

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



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 AGM

NOTICE IS HEREBY GIVEN that a notice has been issued on 19 May 2020 in relation to the 2019 annual general meeting (the “**AGM**”) of Red Star Macalline Group Corporation Ltd. (the “**Company**”) will be held at 2:00 p.m. on Thursday, 18 June 2020 at Conference Center, 3/F, South Building, Block B, Red Star Macalline Headquarters, Lane 1466, Shenchang Road, Minhang District, Shanghai, the People Republic of China (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 the supplemental circular of the Company dated 19 May 2020 and 4 June 2020, 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 resolutions in addition to the resolutions set out in the Notice of the 2019 AGM of the Company dated 19 May 2020:

SPECIAL RESOLUTIONS

To consider and approve:

11. the resolution on the 2020 Non-public Issuance of A Shares of the Company
 - (a) class and nominal value of shares to be issued;
 - (b) method and time of issuance;
 - (c) target subscribers and subscription method;
 - (d) pricing reference date, issue price and pricing principles;
 - (e) number of shares to be issued;

- (f) amount and use of proceeds;
 - (g) lock-up period;
 - (h) place of listing;
 - (i) arrangements for undistributed accumulated profits prior to the Non-public Issuance; and
 - (j) validity period of the Non-public Issuance resolutions;
- 12. the resolution on the 2020 Plan for the Non-public Issuance of A Shares of the Company;
 - 13. the resolution on the Feasibility Analysis Report on the Use of Proceeds from the Non-public Issuance of A Shares of the Company; and
 - 14. the resolution on the authorization to the Board to deal with relevant matters in relation to the 2020 Non-public Issuance of A Shares of the Company with full discretion.

ORDINARY RESOLUTIONS

To consider and approve:

- 15. the resolution on the fulfilment of conditions for the Non-public Issuance of A Shares by the Company;
- 16. the resolution on the Report on the Use of Proceeds Previously Raised;
- 17. the resolution on the Shareholder's Return Plan of the Company for the Next Three Years (from 2020 to 2022); and
- 18. the resolution on the remedial measures for the dilution of current returns by the Non-public Issuance of A Shares of the Company.

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

Shanghai, the PRC
4 June 2020

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 AGM dated 19 May 2020. Please refer to the Notice and the Circular of the 2019 AGM of the Company dated 19 May 2020 for details of the other resolutions to be considered and approved at the 2019 AGM and other relevant matters.
2. Since the proxy form sent by the Company on 19 May 2020 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 AGM published by the Company on 19 May 2020, the register of members of the Company will be closed from Monday, 15 June 2020 to Thursday, 18 June 2020 (both dates inclusive). Shareholders whose names appear on the share register of the Company at the close of business on Friday, 12 June 2020, are entitled to attend and vote at the 2019 AGM.
5. The Shareholders who are entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on their behalves. A proxy need not to be a Shareholder of the Company.
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 or other attorney 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 AGM. If the First Proxy Form and/or the Supplemental Proxy Form is signed by a person under the power of attorney or other authority, a notarized copy of that power of attorney or other authority 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 the voting in person at the AGM or any adjourned meetings should they so wish.
8. Shareholders shall produce their identification documents and supporting documents in respect of the shares of the Company held when attending the AGM. If corporate Shareholders appoint authorized representative to attend the AGM, 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 First Proxy Form and/or the Supplemental Proxy Form signed by the Shareholders or their attorney when attending the AGM.
9. The AGM is expected to take for less than half a day. Shareholders attending the AGM shall be responsible for their own travel and accommodation expenses.
10. All voting at the AGM will be conducted by poll.

This announcement is prepared in both Chinese and English versions. In case of inconsistency, the Chinese version shall prevail.

As at the date of this announcement, the executive Directors of the Company are CHE Jianxing, GUO Binghe, CHE Jianfang and JIANG Xiaozhong; the non-executive Directors are CHEN Shuhong, XU Guofeng, JING Jie and XU Hong; and the independent non-executive Directors are QIAN Shizheng, LEE Kwan Hung, Eddie, WANG Xiao and ZHAO Chongyi.