Procedural Rules of the General Meetings are subject to approval of the Shareholders at the 2019 Third EGM.

The above resolution is hereby proposed at the 2019 Third EGM for Shareholders' consideration and approval.

### **3. THE 2019 THIRD EXTRAORDINARY GENERAL MEETING**

The supplemental notice of the 2019 Third Extraordinary General Meeting is set out on pages 24 to 26 of this Supplemental Circular. The 2019 Third EGM of the Company will be held at 2:00 p.m. on Friday, 27 December 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 and the Notice of the 2019 Third Extraordinary General Meeting of the Company dated 11 November 2019, for details of other resolutions to be considered and approved at the 2019 Third EGM, the eligibility for attending the 2019 Third EGM, the procedure of registration, closure of register of members, voting by way of poll and other related matters.

In addition, the Company is hereby providing supplemental illustration on the adoption of cumulative voting system in the re-election of Directors and Supervisors stated in the First Circular. Illustration on cumulative voting system is set out in the Appendix III to the Supplemental Circular.

### **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 2019 Third EGM.

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

**APPENDIX I      PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

| <b>Existing Terms of the Articles of Association</b>   | <b>Proposed Amendments to the Articles of Association</b>  |
|--|--|
| <p><b>Article 46</b> Change of the shareholders’ register arising from share transfer shall not be registered within 30 days before convening of a general meeting or within five days prior to the benchmark date on which the Company decides to distribute dividends.</p>   | <p><b>Article 46</b> Change of the shareholders’ register arising from share transfer shall not be registered within 30 days before convening of a general meeting or within five days prior to the benchmark date on which the Company decides to distribute dividends. <b><u>If the relevant stock exchange or the regulatory authority at the location where the Company’s shares are listed provides otherwise, such regulations shall prevail.</u></b></p>  |
| <p><b>Article 67</b> Where the Company convenes a general meeting, a written notice shall be given 45 days prior to the date of the meeting to notify all the shareholders in the shareholders’ register of the issues to be considered at the meeting, and the date and venue of the meeting. Any shareholder intending to attend the meeting shall deliver to the Company a written reply showing his intention to attend at least 20 days before the meeting.</p> | <p><b>Article 67</b> Where the Company convenes a general meeting, <del>a written notice shall be given 45 days prior to the date of the meeting to notify all the shareholders in the shareholders’ register of the issues to be considered at the meeting, and the date and venue of the meeting. Any shareholder intending to attend the meeting shall deliver to the Company a written reply showing his intention to attend at least 20 days before the meeting.</del> <b><u>the convener shall notify all the shareholders by means of public announcement at least 20 business days before the date of the annual general meeting and at least 10 business days or 15 days (whichever is longer) before the date of the extraordinary general meeting.</u></b></p> <p><b><u>The duration of the aforesaid periods shall not include the date of such announcement and the date of the meeting. The “business day” in the Articles of Association shall mean a day on which the Hong Kong Stock Exchange is open for business for dealing in securities.</u></b></p> |

**APPENDIX I      PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

| <b>Existing Terms of the Articles of Association</b>  | <b>Proposed Amendments to the Articles of Association</b>   |
|---|---|
| <p><b>Article 69</b> Based on the written replies received 20 days before a general meeting, the Company shall calculate the number of voting shares represented by the shareholders who have intention to attend the general meeting. If the shareholders who intend to attend such meeting represent more than half of the total number of shares which have the right to vote at such meeting, the Company may hold the general meeting; otherwise, the Company shall, within five days, inform the shareholders again of the matters to be considered, and the date and venue of the general meeting by means of public announcement. The Company may then hold the general meeting after such public announcement has been made.</p>   | <p>(Article 69 shall be deleted in its entirety).</p>   |
| <p><b>Article 70</b> The notice of a general meeting shall meet the following requirements:</p> <ul style="list-style-type: none"> <li>(I) Is in written form;</li> <li>(II) Specifies the venue, date and time of the meeting;</li> <li>(III) States matters to be discussed at the meeting;</li> <li>(IV) Provides such necessary information and explanations for shareholders to make an informed judgment on the matters to be considered. Without limitation to the generality of the foregoing, where a proposal is made with respect to the merger of the Company with another company, the repurchase of shares, the restructuring of share capital, or other reorganization of the Company, the terms of the proposed transaction must be provided in detail along with copies of the proposed contract (if any), and the reason(s) and effect of such proposal must be properly explained;</li> <li>(V) contains a disclosure of the nature and extent of the material interests of any director, supervisor, general manager or other senior executives in the proposed transaction and the effect which the proposed transaction will have on them in their capacity as shareholders insofar as it is different from the effect on interests of shareholders of the same class;</li> </ul> | <p><del>Article 70</del> <b>Article 69</b> The notice of a general meeting shall meet the following requirements:</p> <ul style="list-style-type: none"> <li>(I) Is in written form;</li> <li>(II) Specifies the venue, date and time of the meeting;</li> <li>(III) States matters to be discussed at the meeting;</li> <li>(IV) Provides such necessary information and explanations for shareholders to make an informed judgment on the matters to be considered. Without limitation to the generality of the foregoing, where a proposal is made with respect to the merger of the Company with another company, the repurchase of shares, the restructuring of share capital, or other reorganization of the Company, the terms of the proposed transaction must be provided in detail along with copies of the proposed contract (if any), and the reason(s) and effect of such proposal must be properly explained;</li> <li>(V) Contains a disclosure of the nature and extent of the material interests of any director, supervisor, general manager or other senior executives in the proposed transaction and the effect which the proposed transaction will have on them in their capacity as shareholders insofar as it is different from the effect on interests of shareholders of the same class;</li> </ul> |

**APPENDIX I      PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

| <b>Existing Terms of the Articles of Association</b>  | <b>Proposed Amendments to the Articles of Association</b>   |
|---|---|
| (VI) contains the full text of any special resolution to be proposed at the meeting;  | (VI) Contains the full text of any special resolution to be proposed at the meeting;  |
| (VII) contains a clear statement that a shareholder entitled to attend and vote at such meeting is entitled to appoint one or more proxies to attend and vote at such meeting on his behalf and that such proxy need not be a shareholder of the Company; | (VII) Contains a clear statement that a shareholder entitled to attend and vote at such meeting is entitled to appoint one or more proxies to attend and vote at such meeting on his behalf and that such proxy need not be a shareholder of the Company;   |
| (VIII) Sets out the equity registration date of shareholders who are entitled to attend the general meeting;  | (VIII) Sets out the equity registration date of shareholders who are entitled to attend the general meeting, <b><u>and the interval between the equity registration date and the date of the meeting shall be subject to the requirements of the relevant stock exchange or the regulatory authority at the location where the Company’s shares are listed;</u></b> |
| (IX) Specifies the time and venue for serving the power of attorney for the voting proxy for the meeting; and   | (IX) Specifies the time and venue for serving the power of attorney for the voting proxy for the meeting; and   |
| (X) Lists the name(s) and telephone number(s) of the contact person(s) for the meeting.   | (X) Lists the name(s) and telephone number(s) of the contact person(s) for the meeting.   |

| Existing Terms of the Articles of Association | Proposed Amendments to the Articles of Association  |
|---|---|
| New Article 71                                | <p><u>Article 71 In the voting on the election of directors and supervisors at a general meeting, the cumulative voting system shall be adopted in accordance with the requirements of the regulatory authorities at the location where the Company’s shares are listed, the provisions under the Articles of Association or the resolutions passed at the general meeting. Under the cumulative voting system, the independent directors and other members of the Board shall be elected separately.</u></p> <p><u>The cumulative voting system mentioned in the preceding paragraph means that when directors or supervisors are being elected at a general meeting, each of the ordinary shares (including preferred shares with voting rights restored) shall carry the same number of voting rights as the number of directors or supervisors to be elected, and the shareholders’ voting rights may be exercised collectively.</u></p> <p><u>The ways of cumulative voting are as follows:</u></p> <p><u>(I) Each of the shares held by a shareholder shall carry the same number of voting rights as the number of director or supervisor candidates; when the Board or a qualified shareholder separately proposes the director or supervisor candidates, the number of voting rights carried by each share shall be calculated as per the number of non-repetitive director or supervisor candidates;</u></p> <p><u>(II) In casting his/her/its votes for the director or supervisor candidates, a shareholder may exercise his/her/its voting rights by allocating his/her/its voting rights evenly and cast for each director or supervisor candidate the same number of voting rights as the shares he/she/it holds; or he/she/it may focus on one particular director or supervisor candidate and cast for that candidate all the voting rights represented by all of his/her/its shares multiplied by the number of director or supervisor candidates; or he/she/it may allocate his/her/its voting rights over several director or supervisor candidates and cast for each of them part of the voting rights represented by all of his/her/its shares multiplied by the number of director or supervisor candidates;</u></p> |

| Existing Terms of the Articles of Association | Proposed Amendments to the Articles of Association  |
|---|---|
|   | <p><u>(III) Upon the exercise of his/her/its voting rights by focusing all the voting rights represented by all of his/her/its shares multiplied by the number of director or supervisor candidates on one or several of the director or supervisor candidates, a shareholder shall not have any right to vote for any other director candidates;</u></p> <p><u>(IV) If the total number of voting rights centrally exercised by a shareholder on one or several of the director or supervisor candidates exceeds the number of voting rights represented by all the shares held by him/her/it, the voting by such shareholder shall be invalid and the shareholder shall be deemed to have abstained from voting; if the total number of voting rights centrally exercised by a shareholder on one or several of the director or supervisor candidates is less than the number of voting rights represented by all the shares held by him/her/it, the voting by such shareholder shall be valid and the remaining voting rights held by such shareholder shall be deemed to be waived;</u></p> <p><u>(V) The director or supervisor candidates whose votes represent the most voting rights are elected as directors or supervisors;</u></p> <p><u>(VI) Independent directors and other directors shall be elected separately to ensure the proportion of independent directors in the Board of the Company.</u></p> |

**APPENDIX I      PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

| Existing Terms of the Articles of Association   | Proposed Amendments to the Articles of Association   |
|---|--|
| <p><b>Article 72</b> The notice of general meeting shall be delivered to shareholders (whether or not they are entitled to vote at the general meeting) by personal delivery or by prepaid mail to their addresses as shown in the shareholders' register, or by announcement on the website designated by the Company and the Hong Kong Stock Exchange in accordance with applicable laws, regulations and the Listing Rules. For holders of onshore-listed domestic shares, the notice of a general meeting may be issued in the form of public announcement.</p> <p>Public announcement referred to in the preceding paragraph shall be published in one or more newspaper(s) designated by the securities authority under the State Council during the period between 45 days to 50 days prior to the date of the meeting. Once the announcement has been published, all holders of onshore-listed domestic shares shall be deemed to have received the notice of relevant general meeting.</p> | <p><b>Article 72</b> The notice of general meeting shall be delivered to shareholders (whether or not they are entitled to vote at the general meeting) by personal delivery or by prepaid mail to their addresses as shown in the shareholders' register, or by announcement on the website designated by the Company and the Hong Kong Stock Exchange in accordance with applicable laws, regulations and the Listing Rules. For holders of onshore-listed domestic shares, the notice of a general meeting may be issued in the form of public announcement.</p> <p>Public announcement referred to in the preceding paragraph shall be published in one or more newspaper(s) designated by the securities authority under the State Council <del>during the period between 45 days to 50 days prior to the date of the meeting.</del> Once the announcement has been published, all holders of onshore-listed domestic shares shall be deemed to have received the notice of relevant general meeting.</p> |
| <p><b>Article 74</b> The accidental omission to give notice of meeting to, or non-receipt of notice of meeting by, any person entitled to receive notice shall not invalidate the meeting and the resolutions adopted at the meeting.</p>   | <p><b>Article 74</b> <u>Where the notice of general meeting is issued by the Company as required by the relevant stock exchange or the regulatory authority at the location where the Company's shares are listed,</u> <del>t</del>The accidental omission to give notice of meeting to, or non-receipt of notice of meeting by, any person entitled to receive notice shall not invalidate the meeting and the resolutions adopted at the meeting.</p>  |

**APPENDIX I      PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

| <b>Existing Terms of the Articles of Association</b>  | <b>Proposed Amendments to the Articles of Association</b>  |
|---|--|
| <p><b>Article 78</b> The power of attorney for voting shall be deposited at the domicile of the Company or such other place as specified in the notice of meeting at least 24 hours prior to the meeting at which the proxy is authorized to vote or 24 hours before the scheduled voting time. Where such a power of attorney is signed by a person authorized by the principal, the power of attorney authorizing signature or other authorization documents shall be notarized. The notarized power of attorney and other authorization documents shall, together with the power of attorney for voting, be deposited at the company’s domicile or other location as specified in the notice of the meeting.</p> <p>Where the principal is a legal person, its legal representative or a person authorized by the Board or other decision making body shall attend the general meeting of the Company on his behalf.</p> <p>For the purpose of the Articles of Association, the appointed person’s attending such meeting or taking any action at such meeting shall be deemed as the principal’s attending such meeting or taking relevant action (as the case may be).</p> | <p><b>Article 78</b> The power of attorney for voting shall be deposited at the domicile of the Company or such other place as specified in the notice of meeting at least 24 hours prior to the meeting at which the proxy is authorized to vote or 24 hours before the scheduled voting time. <b><u>If the relevant stock exchange or the regulatory authority at the location where the Company’s shares are listed provides otherwise, such regulations shall prevail.</u></b> Where such a power of attorney is signed by a person authorized by the principal, the power of attorney authorizing signature or other authorization documents shall be notarized. The notarized power of attorney and other authorization documents shall, together with the power of attorney for voting, be deposited at the company’s domicile or other location as specified in the notice of the meeting.</p> <p>Where the principal is a legal person, its legal representative or a person authorized by the Board or other decision making body shall attend the general meeting of the Company on his behalf.</p> <p>For the purpose of the Articles of Association, the appointed person’s attending such meeting or taking any action at such meeting shall be deemed as the principal’s attending such meeting or taking relevant action (as the case may be).</p> |

**APPENDIX I      PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

| <b>Existing Terms of the Articles of Association</b>   | <b>Proposed Amendments to the Articles of Association</b>  |
|--|--|
| <p><b>Article 110</b> Where the Company convenes a class general meeting, a written notice shall be given 45 days prior to the date of the meeting to notify all the shareholders of the said class in the shareholders’ register of the issues to be considered at the meeting, and the date and venue of the meeting. Any shareholder intending to attend the meeting shall serve to the Company a written reply showing his intention to attend at least 20 days before the date of the meeting.</p> <p>Where the number of voting shares represented by shareholders intending to attend the meeting amounts to more than a half of the total number of voting shares of that class, the Company may convene the class general meeting; if not, the Company shall, within five days, notify shareholders again of the issues to be considered, date and venue of the meeting in the form of public announcements. The Company may then convene the class general meeting after such announcements.</p> | <p><b>Article 110</b> <del>Where the Company convenes a class general meeting, a written notice shall be given 45 days prior to the date of the meeting to notify all the shareholders of the said class in the shareholders’ register of the issues to be considered at the meeting, and the date and venue of the meeting. Any shareholder intending to attend the meeting shall serve to the Company a written reply showing his intention to attend at least 20 days before the date of the meeting.</del> <b><u>a written notice shall be given at least 20 business days before the date of the annual general meeting and at least 10 business days or 15 days (whichever is longer) before the date of the extraordinary general meeting to notify all the shareholders of the said class in the shareholders’ register of the issues to be considered at the meeting, and the date and venue of the meeting.</u></b></p> <p><b><u>The duration of the aforesaid periods shall not include the date of such announcement and the date of the meeting.</u></b></p> <p><b><u>The quorum of any class general meeting (excluding adjourned meeting thereof) held to consider modifying the rights of any class of shares shall be at least one-third of the holders of the shares of the said class already issued.</u></b></p> <p><del>Where the number of voting shares represented by shareholders intending to attend the meeting amounts to more than a half of the total number of voting shares of that class, the Company may convene the class general meeting; if not, the Company shall, within five days, notify shareholders again of the issues to be considered, date and venue of the meeting in the form of public announcements. The Company may then convene the class general meeting after such announcements.</del></p> |

Note: If the numbering of the articles in the Articles of Association is changed due to the addition or deletion of certain articles made in this amendment, the numbering of the articles in the Articles of Association of the Company as so amended shall be changed accordingly, including cross-references.

**APPENDIX II            PROPOSED AMENDMENTS TO THE PROCEDURAL RULES  
OF THE GENERAL MEETINGS**

| <b>Existing Terms of the Procedural Rules of the General Meetings</b>   | <b>Proposed Amendments to the Procedural Rules of the General Meetings</b>  |
|---|---|
| <p><b>Article 13</b> Where the Company convenes a general meeting, a written notice shall be given 45 days prior to the date of the meeting to notify all the shareholders in the shareholders’ register of the issues to be considered at the meeting, and the date and venue of the meeting.</p>  | <p><b>Article 13</b> Where the Company convenes a general meeting, <del>a written notice shall be given 45 days prior to the date of the meeting</del> <b><u>the convener shall notify all the shareholders by means of public announcement at least 20 business days before the date of the annual general meeting and at least 10 business days or 15 days (whichever is longer) before the date of the extraordinary general meeting</u></b> to notify all the shareholders in the shareholders’ register of the issues to be considered at the meeting, and the date and venue of the meeting. <b><u>The duration of the aforesaid periods shall not include the date of such announcement and the date of the meeting. The “business day” in the Procedural Rules shall mean a day on which the Hong Kong Stock Exchange is open for business for dealing in securities.</u></b></p> |
| <p><b>Article 14</b> Notice of the general meeting should meet the following requirements:</p> <ol style="list-style-type: none"> <li>1) it should be made in writing;</li> <li>2) it should specify the place, date and time of the meeting;</li> <li>3) it should specify the issues to be discussed in the meeting;</li> <li>4) it should provide the information and explanations required for shareholders to make a wise decision on the issues to be discussed; These include (but not limited to) providing specific conditions and contracts (if any) for the proposed transaction when the Company puts forward a proposal related to a merger, share repurchase, capital reorganisation or other restructuring, and giving careful explanation of the causes and effects of the proposed transaction;</li> </ol> | <p><b>Article 14</b> Notice of the general meeting should meet the following requirements:</p> <ol style="list-style-type: none"> <li>1) it should be made in writing;</li> <li>2) it should specify the place, date and time of the meeting;</li> <li>3) it should specify the issues to be discussed in the meeting;</li> <li>4) it should provide the information and explanations required for shareholders to make a wise decision on the issues to be discussed; These include (but not limited to) providing specific conditions and contracts (if any) for the proposed transaction when the Company puts forward a proposal related to a merger, share repurchase, capital reorganisation or other restructuring, and giving careful explanation of the causes and effects of the proposed transaction;</li> </ol>   |

**APPENDIX II      PROPOSED AMENDMENTS TO THE PROCEDURAL RULES  
OF THE GENERAL MEETINGS**

| <b>Existing Terms of the Procedural Rules<br/>of the General Meetings</b>  | <b>Proposed Amendments to the Procedural Rules<br/>of the General Meetings</b>  |
|--|---|
| <p>5) Where the proposed issues require comments from the independent directors, comments and explanations from the independent directors should be disclosed when dispatching the notice of the meeting or supplemental notice;</p> <p>6) it should disclose the nature and extent of interest where any director, supervisor, general manager (CEO) or any other senior executive has material interests in the issue to be discussed; and explain the difference, if such issue has a different impact on such director, supervisor, general manager (CEO) or any other senior executive as a shareholder from other shareholders of the same class;</p> <p>7) it should include the full text of the special resolutions to be proposed in the meeting;</p> <p>8) if should set out clearly that the shareholder who has the right to attend and vote at the meeting is authorised to assign one or more proxies to attend and vote at the meeting on behalf of him/her, and such proxy need not be a shareholder;</p> <p>9) it should specify the share registration date of the shareholders who have the right to attend the meeting;</p> <p>10) it should specify the delivery time and place of the proxy form; and</p> <p>11) it should specify the name and telephone number of the contact person(s) of the general meeting.</p> | <p>5) Where the proposed issues require comments from the independent directors, comments and explanations from the independent directors should be disclosed when <b><u>or before</u></b> dispatching the notice of the meeting or supplemental notice;</p> <p>6) it should disclose the nature and extent of interest where any director, supervisor, general manager (CEO) or any other senior executive has material interests in the issue to be discussed; and explain the difference, if such issue has a different impact on such director, supervisor, general manager (CEO) or any other senior executive as a shareholder from other shareholders of the same class;</p> <p>7) it should include the full text of the special resolutions to be proposed in the meeting;</p> <p>8) if should set out clearly that the shareholder who has the right to attend and vote at the meeting is authorised to assign one or more proxies to attend and vote at the meeting on behalf of him/her, and such proxy need not be a shareholder;</p> <p>9) it should specify the share registration date of the shareholders who have the right to attend the meeting, <b><u>and the interval between the share registration date and the date of the meeting shall be subject to the requirements of the relevant stock exchange or the regulatory authority at the place where the Company's shares are listed;</u></b></p> <p>10) it should specify the delivery time and place of the proxy form; and</p> <p>11) it should specify the name and telephone number of the contact person(s) of the general meeting.</p> |

**APPENDIX II                      PROPOSED AMENDMENTS TO THE PROCEDURAL RULES  
OF THE GENERAL MEETINGS**

| <p><b>Existing Terms of the Procedural Rules<br/>of the General Meetings</b></p>  | <p><b>Proposed Amendments to the Procedural Rules<br/>of the General Meetings</b></p>   |
|---|---|
| <p>Notice of the meeting should be delivered by hand or by mail (postpaid) to the address of the shareholders (whether or not the shareholder has the voting right at the meeting) specified in the share register, or published on the Company’s website and the website designated by the Hong Kong Stock Exchange in accordance with the applicable laws and regulations, Hong Kong Listing Rules and the Articles of Association. As for domestic shareholders, the notice can be published in the form of an announcement.</p> <p>The announcement mentioned above should be published in one or several newspapers designated by the securities authorities under the State Council within 45–50 days before convening the meeting. Once the announcement is published, all domestic shareholders are deemed to have received the notice of the meeting.</p> <p>Once the notice is issued, the general meeting shall not be postponed or cancelled without valid reasons. Resolutions listed in the notice shall not be cancelled. For any postponement or cancellation, the convener should make an announcement and provide explanation at least 2 business days before the original date of the meeting.</p> | <p>Notice of the meeting should be delivered by hand or by mail (postpaid) to the address of the shareholders (whether or not the shareholder has the voting right at the meeting) specified in the share register, or published on the Company’s website and the website designated by the Hong Kong Stock Exchange in accordance with the applicable laws and regulations, Hong Kong Listing Rules and the Articles of Association. As for domestic shareholders, the notice can be published in the form of an announcement.</p> <p>The announcement mentioned above should be published in one or several newspapers designated by the securities authorities under the State Council <del>within 45–50 days before convening the meeting.</del></p> <p>Once the announcement is published, all domestic shareholders are deemed to have received the notice of the meeting.</p> <p>Once the notice is issued, the general meeting shall not be postponed or cancelled without valid reasons. Resolutions listed in the notice shall not be cancelled. For any postponement or cancellation, the convener should make an announcement and provide explanation at least 2 business days before the original date of the meeting.</p> |

**APPENDIX II                      PROPOSED AMENDMENTS TO THE PROCEDURAL RULES OF THE GENERAL MEETINGS**

| <p><b>Existing Terms of the Procedural Rules of the General Meetings</b></p>   | <p><b>Proposed Amendments to the Procedural Rules of the General Meetings</b></p>   |
|--|---|
| <p><b>Article 18</b> Shareholders can attend the meeting in person, or appoint a proxy to attend and vote at the meeting on their behalf. Directors, supervisors, secretary of the Board and lawyers engaged by the Company should attend the meeting; general manager and other senior executives should attend the meeting as non-voting attendees. All shareholders registered on the share registration date or their proxies have the right to attend the meeting, and the Company and the Board shall not reject such right whatsoever.</p> <p>The Board and other conveners shall take necessary measures to safeguard the normal order of the meeting. The Board and other conveners shall take measures to stop any actions which interfere with the meeting, create disturbance and infringe on the legitimate rights and interests of shareholders and report in time to the relevant authorities for investigation.</p> <p>Shareholders who plan to attend the meeting should send the reply slip to the Company at least 20 days before the date of the meeting.</p> <p>Shareholders should appoint their proxies in writing, and the proxy form shall be signed by the appointer or the proxy appointed in writing; where the appointer is a legal entity, the proxy form should also be stamped with the corporate seal, or signed by a director or the appointed proxy. The proxy form should indicate the number of shares represented by the proxy. If there are more than one proxies, the proxy form should indicate the number of shares represented by each proxy.</p> <p>The entrustment made by the shareholders shall be in compliance with the requirements under Articles 78, 79, 80, 84 and 85 of the Articles of Association.</p> | <p><b>Article 18</b> Shareholders can attend the meeting in person, or appoint a proxy to attend and vote at the meeting on their behalf. Directors, supervisors, secretary of the Board and lawyers engaged by the Company should attend the meeting; general manager and other senior executives should attend the meeting as non-voting attendees. All shareholders registered on the share registration date or their proxies have the right to attend the meeting, and the Company and the Board shall not reject such right whatsoever.</p> <p>The Board and other conveners shall take necessary measures to safeguard the normal order of the meeting. The Board and other conveners shall take measures to stop any actions which interfere with the meeting, create disturbance and infringe on the legitimate rights and interests of shareholders and report in time to the relevant authorities for investigation.</p> <p><del>Shareholders who plan to attend the meeting should send the reply slip to the Company at least 20 days before the date of the meeting.</del></p> <p>Shareholders should appoint their proxies in writing, and the proxy form shall be signed by the appointer or the proxy appointed in writing; where the appointer is a legal entity, the proxy form should also be stamped with the corporate seal, or signed by a director or the appointed proxy. The proxy form should indicate the number of shares represented by the proxy. If there are more than one proxies, the proxy form should indicate the number of shares represented by each proxy.</p> <p>The entrustment made by the shareholders shall be in compliance with the requirements under Articles 78, 79, 80, 84 and 85 of the Articles of Association.</p> |

**APPENDIX II                      PROPOSED AMENDMENTS TO THE PROCEDURAL RULES  
OF THE GENERAL MEETINGS**

| <p><b>Existing Terms of the Procedural Rules<br/>of the General Meetings</b></p>  | <p><b>Proposed Amendments to the Procedural Rules<br/>of the General Meetings</b></p>   |
|---|---|
| <p><b>Article 21</b> The power of attorney for voting shall be deposited at the domicile of the Company or such other place as specified in the notice of meeting at least 24 hours prior to the meeting at which the proxy is authorized to vote or 24 hours before the scheduled voting time. Where such a power of attorney is signed by a person authorized by the principal, the power of attorney authorizing signature or other authorization documents shall be notarized. The notarized power of attorney and other authorization documents shall, together with the power of attorney for voting, be deposited at the company’s domicile or other location as specified in the notice of the meeting.</p> | <p><b>Article 21</b> The power of attorney for voting shall be deposited at the domicile of the Company or such other place as specified in the notice of meeting at least 24 hours prior to the meeting at which the proxy is authorized to vote or 24 hours before the scheduled voting time. <b><u>If the relevant stock exchange or the regulatory authority at the place where the Company’s shares are listed provides otherwise, such regulations shall prevail.</u></b> Where such a power of attorney is signed by a person authorized by the principal, the power of attorney authorizing signature or other authorization documents shall be notarized. The notarized power of attorney and other authorization documents shall, together with the power of attorney for voting, be deposited at the company’s domicile or other location as specified in the notice of the meeting.</p> |

**APPENDIX II                      PROPOSED AMENDMENTS TO THE PROCEDURAL RULES OF THE GENERAL MEETINGS**

| <p><b>Existing Terms of the Procedural Rules of the General Meetings</b></p>  | <p><b>Proposed Amendments to the Procedural Rules of the General Meetings</b></p>  |
|---|--|
| <p><b>Article 22</b> According to the written reply received by the Company on the 20th day prior to the convening of the general meeting, the Company shall calculate the number of shares with voting rights represented by the shareholders who intend to attend the meeting. If the number reaches over 1/2 of the number of the total shares with voting rights of the Company, the general meeting can be convened by the Company; otherwise, the Company shall notify the shareholders again in the form of announcement about the matters proposed to be considered at the meeting, the date and place of the convening of the meeting within five days. Upon the announcement notice, the Company can convene the general meeting.</p> <p>The Company is responsible for the production of the signature book of attendees, which specifies names of the attendees (or their company names), identity card numbers, home addresses, number of shares held or represented with voting rights, names of appointers (or their company names) and other matters.</p> | <p><del><b>Article 22</b> According to the written reply received by the Company on the 20th day prior to the convening of the general meeting, the Company shall calculate the number of shares with voting rights represented by the shareholders who intend to attend the meeting. If the number reaches over 1/2 of the number of the total shares with voting rights of the Company, the general meeting can be convened by the Company; otherwise, the Company shall notify the shareholders again in the form of announcement about the matters proposed to be considered at the meeting, the date and place of the convening of the meeting within five days. Upon the announcement notice, the Company can convene the general meeting.</del></p> <p>The Company is responsible for the production of the signature book of attendees, which specifies names of the attendees (or their company names), identity card numbers, home addresses, number of shares held or represented with voting rights, names of appointers (or their company names) and other matters.</p> |

**APPENDIX II      PROPOSED AMENDMENTS TO THE PROCEDURAL RULES  
OF THE GENERAL MEETINGS**

| Existing Terms of the Procedural Rules of the General Meetings   | Proposed Amendments to the Procedural Rules of the General Meetings  |
|--|--|
| <p><b>Article 42</b> The general meeting can adopt cumulative voting when electing directors and supervisors in accordance with the requirements of the Articles of Association or the resolutions at the general meeting.</p> <p>The aforementioned cumulative voting means that when the shareholders are electing directors or supervisors, if each ordinary share (including the preference shares with voting rights recovered by the resolution) is allocated a number of voting rights that is equivalent to the number of the directors or supervisors to be elected, the voting rights owned by the shareholders can be exercised collectively.</p> | <p><b>Article 42</b> The general meeting <u>should</u> adopt cumulative voting when electing directors and supervisors <del>in accordance with the requirements of the Articles of Association or the resolutions at the general meeting.</del> <u>in accordance with the requirements of the regulatory authorities at the place where the Company's shares are listed, the provisions under the Articles of Association or the resolutions passed at the general meeting. Under the cumulative voting, the independent directors and other members of the Board shall be elected separately.</u></p> <p>The aforementioned cumulative voting means that when the shareholders are electing directors or supervisors, if each ordinary share (including the preference shares with voting rights recovered by the resolution) is allocated a number of voting rights that is equivalent to the number of the directors or supervisors to be elected, the voting rights owned by the shareholders can be exercised collectively.</p> <p><u>The ways of cumulative voting are as follows:</u></p> <p><b>(I) Each of the shares held by a shareholder shall carry the same number of voting rights as the number of director or supervisor candidates; when the Board or a qualified shareholder separately proposes the director or supervisor candidates, the number of voting rights carried by each share shall be calculated as per the number of non-repetitive director or supervisor candidates;</b></p> |

| Existing Terms of the Procedural Rules of the General Meetings | Proposed Amendments to the Procedural Rules of the General Meetings   |
|--|---|
|  | <p data-bbox="807 338 1390 985"><u>(II) In casting his/her/its votes for the director or supervisor candidates, a shareholder may exercise his/her/its voting rights by allocating his/her/its voting rights evenly and cast for each director or supervisor candidate the same number of voting rights as the shares he/she/it holds; or he/she/it may focus on one particular director or supervisor candidate and cast for that candidate all the voting rights represented by all of his/her/its shares multiplied by the number of director or supervisor candidates; or he/she/it may allocate his/her/its voting rights over several director or supervisor candidates and cast for each of them part of the voting rights represented by all of his/her/its shares multiplied by the number of director or supervisor candidates;</u></p> <p data-bbox="807 1034 1390 1300"><u>(III) Upon the exercise of his/her/its voting rights by focusing all the voting rights represented by all of his/her/its shares multiplied by the number of director or supervisor candidates on one or several of the director or supervisor candidates, a shareholder shall not have any right to vote for any other director candidates;</u></p> <p data-bbox="807 1349 1390 1917"><u>(IV) If the total number of voting rights centrally exercised by a shareholder on one or several of the director or supervisor candidates exceeds the number of voting rights represented by all the shares held by him/her/it, the voting by such shareholder shall be invalid and the shareholder shall be deemed to have abstained from voting; if the total number of voting rights centrally exercised by a shareholder on one or several of the director or supervisor candidates is less than the number of voting rights represented by all the shares held by him/her/it, the voting by such shareholder shall be valid and the remaining voting rights held by such shareholder shall be deemed to be waived;</u></p> |

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**APPENDIX II      PROPOSED AMENDMENTS TO THE PROCEDURAL RULES  
OF THE GENERAL MEETINGS**

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| <b>Existing Terms of the Procedural Rules<br/>of the General Meetings</b> | <b>Proposed Amendments to the Procedural Rules<br/>of the General Meetings</b>  |
|---|---|
|   | <p data-bbox="804 331 1390 434"><u>(V) The director or supervisor candidates whose votes represent the most voting rights are elected as directors or supervisors;</u></p> <p data-bbox="804 474 1390 602"><u>(VI) Independent directors and other directors shall be elected separately to ensure the proportion of independent directors in the Board of the Company.</u></p> |

**ILLUSTRATION ON THE ADOPTION OF  
CUMULATIVE VOTING SYSTEM IN THE ELECTION OF DIRECTORS,  
INDEPENDENT DIRECTORS AND SUPERVISORS**

1. The election of directors, the election of independent directors and the election of supervisors from respective candidates at the general meeting will be respectively numbered as separate groups of resolutions. Investors shall vote on each candidate under each group of resolutions.
2. The number of shares declared shall represent the votes to be cast for the elections. For each group of resolutions, the total number of votes to which a shareholder is entitled for each share held by himself/herself shall be equal to the number of directors or supervisors to be elected under that particular group of resolutions. If a shareholder holds 100 shares of a listed company, and there are 10 directors to be elected at the general meeting with 12 candidates taking part in the election of directors, such shareholder shall be entitled to a total number of 1,000 votes in respect of that particular group of resolutions on the election of the members of the Board.
3. Voting of shareholders shall be confined to the number of votes to which he/she/it is entitled in respect of each group of resolutions. Shareholders may cast their votes at their own discretion by casting his/her/its votes on one candidate or on different candidates in any combination. Upon completion of the voting, the votes will be counted cumulatively in respect of each of the resolutions.

## 4. Illustration:

A listed company convenes a general meeting for the election of members of the Board and Supervisory Committee by way of cumulative voting system, and there are six candidates to be elected for five positions as directors, three candidates for two positions as independent directors, and three candidates for two positions as supervisors. The matters required to be voted by poll are as follows:

| <b>Resolutions effected by cumulative voting</b> |   |                 |
|--|---|-----------------|
| 4.00   | Resolution on the election of directors             | Number of votes |
| 4.01   | e.g. CHEN xx  |                 |
| 4.02   | e.g. ZHAO xx  |                 |
| 4.03   | e.g. JIANG xx                                       |                 |
| .....  | .....   |                 |
| 4.06   | e.g. SONG xx  |                 |
| 5.00   | Resolution on the election of independent directors | Number of votes |
| 5.01   | e.g. ZHANG xx                                       |                 |
| 5.02   | e.g. WANG xx  |                 |
| 5.03   | e.g. YANG xx  |                 |
| 6.00   | Resolution on the election of supervisors           | Number of votes |
| 6.01   | e.g. LI xx  |                 |
| 6.02   | e.g. CHEN xx  |                 |
| 6.03   | e.g. HUANG xx                                       |                 |

If an investor holds 100 shares in the company upon close of trading on the equity registration date, under cumulative voting system, such investor will be entitled to 500 votes for resolution 4.00 titled “Resolution on the election of directors”, 200 votes for resolution 5.00 titled “Resolution on the election of independent directors” and 200 votes for resolution 6.00 titled “Resolution on the election of supervisors”.

Such investor may vote on the resolution 4.00 at his/her/its own discretion within the limit of 500 votes. Such investor may concentrate those 500 votes on one candidate, or vote for different candidates dispersedly with any combination of the votes.

As shown in the table below:

| No.   | Name of Resolution                      | Number of votes |          |          |           |
|-------|---|-----------------|----------|----------|-----------|
|       |   | Method 1        | Method 2 | Method 3 | Method... |
| 4.00  | Resolution on the election of directors | —               | —        | —        | —         |
| 4.01  | e.g. CHEN xx                            | 500             | 100      | 100      |           |
| 4.02  | e.g. ZHAO xx                            | 0               | 100      | 50       |           |
| 4.03  | e.g. JIANG xx                           | 0               | 100      | 200      |           |
| ..... | .....                                   | ...             | ...      | ...      |           |
| 4.06  | e.g. SONG xx                            | 0               | 100      | 50       |           |

5. Under the cumulative voting system, “Against” and “Abstain” votes will be considered invalid.



**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 THE  
2019 THIRD EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a notice has been issued on 11 November 2019 in relation to the 2019 Third Extraordinary General Meeting (the “**2019 Third EGM**”) of Red Star Macalline Group Corporation Ltd. (the “**Company**”), which will be held at 2:00 p.m. on Friday, 27 December 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 11 November 2019 and 10 December 2019, respectively.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the 2019 Third EGM will be held as originally scheduled, for the purposes of considering and, if thought fit, approving the following resolutions in addition to the resolutions set out in the Notice of the 2019 Third EGM of the Company dated 11 November 2019:

**SPECIAL RESOLUTIONS**

1. To consider and approve the amendments to the Articles of Association of the Company; and
2. To consider and approve the proposed amendments to the Procedural Rules of the General Meetings of the Company.

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

10 December 2019

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## SUPPLEMENTAL NOTICE OF THE 2019 THIRD EXTRAORDINARY GENERAL MEETING

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*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 the 2019 Third EGM dated 11 November 2019. Please refer to the Notice and the Circular of the 2019 Third EGM of the Company dated 11 November 2019 for details of the other resolutions to be considered and approved at the 2019 Third EGM and other relevant matters.
2. Since the proxy form sent by the Company on 11 November 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.
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 the 2019 Third EGM published by the Company on 11 November 2019, the register of members of the Company will be closed from Wednesday, 27 November 2019 to Friday, 27 December 2019 (both days inclusive). Shareholders whose names appear on the share register of the Company at the close of business on Tuesday, 26 November 2019, are entitled to attend and vote at the 2019 Third EGM.
5. A Shareholder entitled to attend and vote at this 2019 Third EGM may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder but must attend this 2019 Third EGM 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 legal person, that instrument must be executed either under its seal or under the hand of its director(s) or other attorneys duly authorized to sign the same on its behalf.
7. In order to be valid, the First Proxy Form and the Supplemental Proxy Form, must be deposited, for H Share Shareholders 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 2019 Third EGM. If the First Proxy Form and/or the Supplemental Proxy Form is signed by a person under a power of attorney or other authorization instruments, a notarized copy of that power of attorney or other authorization instruments shall be deposited at the same time as mentioned in the First Proxy Form and/or the Supplemental Proxy Form. 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 2019 Third EGM or any adjournment thereof should they so wish.

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## SUPPLEMENTAL NOTICE OF THE 2019 THIRD EXTRAORDINARY GENERAL MEETING

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8. Shareholders shall produce their identification documents and supporting documents in respect of the shares of the Company held when attending the 2019 Third EGM. If corporate Shareholders appoint authorized representative to attend the 2019 Third EGM, the authorized representative shall produce his/her identification documents and a notarized copy of the relevant authorization instrument signed by the board of directors or other authorized parties of the corporate Shareholders or other notarized documents allowed by the Company. Proxies shall produce their identification documents and the proxy forms signed by the Shareholders or their attorneys when attending the 2019 Third EGM.
9. Shareholders who intend to attend the 2019 Third EGM should complete the reply slip and return it to the H Share registrar of the Company (for H Share Shareholders) by hand, by post or by fax on or before Friday, 6 December 2019.
10. The 2019 Third EGM is expected to take for less than half a day. Shareholders attending the 2019 Third EGM shall be responsible for their own travel and accommodation expenses.
11. All voting at the 2019 Third EGM will be conducted by poll.