
THE CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect 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 Convoy Global Holdings Limited, you should at once hand this circular, together with the enclosed 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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CONVOY康宏

CONVOY GLOBAL HOLDINGS LIMITED

康宏環球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1019)

INFORMATION ACCOMPANYING

NOTICE OF EXTRAORDINARY GENERAL MEETING

Capitalised terms used in this cover page shall have the same meanings as those defined in this circular unless otherwise stated.

A notice convening an extraordinary general meeting of Convoy Global Holdings Limited to be held at 1/F., Trust Tower, 68 Johnston Road, Wan Chai, Hong Kong on Thursday, 26 November 2020 at 6 p.m. has been dispatched to shareholders. This document provides certain information relating to the notice as required by the Listing Rules.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“Company”	Convoy Global Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company from time to time
“EGM”	the extraordinary general meeting of the Company convened to be held at 1/F., Trust Tower, 68 Johnston Road, Wan Chai, Hong Kong on Thursday, 26 November 2020 at 6 p.m for the shareholders to consider and, if thought fit, approve the resolutions set out in the Notice of EGM to remove the present Directors and appoint new Directors, or any adjournment thereof
“Group”	the Company and its subsidiaries from time to time
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notice of EGM”	the notice to convene the EGM to consider and, if thought fit, approve the resolutions set out therein to remove the present Directors and appoint new Directors
“Share(s)”	the ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“%”	per cent.

LETTER FROM THE BOARD



CONVOY GLOBAL HOLDINGS LIMITED

康宏環球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1019)

Executive Directors:

Mr. Johnny Chen (*Chairman*)

Mr. Ng Wing Fai

Mr. Yap E Hock

Mr. Shin Kin Man

Non-executive Director:

Mr. Chen Shih-pin

Independent non-executive Directors:

Mr. Pun Tit Shan

Mrs. Fu Kwong Wing Ting, Francine

Mr. Pak Wai Keung, Martin

Mr. Yan Tat Wah

Registered Office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman

KY1-1111

Cayman Islands

*Head office and principal place of
business in Hong Kong:*

Trust Tower

68 Johnston Road

Wan Chai, Hong Kong

18 October 2020

To the Shareholders

Dear Sir or Madam,

INFORMATION ACCOMPANYING

NOTICE OF EXTRAORDINARY GENERAL MEETING

The Board has resolved to convene the EGM whereby resolutions will be proposed to remove the present Directors and appoint new Directors.

Pursuant to Rule 13.74 of the Listing Rules, a listed issuer shall disclose the details required under Rule 13.51(2) of the Listing Rules of any proposed new director in the notice or accompanying circular to its shareholders of the relevant general meeting.

LETTER FROM THE BOARD

The following details of the proposed Directors, which have been reproduced from and are solely based upon the information provided to the Company, are set out in the Appendix to this circular.

The Company has yet to receive any confirmation from the proposed Director indicating his/her willingness to be elected as Director of the Company.

Shareholders should note that the details of the proposed Directors as set out in the Appendix to this circular have been reproduced from and are solely based upon the information provided to the Company. The Board has not verified the particulars of the proposed Directors stated in the Appendix to this circular. Accordingly, no recommendation has been made by the Board or the nomination committee of the Company with regard to their proposed appointment. Further, the Board is not in a position to comment on whether there is any matter regarding their proposed appointment that needs to be brought to the attention of the shareholders pursuant to Rule 13.51(2) of the Listing Rules in relation to each of the proposed Directors.

Your attention is drawn to the information set out in the Appendix to this circular.

Yours faithfully
On behalf of the Board of
CONVOY GLOBAL HOLDINGS LIMITED
JOHNNY CHEN
Chairman

APPENDIX CURRICULUM VITAE OF THE PROPOSED DIRECTORS

The information set out in this Appendix is reproduced verbatim from information received by the Company. The Board has not verified the information and accepts no responsibility for any errors or omissions.

PROPOSED DIRECTORS

Professor Frederick Ma Si-Hang

Professor Frederick Ma Si-Hang (馬時亨) (“Professor Ma”), aged 68, graduated with a Bachelor of Arts (Honours) degree from the University of Hong Kong in 1973 majoring in economics and history. Since graduation, he had taken up different major positions of various local and overseas banks, financial institutions and major companies, including Chase Manhattan Bank, Royal Bank of Canada Dominion Securities, JP Morgan Chase, Kumagai Gumi (HK) Limited and Pacific Century Cyberworks Limited. He has rich experience in banking and financial sector. In 2002, he joined the Hong Kong Government as the Secretary for Financial Services and the Treasury and assumed the post of Secretary for Commerce and Economic Development in 2007. He resigned from the Government in July 2008 due to medical reasons. In October 2008, he was appointed as an Honorary Professor of the School of Economics and Finance at the University of Hong Kong. Professor Ma was appointed as a Member of the International Advisory Council of China Investment Corporation in July 2009. In December 2011, he was appointed as a Permanent Honourable President of Hong Kong Special Schools Council. In January 2013, He was appointed as a member of Global Advisory Council of the Bank of America. In August 2013, he was appointed as an Honorary Professor of the Faculty of Business Administration at the Chinese University of Hong Kong. In October 2014, he was conferred the Honorary Doctor of Social Sciences by Lingnan University. In October 2016, he was conferred the Honorary Doctor of Social Sciences by City University of Hong Kong. In April 2017, he was appointed as the Council Chairman of The Education University of Hong Kong. In March 2018, he was appointed as a member of the Chief Executive’s Council of Advisers on Innovation and Strategic Development. In July 2019, he was appointed as a member of International Advisory Council of Investcorp. Currently, he is an Independent Non-Executive Director of FWD Group and Guangshen Railway Company Limited, a director of Husky Energy Inc and New Frontier Corporation.

Between 1 January 2016 and 30 June 2019, he was a non-executive director of MTR Corporation Limited (Stock code: 66).

Save as disclosed herein, as at the date of this letter, Professor Ma has confirmed that he:

- (i) does not hold any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years;
- (ii) he does not hold any position in any members of the Group;

APPENDIX CURRICULUM VITAE OF THE PROPOSED DIRECTORS

- (iii) he does not have any interest in or is deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance;
- (iv) he does not have any other relationship with any other directors of the Company, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules); and
- (v) there is no other information which requires to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter regarding his appointment that need to be brought to the attention of the shareholders of Company and/or the Stock Exchange.

Mr. Shek Lai Him Abraham

Mr. Shek Lai Him Abraham (石禮謙) (“Mr. Shek”), aged 75, graduated from the University of Sydney in 1969 with a Bachelor of Arts Degree and 1970 with a Diploma in Education. He was appointed as a Justice of the Peace in 1995 and was awarded the Silver Bauhinia Star and the Gold Bauhinia Star by the government of the Hong Kong Special Administrative Region (the “HKSAR”) in 2007 and 2013 respectively. Mr. Shek is a member of the HKSAR Legislative Council representing the Real Estate and Construction Functional Constituency, a member of the Advisory Committee on Corruption of the Independent Commission Against Corruption, a non-executive director of the Mandatory Provident Fund Schemes Authority, a member of the Court and Council of The University of Hong Kong and a honorary member of Court of The Hong Kong University of Science & Technology.

Currently, Mr. Shek is an independent non-executive director of Landing International Development Limited (stock code: 582), China Resources Cement Holdings Limited (stock code: 1313), Chuang’s China Investments Limited (stock code: 298), Chuang’s Consortium International Limited (stock code: 367), Cosmopolitan International Holdings Limited (stock code: 120), Country Garden Holdings Company Limited (stock code: 2007), CSI Properties Limited (stock code: 497), Everbright Grand China Assets Limited (stock code: 3699), Far East Consortium International Limited (stock code: 35), Goldin Financial Holdings Limited (stock code: 530), ITC Properties Group Limited (stock code: 199), Lai Fung Holdings Limited (stock code: 1125), Lifestyle International Holdings Limited (stock code: 1212), NWS Holdings Limited (stock code: 659), Paliburg Holdings Limited (stock code: 617) and SJM Holdings Limited (stock code: 880), all being listed public companies in Hong Kong. He is also an independent non-executive director of Eagle Asset Management (CP) Limited (the manager of Champion Real Estate Investment Trust (stock code: 2778)) and Regal Portfolio Management Limited (the manager of Regal Real Estate Investment Trust (stock code: 1881)), both trusts are listed on the Stock Exchange.

APPENDIX CURRICULUM VITAE OF THE PROPOSED DIRECTORS

During the last three years, Mr. Shek was an independent non-executive director of Hop Hing Group Holdings Limited (stock code: 47), Midas International Holdings Limited (now known as Magnus Concordia Group Limited) (stock code: 1172) and MTR Corporation Limited (stock code: 66), all being listed public companies in Hong Kong.

Save as disclosed herein, as at the date of this letter, Mr. Shek has confirmed that he:

- (i) does not hold any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years;
- (ii) he does not hold any position in any members of the Group;
- (iii) he does not have any interest in or is deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance;
- (iv) he does not have any other relationship with any other directors of the Company, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules); and
- (v) there is no other information which requires to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter regarding his appointment that need to be brought to the attention of the shareholders of Company and/or the Stock Exchange.

Mr. Kwok Hiu Kwan

Mr. Kwok Hiu Kwan (郭曉群) (“Mr. Kwok”), aged 29, has been an executive director of Kaisa Group Holdings Limited (“Kaisa”, together with its subsidiaries, “Kaisa Group”) since 6 April 2020.

Since March 2020, he has been appointed as the chairman of the Shanghai region of the Kaisa Group. He is responsible for overseeing the Kaisa Group’s business (including mergers and acquisitions, property developments, investments and financing) and business development in Shanghai. Mr. Kwok was the vice president of the real estate and wealth management of the Kaisa Group’s Shanghai region from May 2018 to March 2020.

Mr. Kwok graduated from Essex University in the United Kingdom with a bachelor’s degree in finance management in July 2013 and obtained a master in sociology from University College London in the United Kingdom in July 2014.

APPENDIX CURRICULUM VITAE OF THE PROPOSED DIRECTORS

As at the date of this letter, Mr. Kwok has confirmed that:

- (i) except for being an executive director of Kaisa, he does not hold any other directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this letter or any other major appointments and professional qualifications;
- (ii) he does not hold any position in any members of the Group;
- (iii) except for holding 4,468,184,000 shares of the Company, he does not have any interest in or is deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance;
- (iv) except for being a substantial shareholder of the Company, he does not have any other relationship with any other directors of the Company, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules); and
- (v) there is no other information which requires to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter regarding his appointment that need to be brought to the attention of the shareholders of Company and/or the Stock Exchange.

Dr. Tam Lai Ling

Dr. Tam Lai Ling (譚禮寧) (“Dr. Tam”), aged 56, joined Kaisa Group in 2010. He was appointed as Vice Chairman and Executive Director. Since 2015, he has been redesignated as a senior advisor of Kaisa Group. Dr. Tam is primarily responsible for formulation of investment and financing strategies of Kaisa Group. He was an executive director and the chief financial officer of a number of leading property developers in the People’s Republic of China prior to joining Kaisa Group. From December 2007 to November 2008, Dr. Tam was an executive director of SPG Land (Holdings) Limited where he was responsible for the corporate finance activities and investor relations of the Company. From April 2005 to November 2007, Dr. Tam was the deputy managing director and the chief financial officer of Hopson Development Holdings Ltd., where he was responsible for formulating the financing strategy, as well as their execution. Dr. Tam also served as an independent non-executive director of Tsingtao Brewery Company Limited. From March 1998 to April 2005, Dr. Tam worked for ICEA Capital Limited for 7 years. His last position was the managing director of its investment banking division, during which he executed a wide variety of corporate finance transactions, including merger and acquisitions, and debt and equity financings. Prior to that, Dr. Tam also worked for major international investment banks in the area of corporate finance, and a multi-national oil company in the area of business development.

APPENDIX CURRICULUM VITAE OF THE PROPOSED DIRECTORS

Dr. Tam received his bachelor's degree of science from the University College London, University of London in 1985 and a Ph.D. from the University of Cambridge in 1990. He is also a Chartered Financial Analyst.

Dr. Tam has been the executive chairman of the board of Nam Tai Property Inc. (NYSE symbol: NTP) since 21 September 2020.

As at the date of this letter, Dr. Tam has confirmed that:

- (i) he does not hold any other directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this letter or any other major appointments and professional qualifications;
- (ii) he does not hold any position in any members of the Group;
- (iii) he does not have any interest in or is deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance;
- (iv) he does not have any other relationship with any other directors of the Company, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules); and
- (v) there is no other information which requires to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter regarding his appointment that need to be brought to the attention of the shareholders of Company and/or the Stock Exchange.

Mr. Habibullah Abdul Rahman

Mr. Habibullah Abdul Rahman (“Mr. Rahman”), aged 56, is currently a senior consultant of Kaisa.

Mr. Rahman joined Kaisa in June 2015 as senior financial consultant. From 24 May 2016 to 2 May 2018, he was appointed the Chief Financial Officer and company secretary of Kaisa. He has over 29 years of experience in accounting and finance fields. Prior to joining the Kaisa Group, he worked as an audit manager in an international accounting firm in Hong Kong and the chief financial officer and financial controller in various listed companies in Hong Kong.

Mr. Rahman received his Master in Business Administration from Henley Business School of the United Kingdom and Master in Social Science from the Chinese University of Hong Kong. He is a fellow member of both the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants.

APPENDIX CURRICULUM VITAE OF THE PROPOSED DIRECTORS

As at the date of this letter, Mr. Rahman has confirmed that:

- (i) he does not hold any other directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this letter or any other major appointments and professional qualifications;
- (ii) he does not hold any position in any members of the Group;
- (iii) he does not have any interest in or is deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance;
- (iv) he does not have any other relationship with any other directors of the Company, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules); and
- (v) there is no other information which requires to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter regarding his appointment that need to be brought to the attention of the shareholders of Company and/or the Stock Exchange.

Terence Shu-Yuen Cheng

Mr. Terence Shu-Yuen Cheng (鄭樹源) (“Mr. Cheng”), aged 46, has over 18 years’ experience in managing fixed income portfolios. Mr Cheng is currently the Vice President of Greater Bay Area Investment Fund Limited. From February 2013 to May 2020, Mr. Cheng worked for HuaAn Asset Management (Hong Kong) Limited, responsible for managing its fixed income investment portfolios in Hong Kong. Between 2009 and 2012, Mr Cheng was the Chief Investment Officer for Kaisen Asset Management Limited. Mr. Cheng was a senior credit analyst at Och-Ziff Capital Management (Hong Kong) Limited, director of fixed income investments team of Asia for UBS Global Asset Management (Hong Kong) Limited, and portfolio manager at First State Investments (Hong Kong) Limited.

Mr. Cheng received his bachelor’s degree with first class honors in Accounting and Finance from the University of Hong Kong in 1996. He also received a Master of Finance from Chinese University of Hong Kong in 2000 and a master of business administration from University of Bath in 2001. He is a fellow member of the Association of Chartered Certified Accountants and an associate member of Hong Kong Institute of Certified Public Accountants. He is also a certified financial risk manager of the Global Association of Risk Professionals and a CFA Charterholder.

APPENDIX CURRICULUM VITAE OF THE PROPOSED DIRECTORS

As at the date of this letter, Mr. Cheng has confirmed that:

- (i) he does not hold any other directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this letter or any other major appointments and professional qualifications;
- (ii) he does not hold any position in any members of the Group;
- (iii) he does not have any interest in or is deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance;
- (iv) he does not have any other relationship with any other directors of the Company, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules); and
- (v) there is no other information which requires to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter regarding his appointment that need to be brought to the attention of the shareholders of Company and/or the Stock Exchange.