
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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION PROPOSED AMENDMENTS TO THE PROCEDURAL RULES OF THE GENERAL MEETINGS PROPOSED AMENDMENTS TO THE PROCEDURAL RULES OF THE BOARD OF DIRECTORS AND NOTICE OF THE 2020 THIRD EXTRAORDINARY GENERAL MEETING

A letter from the Board is set out on pages 2 to 20 of this circular. A notice of the extraordinary general meeting (the “**EGM**”) to be held at 2:00 p.m. on Friday, 11 September 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 dispatched 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 authorised in writing or, in case of a legal person, must either be executed under its seal or under the hand of its director or other attorney duly authorised to sign the same. If the proxy form is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other document of authorisation, must be 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.

21 August 2020

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

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. (紅星美凱龍家居集團股份有限公司), a sino-foreign joint stock company incorporated in the PRC with limited liability, whose H Shares are listed on the main board of The Stock Exchange of Hong Kong Limited (stock code: 1528)
“EGM” or “2020 Third Extraordinary General Meeting”	the extraordinary general meeting of the Company to be convened and held on 11 September 2020
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“H Share(s)”	overseas-listed foreign invested ordinary share(s) with a nominal value of RMB1.0 each in the share capital of the Company, which is/are listed on The Stock Exchange of Hong Kong Limited and traded in Hong Kong dollars
“H Share Shareholder(s)”	the holder(s) of the H Share(s)
“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
“Procedural Rules of the Board of Directors”	the Procedural Rules of the Board of Directors of Red Star Macalline Group Corporation Ltd.
“Procedural Rules of the General Meetings”	the Procedural Rules of the General Meetings of Red Star Macalline Group Corporation Ltd.
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the A Share(s) and H Share(s)
“Shareholder(s)”	the A Share Shareholder(s) and the H Share Shareholder(s) of the Company
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited

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. LEE Kwan Hung, Eddie
Mr. QIAN Shizheng
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

21 August 2020

To the Shareholders

Dear Sir or Madam,

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
PROPOSED AMENDMENTS TO THE PROCEDURAL RULES OF
THE GENERAL MEETINGS
PROPOSED AMENDMENTS TO THE PROCEDURAL RULES OF
THE BOARD OF DIRECTORS**

AND

NOTICE OF THE 2020 THIRD EXTRAORDINARY GENERAL MEETING

1. INTRODUCTION

At the Board meeting held on 19 August 2020, the following resolutions have been passed by the Board of the Company: (1) the resolution on the amendments to the Articles of Association; (2) the resolution on the amendments to the Procedural Rules of the General Meetings; and (3) the resolution on the amendments to the Procedural Rules of the Board of Directors.

The above resolutions shall be approved by the Shareholders by way of special resolutions.

LETTER FROM THE BOARD

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

2. MATTERS TO BE CONSIDERED AT THE EGM

A. Proposed Amendments to the Articles of Association

The Board proposes making certain amendments to the Articles of Association according to the provisions of the Securities Law of the People's Republic of China (implemented from 1 March 2020), the Guidelines for the Articles of Association of Listed Companies (2019 Revision) and other laws and regulations and normative documents, and based on the actual situation of the Company in order to further improve the corporate governance system of the Company.

Details of the amendments to the Articles of Association are as follows:

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
<p>Article 35 If the directors, supervisors, senior executives of the Company or any shareholders who holds more than 5% of the domestic shares of the Company, sell his/her shares in the Company within six months of his/her purchase, or purchase the shares again within six months after the sale, the profits thus made shall accrue to the Company and the Board shall collect all such profits. If a securities company serving as the underwriter purchases all the unsold shares and therefore holds more than 5% of the shares, it is not subject to the six months restriction against selling such shares.</p> <p>If the Board fails to comply with the provision set out in the preceding paragraph, the shareholders have the right to request the Board to do so within 30 days. The shareholders have the right to initiate litigation in the court directly in their own name for the interests of the Company if the Board fails to comply with the provision within the period specified hereinabove.</p> <p>If the Board refuses to comply with paragraph (1) of this Article, the directors at fault shall be collectively responsible under the relevant laws.</p>	<p>Article 35 If the directors, supervisors, senior executives of the Company or any shareholders who holds more than 5% of the domestic shares of the Company, sell his/her shares in the Company <u>or other securities with an equity nature</u> within six months of his/her purchase, or purchase the shares <u>or other securities with an equity nature</u> again within six months after the sale, the profits thus made shall accrue to the Company and the Board shall collect all such profits. <u>However,</u> if a securities company serving as the underwriter purchases all the unsold <u>underwritten</u> shares and therefore holds more than 5% of the shares, it is not subject to the six months restriction against selling such shares, <u>and other circumstances stipulated by the securities regulatory authority under the State Council are excluded.</u></p> <p><u>The shares or other securities with an equity nature held by directors, supervisors, senior executives and individual shareholders referred to in the preceding paragraph include the shares or other securities with an equity nature held by their spouses, parents, and children, and any of the above which is indirectly held in others' accounts.</u></p>

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
	<p>If the Board fails to comply with the provision set out in the preceding paragraph (1) of this Article, the shareholders have the right to request the Board to do so within 30 days. The shareholders have the right to initiate litigation in the court directly in their own name for the interests of the Company if the Board fails to comply with the provision within the period specified hereinabove.</p> <p>If the Board refuses to comply with paragraph (1) of this Article, the directors at fault shall be collectively responsible under the relevant laws.</p>
<p>Article 46 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. 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.</p>	<p>Article 46 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. If <u>the laws, administrative regulations, departmental rules, normative documents</u> and the relevant stock exchange or the regulatory authority at the location where the Company's shares are listed provides otherwise <u>during the period of closure of the register of members prior to a general meeting or before the benchmark date on which the Company decides to distribute dividends</u>, such regulations shall prevail.</p>
<p>Article 61 A general meeting shall exercise the following functions and powers:</p> <p>(I) To decide the business operation guideline and investment plan for the Company;</p> <p>(II) To elect and replace directors and to decide on matters relating to remuneration of the directors;</p> <p>(III) To elect and replace supervisors who are not the employee representative and to decide on matters relating to remuneration of the supervisors;</p>	<p>Article 61 A general meeting shall exercise the following functions and powers:</p> <p>(I) To decide the business operation guideline and investment plan for the Company;</p> <p>(II) To elect and replace directors and to decide on matters relating to remuneration of the directors;</p> <p>(III) To elect and replace supervisors who are not the employee representative and to decide on matters relating to remuneration of the supervisors;</p>

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
(IV) To examine and approve reports of the Board;	(IV) To examine and approve reports of the Board;
(V) To examine and approve reports of the Supervisory Committee;	(V) To examine and approve reports of the Supervisory Committee;
(VI) To examine and approve the annual financial budgets and final accounting plans of the Company;	(VI) To examine and approve the annual financial budgets and final accounting plans of the Company;
(VII) To examine and approve the Company's profit distribution plan and loss recovery plan;	(VII) To examine and approve the Company's profit distribution plan and loss recovery plan;
(VIII) To resolve on increase or decrease of the registered capital of the Company;	(VIII) To resolve on increase or decrease of the registered capital of the Company;
(IX) To resolve on the merger, division, dissolution, liquidation or transformation of the Company;	(IX) To resolve on the merger, division, dissolution, liquidation or transformation of the Company;
(X) To resolve on the issuance of corporate bonds and other securities and the listing of the Company;	(X) To resolve on the issuance of corporate bonds and other securities and the listing of the Company;
(XI) To resolve on the appointment, removal or non-reappointment of certified public accountants of the Company;	(XI) To resolve on the appointment, removal or non-reappointment of certified public accountants of the Company;
(XII) To amend the Articles of Association;	(XII) To amend the Articles of Association;
(XIII) To examine proposals made by shareholders severally or jointly representing more than 3% of the voting shares of the Company;	(XIII) To examine proposals made by shareholders severally or jointly representing more than <u>3</u> 1% of the voting shares of the Company;
(XIV) To examine and approve the guarantees under Article 62;	(XIV) To examine and approve the guarantees under Article 62;

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
<p>(XV) To examine the Company’s purchase or disposal of major assets within one year or matters with the amount guaranteed exceeding 30% of the total assets of the Company;</p> <p>(XVI) To examine and approve any changes to the use of proceeds;</p> <p>(XVII) To review share incentive plans;</p> <p>(XVIII) To resolve on other matters which, in accordance with the laws, administrative regulations, listing rules of the stock exchange with which the Company’s shares are listed and the Articles of Association, shall be approved by a general meeting.</p>	<p>(XV) To examine the Company’s purchase or disposal of major assets within one year or matters with the amount guaranteed exceeding 30% of the total assets of the Company;</p> <p>(XVI) To examine and approve any changes to the use of proceeds;</p> <p>(XVII) To review share incentive plans;</p> <p>(XVIII) To resolve on other matters which, in accordance with the laws, administrative regulations, listing rules of the stock exchange with which the Company’s shares are listed and the Articles of Association, shall be approved by a general meeting.</p>
<p>Article 68 The contents of the resolutions must be within the scope of duties of general meetings. It must contain clear topics and detailed matters to be resolved at the meeting, and be in compliance with the relevant laws, administrative regulations and the Articles of Association.</p> <p>At general meetings of the Company, the Board, the Supervisory Committee, and shareholder(s) individually or jointly holding more than 3% of the Company’s shares shall have the right to propose motions to the Company. The content of a proposal shall be determined by the general meeting, have definite topics and specific issues for resolution, and shall comply with the provisions of the laws, regulations and the Articles of Association.</p>	<p>Article 68 The contents of the resolutions must be within the scope of duties of general meetings. It must contain clear topics and detailed matters to be resolved at the meeting, and be in compliance with the relevant laws, administrative regulations and the Articles of Association.</p> <p>At general meetings of the Company, the Board, the Supervisory Committee, and shareholder(s) individually or jointly holding more than 3<u>31</u>% of the Company’s shares shall have the right to propose motions to the Company. The content of a proposal shall be determined by the general meeting, have definite topics and specific issues for resolution, and shall comply with the provisions of the laws, regulations and the Articles of Association.</p>

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
<p>Shareholder(s) individually or jointly holding more than 3 % of the Company’s shares may submit a written provisional motion to the convener 10 days before a general meeting is convened; the convener shall issue a supplementary notice of general meeting within two days after receipt of the said provisional motion, to notify other shareholders and to submit the said provisional proposal to the general meeting for consideration.</p> <p>Except as provided in the preceding paragraph, after the convener issues a public notice of the general meeting, he/she shall not change the proposals or add any new proposals in the notice of the general meeting.</p> <p>Proposals not set out in the notice of general meeting or not complying with the provision herein shall not be voted on or resolved at the general meeting.</p>	<p>Shareholder(s) individually or jointly holding more than <u>31</u>% of the Company’s shares may submit a written provisional motion to the convener 10 days before a general meeting is convened; the convener shall issue a supplementary notice of general meeting within two days after receipt of the said provisional motion, to notify other shareholders and to submit the said provisional proposal to the general meeting for consideration.</p> <p>Except as provided in the preceding paragraph, after the convener issues a public notice of the general meeting, he/she shall not change the proposals or add any new proposals in the notice of the general meeting.</p> <p>Proposals not set out in the notice of general meeting or not complying with the provision herein shall not be voted on or resolved at the general meeting.</p>
<p>Article 85 Shareholders (including proxies thereof) who vote at a general meeting shall exercise their voting rights as per the number of voting shares they represent. Each share carries the right to one vote.</p> <p>When material issues affecting the interests of small and medium investors are being considered at the general meeting, the votes of such investors shall be counted separately. The separate counting results shall be promptly and publicly disclosed.</p> <p>Shares held by the Company have no voting rights, and such shares will not be included in the total number of shares with voting rights at the general meeting.</p>	<p>Article 85 Shareholders (including proxies thereof) who vote at a general meeting shall exercise their voting rights as per the number of voting shares they represent. Each share carries the right to one vote.</p> <p>When material issues affecting the interests of small and medium investors are being considered at the general meeting, the votes of such investors shall be counted separately. The separate counting results shall be promptly and publicly disclosed.</p> <p>Shares held by the Company have no voting rights, and such shares will not be included in the total number of shares with voting rights at the general meeting.</p>

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
<p>The Board, independent non-executive directors and shareholders who satisfy the relevant regulations and conditions may publicly solicit voting rights from the shareholders. When soliciting voting rights from the shareholders, information such as specific voting intentions should be fully disclosed to the shareholders being solicited. Soliciting voting rights from the shareholders with compensation or disguised compensation is prohibited. The Company must not set a lowest shareholding percentage when soliciting the shareholder voting rights.</p>	<p>The Board, independent non-executive directors and shareholders who satisfy the relevant regulations and conditions may publicly solicit voting rights from the shareholders. When soliciting voting rights from the shareholders, information such as specific voting intentions should be fully disclosed to the shareholders being solicited., <u>shareholders holding more than 1% of the voting shares or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the securities regulatory authority under the State Council (hereinafter referred to as “Investor Protection Institutions”)</u> may act as proxy solicitors and, by themselves or through their appointed securities companies or securities service institutions, publicly invite the shareholders of the listed company to entrust it to attend the general meetings and exercise the rights of shareholders, such as to propose and vote on resolutions, on their behalf.</p> <p><u>If the rights of shareholders are solicited in accordance with the preceding paragraph, the solicitors shall disclose the solicitation documents and the Company shall cooperate.</u></p> <p>Soliciting voting rights from the shareholders with compensation or disguised compensation is prohibited. The Company must not set a lowest shareholding percentage when soliciting the shareholder voting rights.</p> <p><u>If any public solicitation of shareholders’ rights violates laws, administrative regulations or relevant provisions of the securities regulatory authority under the State Council, thus causing the Company or its shareholders to suffer losses, the solicitors shall be liable for compensation according to laws.</u></p>

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
<p>When considering related transactions during the general meeting, the related shareholders must not participate in the voting, and the number of shares with voting rights represented by him/her shall not be included in the total number of valid votes. The announcement on the resolutions shall fully disclose the voting of the non-related shareholders.</p> <p>Voting at the general meeting shall be conducted by poll with registration.</p> <p>Pursuant to the applicable laws and regulations and the Listing Rules of the stock exchange on which the Company's shares are listed, whereas any shareholder is required to abstain from voting on any particular resolution or restricted to voting only for or against any particular resolution, any vote cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be tallied.</p>	<p>When considering related transactions during the general meeting, the related shareholders must not participate in the voting, and the number of shares with voting rights represented by him/her shall not be included in the total number of valid votes. The announcement on the resolutions shall fully disclose the voting of the non-related shareholders.</p> <p>Voting at the general meeting shall be conducted by poll with registration.</p> <p>Pursuant to the applicable laws and regulations and the Listing Rules of the stock exchange on which the Company's shares are listed, whereas any shareholder is required to abstain from voting on any particular resolution or restricted to voting only for or against any particular resolution, any vote cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be tallied.</p>
<p>Article 128 The Company sets a Board, which comprises 12 directors, including one chairman, one vice chairman and four independent non-executive directors.</p> <p>Independent non-executive directors may directly report to the general meeting, CSRC and other relevant regulatory authorities.</p>	<p>Article 128 The Company sets a Board, which comprises <u>4</u>12 directors, including one chairman, one vice chairman and <u>four</u>five independent non-executive directors.</p> <p>Independent non-executive directors may directly report to the general meeting, CSRC and other relevant regulatory authorities.</p>
<p>Article 179 The financial statements of the Company shall be prepared in accordance with the PRC accounting standards and regulations as well as the international accounting standards or the accounting standards of the overseas listing place. If the financial statements prepared under the two accounting standards are discrepant significantly, such discrepancy shall be explained in the notes to the financial statements. The Company shall distribute the after-tax profit of the relevant fiscal year as per the less of the after-tax profits in the aforesaid two financial statements.</p>	<p>Article 179 The financial statements of the Company shall be prepared in accordance with the PRC accounting standards and regulations as well as the international accounting standards or the accounting standards of the overseas listing place <u>required under the rules of the places in which the Company's shares are listed.</u> If the financial statements prepared under the two accounting standards are discrepant significantly, such discrepancy shall be explained in the notes to the financial statements. The Company shall distribute the after-tax profit of the relevant fiscal year as per the less of the after-tax profits in the aforesaid two financial statements.</p>

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
<p>Article 180 The interim results or financial data announced or disclosed by the Company shall be prepared in accordance with the PRC accounting standards and regulations as well as the international accounting standards or the accounting standards of the overseas listing place.</p>	<p>Article 180 The interim results or financial data announced or disclosed by the Company shall be prepared in accordance with the PRC accounting standards and regulations as well as the international accounting standards or the accounting standards of the overseas listing place <u>required under the rules of the places in which the Company's shares are listed.</u></p>

Save for the above amendments to the provisions, other provisions of the Articles of Association will remain unchanged. The proposed amendments to the Articles of Association are subject to the approval of the Shareholders at the EGM, and it is proposed at the 2020 Third Extraordinary General Meeting to authorise the Board and the Board to then authorise the operating management of the Company to handle relevant formalities such as the registration/filing of changes with relevant competent departments in respect of the amendments to the Articles of Association.

It is hereby proposed at the 2020 Third Extraordinary General Meeting 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 Company amended the relevant contents of the Procedural Rules of the General Meetings of Red Star Macalline Group Corporation Ltd. in compliance with the laws and regulations of the PRC. The details of the amendments are as follows:

Existing Terms of the Procedural Rules of the General Meetings	Proposed Amendments to the Procedural Rules of the General Meetings
<p>Article 5 The general meeting shall be the authority of power of the Company and shall exercise its functions and powers:</p> <p>(I) To decide the business operation guideline and investment plan for the Company;</p> <p>(II) To elect and replace directors and to decide on matters relating to remuneration of the directors;</p>	<p>Article 5 The general meeting shall be the authority of power of the Company and shall exercise its functions and powers:</p> <p>(I) To decide the business operation guideline and investment plan for the Company;</p> <p>(II) To elect and replace directors and to decide on matters relating to remuneration of the directors;</p>

LETTER FROM THE BOARD

Existing Terms of the Procedural Rules of the General Meetings	Proposed Amendments to the Procedural Rules of the General Meetings
(III) To elect and replace supervisors who are not the employee representative and to decide on matters relating to remuneration of the supervisors;	(III) To elect and replace supervisors who are not the employee representative and to decide on matters relating to remuneration of the supervisors;
(IV) To examine and approve reports of the Board;	(IV) To examine and approve reports of the Board;
(V) To examine and approve reports of the Supervisory Committee;	(V) To examine and approve reports of the Supervisory Committee;
(VI) To examine and approve the annual financial budgets and final accounting plans of the Company;	(VI) To examine and approve the annual financial budgets and final accounting plans of the Company;
(VII) To examine and approve the Company's profit distribution plan and loss recovery plan;	(VII) To examine and approve the Company's profit distribution plan and loss recovery plan;
(VIII) To resolve on increase or decrease of the registered capital of the Company;	(VIII) To resolve on increase or decrease of the registered capital of the Company;
(IX) To resolve on the merger, division, dissolution, liquidation or transformation of the Company;	(IX) To resolve on the merger, division, dissolution, liquidation or transformation of the Company;
(X) To resolve on the issuance of corporate bonds and other securities and the listing of the Company;	(X) To resolve on the issuance of corporate bonds and other securities and the listing of the Company;
(XI) To resolve on the appointment, removal or non-reappointment of certified public accountants of the Company;	(XI) To resolve on the appointment, removal or non-reappointment of certified public accountants of the Company;
(XII) To amend the Articles of Association;	(XII) To amend the Articles of Association;
(XIII) To examine proposals made by shareholders severally or jointly representing more than 3% of the voting shares of the Company;	(XIII) To examine proposals made by shareholders severally or jointly representing more than <u>3</u> 1% of the voting shares of the Company;

LETTER FROM THE BOARD

<p style="text-align: center;">Existing Terms of the Procedural Rules of the General Meetings</p>	<p style="text-align: center;">Proposed Amendments to the Procedural Rules of the General Meetings</p>
<p>(XIV) To examine the Company’s purchase or disposal of major assets within one year or matters with the amount guaranteed exceeding 30% of the total assets of the Company;</p> <p>(XV) To resolve on other matters which, in accordance with the laws, administrative regulations, listing rules of the stock exchange with which the Company’s shares are listed and the Articles of Association, shall be approved by a general meeting.</p>	<p>(XIV) To examine the Company’s purchase or disposal of major assets within one year or matters with the amount guaranteed exceeding 30% of the total assets of the Company;</p> <p>(XV) To resolve on other matters which, in accordance with the laws, administrative regulations, listing rules of the stock exchange with which the Company’s shares are listed and the Articles of Association, shall be approved by a general meeting.</p>
<p>Article 28 At general meetings of the Company, the Board, the Supervisory Committee, and shareholder(s) individually or jointly holding more than 3% of the Company’s shares shall have the right to propose motions to the Company. The content of a proposal shall be determined by the general meeting, have definite topics and specific issues for resolution, and shall comply with the provisions of the laws, regulations and the Articles of Association.</p> <p>Shareholder(s) individually or jointly holding more than 3% of the Company’s shares may submit a written provisional motion to the convener 10 days before a general meeting is convened; the convener shall issue a supplementary notice of general meeting within two days after receipt of the said provisional motion, to notify other shareholders and to submit the said provisional proposal to the general meeting for consideration.</p>	<p>Article 28 At general meetings of the Company, the Board, the Supervisory Committee, and shareholder(s) individually or jointly holding more than <u>31</u>% of the Company’s shares shall have the right to propose motions to the Company. The content of a proposal shall be determined by the general meeting, have definite topics and specific issues for resolution, and shall comply with the provisions of the laws, regulations and the Articles of Association.</p> <p>Shareholder(s) individually or jointly holding more than <u>31</u>% of the Company’s shares may submit a written provisional motion to the convener 10 days before a general meeting is convened; the convener shall issue a supplementary notice of general meeting within two days after receipt of the said provisional motion, to notify other shareholders and to submit the said provisional proposal to the general meeting for consideration.</p>

LETTER FROM THE BOARD

Existing Terms of the Procedural Rules of the General Meetings	Proposed Amendments to the Procedural Rules of the General Meetings
<p>Except as provided in the preceding paragraph, after the convener issues a notice of the general meeting, he/she shall not change the proposals or add any new proposals in the notice of the general meeting.</p> <p>Proposals not set out in the notice of general meeting or not complying with the provision herein shall not be voted on or resolved at the general meeting.</p>	<p>Except as provided in the preceding paragraph, after the convener issues a notice of the general meeting, he/she shall not change the proposals or add any new proposals in the notice of the general meeting.</p> <p>Proposals not set out in the notice of general meeting or not complying with the provision herein shall not be voted on or resolved at the general meeting.</p>
<p>Article 29 While the Company elected directors, supervisors who are not the employee representative or midway changed of directors, supervisors who are not the employee representative, the Board, the Supervisory Committee, and shareholder(s) individually or jointly holding more than 3% of the Company’s issued shares may nominate candidates (excluding candidates for independent directors). The Board, the Supervisory Committee, and shareholder(s) individually or jointly holding more than 1% of the Company’s issued shares may nominate candidates for independent directors. The aforesaid nominations shall be submitted to the General Meeting for voting by means of proposals. The nomination committee shall make recommendations to the Board on candidates for directors. The Company shall publish the procedures for shareholders to nominate candidates for election as directors on its website.</p>	<p>Article 29 While the Company elected directors, supervisors who are not the employee representative or midway changed of directors, supervisors who are not the employee representative, the Board, the Supervisory Committee, and shareholder(s) individually or jointly holding more than 3<u>1</u>% of the Company’s issued shares may nominate candidates (excluding candidates for independent directors). The Board, the Supervisory Committee, and shareholder(s) individually or jointly holding more than 1% of the Company’s issued shares may nominate candidates for independent directors. The aforesaid nominations shall be submitted to the General Meeting for voting by means of proposals. The nomination committee shall make recommendations to the Board on candidates for directors. The Company shall publish the procedures for shareholders to nominate candidates for election as directors on its website.</p>
<p>Article 41 When considering proposed resolutions during the general meeting, the related shareholders must not participate in the voting, and the number of shares with voting rights represented by him/her shall not be included in the total number of valid votes at the general meeting. The announcement on the resolutions of the general meeting shall fully disclose the voting of the non-related shareholders. If any related shareholder is not able to abstain himself/herself from voting upon related transactions due to special circumstances, the Company may, with the approval of the competent authorities, execute voting in a normal course and give a detailed explanation in the announcement on the resolutions of the general meeting.</p>	<p>Article 41 When considering proposed resolutions during the general meeting, the related shareholders must not participate in the voting, and the number of shares with voting rights represented by him/her shall not be included in the total number of valid votes at the general meeting. The announcement on the resolutions of the general meeting shall fully disclose the voting of the non-related shareholders. If any related shareholder is not able to abstain himself/herself from voting upon related transactions due to special circumstances, the Company may, with the approval of the competent authorities, execute voting in a normal course and give a detailed explanation in the announcement on the resolutions of the general meeting.</p>

LETTER FROM THE BOARD

Existing Terms of the Procedural Rules of the General Meetings	Proposed Amendments to the Procedural Rules of the General Meetings
<p>When material issues affecting the interests of small and medium investors are being considered at the general meeting, the votes of such investors shall be counted separately. The separate counting results shall be promptly and publicly disclosed.</p> <p>The Board, independent non-executive directors and shareholders who satisfy the relevant regulations and conditions may publicly solicit voting rights from the shareholders. When soliciting voting rights from the shareholders, information such as specific voting intentions should be fully disclosed to the shareholders being solicited. Soliciting voting rights from the shareholders with compensation or disguised compensation is prohibited. The Company must not set a lowest shareholding percentage when soliciting the shareholder voting rights.</p>	<p>When material issues affecting the interests of small and medium investors are being considered at the general meeting, the votes of such investors shall be counted separately. The separate counting results shall be promptly and publicly disclosed.</p> <p>The Board, independent non-executive directors and shareholders who satisfy the relevant regulations and conditions may publicly solicit voting rights from the shareholders. When soliciting voting rights from the shareholders, information such as specific voting intentions should be fully disclosed to the shareholders being solicited., <u>shareholders holding more than 1% of the voting shares or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the securities regulatory authority under the State Council (hereinafter referred to as “Investor Protection Institutions”)</u> may act as proxy solicitors and, by themselves or through their appointed securities companies or securities service institutions, publicly invite the shareholders of the listed company to entrust it to attend the general meetings and exercise the rights of shareholders, such as to propose and vote on resolutions, on their behalf.</p> <p><u>If the rights of shareholders are solicited in accordance with the preceding paragraph, the solicitors shall disclose the solicitation documents and the Company shall cooperate.</u></p> <p>Soliciting voting rights from the shareholders with compensation or disguised compensation is prohibited. The Company must not set a lowest shareholding percentage when soliciting the shareholder voting rights.</p> <p><u>If any public solicitation of shareholders’ rights violates laws, administrative regulations or relevant provisions of the securities regulatory authority under the State Council, thus causing the Company or its shareholders to suffer losses, the solicitors shall be liable for compensation according to laws.</u></p>

LETTER FROM THE BOARD

Save for the above amendments to the provisions, 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 the approval of the Shareholders at the 2020 Third Extraordinary General Meeting.

It is hereby proposed at the 2020 Third Extraordinary General Meeting for Shareholders' consideration and approval.

C. Proposed Amendments to the Procedural Rules of the Board of Directors

In order to further optimize the internal management system of the Company, the Company amended the relevant contents of the Procedural Rules of the Board of Directors of Red Star Macalline Group Corporation Ltd. in compliance with the laws and regulations of the PRC. The details of the amendments are as follows:

Existing Terms of the Procedural Rules of the Board of Directors	Proposed Amendments to the Procedural Rules of the Board of Directors
<p>Article 3 The Company sets a Board, which comprises 12 directors, including one chairman, one vice chairman and four independent non-executive directors. Independent non-executive directors must make up at least a third of the Board and must consist of at least three members.</p>	<p>Article 3 The Company sets a Board, which comprises 12¹⁴ directors, including one chairman, one vice chairman and four^{five} independent non-executive directors. Independent non-executive directors must make up at least a third of the Board and must consist of at least three members.</p>
<p>Article 10 The Board may authorize the general manager (chief executive officer) or other institutions to exercise its functions and powers, and shall not delegate all its statutory authorities (especially the functions and powers in respect of which shall be reported to the Board and the Board's approval is needed prior to making any decision or giving any undertaking on behalf of the Company) permanently to other individuals or institutions. If the Board is to authorize the general manager (chief executive officer) or other institutions of the Company to exercise its functions and powers, the Board's resolution on such authorization is needed.</p>	<p>Article 10 The Board may authorize the general manager (chief executive officer) or other institutions to exercise its functions and powers, and shall not delegate all its statutory authorities (especially the functions and powers in respect of which shall be reported to the Board and the Board's approval is needed prior to making any decision or giving any undertaking on behalf of the Company) permanently to other individuals or institutions. If the Board is to authorize the general manager (chief executive officer) or other institutions of the Company to exercise its functions and powers, the Board's resolution on such authorization is needed.</p>
<p>Article 17 Before issuing the notice on convening a regular Board meeting, the secretary of the Board shall fully consult all directors to initially form the proposal at the meeting and then submit it to the chairman for approval. The chairman, if necessary, shall consult the general manager (chief executive officer) or other senior executives before finalizing the proposal.</p>	<p>Article 17 Before issuing the notice on convening a regular Board meeting, the secretary of the Board shall fully consult all directors to initially form the proposal at the meeting and then submit it to the chairman for approval. The chairman, if necessary, shall consult the general manager (chief executive officer) or other senior executives before finalizing the proposal.</p>

LETTER FROM THE BOARD

Existing Terms of the Procedural Rules of the Board of Directors	Proposed Amendments to the Procedural Rules of the Board of Directors
<p>Article 18 In any of the following circumstances, the Board shall convene an extraordinary meeting:</p> <p>(I) When the shareholders representing one-tenth or more of the voting rights propose;</p> <p>(II) When one-third or more of the directors jointly propose;</p> <p>(III) When the Supervisory Committee proposes;</p> <p>(IV) When the chairman deems necessary;</p> <p>(V) When half or more of independent directors propose;</p> <p>(VI) When the general manager (chief executive officer) proposes;</p> <p>(VII) In any other circumstance so specified in the Listing Rules and the Articles of Association.</p>	<p>Article 18 In any of the following circumstances, the Board shall convene an extraordinary meeting:</p> <p>(I) When the shareholders representing one-tenth or more of the voting rights propose;</p> <p>(II) When one-third or more of the directors jointly propose;</p> <p>(III) When the Supervisory Committee proposes;</p> <p>(IV) When the chairman deems necessary;</p> <p>(V) When half or more of independent directors propose;</p> <p>(VI) When the general manager (chief executive officer) proposes;</p> <p>(VII) In any other circumstance so specified in the Listing Rules and the Articles of Association.</p>
<p>Article 25 The meeting of the Board cannot be convened unless more than half of the directors are present.</p> <p>The supervisors, the general manager (chief executive officer) and the secretary of the Board without a concurrent post of director shall attend the Board meetings.</p> <p>The meeting moderator, if he/she considers necessary, can inform other relevant personnel to attend the meeting.</p>	<p>Article 25 The meeting of the Board cannot be convened unless more than half of the directors are present.</p> <p>The supervisors, the general manager (chief executive officer) and the secretary of the Board without a concurrent post of director shall attend the Board meetings.</p> <p>The meeting moderator, if he/she considers necessary, can inform other relevant personnel to attend the meeting.</p>

LETTER FROM THE BOARD

<p style="text-align: center;">Existing Terms of the Procedural Rules of the Board of Directors</p>	<p style="text-align: center;">Proposed Amendments to the Procedural Rules of the Board of Directors</p>
<p>Article 30 The directors should independently and prudently give their options upon carefully reading the relevant meeting materials and fully understanding the situations.</p> <p>The directors are allowed to learn the information necessary for the decision-making from the Office of the Board, the meeting convener, the general manager (chief executive officer) and other senior executives, various special committees, accounting firms and law firms and other relevant personnel and organizations before the meeting, or to suggest the moderator to invite the above-mentioned persons and the representatives of the above-mentioned organizations to attend the meeting to explain the situations.</p>	<p>Article 30 The directors should independently and prudently give their options upon carefully reading the relevant meeting materials and fully understanding the situations.</p> <p>The directors are allowed to learn the information necessary for the decision-making from the Office of the Board, the meeting convener, the general manager (chief executive officer) and other senior executives, various special committees, accounting firms and law firms and other relevant personnel and organizations before the meeting, or to suggest the moderator to invite the above-mentioned persons and the representatives of the above-mentioned organizations to attend the meeting to explain the situations.</p>
<p>Article 35 The directors shall avoid voting on the relevant proposal in the following circumstances:</p> <p>(I) When the Articles of Association and the Rules for the Management of the Related Party Transactions stipulate the directors should avoid voting due to their relationship with the enterprise involved by the meeting proposal;</p> <p>(II) When the directors deem necessary to avoid voting;</p> <p>(III) When the laws and regulations and Listing Rules stipulate there is a material interest relationship or other situations.</p>	<p>Article 35 The directors shall avoid voting on the relevant proposal in the following circumstances:</p> <p>(I) When the Articles of Association and the Rules for the Management of the Related Party Transactions stipulate the directors should avoid voting due to their relationship with the enterprise involved by the meeting proposal;</p> <p>(II) When the directors deem necessary to avoid voting;</p> <p>(III) When the laws and regulations and Listing Rules stipulate there is a material interest relationship or other circumstances.</p>

LETTER FROM THE BOARD

<p style="text-align: center;">Existing Terms of the Procedural Rules of the Board of Directors</p>	<p style="text-align: center;">Proposed Amendments to the Procedural Rules of the Board of Directors</p>
<p>If any director has connection with the enterprise involved in the resolution made at a Board meeting, the said director shall not vote on the said resolution for himself or on behalf of another director. The Board meeting may be held when more than half of the non-connected directors attend the meeting. The resolution made shall be passed by more than half of the non-connected directors. If the number of non-connected directors attending the meetings is less than 3, the relevant proposal could not be voted while the issue shall be submitted to the general meeting for examination.</p> <p>Unless under the exceptional circumstances specified in Note 1 of Appendix 3 of Listing Rules or approved by the Hong Kong Stock Exchange, a director shall not vote on any resolution of the Board which approves the contract, transaction or arrangement or any other relevant suggestions where he/she or his/her close associates (as defined in the applicable Listing Rules which come into effect from time to time) own a material interest; and shall not be included into the quorum of the meeting.</p> <p>If the connected persons or associates of the directors, supervisors, general manager (chief executive officer) and other senior executives of the Company have any interests in a given contract, transaction or arrangement, the said directors, supervisors, general manager (chief executive officer) and other senior executives shall also be deemed as having interests.</p> <p>If the substantial shareholders or directors of the Company has a significant conflict of interest in the matters to be considered, the relevant matters should be handled by holding a Board meeting (instead of a written resolution). Independent non-executive directors who neither themselves nor their affiliates have significant interests in the transaction should attend Board meeting related to these considerations.</p>	<p>If any director has connection with the enterprise involved in the resolution made at a Board meeting, the said director shall not vote on the said resolution for himself or on behalf of another director. The Board meeting may be held when more than half of the non-connected directors attend the meeting. The resolution made shall be passed by more than half of the non-connected directors. If the number of non-connected directors attending the meetings is less than 3, the relevant proposal could not be voted while the issue shall be submitted to the general meeting for examination.</p> <p>Unless under the exceptional circumstances specified in Note 1 of Appendix 3 of Listing Rules or approved by the Hong Kong Stock Exchange, a director shall not vote on any resolution of the Board which approves the contract, transaction or arrangement or any other relevant suggestions where he/she or his/her close associates (as defined in the applicable Listing Rules which come into effect from time to time) own a material interest; and shall not be included into the quorum of the meeting.</p> <p>If the connected persons or associates of the directors, supervisors, general manager (chief executive officer) and other senior executives of the Company have any interests in a given contract, transaction or arrangement, the said directors, supervisors, general manager (chief executive officer) and other senior executives shall also be deemed as having interests.</p> <p>If the substantial shareholders or directors of the Company has a significant conflict of interest in the matters to be considered, the relevant matters should be handled by holding a Board meeting (instead of a written resolution). Independent non-executive directors who neither themselves nor their affiliates have significant interests in the transaction should attend Board meeting related to these considerations.</p>

LETTER FROM THE BOARD

Existing Terms of the Procedural Rules of the Board of Directors	Proposed Amendments to the Procedural Rules of the Board of Directors
<p>Article 46 As an annex to the Articles of Association, this rules is drafted by the Board of Directors of the Company, and is reviewed and approved by the general meeting of the Company, and any amendment to the rules shall follow the same procedure. The revised draft of this rules shall take effect from the date on which the H shares to be issued by the Company are listed on the main Board of The Stock Exchange of Hong Kong Limited. Prior to the completion of the H shares issuance and listing, the Company's current rules continue to be effective.</p>	<p>Article 46 As an annex to the Articles of Association, this rules is drafted by the Board of Directors of the Company, and is reviewed and approved by the general meeting of the Company, and any amendment to the rules shall follow the same procedure. The revised draft of this rules shall take effect from the date on which the H shares to be issued by the Company are listed on the main Board of The Stock Exchange of Hong Kong Limited. Prior to the completion of the H shares issuance and listing, the Company's current rules continue to be effective.</p>

Save for the above amendments to the provisions, other provisions of the Procedural Rules of the Board of Directors will remain unchanged. The proposed amendments to the Procedural Rules of the Board of Directors are subject to the approval of the Shareholders at the 2020 Third Extraordinary General Meeting.

It is hereby proposed at the 2020 Third Extraordinary General Meeting for Shareholders' consideration and approval.

3. THE 2020 THIRD EXTRAORDINARY GENERAL MEETING

A notice of the EGM to be held at 2:00 p.m. on Friday, 11 September 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 21 to 22 of this circular.

A proxy form to be used at the EGM is also enclosed herein and published on the website of the Stock Exchange (www.hkexnews.com.hk). H Share Shareholders who intend to appoint a proxy to attend the EGM shall complete, sign and return the proxy form 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 authority on behalf of the appointor, a notarized copy of that power of attorney or other 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.

Pursuant to the Articles of Association, for the purpose of holding the EGM, the register of members of H Shares will be closed from Tuesday, 8 September 2020 to Friday, 11 September 2020 (both days inclusive), during this period no transfer of H Shares will be registered. H Share Shareholders whose names appear on the H Shares register of members of the Company on Tuesday, 8 September 2020 are entitled to attend and vote at the EGM.

LETTER FROM THE BOARD

In order to attend at the EGM, H Share Shareholders shall lodge all transfer documents together with the relevant share certificates to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Monday, 7 September 2020.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a 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.

4. 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

NOTICE OF THE 2020 THIRD EXTRAORDINARY GENERAL MEETING



Red Star Macalline Group Corporation Ltd.

紅星美凱龍家居集團股份有限公司

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

(Stock Code: 1528)

NOTICE OF THE 2020 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2020 third extraordinary general meeting (the “EGM”) of Red Star Macalline Group Corporation Ltd. (the “**Company**”) will be held at 2:00 p.m. on Friday, 11 September 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 the purpose of considering, and if thought fit, passing the following resolutions:

SPECIAL RESOLUTIONS

1. Resolution on the amendments to the Articles of Association of Red Star Macalline Group Corporation Ltd.;
2. Resolution on the amendments to the Procedural Rules of the General Meetings of Red Star Macalline Group Corporation Ltd.; and
3. Resolution on the amendments to the Procedural Rules of the Board of Directors of Red Star Macalline Group Corporation Ltd.

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

Hong Kong
21 August 2020

NOTICE OF THE 2020 THIRD EXTRAORDINARY GENERAL MEETING

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 21 August 2020.
2. For the purpose of holding the EGM, the register of members of the Company will be closed from Tuesday, 8 September 2020 to Friday, 11 September 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 Monday, 7 September 2020 for registration.

The Shareholders whose names appear on the register of members of the Company on Tuesday, 8 September 2020 after close of business are entitled to attend and vote at the EGM.

3. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on their behalves. A proxy need not be a Shareholder of the Company.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same on its behalf.
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 a 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 authorised representative to attend the EGM, the authorised representative shall produce his/her identification documents and a notarized copy of the relevant authorisation instrument signed by the board of directors or other authorised 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.