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

If you have sold or transferred all your shares in Nanjing Sinolife United Company Limited*, you should at once hand this circular together with the accompanying reply slip and form of proxy to the purchaser 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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NANJING SINOLIFE UNITED COMPANY LIMITED*

南京中生聯合股份有限公司

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

(Stock Code: 3332)

**(1) PROPOSED RE-ELECTION OF DIRECTORS AND SUPERVISORS
AND
(2) NOTICE OF EGM**

Capitalised terms used in this cover page 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 EGM to be held at 3 Qingma Road, Maqun Science Park, Qixia District, Nanjing, Jiangsu Province, the PRC on Friday, 22 October 2021 at 9:30 a.m. is set out in this circular and its reply slip and form of proxy are also enclosed hereto. Whether or not you intend to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to Computershare Hong Kong Investor Services Limited, the H share registrar of the Company in Hong Kong, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) or to the Company's registered office in the PRC at Block E-2, 8/F, Deji Building, 188 Chang Jiang Road, Xuanwu District, Nanjing, Jiangsu Province, the PRC (for holders of Domestic Shares) as soon as possible and in any event not later than 24 hours before the time appointed for holding the EGM (i.e. no later than 9:30 a.m. on Thursday, 21 October 2021) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish. Shareholders who intend to attend the EGM in person or by proxy should complete and return the reply slip in accordance with the instructions printed thereon on or before Thursday, 30 September 2021.

* *For identification purpose only*

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DEFINITIONS

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

“Board”	the board of Directors
“Board of Supervisors”	the board of Supervisors
“Company”	Nanjing Sinolife United Company Limited* (南京中生聯合股份有限公司), a joint stock limited liability company incorporated in the PRC, the H Shares of which are listed on the Stock Exchange
“Director(s)”	director(s) of the Company
“Domestic Share(s)”	domestic share(s) of the Company with a nominal value of RMB0.10 each in the share capital of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held for the Shareholders to consider and, if thought fit, to approve, among other matters, the re-election of the Directors and the Supervisors
“Group”	collectively, the Company and its subsidiaries from time to time
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“H Share(s)”	H share(s) of the Company with a nominal value of RMB0.10 each in the share capital of the Company
“Latest Practicable Date”	2 September 2021, being the latest practicable date prior to the printing of this circular for the purposes of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purposes of this circular only, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Share(s)”	the share(s) with a nominal value of RMB0.10 each in the share capital of the Company

* For identification purpose only

DEFINITIONS

“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	supervisor(s) of the Company
“%”	per cent

LETTER FROM THE BOARD

NANJING SINOLIFE UNITED COMPANY LIMITED*

南京中生聯合股份有限公司

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

(Stock Code: 3332)

Executive Directors:

Mr. Gui Pinghu (*Chairman*)
Ms. Zhang Yuan (*Chief executive officer*)
Ms. Zhu Feifei

Independent non-executive Directors:

Mr. Zhang Jitong
Ms. Cai Tianchen
Mr. Wang Wei

Registered office and headquarters:

Block E-2, 8/F, Deji Building
188 Chang Jiang Road
Xuanwu District
Nanjing, Jiangsu Province
PRC

Principal place

of business in Hong Kong:
40th Floor, Jardine House
1 Connaught Place
Hong Kong

6 September 2021

To the Shareholders

Dear Sir or Madam,

PROPOSED RE-ELECTION OF DIRECTORS AND SUPERVISORS

I. INTRODUCTION

Reference is made to the announcement of the Company dated 3 September 2021. The purpose of this circular is to provide you with information relating to the resolutions to be proposed at the EGM relating to, among other things, the proposed re-election of all the existing Directors and the existing Supervisors (other than the two employee representative Supervisors who will be re-elected by the employees of the Group) together with the notice of EGM.

* *For identification purpose only*

LETTER FROM THE BOARD

II. PROPOSED RE-ELECTION OF DIRECTORS AND SUPERVISORS

The term of office of the third session of the members of the Board and the Board of Supervisors will expire on 22 October 2021. The following persons have been nominated as members to the fourth session of the Board or the Board of Supervisors (as appropriate):

Proposed Director or Supervisor	Current position in the Company	Proposal
Mr. Gui Pinghu (桂平湖)	Executive Director	Re-elected to be executive Director
Ms. Zhang Yuan (張源)	Executive Director	Re-elected to be executive Director
Ms. Zhu Feifei (朱飛飛)	Executive Director	Re-elected to be executive Director
Mr. Zhang Jitong (張繼彤)	Independent non-executive Director	Re-elected to be independent non-executive Director
Ms. Cai Tianchen (蔡天晨)	Independent non-executive Director	Re-elected to be independent non-executive Director
Mr. Wang Wei (王瑋)	Independent non-executive Director	Re-elected to be independent non-executive Director
Ms. Yu Min (余敏)	Supervisor representing the Shareholders	Re-elected to be Supervisor
Ms. Wang Ping (王萍)	Supervisor representing the Shareholders	Re-elected to be Supervisor

Each of Mr. Gui Pinghu, Ms. Zhang Yuan, Ms. Zhu Feifei, Mr. Zhang Jitong, Ms. Cai Tianchen, Mr. Wang Wei, Ms. Yu Min and Ms. Wang Ping has agreed to his/her re-election as proposed above.

Brief information concerning the above proposed Directors and Supervisors (collectively, the “**Nominee(s)**”) is set out in the Appendix to this circular. Separate ordinary resolutions to approve their re-election will be proposed at the EGM for the Shareholders’ consideration and approval. The Supervisors representing the employees of the Group shall be elected by the employees of the Group in the form of democratic election. The results of such election will be announced together with the poll results of the EGM.

It is also proposed that (i) any Director be authorised, on behalf of the Company, to enter into a service agreement (or letter of appointment in the case of independent non-executive Director(s)) with each of the Nominees with a term of three years, effecting from 23 October 2021, subject to the passing of the resolution in relation to his/her re-election; and (ii) the

LETTER FROM THE BOARD

Board and the Board of Supervisors, after obtaining the approval from Shareholders at the EGM, be authorised to determine the remuneration of each Director and Supervisor, respectively. The Directors and Supervisors generally receive compensation in the form of salaries, benefits in kind and/or discretionary bonuses relating to the performance of the Group. The Directors and Supervisors are also reimbursed for expenses which are necessarily and reasonably incurred for providing services to the Group or executing their functions in relation to the operations of the Group. The remuneration of each Director and Supervisor will be determined with reference to their duties, responsibilities, experience as well as the current market situations.

Except for those stated in the Appendix to this circular, as at the Latest Practicable Date, each of the Nominees (i) has not held any positions with any members of the Group; (ii) is not related to any Directors, senior management or substantial shareholders or the controlling shareholders (as defined under the Listing Rules) of the Company; (iii) is not interested in the Shares within the meaning of Part XV of the SFO; and (iv) has not held any other directorships in any other listed public companies in the last three years. Save as disclosed in the Appendix to this circular, as at the Latest Practicable Date, there are no other matters relating to the appointment of the Nominees that should be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

III. EGM

The EGM will be convened for the Shareholders to consider and, if thought fit, to approve, among other matters, the proposed re-election of all the existing Directors and the existing Supervisors (other than the two employee representative Supervisors who will be re-elected by the employees of the Group).

A notice convening the EGM to be held at 3 Qingma Road, Maqun Science Park, Qixia District, Nanjing, Jiangsu Province, the PRC on Friday, 22 October 2021 at 9:30 a.m. is set out in this circular and its reply slip and form of proxy are also enclosed hereto.

Whether or not you intend to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to Computershare Hong Kong Investor Services Limited, the H share registrar of the Company in Hong Kong, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) or to the Company's registered office in the PRC at Block E-2, 8/F, Deji Building, 188 Chang Jiang Road, Xuanwu District, Nanjing, Jiangsu Province, the PRC (for holders of Domestic Shares) as soon as possible and in any event not later than 24 hours before the time appointed for holding the EGM (i.e. no later than 9:30 a.m. on Thursday, 21 October 2021) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish. Shareholders who intend to attend the EGM in person or by proxy should complete and return the reply slip in accordance with the instructions printed thereon on or before Thursday, 30 September 2021.

LETTER FROM THE BOARD

Pursuant to Rule 13.39 of the Listing Rules, all votes of the Shareholders at the EGM shall be taken by poll. In order to determine the Shareholders who are eligible to attend the EGM, the register of members of the Company will be closed from Wednesday, 22 September 2021 to Friday, 22 October 2021 (both dates inclusive) during which period no transfer of Shares will be registered.

IV. RECOMMENDATION

The Directors consider that all matters proposed to be approved at the EGM are in the interests of the Group and the Shareholders as a whole and accordingly recommend the Shareholders to vote in favour of all the resolutions to be proposed at the EGM.

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

Yours faithfully,
By order of the Board
Nanjing Sinolife United Company Limited*
Gui Pinghu
Chairman

I. PROPOSED DIRECTORS FOR RE-ELECTION**Executive Directors**

Mr. Gui Pinghu (桂平湖), aged 61, the founder of the Group, is the chairman of the Board and was appointed as an executive Director on 24 May 1999. Mr. Gui is also a director of Australia Cobayer Health Food Co. Pty Ltd. and Good Health Products Limited. He is primarily responsible for the strategic development of the Company.

Mr. Gui graduated from Nanjing Xiaozhuang University (previously known as Nanjing Institute of Education* (南京教育學院), majoring in Chinese in July 1989 and was awarded a degree of Executive Master of Business Administration, which was a part-time programme from Fudan University in June 2010. As at the Latest Practicable Date, Mr. Gui and his spouse were interested in approximately 81.18% of the Domestic Shares. Mr. Gui was also interested in approximately 2.37% of the H Shares.

Mr. Gui was the general manager of Hainan East & West Advertisement Art Company* (海南東西方廣告藝術公司) from November 1992 to October 1994, the general manager of Nanjing Tangshan Garden Hotel* (南京湯山花園酒店) between January 1995 and December 1996 and the general manager of Nanjing Xin Chuang Mould and Die Factory* (南京新創模具廠) from January 1997 to December 1998. In May 1999, he established the Company and has since then been a Director. Mr. Gui has more than 20 years of experience in the nutritional supplements industry.

Pursuant to the current service contract entered into between the Company and Mr. Gui dated 23 October 2018, Mr. Gui is entitled to basic annual salary of RMB420,000.

Ms. Zhang Yuan (張源), aged 51, was appointed as an executive Director and the chief executive officer of the Group on 17 June 2011. Ms. Zhang is also the director of Shanghai Weiyi Investment & Management Co. Limited* (上海惟翊投資管理有限公司), Good Health Products Limited, Living Nature Natural Products Limited and Living Nature Limited. Ms. Zhang is primarily responsible for the management, organisation and implementation of Board decisions. As at the Latest Practicable Date, Ms. Zhang was interested in approximately 0.98% of the Domestic Shares and approximately 0.08% of the H Shares.

Ms. Zhang has more than 20 years of experience in the nutritional supplements industry. She was appointed as the office supervisor of the Company in May 1999 and the deputy general manager of the Company in January 2008.

Ms. Zhang obtained a degree of Executive Master of Business Administration, which was a part-time programme from Nanjing University in June 2012.

Pursuant to the current service contract entered into between the Company and Ms. Zhang dated 23 October 2018, Ms. Zhang is entitled to basic annual salary of RMB216,000.

* For identification purpose only

Ms. Zhu Feifei (朱飛飛), aged 39, was appointed as an executive Director on 25 October 2012. She is also a director of Nanjing Zhongsheng Bio-Tech Co. Limited* (南京中生生物科技有限公司) and Niu hao Health Nutrition (Nanjing) Co. Limited* (紐好健康營養(南京)有限公司). Ms. Zhu is primarily responsible for the production of the Group. As at the Latest Practicable Date, Ms. Zhu was interested in approximately 0.10% of the Domestic Shares.

Ms. Zhu joined the Company as a sales clerk of the sales department in July 2003. She was promoted to be the chief production officer in January 2008. She was appointed as a Director in October 2012.

Ms. Zhu graduated from a part-time programme of the Open University of China (formerly known as China Central Radio and Television University* (中央廣播電視大學)) majoring in business administration in January 2008.

Pursuant to the current service contract entered into between the Company and Ms. Zhu dated 23 October 2018, Ms. Zhu is entitled to basic annual salary of RMB180,000.

Independent non-executive Directors

Mr. Zhang Jitong (張繼彤), aged 48, was appointed as an independent non-executive Director on 23 October 2018. Mr. Zhang holds a doctorate degree in management, majoring in agricultural economics management from Nanjing Agricultural University, and has been an associate professor and professor of the School of Business of Nanjing Normal University from September 2005 to April 2011 and from May 2011 onwards, respectively.

Mr. Zhang obtained a bachelor's degree in laws, majoring in ideological and political education, and a master's degree in management, majoring in enterprise management, from Nanjing Normal University in July 1994 and June 2000, respectively. After Mr. Zhang obtained a doctorate degree in management from Nanjing Agricultural University in June 2005, he further obtained a postdoctoral certificate in laws from Nanjing Normal University.

Mr. Zhang was an independent director of Jiangsu Zhongsheng Gaoke Environmental Co. Limited* (江蘇中晟高科環境股份有限公司) (formerly known as Jiangsu Gaoke Petrochemical Company Limited* (江蘇高科石化股份有限公司)) from February 2014 to February 2017, the shares of which were listed on the Shenzhen Stock Exchange (stock code: 002778).

Pursuant to the current letter of appointment entered into between the Company and Mr. Zhang dated 23 October 2018, Mr. Zhang is entitled to basic annual salary of RMB60,000.

* For identification purpose only

Ms. Cai Tianchen (蔡天晨), aged 48, was appointed as an independent non-executive Director on 23 October 2018. Ms. Cai completed an accounting programme at Hangzhou Dianzi University (formerly known as Hangzhou Institute of Electronic Engineering* (杭州電子工業學院)) in October 1993, and is a non-practising member of the Institute of Certified Public Accountants of Singapore since June 2001, a Chartered Financial Analyst charterholder of the CFA Institute at Charlottesville, Virginia since September 2004, a member of the Hong Kong Institute of Certified Public Accountants since September 2007 and a fellow of the Association of Chartered Certified Accountants since June 2012.

Ms. Cai has extensive experience in initial public offering, merger and acquisition and restructuring gained at international accounting firms. Ms. Cai has been a partner of the Shanghai office of RSM China (容誠會計師事務所(特殊普通合夥)) (formerly known as Grant Thornton (致同會計師事務所(特殊普通合夥))) since October 2013. Prior to joining RSM China, Ms. Cai has joined the Singapore office of Deloitte Touche Tohmatsu as an auditor in February 1998, and was later promoted to a manager in 2003 and then to a senior manager at the Shanghai office of Deloitte Touche Tohmatsu.

Ms. Cai has been an independent non-executive director of China Jishan Holdings Limited since 28 December 2017, and resigned on 31 December 2020. The shares of which are listed on the Singapore Exchange (stock code: J18).

Pursuant to the current letter of appointment entered into between the Company and Ms. Cai dated 23 October 2018, Ms. Cai is entitled to basic annual salary of RMB120,000.

Mr. Wang Wei (王瑋), aged 38, was appointed as an independent non-executive Director on 23 October 2018. Mr. Wang holds a doctorate degree in food science. Mr. Wang has been a lecturer and an associate professor at the College of Food Science and Technology at Nanjing Agricultural University from December 2013 to December 2015 and from December 2015 onwards, respectively. Mr. Wang has also been a council member of the seventh session of the council of the Jiangsu Association for Instrumental Analysis* (江蘇省分析測試協會) since July 2016.

Mr. Wang obtained a bachelor's degree in food science and engineering and a master's degree in food science from Nanjing Normal University in July 2006 and June 2009 respectively, and a doctorate degree in food science from China Agricultural University in June 2012.

Pursuant to the current letter of appointment entered into between the Company and Mr. Wang dated 23 October 2018, Mr. Wang is entitled to basic annual salary of RMB60,000.

* For identification purpose only

II. PROPOSED SUPERVISORS FOR RE-ELECTION

Ms. Yu Min (余敏), aged 43, was appointed as the chairman of the Board of Supervisors on 25 October 2012.

Ms. Yu graduated from Jinling Institute of Technology* (金陵科技學院) (formerly known as Nanjing Agricultural School* (南京市農業專科學校)) majoring in accounting in June 1999. As at the Latest Practicable Date, Ms. Yu was interested in approximately 0.10% of the Domestic Shares.

In 2002, Ms. Yu joined the Company as an accounting clerk and was promoted to be the sales manager of Nanjing in September 2004 and customer relations manager in January 2008. Ms. Yu was subsequently appointed as the chairman of the Board of Supervisors and continued to be the customer relations manager. In July 2018, Ms. Yu was promoted as the general manager of the sales department of the Group in Nanjing.

Pursuant to the current service contract entered into between the Company and Ms. Yu dated 23 October 2018, Ms. Yu is entitled to basic annual salary of RMB180,000.

Ms. Wang Ping (王萍), aged 34, was appointed as a Supervisor on 5 June 2020.

Ms. Wang obtained a bachelor's degree in Chinese language and literature, majoring in broadcasting and hosting art, from Changzhou Institute of Technology* (常州工學院) in June 2009. Ms. Wang has joined the Company since June 2009. She first joined the Company as a conference moderator and was later promoted to a human resources officer. She is currently the human resources manager of the Company.

Pursuant to the current service contract entered into between the Company and Ms. Wang dated 5 June 2020, Ms. Wang is entitled to basic annual salary of RMB102,000.

* For identification purpose only

NOTICE OF EGM

NANJING SINOLIFE UNITED COMPANY LIMITED*

南京中生聯合股份有限公司

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

(Stock Code: 3332)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of NANJING SINOLIFE UNITED COMPANY LIMITED* (the “**Company**”) will be held at 3 Qingma Road, Maqun Science Park, Qixia District, Nanjing, Jiangsu Province, the People's Republic of China (“**the PRC**”) at 9:30 a.m. on Friday, 22 October 2021 for the purposes of considering and, if thought fit, passing with or without modifications, the following ordinary resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve, by way of separate ordinary resolutions, each of the following resolutions in relation to the re-election of the members of the fourth session of the board of the Company (“**Board**”):

- 1.1 “**THAT** the re-election of Mr. Gui Pinghu as an executive director of the Company be and is hereby considered and approved, with effect from 23 October 2021 for a term of three years;

THAT any director of the Company be and is hereby authorised to sign on behalf of the Company the director's service contract with Mr. Gui Pinghu, and **THAT** the Board be and is hereby authorised to determine his remuneration.”

- 1.2 “**THAT** the re-election of Ms. Zhang Yuan as an executive director of the Company be and is hereby considered and approved, with effect from 23 October 2021 for a term of three years;

THAT any director of the Company be and is hereby authorised to sign on behalf of the Company the director's service contract with Ms. Zhang Yuan, and **THAT** the Board be and is hereby authorised to determine her remuneration.”

- 1.3 “**THAT** the re-election of Ms. Zhu Feifei as an executive director of the Company be and is hereby considered and approved, with effect from 23 October 2021 for a term of three years;

THAT any director of the Company be and is hereby authorised to sign on behalf of the Company the director's service contract with Ms. Zhu Feifei, and **THAT** the Board be and is hereby authorised to determine her remuneration.”

* For identification purpose only

NOTICE OF EGM

- 1.4 “**THAT** the re-election of Mr. Zhang Jitong as an independent non-executive director of the Company be and is hereby considered and approved, with effect from 23 October 2021 for a term of three years;

THAT any director of the Company be and is hereby authorised to sign on behalf of the Company the director’s letter of appointment with Mr. Zhang Jitong, and **THAT** the Board be and is hereby authorised to determine his remuneration.”

- 1.5 “**THAT** the re-election of Ms. Cai Tianchen as an independent non-executive director of the Company be and is hereby considered and approved, with effect from 23 October 2021 for a term of three years;

THAT any director of the Company be and is hereby authorised to sign on behalf of the Company the director’s letter of appointment with Ms. Cai Tianchen, and **THAT** the Board be and is hereby authorised to determine her remuneration.”

- 1.6 “**THAT** the re-election of Mr. Wang Wei as an independent non-executive director of the Company be and is hereby considered and approved, with effect from 23 October 2021 for a term of three years;

THAT any director of the Company be and is hereby authorised to sign on behalf of the Company the director’s letter of appointment with Mr. Wang Wei, and **THAT** the Board be and is hereby authorised to determine his remuneration.”

2. To consider and approve, by way of separate ordinary resolutions, each of the following resolutions in relation to the re-election of the members of the fourth session of the board of supervisors of the Company:

- 2.1 “**THAT** the re-election of Ms. Yu Min as a supervisor of the Company be and is hereby considered and approved, with effect from 23 October 2021 for a term of three years;

THAT any director of the Company be and is hereby authorised to sign on behalf of the Company the supervisor’s service contract with Ms. Yu Min, and **THAT** the Board be and is hereby authorised to determine her remuneration.”

NOTICE OF EGM

2.2 “**THAT** the re-election of Ms. Wang Ping as a supervisor of the Company be and is hereby considered and approved, with effect from 23 October 2021 for a term of three years;

THAT any director of the Company be and is hereby authorised to sign on behalf of the Company the supervisor’s service contract with Ms. Wang Ping, and **THAT** the Board be and is hereby authorised to determine her remuneration.”

Yours faithfully
By order of the Board
Nanjing Sinolife United Company Limited*
Gui Pinghu
Chairman

Nanjing, PRC, 6 September 2021

Notes:

1. Shareholders of the Company (“**Shareholders**”) who intend to attend the EGM in person or by proxy should deposit the reply slip at the Company’s registered office at Block E-2, 8/F, Deji Building, 188 Chang Jiang Road, Xuanwu District, Nanjing, Jiangsu Province, PRC at least 20 days before the EGM, i.e. no later than Thursday, 30 September 2021.
2. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more persons (whether such person is a Shareholder or not) as his/her proxy or proxies to attend and vote on his/her behalf.
3. In order to be valid, the form of proxy together with the notarised power of attorney and other authorisation documents, if any, must be lodged at the Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H shares of the Company) or the Company’s registered office in the PRC at Block E-2, 8/F, Deji Building, 188 Chang Jiang Road, Xuanwu District, Nanjing, Jiangsu Province, the PRC (for holders of domestic shares of the Company) at least 24 hours prior to the EGM (i.e. no later than 9:30 a.m. on Thursday, 21 October 2021 (Hong Kong time)) for which the proxy is appointed to vote or 24 hours prior to the scheduled voting time.

If the proxy is a legal person, its legal representative or any representative authorised by its board of directors or by other decision-making body shall attend the EGM on its behalf. If the Shareholder is a recognised clearing house (or its agent), the Shareholder may authorise one or more suitable persons to act as its representative at the EGM; however, if more than one person is authorised, the form of proxy shall clearly indicate the number and types of shares each person is authorised in relation to. The persons after such authorisation may represent the recognised clearing house (or its agent) to exercise the rights, as if they were the individual Shareholders.

A vote made in accordance with the terms of a proxy shall be valid notwithstanding the death or loss of capacity of the appointor or revocation of the proxy or the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given, provided that the Company does not receive any written notice in respect of such matters before the commencement of the EGM.

4. For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 22 September 2021 to Friday, 22 October 2021, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the EGM, holders of H shares of the Company whose transfers have not been registered shall deposit all transfer documents accompanied by the relevant share certificates at the Company’s H share registrar in Hong Kong,

NOTICE OF EGM

Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 21 September 2021.

5. Completion and return of an instrument appointing a proxy will not preclude a Shareholder from attending and voting in person at the EGM and/or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. As required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the above resolutions will be decided by way of poll, except where the chairman, in good faith, decides to allow a resolution relating to a procedural or administrative matter to be voted on by show of hands.
7. The form of proxy for use at the EGM is enclosed herewith.

As of the date of this notice, the executive directors of the Company are Mr. Gui Pinghu, Ms. Zhang Yuan and Ms. Zhu Feifei; and the independent non-executive directors of the Company are Mr. Zhang Jitong, Ms. Cai Tianchen and Mr. Wang Wei.