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Red Star Macalline Group Corporation Ltd.

紅星美凱龍家居集團股份有限公司

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

(Stock Code: 1528)

**SUPPLEMENTAL NOTICE OF THE 2020 FOURTH
EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN that a notice has been issued on 23 October 2020 in relation to the 2020 Fourth Extraordinary General Meeting (the “**EGM**” or the “**2020 Fourth EGM**”) of Red Star Macalline Group Corporation Ltd. (the “**Company**”), which 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’s Republic of China (the “**PRC**”) for resolutions set out in the notice. Unless indicated otherwise, capitalized terms used in this supplemental notice shall have the same meanings as those defined in the circular of the Company dated 23 October 2020.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the EGM will be held as originally scheduled, for the purposes of considering and, if thought fit, approving the following resolution in addition to the resolutions set out in the notice of the EGM of the Company dated 23 October 2020:

ORDINARY RESOLUTION EFFECTED BY CUMULATIVE VOTING SYSTEM

2. Resolution on the addition of Mr. LIU Jin as a non-executive director of the fourth session of the Board of the Company.

Mr. LIU Jin was nominated by Aeon Life Insurance Co., Ltd. (“**Aeon Life**”), a shareholder of the Company, as a candidate for non-executive Director. As of 22 October 2020, Aeon Life holds 49,184,318 shares of the Company, representing approximately 1.26% of the total share capital of the Company. According to the Company Law of the People’s Republic of China, the Articles of Association and other relevant regulations, as a shareholder holding more than 1% of the shares of the Company, the Company intends to exercise the right of the shareholder to propose the addition of a non-executive Director and recommends Mr. LIU Jin as a candidate for non-executive Director of the fourth session of the Board of the Company. The proposal and recommendation have been submitted to the EGM for consideration and approval.

The biographical details of Mr. LIU Jin are set out in Appendix I to this supplemental notice.

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

Hong Kong
28 October 2020

Notes:

1. Save for the inclusion of the newly proposed resolution, there are no other changes to the resolutions set out in the notice of the 2020 Fourth EGM dated 23 October 2020. Please refer to the notice and the circular of the 2020 Fourth EGM of the Company dated 23 October 2020 for details of the other resolutions to be considered and approved at the 2020 Fourth EGM and other relevant matters.
2. Since the proxy form sent by the Company on 23 October 2020 together with the circular (the “**First Proxy Form**”) does not contain the additional resolution as set out in this supplemental notice, a supplemental proxy form (the “**Supplemental Proxy Form**”) (with the aforesaid additional resolution) has been prepared and is enclosed with this supplemental notice. This Supplemental Proxy Form is for the purpose of the additional resolution set out in the supplemental notice and only serves as a supplement to the First Proxy Form. This Supplemental Proxy Form will not affect the validity of the First Proxy Form duly completed and sent to the H Share registrar of the Company.
3. If a Shareholder has properly completed and submitted only the First Proxy Form in accordance with the instructions set out therein, the appointed proxy will vote on the resolutions set out in the First Proxy Form per the Shareholder’s direction and he is entitled to vote or abstain at his/her discretion on the resolution set out in the Supplemental Proxy Form. Similarly, if a Shareholder has properly completed and submitted only the Supplemental Proxy Form in accordance with the instructions set out therein, the appointed proxy will vote on the resolution set out in the Supplemental Proxy Form per the Shareholder’s direction and he is entitled to vote or abstain at his/her discretion on the resolutions set out in the First Proxy Form. If a Shareholder wishes to provide specific direction to his/her proxy regarding the voting of all resolutions set out in the First Proxy Form and the Supplemental Proxy Form, he should duly complete and submit both proxy forms in accordance with the instructions set out therein.
4. Pursuant to the notice of the 2020 Fourth EGM published by the Company on 23 October 2020, the register of members of the Company will be closed from Wednesday, 11 November 2020 to Monday, 16 November 2020 (both days inclusive). 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.

Shareholders whose names appear on the share register of the Company on Wednesday, 11 November 2020 are entitled to attend and vote at the 2020 Fourth EGM.
5. The Shareholders who are entitled to attend and vote at the 2020 Fourth EGM may appoint one or more proxies to attend and vote on their behalves. A proxy need not to be a Shareholder.
6. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorized to sign the same on its behalf.
7. In order to be valid, the First Proxy Form and the Supplemental Proxy Form must be deposited, for H Share Shareholders of the Company, to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the 2020 Fourth EGM. If the First Proxy Form and/or the Supplemental Proxy Form is/are signed by a person under the power of attorney or other authority, a notarized copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the First Proxy Form

and/or the Supplemental Proxy Form. Completion and return of the First Proxy Form and the Supplemental Proxy Form will not preclude Shareholders from attending and voting in person at the 2020 Fourth EGM or any adjourned meetings should they so wish.

8. Shareholders shall produce their identification documents and supporting documents in respect of the shares of the Company held when attending the 2020 Fourth EGM. If corporate shareholders appoint authorized representative to attend the 2020 Fourth EGM, the authorized representative shall produce his/her identification documents and a notarized copy of the relevant authorization instrument signed by the board of directors or other authorized parties of the corporate shareholders or other notarized documents allowed by the Company. Proxies shall produce their identification documents and the proxy forms signed by the Shareholders or their attorney when attending the 2020 Fourth EGM.
9. The 2020 Fourth EGM is expected to take for less than half a day. Shareholders attending the 2020 Fourth EGM shall be responsible for their own travel and accommodation expenses.
10. All voting at the 2020 Fourth EGM will be conducted by poll.
11. Regarding ordinary resolution number 2, cumulative voting system will be used. The term “cumulative voting system” means that, when the shareholders’ meeting is electing directors, each share represents the voting rights equivalent to the number of the directors to be elected under that resolution. The voting rights owned by shareholders can be used in a concentrated or distributed manner, i.e. the shareholders may use all of the votes concentrating on one particular person, or may distribute the votes for electing the number of directors to be elected or several of them (whether the votes are equally or arbitrarily distributed to those directors).

When the total votes cast by a shareholder on those or some candidate directors exceed 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 for those or some candidate directors are equal to or less than the total votes to which he/she is entitled, the votes are valid and the remaining outstanding votes 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 (before cumulation) and where the “For” votes exceed the “Against” votes, the candidate in question will be considered to have been elected. Where the elected directors at the general meeting are less than directors to be elected, new rounds of voting are required to be held for election of the remaining directors until the number of directors to be elected 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.

The director candidates whose votes represent the most voting rights are elected as directors. Independent directors and other directors shall be elected separately.

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

The biographical details of Mr. LIU Jin (「Mr. Liu」) are set out below:

Mr. LIU Jin, aged 46, joined AEON Insurance Asset Management Co., Ltd. in May 2019 and currently serves as the general manager of the equity investment department. From March 2001 to December 2006, he worked at Shanghai Securities Co., Ltd., and successively served as an assistant manager of the R&D center and a manager of the research department in the asset management headquarter. From December 2006 to June 2010, he worked at Haitong Securities Co., Ltd., and successively served as a senior analyst and a deputy manager of the industry department in the research institute. From June 2010 to July 2016, he worked at Taiping Asset Management Co., Ltd., and successively served as a senior manager of the equity investment department and an assistant general manager and an equity director of the asset management department. From October 2016 to April 2019, he worked at Green Fund Management Co., Ltd. as a deputy general manager in charge of equity investment research. He has also been serving as a director of Suzhou Victory Precision Manufacture Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code: 002426) since July 2020.

Mr. Liu studied at the former Henan Institute of Finance and Economics from September 1992 to July 1996 and obtained a bachelor's degree in economics. He studied at the former Shanghai Institute of Foreign Trade from September 1998 to March 2001 and obtained a master's degree in finance. He studied at the Shanghai Academy of Social Sciences from September 2001 to July 2005 and obtained a doctoral degree in economics. From March 2006 to April 2008, he was engaged in theoretical economics research at the post-doctoral mobile station of Zhejiang University. Mr. Liu obtained the qualification of senior economist in July 2006.

Mr. Liu will enter into a service contract with the Company upon his appointment being approved by the Shareholders at the EGM. The term of his 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. According to the Articles of Association, Mr. Liu may seek re-election after the expiration of the term of his appointment. If Mr. Liu or the Company provides the counterparty with not less than one month's written notice, or Mr. Liu is not re-appointed after the expiration of the term of his appointment, the service contract will be terminated. Mr. Liu will not receive any remuneration during his tenure as a non-executive director of the Company.

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

To the best knowledge of the Company, Mr. Liu 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 Stock Exchange of Hong Kong Limited.

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 Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, nor are there any other matters relating to Mr. Liu's appointment that need to be brought to the attention of the shareholders of the Company.