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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 GLOBAL HOLDINGS LIMITED

康宏環球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1019)

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 17 March 2021 at 6:15 p.m. (or if the extraordinary general meeting of the Company convened for the same day has not closed by 6:15 p.m., at a time immediately after the close of the First EGM) has been dispatched to shareholders. This document provides certain information relating to the notice as required by the Listing Rules.

17 February 2021

PRECAUTIONARY MEASURES FOR THE EGM

PRECAUTIONARY MEASURES FOR THE EGM

In view of the ongoing novel coronavirus (COVID-19) pandemic and recent requirements for prevention and control of its spread, the Company will implement the following preventive measures at the EGM to protect attending Shareholders, staff and other stakeholders from the risk of infection:

1. While at the EGM: Attendees at the EGM should also note the following precautions and control measures adopted by the Company at the EGM:
 - a. all attendees will be subject to compulsory body temperature check at the entrance of the EGM venue and anyone with a body temperature of over 37.4°C will not be given access to the EGM venue;
 - b. all attendees will be required to wear surgical face mask before entering the EGM venue and during their attendance of the EGM;
 - c. attendees are asked to maintain appropriate social distancing at all time when attending the EGM;
 - d. attendees may be asked if (i) he/she has travelled outside of Hong Kong within 14 days immediately before the EGM; (ii) he/she is subject to any HKSAR Government prescribed quarantine requirement; and (iii) he/she has any flu-like symptoms or has been in close contact with any person under quarantine or with recent travel history. Any person who responds positively to any of these questions will be denied entry into the EGM venue and will not be allowed to attend the EGM; and
 - e. no refreshments will be served.

The Company's staff and representatives at the EGM venue will assist with crowd control to ensure appropriate social distancing. Please follow their instructions. If anyone disobeys these instructions, the Company reserves the right to refuse such person's admission to the EGM venue or, if such person has already entered the EGM venue, to eject the person from the EGM venue. The EGM venue will be partitioned in accordance with the requirement under the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation (Chapter 599G of the Laws of Hong Kong).

2. Due to the constantly evolving COVID-19 pandemic situation, the Company may implement further changes and precautionary measures in relation to the EGM arrangements at short notice to comply with the requirements of the HKSAR Government. Members should check the Company's website at regular intervals for further announcements and updates on the EGM arrangements. For the avoidance of doubt, the Company reserves the right to change the conditions in relation to the EGM in the event of changes in government regulations and nonadherence to any government regulations and/or precautionary measures in relation to the EGM arrangements by attendees at the EGM.

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company convened to be held at 1/F., Trust Tower, 68 Johnston Road, Wan Chai, Hong Kong on 18 March 2021 at 5:00 p.m.
“Articles”	the articles of association of the Company
“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 17 March 2021 at 6:15 p.m. (or if the extraordinary general meeting of the Company convened for the same day has not closed by 6:15 p.m., at a time immediately after the close of First EGM) for the Shareholders to consider and, if thought fit, approve the resolutions set out in the Notice of EGM to appoint Directors, or any adjournment thereof
“First 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 17 March 2021 at 6:00 p.m.
“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
“Latest Practicable Date”	11 February 2021, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“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 appoint Directors

DEFINITIONS

“Share(s)”	the ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	member(s) of the Company as defined in the Articles
“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. Ng Wing Fai
Mr. Yap E Hock
Mr. Shin Kin Man
Mr. Lee Jin Yi
Ms. Wong Suet Fai
Mr. Chung Kwok Wai, Kelvin

Registered Office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

Non-executive Directors:

Mr. Johnny Chen (*Chairman*)
Mr. Chen Shih-pin

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

Trust Tower
68 Johnston Road
Wan Chai, Hong Kong

Independent non-executive Directors:

Mr. Pun Tit Shan
Mrs. Fu Kwong Wing Ting, Francine
Mr. Pak Wai Keung, Martin
Mr. Yan Tat Wah
Mr. Lam Kwok Cheong
Ms. Carrie Bernadette Ho

17 February 2021

To the Shareholders

Dear Sir or Madam,

INFORMATION ACCOMPANYING

NOTICE OF EXTRAORDINARY GENERAL MEETING

The Company has given notice of the AGM to be held on 18 March 2021. The Company currently has 14 Directors, comprising of:

- (1) six executive Directors, namely Mr. Ng Wing Fai, Mr. Yap E Hock, Mr. Shin Kin Man, Mr. Lee Jin Yi, Ms. Wong Suet Fai and Mr. Chung Kwok Wai, Kelvin;
- (2) two non-executive Directors, namely Mr. Johnny Chen (Chairman) and Mr. Chen Shih-pin; and

LETTER FROM THE BOARD

- (3) six independent non-executive Directors, namely Mr. Pun Tit Shan, Mrs. Fu Kwong Wing Ting, Francine, Mr. Pak Wai Keung, Martin, Mr. Yan Tat Wah, Mr. Lam Kwok Cheong and Ms. Carrie Bernadette Ho.

Of these 14 Directors, Mr. Ng Wing Fai, Mr. Chen Shih-pin and Mr. Pun Tit Shan were appointed by the Shareholders. The other Directors were appointed by the Board.

Pursuant to the Article 83(3), any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election. Therefore, the office of the Directors appointed by the Board shall be vacated by the AGM.

At the AGM, the Board believes that, where possible, Directors should be available to communicate with Shareholders. Due to Article 83(3), the majority of the Directors will not be represented at the AGM.

Pursuant to Articles 83(2), the Company may by ordinary resolution elect any person to be a Director. Directors elected by Shareholders pursuant to Articles 83(2) are subject to retirement by rotation but are otherwise not required to vacate their office by the next AGM.

The Board has already convened the First EGM to be held on 17 March 2021 at 6:00 p.m.. It would not materially inconvenience Shareholders if another extraordinary general meeting is held after the First EGM for Shareholders to consider and if thought appropriate, resolve to elect Directors themselves. In view of this, the Board believes that it should take this opportunity to put to Shareholders resolutions to confirm the appointment of all the Directors prior to the AGM. The Board has therefore resolved to convene the EGM whereby resolutions will be proposed for Shareholders to appoint the 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 director in the notice or accompanying circular to its Shareholders of the relevant general meeting.

The following details of the proposed Directors are set out in the Appendix to this circular.

Each and every Directors as set out in the Notice of EGM are recommended by the Board for election. The Board recommends Shareholders to vote in favour of the resolutions to appoint each and every Directors set out in the Notice of EGM. The Board confirms that it is not aware of anything which needs to be brought to the attention of Shareholders pursuant to Rule 13.51(2) of the Listing Rules in relation to each of the proposed Directors.

LETTER FROM THE BOARD

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

The followings are the particulars of Directors referred to in the Notice of EGM:

Mr. Johnny Chen

Mr. Johnny Chen, aged 61, was re-designed as a non-executive Director on 1 January 2021 but he remains as the Chairman of the Board. Mr. Johnny Chen has been an executive Director since 9 December 2017. He acted as interim Chairman of the Board from 9 December 2017 until 21 December 2017 when he was appointed as Chairman of the Board with effect from 21 December 2017. Mr. Johnny Chen is the director of Fubon Convoy Asset Management (HK) Limited, an associate of the Group. Mr. Johnny Chen is the senior advisor of LionRock Capital Limited and an adjunct associate professor of Department of Finance, Hong Kong University of Science and Technology. Mr. Johnny Chen joined the management of Zurich Insurance Group (“Zurich”) in 2005. He worked in Zurich from March 2005 to February 2015 in multiple senior managerial roles in the Asia Pacific region. His last position in Zurich was the chairman of Life and General Insurance, China. Prior to joining Zurich, Mr. Johnny Chen was an executive member of the Greater-China management board and the operating committee of PricewaterhouseCoopers (“PwC”), as well as a managing partner of PwC’s Beijing office. Mr. Johnny Chen holds a Master of Science Degree in Accounting from the University of Rhode Island and a Bachelor Degree in Accounting from the Johnson & Wales University. He is a certified public accountant in the United States.

Mr. Johnny Chen is currently an independent non-executive director of each of Uni-President China Holdings Ltd. (HKSE Stock Code: 220), where Mr. Johnny Chen also serves as a member of each of the audit committee, the nomination committee and the investment, strategy and development committee; Stella International Holdings Limited (HKSE Stock Code: 1836), where Mr. Johnny Chen also serves as the chairman of the nomination committee and a member of each of the audit committee and the remuneration committee; Alibaba Pictures Group Limited (HKSE Stock Code: 1060), where Mr. Johnny Chen also serves as the chairman of the audit committee and a member of the nomination committee; and China Travel International Investment Hong Kong Limited (HKSE Stock Code: 308), where Mr. Johnny Chen also serves as a member of each of the audit committee, the remuneration committee and the nomination committee. From July 2005 to January 2014, Mr. Johnny Chen was a non-executive director of New China Life Insurance Company Ltd. (HKSE Stock Code: 1336). He was also an independent non-executive director of China Minsheng Financial Holding Corporation Limited (formerly known as “China Seven Star Holdings Limited”) (HKSE Stock Code: 245) from December 2015 to November 2018; Viva China Holdings Limited (HKSE Stock Code: 8032) from June 2010 to February 2019; and China Dongxiang (Group) Co., Ltd. (HKSE Stock Code: 3818) from July 2017 to March 2019. All of the above companies are listed on the Stock Exchange.

As at the Latest Practicable Date, Mr. Johnny Chen has 1,002,000 ordinary shares of the Company.

Save as disclosed above, Mr. Johnny Chen did not hold any other directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Johnny Chen does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Johnny Chen has entered into a letter of appointment with the Company with no fixed term but may be terminated by either party giving not less than three months' written notice or payment in lieu. Mr. Johnny Chen's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Johnny Chen will receive a remuneration of HK\$720,000 per annum payable monthly. The emoluments of Mr. Johnny Chen were determined by the Board with reference to various factors such as duties and level of responsibilities of Mr. Johnny Chen, the Group's performance for the financial year concerned, the prevailing market conditions and the available information in respect of companies of comparable business or scale.

Save as disclosed above, Mr. Johnny Chen is not aware of any other matters that need to be brought to the attention of the shareholders nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Ng Wing Fai ("Mr. Ng")

Mr. Ng, aged 53, was appointed as an executive Director on 15 September 2015. Mr. Ng is the Group President and the director of certain subsidiaries of the Company. He holds a Master of Business Administration Degree from Harvard University and a Bachelor of Arts Degree from University of Cambridge. Mr. Ng is the managing partner and founding partner of Primus Pacific Partners, an Asian private equity fund with a focus on financial services. At Primus Pacific Partners, Mr. Ng oversees substantial investments in New China Life Insurance Co., Ltd., the fourth largest life insurance company in China, EON Bank, the seventh largest bank in Malaysia, and a number of significant assets around the world. Mr. Ng was previously the managing director of Fubon Financial Holding Co., Ltd. ("Fubon Financial"), the largest financial conglomerate in Taiwan and was in charge of Fubon Financial's overall strategy, capital markets, merger and acquisition activities and major change programs. During his tenure at Fubon Financial, Mr. Ng led the winning bids to acquire Taipei Bank in Taiwan and International Bank of Asia in Hong Kong. Prior to his position at Fubon Financial, Mr. Ng served as the managing director and head of the Asia-Pacific financial institutions group at Salomon Smith Barney. Among his many transactions in the region, he represented and advised Fubon Financial in its strategic alliance with Citigroup in 2000. From 1998 to 1999, Mr. Ng led a team of bank specialists in advising the Government of Malaysia on recapitalizing and restructuring the banking industry. Previously, Mr. Ng was a management consultant at Booz Allen & Hamilton specializing in financial services in the United States of America and Asia.

As at the Latest Practicable Date, Mr. Ng has 2,436,000 ordinary shares of the Company.

Save as disclosed above, Mr. Ng did not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Ng does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the Shares within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Ng has entered into a service agreement with the Company. Mr. Ng's directorship in the Company shall be for an initial term of three years commencing from 15 September 2018 and shall continue thereafter unless and until terminated in accordance to the termination clause of the service agreement and in compliance with the Listing Rules. Mr. Ng's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Ng is entitled to an annual emolument for acting as the Director of, and/or holding other positions with the Company and a bonus for each financial year of the Company, which is at the discretion of the Board. The annual emolument of Mr. Ng and his discretionary bonus would be determined with reference to various factors such as, the performance of Mr. Ng and the Group's performance for the financial year concerned and based on the recommendation from the remuneration committee of the Company. For the year ended 31 December 2019, the total remuneration paid to Mr. Ng amounted to approximately HK\$12,422,000. Please refer to note 13 to the consolidated financial statements in the annual report for the year ended 31 December 2019.

Save as disclosed above, Mr. Ng is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed by the Company pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Lee Jin Yi (“Mr. Lee”)

Mr. Lee, aged 63, was appointed as an executive Director on 19 November 2020. Mr. Lee has extensive experience in the banking industry and held various senior management positions with major financial institutions over the past 20 years. Mr. Lee was the deputy chairman of Lansen Pharmaceutical Holdings Limited (“Lansen”), a company listed on the Stock Exchange, the chief executive officer of Cathay International Holdings Limited (“CIH”), a company listed on the London Stock Exchange, and a director of Xiamen City Commercial Bank. Mr. Lee was the managing director and chief executive officer of Fubon Bank (Hong Kong) Limited for five and a half years and a director of Fubon Financial Holding Company Limited. Prior to that, Mr. Lee was the managing director and China senior country officer of J.P. Morgan Chase & Co. and chairman of the Hong Kong Management Committee of J.P. Morgan Chase & Co. Mr. Lee obtained a master's degree in business administration from Harvard University in 1984.

Mr. Lee was an independent director of Taichung Commercial Bank Company Limited, a company listed on the Taiwan Stock Exchange (TWSE Stock Code: 2812) from June 2011 to June 2020. He was a non-executive director of Lansen (HKSE Stock Code: 503) from April 2010 to October 2019, and an executive director of CIH (LSE Stock Code: CTI) from January 2010 to October 2019.

Save as disclosed above, Mr. Lee did not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Lee does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Lee has entered into a service agreement with the Company. His directorship in the Company shall be for a term of three years commencing from 19 November 2020 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. Lee prior thereto and in compliance with the Listing Rules. Mr. Lee's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Lee will receive a remuneration of HK\$4,200,000 per annum payable monthly. The emoluments of Mr. Lee were determined by the Remuneration Committee of the Company with reference to various factors such as duties and level of responsibilities of Mr. Lee, the available information in respect of companies of comparable business or scale, the performance of Mr. Lee and the Group's performance for the financial year concerned and the prevailing market conditions.

On 24 May 2019, the UK Financial Conduct Authority (the "FCA") issued a Decision Notice to Mr. Lee, as CIH's chief executive officer, for knowing concern in breaches of Listing Principle 1, Disclosure and Transparency Rule 2, Premium Listing Principle 6 and Listing Principle 2 committed by CIH, in connection with how CIH prepared forecasts of its expected year-end financial performance and how CIH monitored its expected year-end financial performance against market expectations for the relevant period between August 2015 to December 2015. The FCA also found that CIH failed to disclose to the market as soon as possible inside information in relation to its expected financial performance, and that CIH provided different information to that which the FCA has requested in relation to the events in 2015, although there was no intention to misled. The FCA has imposed a fine of £214,300 on Mr. Lee.

Save as disclosed above, Mr. Lee is not aware of any other matters that need to be brought to the attention of shareholders nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Yap E Hock ("Mr. Yap")

Mr. Yap, aged 65, was appointed as an executive Director on 9 December 2017. Mr. Yap is responsible for exploring business development opportunities and implementation of operational strategies of the Group. Mr. Yap is also a director of certain subsidiaries of the Company. Mr. Yap is also a director of Hong Kong Credit Corporation Limited, a wholly-owned licensed money lender of the Company that focuses on prime mortgage lending business. Mr. Yap obtained a Bachelor Degree in Chemical Engineering from the University of

Sheffield, the United Kingdom in 1978. He is also a fellow of the Institute of Chartered Accountants in England and Wales and a fellow of the Hong Kong Institute of Certified Public Accountants.

Mr. Yap started his career with the London office of KPMG as an auditor specializing in insolvency from August 1978 to May 1983. From May 1983 to January 1987, he worked at Chase Manhattan Bank as an investment banker and in various investment banks in the region. He later took up management roles in several financial services companies in the Asia Pacific Region. He served as the chief executive officer and as the group managing director of Prime Credit Limited during the period from August 1999 to December 2007.

Mr. Yap is currently an independent non-executive director and also the chairman of the nomination committee and a member of each of the audit committee and the remuneration committee of China New Town Development Company Limited (HKSE Stock Code: 1278), a company listed on the Stock Exchange. He had also served as an independent non-executive director of SRE Group Limited (HKSE Stock Code: 1207), a company listed on the Stock Exchange, from September 2004 to May 2012.

Save as disclosed above, Mr. Yap did not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Yap does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the date of the Latest Practicable Date.

Mr. Yap has entered into a service agreement with the Company. His directorship in the Company shall be for an initial term of three years commencing from 9 December 2017 and continue thereafter unless and until terminated in accordance to the termination clause of the service agreement and in compliance with the Listing Rules. Mr. Yap's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Yap is entitled to an annual emolument for acting as the Director of, and/or holding other positions with the Company and a bonus for each financial year of the Company, which is at the discretion of the Board. The annual emolument of Mr. Yap and his discretionary bonus would be determined with reference to various factors such as, the performance of Mr. Yap and the Group's performance for the financial year concerned and based on the recommendation from the remuneration committee of the Company. For the year ended 31 December 2019, the total remuneration paid to Mr. Yap amounted to approximately HK\$9,688,000. Please refer to note 13 to the consolidated financial statements in the annual report for the year ended 31 December 2019.

Save as disclosed above, Mr. Yap is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Shin Kin Man (“Mr. Shin”)

Mr. Shin, aged 44, was appointed as an executive Director on 15 January 2018. Mr. Shin is the Chief Executive Officer of Convoy Financial Services Limited, a subsidiary of the Company, and is responsible for managing the consultancy team and refining business development system for the Group. He is also the director of certain subsidiaries of the Company. Mr. Shin graduated from the Hong Kong Baptist University in 1998. In the same year, he joined Convoy Financial Services Limited as a financial consultant. He was promoted to Deputy Director in 2005. He has many years of experience in business development and team management. He once held the position of president of Lions Clubs of Happy Valley International District 303 — Hong Kong and Macau and he is now a core member of various social service organizations.

Save as disclosed above, Mr. Shin did not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Shin does not have any other relationships with any Directors, senior management or substantial or controlling shareholders (as defined under the Listing Rules) of the Company.

As at the Latest Practicable Date, Mr. Shin has the following interests in shares of the Company:

- (a) 6,168,000 ordinary shares of the Company; and
- (b) 812,200 ordinary shares of the Company as interest of spouse.

Save as disclosed above, Mr. Shin has no other interests in the shares of the Company within the meaning of Part XV of the SFO.

Mr. Shin has entered into a service agreement with the Company. His directorship in the Company shall be for an initial term of three years commencing from 15 January 2018 and shall continue thereafter unless and until terminated in accordance with the service agreement and in compliance with the Listing Rules. Mr. Shin's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Shin is entitled to an annual emolument for acting as the Director of, and/or holding other positions with the Company and a bonus for each financial year of the Company, which is at the discretion of the Board. Mr. Shin's discretionary bonus would be determined with reference to various factors such as the performance of Mr. Shin and the Group's performance for the financial year concerned and based on the recommendation from the remuneration committee of the Company. For the year ended 31 December 2019, the total remuneration paid to Mr. Shin amounted to approximately HK\$3,630,000. Please refer to note 13 to the consolidated financial statements in the annual report for the year ended 31 December 2019.

Mr. Shin was fined (and paid) a sum of HK\$9,436 by the Eastern Magistrates' Courts on 31 January 2018 for his failure to hold an annual general meeting of a private company (which is unrelated to the Group and had already ceased business in 2012 before Mr. Shin was appointed as a director in October 2014) within 9 months after the end of its accounting reference period ended 31 December 2015 and failure to table various reporting documents of such company for such annual general meeting.

Save as disclosed above, Mr. Shin is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Ms. Wong Suet Fai ("Ms. Wong")

Ms. Wong, aged 50, who was an executive Director from 15 January 2018 to 22 October 2018 and was re-appointed as an executive Director on 1 January 2021. Ms. Wong has over 20 years of related experience encompassing organisational and talent development, compensations and benefits management, staff training and engagement, organizational efficiency. Ms. Wong graduated with a Bachelor of Business Administration (Hons.) in Human Resources Management from Hong Kong Baptist University in 1995. She also holds a Master of Business Administration from University of Leicester in 2003 and completed the Advanced Management Program offered by Harvard Business School in 2018.

Ms. Wong joined the Group in February 2012. She is currently the Group Chief People and Culture Officer and Acting Chief of OnePlatform of the Company. She is responsible for overseeing all aspects of human resources, marketing and branding, talent engagement and development, organizational efficiency and leading the OnePlatform business. She is also a director of certain subsidiaries of the Company. Before joining the Group, Ms. Wong held different positions in AXA, Sun Life Financial, Hutchison Ports, CSL Telecommunications and Wyeth.

As at the Latest Practicable Date, Ms. Wong has 248,000 ordinary shares of the Company.

Save as disclosed above, Ms. Wong did not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Ms. Wong does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Ms. Wong has entered into a service agreement with the Company with no fixed term but may be terminated by either party giving not less than three months' written notice or payment in lieu. Ms. Wong's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. As an employee of the Group, Ms. Wong received a remuneration of HK\$3,339,000 per annum payable monthly, with bonus payable at the discretion of the Board. The Remuneration Committee of the Company has determined that for the time-being no additional emoluments will be payable to Ms. Wong in taking on additional responsibility as Director. Her remuneration will be further reviewed by the Remuneration Committee at regular intervals.

Save as disclosed above, Ms. Wong is not aware of any other matters that need to be brought to the attention of shareholders nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Pun Tit Shan (“Mr. Pun”)

Mr. Pun, aged 59, was appointed as an independent non-executive Director on 9 May 2016. He holds a Master of Business Administration Degree (with Honour) from the University of Manchester. Mr. Pun is currently investment director of Wellchamp Capital Limited and is a licensed person to carry out Type 9 (asset management) regulated activity under the Securities and Futures Ordinance. He has over 33 years of experience in the finance field, such as strategic dealing and arbitraging in the derivatives market, sales and marketing management in the primary and secondary equity market and sales and asset management of high net-worth clients and investment advisory.

From 1984 to 1989, Mr. Pun was a chief trader and dealing room manager of legacy Po Sang Bank Ltd., Hong Kong and was a vice president and senior dealer of Credit Suisse, Hong Kong from 1989 to 1993, both focusing on foreign exchange and precious metals trading. From 1993 to 1994, he was a manager of Po Sang Financial Investment Services Co., Ltd. From 1994 to 1996, he was appointed as director of Po Sang Futures Ltd. and Chung Mao Commodities & Futures Ltd. From 1996 to 2003, he acted as vice president of Bank of China International Securities Ltd. looking after the stock options and the financial derivatives and the brokerage sales department. From 2003 to 2008, he was the responsible officer and director of Southwest Securities (HK) Brokerage Ltd. (formerly known as “Tanrich Securities Co. Ltd.”), Southwest Securities (HK) Asset Management Ltd. (formerly known as Tanrich Asset Management Ltd.), and Southwest Securities (HK) Futures Ltd. (formerly known as “Tanrich Futures Ltd.”). From 2008 to 2015, he was the responsible officer of Haitong International Securities Co. Ltd., and Haitong International Futures Ltd., and in the years of 2008 to 2014,

he was also the responsible officer of Haitong International Asset Management Ltd. In January 2015 to September 2015, he was also the responsible officer of Haitong International Consultants Ltd. of which the principal activities were engaged in asset management. From October 2015 to July 2016, he was the chief investment officer of Astrum Capital Management Limited. From August 2016 to January 2018, he was the chief executive officer of Asia Wealth Securities Limited. From March 2018 to July 2020, he was the head of investment and responsible officer of TC Concord Securities Limited and TC Concord Asset Management Limited.

Mr. Pun is the vice-chairman of the Institute of Financial Analyst and Professional Commentator and a member of the Honorary Consultant of Hong Kong Ningxia Youth Association (香港寧夏青年會) since 2015. Mr. Pun was previously a board director of Hong Kong Futures Exchange Ltd. (1995–1999); a board director of Hong Kong Stock Exchange Options Clearing House Ltd. (1997–2000); a membership committee member of the Hong Kong Securities Institute (1998–2002); a panel member of the Derivatives Market Consultative Panel (2000–2003); and a committee member of the Hong Kong Securities Institute Professional Education Committee (2002–2004). He was a former member of the Lions Club of Hong Kong Shouson Hill.

Mr. Pun is currently an independent non-executive Director of CPMC Holdings Limited (HKSE Stock Code: 906) and was an independent non-executive Director of China New Economy Fund Limited (HKSE Stock Code: 80) from April 2016 to June 2019, both of which are listed on the Stock Exchange.

Save as disclosed above, Mr. Pun did not hold any other directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Pun does not have any relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Pun has entered into a letter of appointment with the Company. Mr. Pun's directorship in the Company shall be for an initial term of three years commencing from 9 May 2019 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. Pun prior thereto and in compliance with the Listing Rules. Mr. Pun's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Pun is entitled to an annual salary of HK\$720,000 for acting as the independent non-executive Director of and committee member(s) of the Company which is determined with reference to various factors such as duties and level of responsibilities of Mr. Pun, the available information in respect of companies of comparable business or scale, the performance of Mr. Pun and the Group's performance for the financial year concerned and the prevailing market conditions.

Save as disclosed above, Mr. Pun is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed by the Company pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mrs. Fu Kwong Wing Ting, Francine (“Mrs. Fu”)

Mrs. Fu, aged 52, was an independent non-executive Director from 16 March 2010 to 26 May 2014, who was re-appointed as an independent non-executive Director on 8 December 2017. Mrs. Fu attained her Master Degree in Politics, Philosophy and Economics from University of Oxford in the United Kingdom in June 1994 and has been holding the CFP (Certified Financial Planner) designation since October 2001. Mrs. Fu is the managing principal and owner of a business consulting firm, Coram Advisory Services (HK) Limited, set up in 2008 to provide advisory service to business based in Hong Kong. Before setting up her own practice, she was the chief marketing officer of AXA China Region Insurance Company Limited, one of the top three long term insurers in Hong Kong, from January 2006 to June 2008. She has been in the financial services industry with various leading financial services companies for over 22 years. She has previously been a member of the Advisory Committee on Applied Mathematics of the Hong Kong Polytechnic University, an alternate member of the Investment Linked Assurance and Pooled Retirement Funds of the Securities and Future Commission, a member of the Investor Education Advisory Committee of the Hong Kong Securities and Futures Commission from April 2006 to March 2008 and a member of the Award Council of the Hong Kong Award for Young People from February 1994 to January 2002. Mrs. Fu has previously been the President of the Institute of Financial Planners of Hong Kong from September 2008 to September 2010. She has also previously been a board member of United World Colleges Hong Kong Committee Limited from July 2008 to May 2018. Mrs. Fu is currently a board member of Li Po Chun United World College (Hong Kong), Limited since 1991 as well as a Governor and an executive committee member of Keswick Foundation since 2014.

Mrs. Fu was appointed as an independent non-executive Director of the Company on 16 March 2010, and as the chairman of each of the remuneration committee and the nomination committee of the Company, and a member of each of the audit committee and the corporate governance committee of the Company. At the annual general meeting (the “2014 AGM”) of the Company held on 6 May 2014, Mrs. Fu did not offer herself for re-election due to her personal commitments on her other business and accordingly retired as an independent non-executive Director upon the conclusion of the 2014 AGM.

Save as disclosed above, Mrs. Fu did not hold any other directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mrs. Fu does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mrs. Fu has entered into a letter of appointment with the Company. Her directorship in the Company shall be for an initial term of three years commencing from 8 December 2017 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mrs. Fu prior thereto and in compliance with the Listing Rules. Mrs. Fu's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mrs. Fu is entitled to an annual salary of HK\$720,000 for acting as the independent non-executive Director of and committee member(s) of the Company which is determined with reference to various factors such as duties and level of responsibilities of Mrs. Fu, the available information in respect of companies of comparable business or scale, the performance of Mrs. Fu and the Group's performance for the financial year concerned and the prevailing market conditions.

Save as disclosed above, Mrs. Fu is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Pak Wai Keung, Martin ("Mr. Pak")

Mr. Pak, aged 57, was appointed as an independent non-executive Director on 8 December 2017. Mr. Pak had held positions of chief financial officer and company secretary at various listed companies in Hong Kong, and has accumulated over 25 years of experience in finance, accounting and corporate governance affairs. Mr. Pak is a fellow of the Hong Kong Institute of Certified Public Accountants, an associate member of The Institute of Chartered Secretaries and Administrators in the United Kingdom and The Hong Kong Institute of Chartered Secretaries.

Mr. Pak has been appointed as an independent non-executive director of Nan Nan Resources Enterprise Limited (HKSE Stock Code: 1229), Dragon Mining Limited (HKSE Stock Code: 1712) and Viva China Holdings Limited (HKSE Stock Code: 8032) since September 2017, November 2018 and February 2019, respectively. He was an independent non-executive director of Ta Yang Group Holdings Limited (HKSE Stock Code: 1991) from April 2016 to October 2018. All of the above companies are listed on the Stock Exchange. He was also an independent non-executive director of Trony Solar Holdings Company Limited (HKSE Stock Code: 2468) and China Huiyuan Juice Group Limited (HKSE Stock Code: 1886) from January 2017 and June 2019 respectively until the listing of its shares on the Main Board of the Stock Exchange was cancelled on 23 August 2018 and 18 January 2021 respectively.

Save as disclosed above, Mr. Pak did not hold any other directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Pak does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Pak has entered into a letter of appointment with the Company. His directorship in the Company shall be for an initial term of three years commencing from 8 December 2017 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. Pak prior thereto and in compliance with the Listing Rules. Mr. Pak's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Pak is entitled to an annual salary of HK\$720,000 for acting as the independent non-executive Director of and committee member(s) of the Company which is determined with reference to various factors such as duties and level of responsibilities of Mr. Pak, the available information in respect of companies of comparable business or scale, the performance of Mr. Pak and the Group's performance for the financial year concerned and the prevailing market conditions.

Save as disclosed above, Mr. Pak is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Yan Tat Wah ("Mr. Yan")

Mr. Yan, aged 56, was appointed as an independent non-executive Director on 8 December 2017. Mr. Yan is a fellow and practising member of the Hong Kong Institute of Certified Public Accountants, and the Association of Chartered Certified Accountants, a fellow member of the Society of Chinese Accountants and Auditors, and a fellow member of the Institute of Chartered Accountants in England and Wales. Mr. Yan is also a fellow member of the Taxation Institute of Hong Kong and Certified Tax Adviser in Hong Kong.

Mr. Yan is a Senior Partner and founder of the accounting firm LKY China, Certified Public Accountants (Practising). Mr. Yan was an independent non-executive director of Tidetime Sun (Group) Limited (now known as "Up Energy Development Group Limited") (HKSE Stock Code: 307), a company listed on the Stock Exchange, for over 10 years until September 2009, and also served as the chairman of its audit committee and a member of its remuneration committee.

Save as disclosed above, Mr. Yan did not hold any other directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Yan does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Yan has entered into a letter of appointment with the Company. His directorship in the Company shall be for a term of three years commencing from 8 December 2017 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. Yan prior thereto and in compliance with the Listing Rules. Mr. Yan's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the

Company in accordance with the Articles. Mr. Yan is entitled to an annual salary of HK\$720,000 for acting as the independent non-executive Director of and committee member(s) of the Company which is determined with reference to various factors such as duties and level of responsibilities of Mr. Yan, the available information in respect of companies of comparable business or scale, the performance of Mr. Yan and the Group's performance for the financial year concerned and the prevailing market conditions.

Save as disclosed above, Mr. Yan is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Chung Kwok Wai, Kelvin (“Mr. Chung”)

Mr. Chung, aged 54, was appointed as an executive Director on 1 January 2021. Mr. Chung has over 25 years of experiences in banks and financial institutions. His expertise is formulating strategic business blueprint, designing distribution strategies for financial products, regulating operations, and maintaining efficiency in corporate governance. Mr. Chung holds a Master of Business Administration in Technology Management, which he obtained from Deakin University in 2001.

Mr. Chung joined the Group in May 2019 as the Head of Distribution Management and he is currently the Managing Director of Perform Financial Planning Services Limited since January 2020 and the Chief Business Officer of OnePlatform Wealth Management Limited since November 2020. Before joining the Group, Mr. Chung held different senior positions in Prudential Hong Kong Limited, Western Union Business Solutions, DBS Bank, Bank of China and HSBC.

Save as disclosed above, Mr. Chung did not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Chung does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Chung has entered into a letter of appointment with the Company with no fixed term but may be terminated by either party giving not less than three months' written notice or payment in lieu. Mr. Chung's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. As an employee of the Group, Mr. Chung received a remuneration of HK\$2,340,000 per annum payable monthly, with bonus payable at the discretion of the Board. The Remuneration Committee of the Company has determined that for the time-being no additional emoluments will be payable to Mr. Chung in taking on additional responsibility as Director. His remuneration will be further reviewed by the Remuneration Committee at regular intervals.

Save as disclosed above, Mr. Chung is not aware of any other matters that need to be brought to the attention of shareholders nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Chen Shih-pin

Mr. Chen Shih-pin, aged 68, was appointed as a non-executive Director on 29 December 2017. Mr. Chen Shih-pin was educated at, and holds a Bachelor of Science Degree and a Master of Business Administration Degree, from the National Taiwan University. Mr. Chen Shih-pin is also a member of the Actuarial Institute of Chinese Taipei. Since February 1995, Mr. Chen Shih-pin has been working at Fubon Life Insurance Co., Ltd. Over the years, he has worked as assistant vice president since 1995 until 1997, as vice president since 1997 until 2001, as executive vice president since 2001 until 2004, as senior advisor since 2004 until 2005, as director since 2005 until 2008, as executive vice president since 2008 until 2010, as advisor since 2010 until 2011, and as supervisor from 2013 until now. Prior to his employment with Fubon Life Insurance Co., Ltd., Mr. Chen Shih-pin worked at Chung Hsing Life Insurance Co., Ltd. as a resident supervisor from March 1993 to February 1995 and Cathay Life Insurance Co., Ltd. as a manager from October 1977 to March 1993.

Save as disclosed above, Mr. Chen Shih-pin did not hold any other directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Shih-pin Chen does not have any relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Chen Shih-pin has entered into a letter of appointment with the Company. Mr. Chen Shih-pin's directorship in the Company shall be for an initial term of three years commencing from 29 December 2017 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. Chen Shih-pin prior thereto and in compliance with the Listing Rules. Mr. Chen Shih-pin's directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Chen Shih-pin is entitled to an annual salary of HK\$360,000 for acting as the non-executive Director of and committee member(s) of the Company which is determined with reference to various factors such as duties and level of responsibilities of Mr. Chen Shih-pin, the available information in respect of companies of comparable business or scale, the performance of Mr. Chen Shih-pin and the Group's performance for the financial year concerned and the prevailing market conditions.

Save as disclosed above, Mr. Chen Shih-pin is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed by the Company pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Lam Kwok Cheong (“Mr. Lam”)

Mr. Lam, aged 67, was appointed as an independent non-executive Director on 19 November 2020. Mr. Lam has over 38 years of experience as a practicing solicitor. He obtained a bachelor’s degree in law from the University of Hong Kong in November 1976. Mr. Lam is a Justice of the Peace, a holder of Bronze Bauhinia Star (BBS) and a solicitor of the High Court of Hong Kong. Mr. Lam is currently a member of the Buildings Ordinance Appeal Tribunal Panel, an Ex-Officio Member of Heung Yee Kuk New Territories, a Civil Celebrant of Marriages and a China appointed Attesting Officer.

Mr. Lam is currently an independent non-executive Director of Sparkle Roll Group Limited (HKSE Stock Code: 970) and Wah Sun Handbags International Holdings Limited (HKSE Stock Code: 2683), both companies are listed on the Stock Exchange. He was an independent non-executive director of China Brilliant Global Limited (HKSE Stock Code: 8026), a company listed on the Stock Exchange, from June 2015 to February 2018.

Save as disclosed above, Mr. Lam did not hold any other directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Mr. Lam does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Lam has entered into a letter of appointment with the Company. His directorship in the Company shall be for an initial term of three years commencing from 19 November 2020 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. Lam prior thereto and in compliance with the Listing Rules. Mr. Lam’s directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Mr. Lam will receive a remuneration of HK\$360,000 per annum payable monthly. The emoluments of Mr. Lam were determined by the Board with reference to various factors such as duties and level of responsibilities of Mr. Lam, the available information in respect of companies of comparable business or scale, the performance of Mr. Lam and the Group’s performance for the financial year concerned and the prevailing market conditions.

Save as disclosed above, Mr. Lam is not aware of any other matters that need to be brought to the attention of shareholders nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Ms. Carrie Bernadette Ho (“Ms. Ho”)

Ms. Ho, aged 61, was appointed as an independent non-executive Director on 1 January 2021. Ms. Ho has extensive experience in the accounting and corporate finance field. She graduated from Monash University, Australia with a Bachelor of Economics. She is a member of the Hong Kong Institute of Certified Public Accountants and a member of the CPA Australia.

Ms. Ho held different positions at accountant firms, and private and listed public companies. Among others, she worked as adviser to chairman of Hudson Holdings Limited since 1997 until 2000, chief financial officer and company secretary of Zhong Hua International Holdings Limited (HKSE Stock Code: 1064), a company listed on the Stock Exchange, since 2000 until 2002, and general manager of FTMS Training Systems (Hong Kong) Limited since 2006 until 2007.

Save as disclosed above, Ms. Ho did not hold any other directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other positions with the Company or other members of the Group.

Save as disclosed above, Ms. Ho does not have any other relationships with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Ms. Ho has entered into a letter of appointment with the Company no fixed term but may be terminated by either party giving not less than three months’ written notice or payment in lieu. Her directorship is also subject to the retirement by rotation and re-election at an annual general meeting of the Company in accordance with the Articles. Ms. Ho is entitled to an annual salary of HK\$360,000 for acting as the independent non-executive Director of and committee member(s) of the Company which is determined with reference to various factors such as duties and level of responsibilities of Ms. Ho, the available information in respect of companies of comparable business or scale, the performance of Ms. Ho and the Group’s performance for the financial year concerned and the prevailing market conditions.

Save as disclosed above, Ms. Ho is not aware of any other matters that need to be brought to the attention of shareholders nor is there any information to be disclosed pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

NOTICE OF EXTRAORDINARY GENERAL MEETING



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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of Convoy Global Holdings Limited (the “**Company**”) will be held at 1/F., Trust Tower, 68 Johnston Road, Wan Chai, Hong Kong on 17 March 2021 at 6:15 p.m. (or if the extraordinary general meeting of the Company convened for the same day has not closed by 6:15 p.m., at a time immediately after the close of such extraordinary general meeting). for the purpose of considering and passing the following ordinary resolutions:

ORDINARY RESOLUTIONS

1. “**THAT** Mr. Johnny Chen be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
2. “**THAT** Mr. Ng Wing Fai be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
3. “**THAT** Mr. Lee Jin Yi be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
4. “**THAT** Mr. Yap E Hock be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
5. “**THAT** Mr. Shin Kin Man be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
6. “**THAT** Ms. Wong Suet Fai be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
7. “**THAT** Mr. Pun Tit Shan be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”

NOTICE OF EXTRAORDINARY GENERAL MEETING

8. “**THAT** Mrs. Fu Kwong Wing Ting, Francine be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
9. “**THAT** Mr. Pak Wai Keung, Martin be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
10. “**THAT** Mr. Yan Tat Wah be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
11. “**THAT** Mr. Chung Kwok Wai, Kelvin be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
12. “**THAT** Mr. Chen Shih-pin be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
13. “**THAT** Mr. Lam Kwok Cheong be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”
14. “**THAT** Ms. Carrie Bernadette Ho be and is hereby elected as a director of the Company pursuant to article 83(2) of the articles of association of the Company with immediate effect upon passing of this resolution.”

By order of the Board
CONVOY GLOBAL HOLDINGS LIMITED
Johnny Chen
Chairman and Non-executive Director

Hong Kong, 17 February 2021

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

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of him/her/it. A member of the Company who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at the Meeting. A proxy need not be a member of the Company.
2. To be valid, a proxy form, together with any power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be).
3. Delivery of an instrument appointing a proxy shall not preclude a member of the Company from attending and voting in person at the Meeting or any adjournment thereof (as the case may be) and in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. The register of members of the Company will be closed from 12 March 2021 to 17 March 2021, both days inclusive, for the purpose of determining the identity of shareholders who are entitled to attend and vote at the Meeting. In order to be eligible to attend and vote at the Meeting, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on 11 March 2021.
5. As at the date of this notice, the executive Directors are Mr. Ng Wing Fai, Mr. Yap E Hock, Mr. Shin Kin Man, Mr. Lee Jin Yi, Ms. Wong Suet Fai and Mr. Chung Kwok Wai, Kelvin; the non-executive Directors are Mr. Johnny Chen (Chairman) and Mr. Chen Shih-pin; and the independent non-executive Directors are Mr. Pun Tit Shan, Mrs. Fu Kwong Wing Ting, Francine, Mr. Pak Wai Keung, Martin, Mr. Yan Tat Wah, Mr. Lam Kwok Cheong and Ms. Carrie Bernadette Ho.