
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 proxy form 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.

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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)

THE SATISFACTION OF THE CONDITIONS FOR THE PUBLIC ISSUANCE OF CORPORATE BONDS TO PROFESSIONAL INVESTORS BY THE COMPANY

THE 2020 PUBLIC ISSUANCE OF CORPORATE BONDS BY THE COMPANY

PROPOSAL TO THE SHAREHOLDERS' GENERAL MEETING TO FULLY AUTHORIZE THE BOARD AND ITS AUTHORIZED PERSONS TO HANDLE MATTERS IN RELATION TO THE PUBLIC ISSUANCE OF CORPORATE BONDS

THE GENERAL MANDATE FOR THE ISSUANCE OF DOMESTIC DEBT FINANCING INSTRUMENTS OF THE COMPANY

AND

NOTICE OF THE 2020 SECOND EXTRAORDINARY GENERAL MEETING

A letter from the Board is set out on pages 3 to 11 of this circular. A notice of the extraordinary general meeting (the "EGM") of the Company to be held at 2:00 p.m. on Thursday, 16 July 2020 at Conference Center, 3/F, South Building, Block B, Red Star Macalline Headquarters, Lane 1466, Shenchang Road, Minhang District, Shanghai, the People's Republic of China (the "PRC"), is being despatched to the Shareholders together with this circular.

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 authorized 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 authorized 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 notarized.

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, Wanchai, 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 B1 Corporate Post Office, Block A, Red Star Macalline Headquarters, No. 5, Lane 1466, Shenchang Road, Minhang District, Shanghai, the 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.

30 June 2020

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DEFINITIONS

In this circular, unless the context otherwise requires, the following terms shall 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 the A Share(s)
“Articles of Association”	the articles of association of the Company
“Board”	the board of directors of the Company
“Company”	Red Star Macalline Group Corporation Ltd., 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)
“Company Law”	the Company Law of the People’s Republic of China
“CSRC”	the China Securities Regulatory Commission
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting to be convened and held on 16 July 2020
“H Share(s)”	overseas-listed foreign invested ordinary share(s) with a par 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 Hong Kong dollars
“H Share Shareholder(s)”	the holder(s) of the H Share(s)
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“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

DEFINITIONS

“Securities Law”	the Securities Law of the People’s Republic of China
“Share(s)”	A Share(s) and H Share(s)
“Shareholder(s)”	the A Share Shareholder(s) and the H Share Shareholder(s) of the Company
“SSE”	the Shanghai Stock Exchange
“SSE Listing Rules”	the Shanghai Stock Exchange Listing Rules
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company
“%”	percent

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. 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
the PRC

Principal place of business

in Hong Kong:

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

30 June 2020

To the Shareholders

Dear Sir or Madam,

THE SATISFACTION OF THE CONDITIONS FOR THE PUBLIC ISSUANCE OF CORPORATE BONDS TO PROFESSIONAL INVESTORS BY THE COMPANY

THE 2020 PUBLIC ISSUANCE OF CORPORATE BONDS BY THE COMPANY

PROPOSAL TO THE SHAREHOLDERS' GENERAL MEETING TO FULLY AUTHORIZE THE BOARD AND ITS AUTHORIZED PERSONS TO HANDLE MATTERS IN RELATION TO THE PUBLIC ISSUANCE OF CORPORATE BONDS

THE GENERAL MANDATE FOR THE ISSUANCE OF DOMESTIC DEBT FINANCING INSTRUMENTS OF THE COMPANY

AND

NOTICE OF THE 2020 SECOND EXTRAORDINARY GENERAL MEETING

LETTER FROM THE BOARD

1. INTRODUCTION

The Board of the Company has passed the following resolutions at the Board meeting held on 23 June 2020: (1) resolution on the satisfaction of the conditions for the public issuance of corporate bonds to professional investors by the Company; (2) resolution on the 2020 public issuance of corporate bonds by the Company; (3) resolution on the proposal to the Shareholders' general meeting to fully authorize the Board and its authorized persons to handle matters in relation to the public issuance of corporate bonds; and (4) resolution on the general mandate for the issuance of domestic debt financing instruments of the Company.

The aforesaid resolutions shall be approved by Shareholders through special resolutions.

The purpose of this circular is to provide you with the notice of the EGM and information on certain resolutions proposed to be considered at the EGM so that you are able to make informed decisions on whether to vote for or against such resolutions at the EGM.

2. MATTERS TO BE CONSIDERED AT THE EGM

A. Resolution on the satisfaction of the conditions for the public issuance of corporate bonds to professional investors by the Company

In accordance with the provisions regarding public issuance of corporate bonds in the Company Law, the Securities Law, the Administrative Measures for Issuance and Trading of Corporate Bonds and other relevant laws, regulations and normative documents, upon verification of relevant conditions of the Company, the Board believes that the Company complies with relevant provisions regarding public issuance of corporate bonds and is qualified for issuing corporate bonds to professional investors publicly.

The above resolution has been considered and approved by the Board and is hereby submitted to the EGM for consideration and approval by the Shareholders.

B. Resolution on the 2020 public issuance of corporate bonds by the Company

In accordance with the provisions of the Company Law, the Securities Law, the Administrative Measures for Issuance and Trading of Corporate Bonds and other relevant laws, regulations and normative documents, upon verification of relevant conditions of the Company, the Board approved the resolution on the 2020 public issuance of corporate bonds (the “**Bond Issuance**” or the “**Public Issuance**”) by the Company at the Board meeting held on 23 June 2020. Details of the 2020 public issuance of corporate bonds by the Company are as follows:

(I) Issue scale, par value and issue price

The aggregate par value of corporate bonds to be issued shall not be more than RMB6 billion (inclusive). The par value of each corporate bond to be issued is RMB100, and the bonds are to be issued at par value.

LETTER FROM THE BOARD

(II) Method and target of issuance

The targets of the bond issue shall be professional investors who are eligible for bond subscriptions and transfers (except those who are prohibited from purchasing bonds by national laws and regulations) fulfilling the conditions specified in the Securities Law, Measures for the Issue and Trading of Corporate Bonds, the Administrative Measures on Suitability for Securities and Futures Investors, the SSE Measures for Investor Suitability Management of Bond Market and other provisions. The bonds will not be preferentially placed to the Shareholders of the Company; the bonds may be issued in one or multiple tranches, specifically subject to determination by the Board and its authorized persons according to relevant provisions, the Company's demand for funds and market conditions.

(III) Bond interest rate and determination method

The corporate bonds to be issued are fixed-rate bonds. The specific coupon rate and method of interest payment will be determined by the Board and its authorized persons according to market inquiry and negotiation of the lead underwriters before issue.

(IV) Maturity term and type of bonds

The maturity term of the corporate bonds of the Public Issuance shall not exceed 10 years (inclusive), which may be issued in mixed categories with one maturity term or different maturity terms. The specific type, maturity term and issue size of the corporate bonds to be issued will be determined by the Board and its authorized persons according to relevant provisions and the market conditions.

(V) Use of proceeds

The proceeds from the public issue of corporate bonds are proposed to be used to repay interest-bearing debts and replenish liquidity and for other purposes in compliance with national laws and regulations.

(VI) Underwriting method

In respect of the public issue of corporate bonds, the lead underwriter shall be responsible for the establishment of an underwriting syndicate to conduct underwriting by way of standby commitment underwriting.

(VII) Guarantee

The bonds will be publicly issued without guarantee.

(VIII) Protective measures for repayment, redemption terms or repurchase terms

In the circumstances of any anticipated failure to repay the principal or interest of the corporate bonds as scheduled during the term of the corporate bonds to be issued, the Company will formulate and take multiple protective measures for repayment to further and actually protect the interests of the bond holders.

LETTER FROM THE BOARD

Whether the issue involves specific contents of the redemption terms, repurchase terms, terms on coupon rate adjustment and other relevant terms will be determined by the persons authorized by the Board according to relevant provisions and the market conditions.

(IX) Place of listing

An application will be made to the SSE for the listing and trading of corporate bonds to be issued.

(X) Validity period of the resolutions

The resolutions in relation to the Bond Issuance shall be effective within the 24 months from the date of approval at the general meeting. If the bonds have been approved by the SSE upon examination and registered with the CSRC within the period, the validity period of the resolutions shall be automatically extended to the date of completion of the Bond Issuance.

The above resolution has been considered and approved by the Board, and is hereby submitted to the EGM for consideration and approval by the Shareholders.

C. Resolution on the proposal to the Shareholders' general meeting to fully authorize the Board and its authorized persons to handle matters in relation to the public issuance of corporate bonds

In order to ensure that the public issuance of corporate bonds will be conducted in an orderly and efficient manner, the Board intends to propose to the EGM for authorizing the Board and its authorized persons to handle the relevant matters in relation to the public issuance of corporate bonds at their full discretion to the extent prescribed by relevant laws and regulations, including but not limited to:

- (1) to formulate the detailed issuance proposal relating to the Bond Issuance and amend and adjust the terms thereof, including but not limited to all matters relating to the bond issuance such as the specific issuance size, the maturity of bonds, coupon rate of bonds or the determination method thereof, timing of issuance, whether or not the bonds are issued in tranches, the number of tranches and the size of each tranche, any terms of repurchase, coupon rate adjustment or redemption, any guarantee and the method thereof, the term and method of repayment of principal and interest, and determination of the specific use of proceeds as permitted by the laws and regulations in accordance with the specific circumstances of the Company and the market condition;
- (2) to determine and engage intermediaries to participate in the Bond Issuance;
- (3) to select trustee for the bonds, execute the Bond Trustee Management Agreement and formulate the Rules of the Bondholders' Meeting;
- (4) to execute the contracts, agreements and documents relating to the Bond Issuance;

LETTER FROM THE BOARD

- (5) to deal with the reporting and transfer matters relating to the Bond Issuance, including but not limited to authorizing, executing, implementing, amending and completing all the necessary documents, contracts/agreements and covenants (including but not limited to the offering circular, underwriting agreement, bond trustee management agreement, listing agreement, various announcements and other legal documents) relating to the issuance and transfer of corporate bonds and making appropriate information disclosures in accordance with laws, regulations and other normative documents;
- (6) to determine the use of proceeds and specific amount thereof according to the financial position of the Company;
- (7) to authorize the Board and its authorized persons to make corresponding adjustments on relevant matters, including the detailed proposal of the issuance of corporate bonds but excluding matters which are subject to a separate approval at the Shareholders' general meeting in accordance with relevant laws, regulations and the Articles of Association, according to the new policies and opinions of regulatory authorities or the new market conditions, in case of any change in the policies on the issuance of corporate bonds by regulatory authorities or any change in market conditions;
- (8) to authorize the Board and its authorized persons to determine whether to proceed with the Bond Issuance in accordance with the prevailing circumstances in case there is any material change in the market environment, policies or regulations;
- (9) to authorize the Board and its authorized persons to deal with all matters relating to the issuance of corporate bonds such as the term of repayment of principal and interest and adjustment of coupon rate within the duration of corporate bonds upon the completion of the issuance of corporate bonds.

The above authorization shall be valid from the date on which the resolution was considered and approved at the EGM to the date of completion of the abovementioned authorized matters.

The Board intends to appoint the Chairman and the person in charge of financial affairs as the authorized persons for the Bond Issuance. Each of the authorized persons is entitled to handle the abovementioned matters relating to the issuance and listing of bonds on behalf of the Company within the scope of authorization determined by the EGM by way of a resolution and as authorized by the Board.

The above resolution has been considered and approved by the Board, and is hereby submitted to the EGM for consideration and approval by the Shareholders.

LETTER FROM THE BOARD

D. Resolution on the general mandate for the issuance of domestic debt financing instruments of the Company

At the Board meeting held on 23 June 2020, the Board passed the resolution on the general mandate for the issuance of domestic debt financing instruments of the Company and agreed that the Board proposes to the EGM for authorizing the Board and its authorized persons to make decisions on financing at the right time, as detailed below:

(1) Type of products to be issued and major terms of issuance

1. Type of products to be issued

The products to be issued are debt financing instruments, including but not limited to medium-term notes, corporate bonds, and other debt financing instruments recognized by domestic regulatory authorities.

2. Issuer and the size and method of issuance

The issuer can be the Company and the subsidiaries included in the consolidated statements of the Company. A total of not more than RMB4 billion worth of debt financing instruments are to be issued in one or multiple tranches.

3. Maturity term

The maturity term of the debt financing instruments shall not exceed 20 years, which may be issued in mixed categories with one maturity term or different maturity terms. Domestic debt financing instruments with no fixed term are not bound by the said restriction on maturity.

4. Use of proceeds

The proceeds will be used for the Company's operations, adjusting debt structure, supplementing working capital and/or project investment, etc..

5. Validity period of general mandate

The validity period of the abovementioned general mandate for the issuance of debt financing instruments is 24 months from the date on which the resolution was considered and approved by the EGM. If the Board and its authorized persons have decided on the relevant issuance within the said validity period and the Company has also obtained the approval, permit or registration for the issuance from regulatory authorities within the said validity period, the Company may complete relevant issuance within the validity period confirmed by such approval, permit or registration.

LETTER FROM THE BOARD

(2) *Authorized matters*

The Board requests the EGM to fully authorize the Board and its authorized persons to handle matters relating to the above issues, specifically including:

1. Within the amount of issuance, authorize the Board and its authorized persons to make decisions on the specific type of debt financing instruments to be issued by the Company, including but not limited to medium-term notes, corporate bonds, and other debt financing instruments recognized by domestic regulatory authorities;
2. Authorize the Board and its authorized persons to make decisions on the specific use of proceeds according to the Company's specific needs within the aforesaid scope;
3. Authorize the Board and its authorized persons to, according to the Company's daily operation and capital expenditure needs as well as market conditions, make decisions on the specific terms and conditions and other issues in respect of each issuance of debt financing instruments, including but not limited to determination of the actual amount, interest rate, maturity term, time, target, method, placement arrangement, protective measures for repayment, guarantee arrangement and all other matters in respect of each issuance of debt financing instruments;
4. Authorize the Board and its authorized persons to, based on actual needs of the issuance of debt financing instruments, appoint intermediaries, including but not limited to lead underwriters, rating agencies and law firms, etc., to negotiate, sign and revise relevant contracts or agreements, sign all necessary legal documents in relation to each issuance, and complete all necessary formalities involved in each application, registration or filing, or listing of debt financing instruments with relevant regulatory authorities on behalf of the Company;
5. in case of any change in regulatory policies or market conditions, to make corresponding adjustments on relevant matters as authorized by the Shareholders' general meeting of the Company, such as to amend the detailed proposal of the issuance, according to opinions of regulatory authorities or market conditions, but excluding matters which are subject to separate approval at the Shareholders' general meeting of the Company in accordance with relevant laws, regulations and the Articles of Association, or to determine whether to proceed with the issuance in part or in whole based on actual conditions;
6. Upon completion of the issuance of debt financing instruments, authorize the Board and its authorized persons to handle all the matters relating to debt financing instruments including repayment of principal and interest, adjustment of the interest rate and maturity term of debt financing instruments, etc., during the term of debt financing instruments;

LETTER FROM THE BOARD

7. Authorize the Board and its authorized persons to handle other matters relating to the issuance of debt financing instruments;
8. Within the scope of the above authorization, the Board may reauthorize the Chairman and his authorized persons to determine at full discretion specific issuance matters and handle specific matters relating to the issuance of debt financing instruments.

The above authorization to the Board shall be valid from the date on which the resolution was considered and approved at the EGM to the date when the resolution of the Shareholders' general meeting on domestic debt financing instruments of the Company becomes invalid or the date of completion of the abovementioned authorized matters.

The above resolution has been considered and approved by the Board, and is hereby submitted to the EGM for consideration and approval by the Shareholders.

3. RESPONSIBILITY STATEMENT

The information in this circular is published in accordance with the Listing Rules and is intended to provide information about the Company. The Directors of the Company jointly and severally bear all responsibility for the information in this circular. The Directors, after making all reasonable enquiries, confirm to the best of their knowledge and belief that the information contained in this circular is accurate and complete in all material respects, is not misleading or deceptive, and that nothing is omitted to cause any misleading statements or other matters in this circular.

4. THE 2020 SECOND EXTRAORDINARY GENERAL MEETING

The notice of the EGM to be held at 2:00 p.m. on Thursday, 16 July 2020 at Conference Center, 3/F, South Building, Block B, Red Star Macalline Headquarters, Lane 1466, Shenchang Road, Minhang District, Shanghai, the PRC is set out on pages 12 to 13 of this circular.

The proxy forms for the EGM are also enclosed herein and published on the website of the Stock Exchange (www.hkexnews.com.hk). The Shareholders who intend to appoint (a) proxy/proxies to attend the EGM shall complete, sign and return the proxy forms in accordance with the instructions printed thereon.

For H Share Shareholders, the proxy form, and if the proxy form is signed by a person under a power of attorney or other documents of authority on behalf of the appointor, a notarially certified copy of that power of attorney or other documents of authority, must be delivered to the Company's H Share Registrar, 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 in order for such documents to be valid.

LETTER FROM THE BOARD

Pursuant to the Articles of Association, for the purpose of holding the EGM, H Share register will be closed from Monday, 13 July 2020 to Thursday, 16 July 2020 (both days inclusive), during which period no transfer of H Shares will be registered. H Share Shareholders whose names appear on the Share Register of the Company on Monday, 13 July 2020 are entitled to attend and vote at the EGM.

In order to attend and vote at the EGM, H Share Shareholders shall lodge all transfer documents together with the relevant share certificates to Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 10 July 2020.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the Shareholders' general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, the resolutions proposed at the EGM will be voted by poll.

5. RECOMMENDATION

The Directors consider that all resolutions set out in the notice of EGM for consideration and approval by Shareholders are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all resolutions to be proposed at the EGM.

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)

NOTICE OF THE 2020 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2020 second extraordinary general meeting (the “EGM”) of Red Star Macalline Group Corporation Ltd. (the “**Company**”) will be held at 2:00 p.m. on Thursday, 16 July 2020 at Conference Center, 3/F, South Building, Block B, Red Star Macalline Headquarters, Lane 1466, Shenchang Road, Minhang District, Shanghai, the PRC for the purpose of considering, and if thought fit, passing the following resolutions:

SPECIAL RESOLUTIONS

1. To consider and approve the resolution on the satisfaction of the conditions for the public issuance of corporate bonds to professional investors by the Company;
2. To consider and approve the resolution on the 2020 public issuance of corporate bonds by the Company
 - 2.01 issue scale, par value and issue price;
 - 2.02 method and target of issuance;
 - 2.03 bond interest rate and determination method;
 - 2.04 maturity term and type of bonds;
 - 2.05 use of proceeds;
 - 2.06 underwriting method;
 - 2.07 guarantee;
 - 2.08 protective measures for repayment, redemption terms or repurchase terms;
 - 2.09 place of listing; and
 - 2.10 validity period of the resolutions;
3. To consider and approve the resolution on the proposal to the Shareholders' general meeting to fully authorize the Board and its authorized persons to handle matters in relation to the public issuance of corporate bonds; and

NOTICE OF THE 2020 SECOND EXTRAORDINARY GENERAL MEETING

4. To consider and approve the resolution on the general mandate for the issuance of domestic debt financing instruments of the Company.

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

Hong Kong
30 June 2020

Notes:

1. Unless the context otherwise stated, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 30 June 2020.
2. For the purpose of holding the EGM, the register of members of the Company will be closed from Monday, 13 July 2020 to Thursday, 16 July 2020 (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, 10 July 2020 for registration.

The Shareholders whose names appear on the register of members of the Company on Monday, 13 July 2020 are entitled to attend and vote at the EGM.

3. The 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 to be a Shareholder of the Company.
4. 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.
5. In order to be valid, the 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 EGM. If the 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 proxy form. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meetings should they so wish.
6. 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 authorized representative to attend the 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 form signed by the Shareholders or their attorney when attending the EGM.
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.