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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** about this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Eagle Legend Asia Limited, you should at once hand this circular, together with the accompanying form of proxy, to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**EAGLE LEGEND ASIA**

**EAGLE LEGEND ASIA LIMITED**

**鵬程亞洲有限公司**

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

**(Stock Code: 936)**

**PROPOSED CHANGE OF COMPANY NAME  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

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Capitalised terms used on this cover shall have the same meanings as those defined in the section headed “Definitions” in this circular.

A letter from the Board is set out on pages 3 to 6 of this circular. A notice convening the Extraordinary General Meeting to be held at Room 3610, 36/F., The Center, 99 Queen’s Road Central, Central, Hong Kong on Tuesday, 8 June 2021 at 11:00 a.m. is set out on pages EGM-1 to EGM-4 of this circular. A form of proxy for use at the Extraordinary General Meeting is enclosed with this circular. If you are not able to or do not intend to attend the Extraordinary General Meeting but wish to exercise your right as a shareholder, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon and deposit the same as soon as possible and in any event not less than 48 hours before the time appointed for holding the Extraordinary General Meeting or any adjournment thereof to the Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong. Completion and return of the form of proxy shall not preclude you from attending and voting at the Extraordinary General Meeting or any adjourned meeting should you so desire. If you attend and vote at the Extraordinary General Meeting, the instrument appointing your proxy will be deemed to have been revoked.

**PRECAUTIONARY MEASURES FOR THE EXTRAORDINARY GENERAL MEETING**

Please refer to the notice of the Extraordinary General Meeting for measures being taken to try to prevent and control the spread of the COVID-19 at the Extraordinary General Meeting, including:

- compulsory body temperature checks and health declarations
- wearing of a face mask for each attendee
- no provision of drinks, refreshment or souvenirs

**DUE TO THE CONSTANTLY EVOLVING COVID-19 PANDEMIC SITUATION, THE COMPANY MAY BE REQUIRED TO CHANGE THE EXTRAORDINARY GENERAL MEETING ARRANGEMENTS AT SHORT NOTICE. SHAREHOLDERS SHOULD CHECK THE COMPANY’S WEBSITE FOR FUTURE ANNOUNCEMENTS AND UPDATES ON THE EXTRAORDINARY GENERAL MEETING ARRANGEMENTS.**

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## DEFINITIONS

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

“Acquisition”	the acquisition of an aggregate of 324,400,000 Shares (representing approximately 30.60% of the entire issued share capital of the Company) by Mighty Empire Group Limited, a wholly-owned subsidiary of Kaisa Group, from Harbour Luck Investments Limited
“Board”	the board of Directors
“Company”	Eagle Legend Asia Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the main board of the Stock Exchange (stock code: 936)
“Director(s)”	the director(s) of the Company
“Extraordinary General Meeting”	the extraordinary general meeting of the Company to be held at Room 3610, 36/F., The Center, 99 Queen’s Road Central, Central, Hong Kong on Tuesday, 8 June 2021 at 11:00 a.m., or any adjournment thereof, and held for the Shareholders to consider and approve the Proposed Change of Name
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Joint Announcement”	the announcement dated 28 April 2021 jointly issued by the Company and Kaisa Group in relation to, among others, the Acquisition
“Kaisa Group”	Kaisa Group Holdings Ltd. (佳兆業集團控股有限公司*), an exempted company incorporated in the Cayman Islands with limited liability, and the shares of which are listed on the main board of the Stock Exchange (stock code: 1638)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time

\* for identification purposes only

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## DEFINITIONS

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“Proposed Change of Name”	the proposed change of English name of the Company from “Eagle Legend Asia Limited” to “Kaisa Capital Investment Holdings Limited” and the adoption of “佳兆業資本投資集團有限公司” as the dual foreign name of the Company to replace the existing Chinese name “鵬程亞洲有限公司”
“Share(s)”	ordinary share(s) of HK\$0.01 each of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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## LETTER FROM THE BOARD

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**EAGLE LEGEND ASIA**

### **EAGLE LEGEND ASIA LIMITED**

**鵬程亞洲有限公司**

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

**(Stock Code: 936)**

*Executive Directors:*

Mr. Guo Peineng (*Deputy Chairman*)  
Mr. Zhao Yi (*Chief Executive Officer*)  
Mr. Chen Huajie

*Independent Non-executive Directors:*

Mr. Xu Xiaowu  
Mr. Li Yongjun  
Mr. Diao Yingfeng

*Registered Office:*

Windward 3,  
Regatta Office Park  
P.O. Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

*Principal Place of Business in*

*Hong Kong:*

Unit 3610, 36/F., The Center,  
99 Queen's Road Central,  
Central, Hong Kong

7 May 2021

*To the Shareholders*

Dear Sir or Madam,

### **PROPOSED CHANGE OF NAME AND NOTICE OF EXTRAORDINARY GENERAL MEETING**

#### **INTRODUCTION**

Reference is made to the Company's announcement dated 30 April 2021 in relation to, among others, the Proposed Change of Name. The purpose of this circular is to provide you with information on the Proposed Change of Name and the notice of Extraordinary General Meeting.

#### **PROPOSED CHANGE OF NAME**

The Board proposes (i) to change the English name of the Company from "Eagle Legend Asia Limited" to "Kaisa Capital Investment Holdings Limited"; and (ii) to adopt the Chinese name of "佳兆業資本投資集團有限公司" as the dual foreign name of the Company in place of its existing Chinese name "鵬程亞洲有限公司", subject to the conditions of the Proposed Change of Name set out below being fulfilled.

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## **LETTER FROM THE BOARD**

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### **REASONS FOR THE PROPOSED CHANGE OF NAME**

Following completion of the Acquisition, the Board is of the view that the Proposed Change of Name will help establish a fresh corporate identity which provides Shareholders and investors with a new image that the Company is a subsidiary of Kaisa Group and better reflect the Group's long-term business plan and development.

The Directors consider that the Proposed Change of Name is in the best interests of the Company and the Shareholders.

### **CONDITIONS OF THE PROPOSED CHANGE OF NAME**

The Proposed Change of Name is subject to the approval of the Shareholders at the Extraordinary General Meeting by way of a special resolution and the approval of the Register of Companies in the Cayman Islands for the use of the proposed new English name and the adoption of the proposed new Chinese name as the dual foreign name of the Company. Subject to the satisfaction of the above conditions, the Proposed Change of Name will become effective upon the date of the issue of the Certificate of Incorporation on Change of Name by the Registrar of Companies in the Cayman Islands.

The Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong.

### **EFFECTS OF THE PROPOSED CHANGE OF NAME**

The Proposed Change of Name will not affect any rights of the holders of securities of the Company or the Company's daily business operation and its financial position. All existing certificates of securities in issue bearing the present name of the Company shall, upon the Proposed Change of Name becoming effective, continue to be evidence of title to such securities and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing certificates of securities. Subject to the confirmation of the Stock Exchange, the English and Chinese stock short names of the Company for trading in the Shares on the Stock Exchange will also be changed after the Proposed Change of Name becomes effective. Once the Proposed Change of Name becomes effective, new share certificates will be issued in the new name of the Company.

Further announcement(s) will be made by the Company in relation to the effective date of the Proposed Change of Name and details about the change of logo of the Company, the English and Chinese stock short names of the Company and the website address of the Company as and when appropriate.

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## LETTER FROM THE BOARD

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### NOTICE OF EXTRAORDINARY GENERAL MEETING

Set out on pages EGM-1 to EGM-4 of this circular is the notice of the Extraordinary General Meeting containing, inter alia, the special resolution in relation to approving the Proposed Change of Name.

For determining eligibility to attend and vote at the Extraordinary General Meeting, the register of members of the Company will be closed from Thursday, 3 June 2021 to Tuesday, 8 June 2021, both days inclusive, during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the Extraordinary General Meeting, all transfer of Shares, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration no later than 4:30 p.m. on Wednesday, 2 June 2021.

### FORM OF PROXY

A form of proxy is enclosed for use at the Extraordinary General Meeting. Such form of proxy is also published on the websites of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company at <http://www.elasialtd.com>. Whether or not you are able to attend the Extraordinary General Meeting, you are required to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, 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 the holding of the Extraordinary General Meeting or any adjournment thereof. Completion and delivery of the form of proxy shall not preclude a Shareholder from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof if they so wish and in such event the form of proxy shall be deemed to be revoked.

### VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any resolution put to the vote of the Shareholders at a general meeting must be taken by poll except where the chairman of the Extraordinary General Meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the resolution set out in the notice of Extraordinary General Meeting will be taken by way of poll.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote for every fully paid Share of which he/she/it is the holder. A Shareholder entitled to more than one vote need not use all his/her/its votes or cast all the votes he/she/it uses in the same way.

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## LETTER FROM THE BOARD

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### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

### RECOMMENDATION

The Directors consider that the Proposed Change of Name is in the best interests of the Company and the Shareholders as a whole and, accordingly, the Directors recommend all Shareholders to vote in favour of the relevant resolution to be proposed at the Extraordinary General Meeting to approve the Proposed Change of Name.

### GENERAL

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the resolution to be proposed at the Extraordinary General Meeting.

Yours faithfully,  
By order of the Board  
**Eagle Legend Asia Limited**  
**Zhao Yi**  
*Executive Director &  
Chief Executive Officer*



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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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EAGLE LEGEND ASIA

### EAGLE LEGEND ASIA LIMITED

鵬程亞洲有限公司

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

**(Stock Code: 936)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the extraordinary general meeting (the “**Extraordinary General Meeting**”) of Eagle Legend Asia Limited (the “**Company**”) will be held at Room 3610, 36/F., The Center, 99 Queen’s Road Central, Central, Hong Kong on Tuesday, 8 June 2021 at 11:00 a.m. for the purposes of considering and, if thought fit, passing, with or without amendments, the following special resolution of the Company:

#### SPECIAL RESOLUTION

“THAT subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands having been obtained, (i) the English name of the Company be changed from “Eagle Legend Asia Limited” to “Kaisa Capital Investment Holdings Limited”; and (ii) the Chinese name of “佳兆業資本投資集團有限公司” be adopted as the dual foreign name of the Company in place of its existing Chinese name “鵬程亞洲有限公司”, and that any one or more of the directors or the company secretary of the Company be and are hereby authorised to do all such acts, deeds and things and execute all such documents and make all such arrangements as he/she/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the above proposed change of company name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By Order of the Board  
**Eagle Legend Asia Limited**  
**Zhao Yi**  
*Executive Director &  
Chief Executive Officer*

Hong Kong, 7 May 2021

*Notes:*

1. Any shareholder of the Company entitled to attend and vote at the meeting or its adjournment meeting is entitled to appoint one (or, if he/she/it holds two or more Shares, more than one) or more proxies to attend and vote instead of him/her/it. A proxy needs not be a shareholder of the Company but must be present in person at the Extraordinary General Meeting. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which such proxy is so appointed.

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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2. In order to be valid, a form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must be deposited at the office of the Company's Hong Kong branch share registrar and transfer, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the meeting or the poll concerned if he/she/it so wishes and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. For determining the entitlement of the shareholder of the Company to attend and vote at the Extraordinary General Meeting, the register of members of the Company will be closed from Thursday, 3 June 2021 to Tuesday, 8 June 2021 (both dates inclusive), during which period no transfer of shares will be effected. To qualify for attending and voting at the Extraordinary General Meeting, non-registered shareholders of the Company must lodge all transfer documents, accompanied by the relevant share certificates 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 for registration no later than 4:30 p.m. on Wednesday, 2 June 2021.
4. In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she/it were solely entitled thereto if more than one of such joint holders are present at the Extraordinary General Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the name stands first in the register of shareholders of the Company in respect of the joint holding.
5. The resolution set out in this notice shall be decided by poll.
6.
  - (a) Subject to paragraph (b) below, if a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is expected to be in force at any time between 8:00 a.m. and 11:00 a.m. on the date of the Extraordinary General Meeting, the Extraordinary General Meeting will be postponed and the shareholders of the Company will be informed of the date, time and venue of the postponed Extraordinary General Meeting by an announcement posted on the respective websites of the Company and the Stock Exchange.
  - (b) If a Typhoon Signal No. 8 or above or a Black Rainstorm Warning Signal is cancelled at or before three hours before the time fixed for holding the Extraordinary General Meeting and where conditions permit, the Extraordinary General Meeting will be held as scheduled.
  - (c) The Extraordinary General Meeting will be held as scheduled when an Amber or Red Rainstorm Warning Signal is in force.
  - (d) After considering their own situations, the shareholders of the Company should decide on their own as to whether they would attend the Extraordinary General Meeting under any bad weather condition and if they do so, they are advised to exercise care and caution.
7. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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### PRECAUTIONARY MEASURES FOR THE EXTRAORDINARY GENERAL MEETING

The holding of the Extraordinary General Meeting in order to comply with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the articles of association of the Company (the “**Articles of Association**”) could potentially create a significant risk in terms of the spread of the novel coronavirus disease (“**COVID-19**”) pandemic because of large crowds coming together.

To reduce the risk of spreading the COVID-19 pandemic and for the health and safety of the attendees of the Extraordinary General Meeting, the Company wishes to remind the shareholders of the Company (the “**Shareholders**”) and their proxies as follow:

#### **Limiting attendance in person at the venue of the Extraordinary General Meeting**

Under the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation 2020 (Chapter 599G of the Laws of Hong Kong) (the “**Regulation**”), group gatherings of more than a designated number of persons as prescribed under the Regulation for a shareholders’ meeting are required to be accommodated in separate partitioned rooms or areas.

Seating at the venue of the Extraordinary General Meeting will be arranged in order to allow appropriate social distancing. In view of the capacity of the venue, the Company will limit attendance in person at the venue of the Extraordinary General Meeting in compliance with the Regulation prevailing at the time of the Extraordinary General Meeting. Admission to the venue will not be granted in excess of the capacity of the venue of the Extraordinary General Meeting.

#### **No attendance**

Those individual Shareholders who have any symptoms of an upper respiratory system disease or are under any quarantine requirements are advised not to attend the Extraordinary General Meeting in person.

#### **Not later than 48 hours before the time of the Extraordinary General Meeting**

- (i) For the health and safety of the Shareholders, the Company would like to encourage the Shareholders to exercise their right to vote at the Extraordinary General Meeting by appointing the chairman of the Extraordinary General Meeting (the “**Chairman**”) as their proxy instead of attending the Extraordinary General Meeting in person. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof should they subsequently so wish. Shareholders may appoint the Chairman to attend and vote on their behalf by completing and depositing the forms of proxy enclosed with the Circular with the Company’s branch share registrars in Hong Kong, whose address is stated below:

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen’s Road East  
Hong Kong

- (ii) Shareholders may send their questions in connection with the proposed resolution stated in the notice of the Extraordinary General Meeting by post to Ms. Ada Poon, Company Secretary, Unit 3610, 36/F., the Center, 99 Queen’s Road Central, Central, Hong Kong or by email to [infoela@eliasialtd.com](mailto:infoela@eliasialtd.com). If considered appropriate by the Directors at their absolute discretion, the questions will be answered firstly by the chairman of the meeting or other Directors present thereat on the floor and then answered in writing to the Shareholders concerned.

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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### **At the venue of the Extraordinary General Meeting**

- (i) The Company will take the body temperature of the intended attendees and refuse entry of those with a temperature of 37.1 degree Celsius or above.
- (ii) Attendees are requested to observe good personal hygiene at all times at the Extraordinary General Meeting venue and alcohol rubs or hand sanitiser will be provided for use.
- (iii) Attendees must wear face-masks throughout the Extraordinary General Meeting and sit at a distance from other attendees and those not wearing face-masks may be denied entry to the venue of the Extraordinary General Meeting. Please note that no mask will be provided at the Extraordinary General Meeting venue and attendees should bring and wear their own masks.
- (iv) No drinks, refreshments or souvenirs will be provided.
- (v) Attendees who do not comply with the precautionary measures (i) to (iii) above or been found to have the symptom(s) of an upper respiratory system disease or be obeying a quarantine order may be denied entry to the Extraordinary General Meeting venue at the absolute discretion of the Company as permitted by law.

*As at the date of this notice, the Board comprises Mr. Guo Peineng, Mr. Zhao Yi and Mr. Chen Huajie as executive Directors; and Mr. Xu Xiaowu, Mr. Li Yongjun and Mr. Diao Yingfeng as independent non-executive Directors.*