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## **REAL NUTRICEUTICAL GROUP LIMITED**

**瑞年國際有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2010)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting of the Company will be held at Rooms 1103–9, Office Tower Two, Grand Plaza, 625 & 639 Nathan Road, Mongkok, Kowloon, Hong Kong on 18 December 2018 at 4:00 p.m. (“**Extraordinary General Meeting**”) to consider, and, if thought fit, pass the following resolutions as ordinary resolutions:

- (1) THAT Dr. Wang Fucui (王福才博士) be removed as an Executive Director of the Company.
- (2) THAT Mr. Yu Yan (于岩先生) be removed as an Executive Director of the Company.
- (3) THAT Mr. Li Lin (李林先生) be removed as an Executive Director of the Company.
- (4) THAT Mr. Yi Lin (伊林先生) be removed as an Executive Director of the Company.
- (5) THAT Mr. Zhang Yan (張宴先生) be removed as an Executive Director of the Company.
- (6) THAT Mr. Leung Wai Man, Raymond (梁衛民先生) be appointed as an Executive Director of the Company.
- (7) THAT Mr. Kwan Sai Bun, Daniels (關細彬先生) be appointed as an Executive Director of the Company.
- (8) THAT Dr. Chow Pok Yu, Augustine (周博裕博士) be appointed as an Executive Director of the Company.
- (9) THAT Ms. Yan, Vivian (甄慧滄女士) be appointed as an Executive Director of the Company.
- (10) THAT Mr. Ngai Wah Sang (魏華生先生) be appointed as an Executive Director of the Company.

- (11) THAT the Board of Director shall make any necessary public announcements of the results of this EGM and any necessary reports to the Stock Exchange of Hong Kong Limited.
- (12) THAT the Board of Directors shall set up a committee to investigate the financial affairs of the Company and recommend, if appropriate, that the Company declare a special dividend of 50 cents (HK\$0.50) per share.

By order of the Board  
**Dr. Fong Chi Wah Mr. Xu Hua Feng Mr. Chan Kee Ming**  
*Independent non-executive Directors*

Hong Kong, 26 November 2018

*Principal office:*  
28th Floor  
The Hennessy  
256 Hennessy Road  
Wan Chai, Hong Kong

*Notes:*

1. A member entitled to attend and vote at the meeting convened by the notice convening the Extraordinary General Meeting is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the articles of association of the Company, vote in his stead. A proxy need not be a member of the Company.
2. A form of proxy for use at the Extraordinary General Meeting is enclosed. To be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power of attorney or authority at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the Extraordinary General Meeting or adjourned meeting.
3. The register of members of the Company will be closed from 13 December 2018 to 18 December 2018, both days inclusive, for the purpose of ascertaining shareholders' entitlement to attend and vote at the Extraordinary General Meeting. In order to be eligible to attend and vote at the Extraordinary General Meeting of the Company, all completed transfer forms accomplished by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for registration not later than 4:30 p.m. on 12 December 2018.
4. Completion and delivery of the form of proxy will not preclude a member of the Company from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof should such member so wish, and in such event, the instrument appointing a proxy shall be deemed revoked.

*As at the date of this announcement, the executive Directors are Mr. Wang Fucai, Mr. Yu Yan, Mr. Li Lin, Mr. Yi Lin and Mr. Zhang Yan; and the independent non-executive Directors are Dr. Fong Chi Wah, Mr. Xu Hua Feng and Mr. Chan Kee Ming.*