
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)

**ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND
NOTICE OF THE 2020 FOURTH EXTRAORDINARY GENERAL MEETING**

A letter from the Board is set out on pages 3 to 10 of this circular. A notice of the extraordinary general meeting (the "EGM") of the Company to be held at 9:00 a.m. on Monday, 16 November 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.

23 October 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)
“Director(s)”	the director(s) of the Company
“EGM” or “2020 Fourth Extraordinary General Meeting”	the extraordinary general meeting to be convened and held on 16 November 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

DEFINITIONS

“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

23 October 2020

To the Shareholders

Dear Sir or Madam,

**ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND
NOTICE OF THE 2020 FOURTH EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

Reference is made to the announcement of the Company dated 20 October 2020 in relation to change of director and proposed amendments to the Articles of Association. At the Board meeting held on 20 October 2020, the resolution on appointing Ms. QIN Hong (“**Ms. Qin**”) as an independent non-executive Director has been passed by the Board.

LETTER FROM THE BOARD

The above resolution shall be approved by the Shareholders by way of an ordinary resolution under the cumulative voting system.

Meanwhile, the Board recommends making certain amendments to the Articles of Association as the total share capital of the Company has increased from 3,550,000,000 shares to 3,905,000,000 shares after the profit distribution and capitalization issue.

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

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. ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

On 20 October 2020, the Board has resolved and approved to nominate Ms. Qin as an independent non-executive Director and a member of the Strategy and Investment Committee. Pursuant to Article 90 of the Articles of Association, the appointment of Ms. Qin shall be subject to the approval by the Shareholders at the EGM.

The biographical details of Ms. Qin are set out below:

Ms. QIN Hong (秦虹), aged 57, started working at Renmin University of China in May 2019 and is currently a senior researcher at the National Academy of Development and Strategy in Renmin University of China. She served as an assistant researcher at the Urban-Rural Construction Economic Research Institute of China from 1988 to 1992 and successively served as an associate researcher, the deputy head and the head of the Institute of Housing and Real Estate of the Policy Research Centre of Ministry of Construction (currently known as Ministry of Housing and Urban-Rural Development) from 1992 to 1999. She successively served as a deputy director and director at the Policy Research Centre of Ministry of Housing and Urban-Rural Development from 1999 to 2019, while she also served as the dean of the Department of Urban-Rural Construction Economics of the Graduate School of Chinese Academy of Social Sciences from 2000 to 2004. She served as an independent non-executive director at Fang Holdings Limited (listed on the New York Stock Exchange, stock code: SFUN) from November 2019 to June 2020.

Ms. Qin studied at the Department of Business Economics of Shandong Economic Institute, China from September 1981 to July 1985 and obtained a bachelor's degree, and studied at the Department of Economics of Capital Construction of the Graduate School of Chinese Academy of Social Sciences from September 1985 to July 1988 and obtained a master's degree in economics.

LETTER FROM THE BOARD

Ms. Qin will enter into a service contract with the Company upon her appointment being approved by the Shareholders at the EGM. The term of her appointment will be from the date of approval of the appointment at the EGM to the end of the term of the fourth session of the Board of the Company, and the term of Ms. Qin's appointment as a member of the Strategy and Investment Committee of the Board will be the same as that of the other members of the Strategy and Investment Committee. According to the Articles of Association, Ms. Qin may seek re-election after the expiration of the term of her appointment. If Ms. Qin or the Company provides the counterparty with not less than one month's written notice, or Ms. Qin is not re-appointed after the expiration of the term of her appointment, the service contract will be terminated. Ms. Qin, as an independent non-executive Director, will receive an emolument of RMB600,000 per year before tax.

Save as disclosed above, Ms. Qin did not hold any other positions in the Company or its subsidiaries, nor did she hold any directorships in any other public companies within the three years prior to the date of her appointment, of which the securities are listed on any securities market in Hong Kong or overseas, and nor did she have other major appointments and professional qualifications.

To the best knowledge of the Company, Ms. Qin does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders of the Company, and does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and has not been subject to any disciplinary action by the China Securities Regulatory Commission or any other relevant authorities or the Hong Kong Stock Exchange.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders, relating to Ms. Qin's appointment.

The Company considers that Ms. Qin has met the independence requirements set out in Rule 3.13 of the Listing Rules.

According to Rule A.5.5 of Appendix 14 of the Listing Rules, the appointment of Ms. Qin has been discussed by the Nomination Committee and the Remuneration and Evaluation Committee under the Board and the Board. Ms. Qin proved her ability to provide independent, fair and objective opinions on the affairs of the Company by virtue of her personal opinions, education background, skills and work experience. Ms. Qin is also able to promote the diversification of the Board structure in many aspects, including gender, culture, knowledge, education background, experience and skills.

The aforementioned resolution was considered and approved at the 17th provisional meeting of the fourth session of the Board, and is hereby submitted to the Shareholders for consideration.

LETTER FROM THE BOARD

3. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board recommends making certain amendments to the Articles of Association as the total share capital of the Company has increased from 3,550,000,000 shares to 3,905,000,000 shares after the profit distribution and capitalization issue.

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

Existing Terms of Articles of Association			Proposed Amendments to Articles of Association		
Article 18 Before the initial public offering of overseas listed foreign shares of the Company, the Company's share capital is RMB3,080,329,038, the total number of shares is 3,080,329,038, which are all ordinary shares, and the equity structure is:			Article 18 Before the initial public offering of overseas listed foreign shares of the Company, the Company's share capital is RMB3,080,329,038, the total number of shares is 3,080,329,038, which are all ordinary shares, and the equity structure is:		
SN Promoter	Amount of shares held (share)	Shareholding percentage (%)	SN Promoter	Amount of shares held (share)	Shareholding percentage (%)
1. Shanghai Red Star Macalline Investment Company Limited	2,480,315,772	80.52	1. Shanghai Red Star Macalline Investment Company Limited	2,480,315,772	80.52
2. Candlewood Investment SRL	338,054,924	10.97	2. Candlewood Investment SRL	338,054,924	10.97
3. Springwood Investment SRL	181,170,145	5.88	3. Springwood Investment SRL	181,170,145	5.88
4. Shanghai Ping'an Pharmacy Company Limited	3,688,206	0.12	4. Shanghai Ping'an Pharmacy Company Limited	3,688,206	0.12
5. Shanghai Jinghai Assets Management Center (Limited Partnership)	56,849,998	1.85	5. Shanghai Jinghai Assets Management Center (Limited Partnership)	56,849,998	1.85
6. Shanghai Kaixing Business Administration Center (Limited Partnership)	7,589,999	0.25	6. Shanghai Kaixing Business Administration Center (Limited Partnership)	7,589,999	0.25
7. Shanghai Hongmei Investment Management Center (Limited Partnership)	12,659,994	0.41	7. Shanghai Hongmei Investment Management Center (Limited Partnership)	12,659,994	0.41
Total	<u>3,080,329,038</u>	<u>100</u>	Total	<u>3,080,329,038</u>	<u>100</u>

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
<p>As approved by relevant regulatory authorities which are authorised by the State Council, the Company can issue 315,000,000 ordinary shares in total. The equity structure of the Company is as follows: 3,938,917,038 ordinary shares, including 2,876,103,969 onshore-listed domestic shares (A shares), representing 73.02% of the Company's total shares; 1,062,813,069 overseas listed foreign shares (H shares), representing 26.98% of the Company's total shares.</p> <p>Upon approval at the 2017 AGM, the A Share Class Meeting and the H Share Class Meeting convened on 8 June 2018 by the Company, the Company bought back 388,917,038 overseas listed foreign shares (H shares). Upon completion of the aforementioned buy-back and share cancellation, the equity structure of the Company is as follows: 3,550,000,000 ordinary shares, including 2,876,103,969 onshore-listed domestic shares (A shares), representing 81.02% of the Company's total shares; 673,896,031 overseas listed foreign shares (H shares), representing 18.98% of the Company's total shares.</p>	<p>As approved by relevant regulatory authorities which are authorised by the State Council, the Company can issue 315,000,000 ordinary shares in total. The equity structure of the Company is as follows: 3,938,917,038 ordinary shares, including 2,876,103,969 onshore-listed domestic shares (A shares), representing 73.02% of the Company's total shares; 1,062,813,069 overseas listed foreign shares (H shares), representing 26.98% of the Company's total shares.</p> <p>Upon approval at the 2017 AGM, the A Share Class Meeting and the H Share Class Meeting convened on 8 June 2018 by the Company, the Company bought back 388,917,038 overseas listed foreign shares (H shares). Upon completion of the aforementioned buy-back and share cancellation, the equity structure of the Company is as follows: 3,550,000,000 ordinary shares, including 2,876,103,969 onshore-listed domestic shares (A shares), representing 81.02% of the Company's total shares; 673,896,031 overseas listed foreign shares (H shares), representing 18.98% of the Company's total shares.</p> <p><u>Upon approval at the 2019 annual general meeting, A shareholders' class meeting and H shareholders' class meeting convened on 18 June 2020, the Company implemented the profit distribution and capitalization plan which was based on the Company's total share capital of 3,550,000,000 shares before the implementation and issued 0.1 bonus share per share to all shareholders by way of conversion of capital reserve, which resulted in an increase of 355,000,000 shares in total. After the distribution, the total share capital became 3,905,000,000 shares, including 3,163,714,366 A shares, representing 81.02% of the Company's total shares, and 741,285,634 H shares, representing 18.98% of the Company's total shares.</u></p>

LETTER FROM THE BOARD

Existing Terms of Articles of Association	Proposed Amendments to Articles of Association
Article 22 The registered capital of the Company is RMB3,550,000,000.	Article 22 The registered capital of the Company is RMB3,550,000,000 <u>3,905,000,000.</u>

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 approval of the Shareholders at the EGM, and it is proposed at the EGM to authorize the Board and the Board to then authorize the operating management of the Company to handle relevant formalities such as the registration/filing of changes with relevant competent departments in respect of the amendments to the Articles of Association.

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

LETTER FROM THE BOARD

4. THE 2020 FOURTH EXTRAORDINARY GENERAL MEETING

A notice of the EGM to be held at 9:00 a.m. on Monday, 16 November 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 14 to 15 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 Wednesday, 11 November 2020 to Monday, 16 November 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 Wednesday, 11 November 2020 are entitled to attend and vote at the EGM.

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 Tuesday, 10 November 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.

LETTER FROM THE BOARD

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

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

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

4. Illustration:

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

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

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

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

As shown in the table below:

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

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

NOTICE OF THE 2020 FOURTH 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 FOURTH EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2020 fourth extraordinary general meeting (the “**EGM**”) of Red Star Macalline Group Corporation Ltd. (the “**Company**”) will be held at 9:00 a.m. on Monday, 16 November 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:

ORDINARY RESOLUTION EFFECTED BY CUMULATIVE VOTING SYSTEM

1. Resolution on the addition of Ms. QIN Hong as an independent non-executive Director of the fourth session of the Board of the Company.

SPECIAL RESOLUTION

1. Resolution on the amendments to the Articles of Association of Red Star Macalline Group Corporation Ltd.

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

Hong Kong
23 October 2020

NOTICE OF THE 2020 FOURTH 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 23 October 2020.
2. For the purpose of holding the EGM, the register of members of the Company will be closed from Wednesday, 11 November 2020 to Monday, 16 November 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 Tuesday, 10 November 2020 for registration.

The Shareholders whose names appear on the register of members of the Company on Wednesday, 11 November 2020 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 of the Company 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.
9. Regarding ordinary resolution number 1, a cumulative voting system will be adopted. "Cumulative voting system" refers to a system of voting for election of Directors at general meetings under which each Share represents the voting rights equivalent to the number of the Directors to be elected under a particular resolution. Shareholders can cast all his/her voting rights in a concentrated or diverse manner, i.e. Shareholders may cast all of his/her votes for election of a single person, or may diverse and cast his/her votes, whether in an even or uneven manner, for election of all or such numbers of Directors to be elected.

When the total votes cast by a Shareholder on all or some candidate Directors exceeds the total votes to which he/she is entitled, all the votes cast will become invalid and be regarded as abstain votes; when the total votes cast by a Shareholder on all or some candidate Directors equal to or are less than the total votes to which he/she is entitled, the votes are valid and the remaining votes without exercising voting rights will be regarded as abstain votes.

Where the "For" votes cast for a particular candidate for Director are more than half of the total number of Shares held by all Shareholders attending the meeting (before accumulation of votes) and where the "For" votes exceed the "Against" votes, the subject candidate will be considered to have been elected. Where the number of Directors elected at the general meeting is less than such number proposed for election, new round(s) of voting is/are required to be held for election of the remaining number of Directors, until the number of Directors proposed for election is fulfilled. When holding a new round of voting for electing Directors, the general meeting shall recount the number of cumulative votes of Shareholders based on the number of candidates to be elected in each round of election.