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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 stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Landing International Development Limited, you should at once hand this circular and the accompanying form of proxy 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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Landing International Development Limited

藍鼎國際發展有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock code: 582)

- (1) PROPOSED RE-ELECTION OF DIRECTORS;
(2) PROPOSED GRANT OF GENERAL MANDATES
TO REPURCHASE AND ISSUE SHARES;
(3) PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS
AND PROPOSED ADOPTION OF THE NEW BYE-LAWS;
AND
(4) NOTICE OF ANNUAL GENERAL MEETING**

A notice convening an AGM of the Company to be held at meeting room of SOHO 2, 6/F., IBIS Hong Kong Central & Sheung Wai, No. 28 Des Voeux Road West, Sheung Wan, Hong Kong on 23 June 2022, Thursday at 2:30 p.m. is set out in Appendix IV of this circular.

A proxy form for use at the AGM is enclosed with this circular. Whether or not you are able to attend the AGM in person, you are requested to complete the proxy form in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Tricor Standard Limited, 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 of the AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish and in such event, the proxy form shall be deemed to be revoked.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

Please see page 1 of this circular for measures being taken to prevent and control the spread of the Novel Coronavirus (COVID-19) at the AGM, including:

- compulsory body temperature check
- wearing of surgical face masks
- no distribution of corporate gifts and refreshments

Any person who does not comply with the precautionary measures or is subject to any prevailing Hong Kong government prescribed quarantine may be denied entry into the AGM venue. The Company reminds Shareholders that they may appoint the chairman of the meeting as their proxy to vote on the relevant resolutions at the AGM as an alternative to attending the AGM in person.

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PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

Taking into account the recent development of the Novel Coronavirus (COVID-19), the Company will implement the following preventive measures at the AGM to protect attending Shareholders, staff and other stakeholders from the risk of infection:

- (i) Compulsory body temperature check will be conducted on every Shareholder, proxy and other attendee at the entrance of the AGM venue. Any person with a body temperature above the reference range quoted by the Department of Health from time to time, or its exhibiting flu-like symptoms may be denied entry into the AGM venue or be required to leave the AGM venue.
- (ii) All attendees are requested to wear surgical face masks at the AGM venue at all the time. Person without wearing a surgical face mask may be denied entry. No masks will be provided at the AGM venue and attendees should bring their own masks.
- (iii) Anyone subject to quarantine, has any flu-like symptoms or has travelled overseas within 14 days immediately before the AGM (the “**recent travel history**”), or has close contact with any person under quarantine or with the recent travel history will not be permitted to attend the AGM.
- (iv) Appropriate distancing and spacing in line with the guidance from Hong Kong government will be maintained and as such, the Company may limit the number of attendees at the AGM as may be necessary to avoid over-crowding.
- (v) No refreshments will be served, and there will be no corporate gifts.

In the interest of all stakeholders’ health and safety and consistency with the prevailing COVID-19 guidelines for prevention and control, the Company reminds all Shareholders that physical attendance in person at the AGM is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM instead of attending the AGM in person, by completing and returning the form of proxy attached to this circular.

If any Shareholder chooses not to attend the AGM in person but has any questions about any resolution or about the Company, or has any matter for communication with the Board, he/she is welcomed to send such questions or matters in writing to our principal place of business in Hong Kong.

If any Shareholder has any questions in relation to the AGM, please contact Tricor Standard Limited, the Company’s branch share registrar in Hong Kong as follows:

Tricor Standard Limited
Level 54, Hopewell Centre
183 Queen’s Road East
Hong Kong
Tel: (852) 2980 1333

DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at meeting room of SOHO 2, 6/F., IBIS Hong Kong Central & Sheung Wai, No. 28 Des Voeux Road West, Sheung Wan, Hong Kong on 23 June 2022, Thursday at 2:30 p.m.
“Board”	the board of Directors
“Bye-laws” or “Existing Bye-laws”	the existing bye-laws of the Company adopted on 28 March 2012
“Company”	Landing International Development Limited, an exempted company incorporated in the Cayman Islands and continued in Bermuda, the issued Shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	21 April 2022, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“LIL”	Landing International Limited, a company incorporated in the British Virgin Islands with limited liability
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“New Bye-laws”	the new Bye-laws of the Company incorporating and consolidating all the Proposed Amendments, proposed to be adopted by the Company at the AGM
“Notice”	notice of convening the AGM, which is set out in Appendix IV to this circular
“PRC”	the People’s Republic of China (which for the purpose of this circular, shall exclude Hong Kong, the Macau Special Administrative Region and Taiwan)
“Proposed Amendments”	the proposed amendments to the Existing Bye-laws as set out in Appendix III to this circular

DEFINITIONS

“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholders”	the holders of the issued Shares
”Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers
“%”	per cent

The translation into Chinese language of this circular is for reference only. In case of any inconsistency, the English version shall prevail.



Landing International Development Limited

藍鼎國際發展有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock code: 582)

Executive Directors:

Dr. Yang Zhihui (*Chairman*)

Ms. Chan Mee Sze

Dr. Wong Hoi Po

Ms. Pu Shen Chen

Mr. Huang Wei

Registered office:

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

Independent Non-executive Directors:

Mr. Li Chun Kei

Mr. Shek Lai Him Abraham

Mr. Du Peng

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

Units 1412-1413, 14th Floor

China Merchants Tower

Shun Tak Centre

Nos. 168-200 Connaught Road Central

Hong Kong

27 April 2022

To the Shareholders

Dear Sir or Madam,

**(1) PROPOSED RE-ELECTION OF DIRECTORS;
(2) PROPOSED GRANT OF GENERAL MANDATES
TO REPURCHASE AND ISSUE SHARES;
(3) PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS
AND PROPOSED ADOPTION OF THE NEW BYE-LAWS;
AND
(4) NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purposes of this circular are to provide you with information regarding the resolutions to be proposed at the AGM relating to:

- (i) the re-election of Directors;

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- (ii) the grant to the Directors of a general mandate to repurchase fully paid-up Shares representing up to 10% of the total share capital of the Company in issue at the date of passing such resolution;
- (iii) the grant to the Directors of a general mandate to allot, issue and otherwise deal with Shares representing up to 20% of the total share capital of the Company in issue at the date of passing such resolution;
- (iv) the grant to the Directors of a general authority to allot, issue and otherwise deal with Shares of the total Shares repurchased under the general mandate; and
- (v) the proposed amendments to the Existing Bye-laws and the proposed adoption of the New Bye-laws as the bye-laws of the Company in substitution for and to the exclusion of the Existing Bye-laws.

RE-ELECTION OF DIRECTORS

In accordance with Bye-law 84(1) of the Bye-laws, at each annual general meeting, one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation provided that every Director shall be subject to retirement at least once every three years. Accordingly, Dr. Wong Hoi Po, Ms. Pu Shen Chen and Mr. Li Chun Kei (“**Mr. Li**”) will retire from office by rotation and, being eligible to offer themselves for re-election at the AGM.

The nomination committee of the Company (the “**Nomination Committee**”) had assessed and reviewed the written confirmation of independence of Mr. Li, the independent non-executive Director who has offered himself for re-election at the AGM based on the independence criteria as set out in Rule 3.13 of the Listing Rules. Mr. Li has not engaged in any executive management of the Group. The Board believes that Mr. Li will make objective decisions and contribute to the management of the Company with his valuable experience for promoting the best interests of the Company and the Shareholders. He does not have any other relationship with any Directors, senior management of the Company, substantial Shareholders or controlling Shareholders. The Nomination Committee is also of the view that Mr. Li would bring to the Board his own perspective, skills and experience. Based on the board diversity policy adopted by the Company, the Nomination Committee considers that Mr. Li can contribute to the diversity of the Board, in particular, with his educational background and professional experience in corporate finance and accounting. The Board is not aware of any circumstance that might influence Mr. Li in exercising independent judgment, and is satisfied that he has the required character, integrity, independence and experience to fulfill the role of an independent non-executive director and he will be able to maintain an independent view of the Group’s affairs. Therefore, with the recommendation of the Nomination Committee, the Board has nominated Mr. Li for re-election as independent non-executive Director at the AGM.

In accordance with Bye-law 85 of the Bye-laws, no person other than a Director retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a notice signed by a Shareholder (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election and also a notice signed by the person to be proposed of his

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willingness to be elected shall have been lodged at the registered office or head office of the Company provided that the minimum length of the period, during which such notice(s) are given, shall be at least seven days and that (if the notices are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgment of such notice(s) shall commence on the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven days prior to the date of such general meeting.

If a valid notice from a Shareholder to propose a person to stand for election as a Director at the AGM is received after the despatch of this circular, the Company will issue a supplementary circular to inform the Shareholders of the details of the additional candidate proposed.

Biographical details of the Directors who offer themselves for re-election at the AGM are set out in Appendix I to this circular.

GENERAL MANDATE TO REPURCHASE SHARES

The previous general mandate granted to the Directors at the annual general meeting of the Company held on 24 June 2021 to exercise the powers of the Company to repurchase Shares will expire at the conclusion of the AGM.

At the AGM, resolution 4 as set out in the Notice will be proposed as an ordinary resolution pursuant to which the Directors will be granted a general and unconditional mandate to exercise all the powers of the Company to repurchase issued Shares subject to the criteria set out in such resolution. The authority relates only to the repurchases made on the Stock Exchange and otherwise in accordance with the Listing Rules. The general mandate covers the repurchases made or agreed to be made only during the period ending on the date of the next annual general meeting of the Company following the AGM, or fifteen months from the date of the AGM or any shorter period within which the next annual general meeting of the Company is required by any applicable laws or the Bye-laws to be held, or until the authority given under such resolution is renewed, revoked, or varied by ordinary resolution of the Shareholders in general meeting, whichever first occurs.

An explanatory statement containing the particulars required by the Listing Rules to enable the Shareholders to make an informed decision on whether to vote for or against such resolution to approve the granting of a mandate to exercise the powers of the Company to repurchase its own Shares is set out in Appendix II to this circular.

GENERAL MANDATE TO ISSUE SHARES

On 2 June 2021, the Company completed the allotment and issuance of 704,374,800 ordinary shares under the general mandate to a subscriber, who is an independent third party, pursuant to the terms and conditions of subscription agreement dated 21 May 2021.

At the annual general meeting of the Company held on 24 June 2021, an ordinary resolution was passed to grant a general mandate to allow the Directors to allot, issue or otherwise deal with up to 845,250,462 shares of the Company with par value of HK\$0.01 each (the “**Existing Mandate**”).

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There had not been any refreshment of the general mandate since the annual general meeting of the Company held on 24 June 2021 and up to the Latest Practicable Date. As at the Latest Practicable Date, the Existing Mandate had not been utilized.

Resolution 5 as set out in the Notice will be proposed as an ordinary resolution to renew a general and unconditional mandate to authorise the Directors to allot, issue and deal with new Shares representing up to 20% of the total issued Shares at the date such resolution is passed. As at the Latest Practicable Date, there were in issue an aggregate of 4,226,252,310 Shares. On the basis that no Shares are issued or repurchased prior to the AGM, the Company would be allowed to allot, issue and deal with a maximum of 845,250,462 new Shares if resolution 5 is passed. In addition, if resolutions 4 and 5 are passed, authorising the Company to repurchase and the Directors to allot, issue and deal with Shares, resolution 6 extends the general mandate granted to the Directors to exercise all the powers of the Company to allot, issue and deal with the additional Shares pursuant to resolution 5 by the addition to the total share capital of the Company which may be allotted or agreed to be allotted by the Directors pursuant to such general mandate of an amount representing the total share capital of the Company which may be repurchased by the Company pursuant to resolution 4, provided that such extended amount shall not exceed 10% of the total issued Shares as at the date of passing such resolutions.

The authority of the Directors to allot and issue Shares pursuant to resolutions 5 and 6 shall expire on the earlier of the conclusion of the next annual general meeting of the Company, fifteen months after the date of the AGM or any shorter period within which the next annual general meeting of the Company is required by any applicable laws or the Bye-laws to be held, or the date on which such authority is revoked or varied by ordinary resolution of the Shareholders in general meeting. The Directors confirm that there are no pre-emption rights attached to the Shares and that they have no present intention of allotting, issuing and dealing with Shares pursuant to the authority that would be vested in them pursuant to resolutions 5 and 6 set out in the Notice.

PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS AND PROPOSED ADOPTION OF THE NEW BYE-LAWS

Reference is made to the announcement of the Company dated 19 April 2022 in relation to the proposed adoption of the New Bye-laws.

The Board proposes to amend the Existing Bye-laws and to adopt the New Bye-laws as the bye-laws of the Company in substitution for and to the exclusion of the Existing Bye-laws in order to, amongst others, comply with (i) the Core Shareholder Protection Standards as set out in Appendix 3 to the Listing Rules; and (ii) other relevant changes to the applicable laws of Bermuda and the Listing Rules.

The major areas of the Proposed Amendments that will be incorporated in the New Bye-laws are summarised below:

- (a) to change the Company name as set out in the Existing Bye-laws from “Greenfield Chemical Holdings Limited” to “Landing International Development Limited”;

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- (b) to remove the definition of “associate” and to include certain defined terms in order to align with the applicable laws of Bermuda and the Listing Rules;
- (c) to clarify that a resolution shall be an extraordinary resolution when it has been passed by a majority of not less than two-thirds of the votes cast in favour by such members who, being entitled to do so, vote in person or, in the case of such members as are corporations, by their respective duly authorised representative or, where proxies are allowed, by proxy at a general meeting of which notice has been duly given;
- (d) to remove the requirement of special resolution to reduce the Company’s authorised share capital;
- (e) to remove certain restrictions in relation to purchases for redemption of redeemable shares;
- (f) to clarify that the seal of the Company may only be affixed or imprinted onto a share certificate with the authority of the Directors, or to be executed under the signature of appropriate officials with statutory authority, unless otherwise determined by the Directors;
- (g) to clarify that the principal register and branch register of members and register of Directors and officers of the Company, as the case may be, shall be opened to inspection between 10 a.m. and 12 noon during business hours;
- (h) to remove the requirement that the record dates for determining the members’ entitlement to receive any dividend, distribution, allotment or issue to be not more than 30 days before or after any date on which such dividend, distribution, allotment or issue is declared, paid or made;
- (i) to provide that notice to be given in relation to the registration of transfer of shares or any class of shares may be given by electronic means or in such manner as the Stock Exchange may accept;
- (j) to provide that the Company shall hold a general meeting as its annual general meeting in each financial year and such annual general meeting shall be held within six (6) months after the end of the Company’s financial year;
- (k) to provide that an annual general meeting shall be called by notice of not less than twenty-one (21) clear days and all other general meetings (including a special general meeting) shall be called by notice of not less than fourteen (14) clear days;
- (l) to allow, for quorum purposes only, two persons appointed by the clearing house as authorised representative(s) or proxy(ies) to form a quorum;
- (m) to allow the appointment of more than one chairman of the Board and to make appropriate corresponding changes to the relevant provisions in the Bye-laws;
- (n) to allow all questions submitted to a meeting to be decided by a simple majority of votes except where a greater majority is required by the Bye-laws or the Companies Act 1981 of Bermuda;

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- (o) to expressly allow all members of the Company to have the right to speak and vote at a general meeting except where a member is required by the Listing Rules to abstain from voting;
- (p) to clarify that any Director appointed by the Board to fill a casual vacancy or as an addition to the Board shall hold office until the first annual general meeting of the Company after his / her appointment and shall then be eligible for re-election at that meeting;
- (q) to clarify that no person shall be required to vacate office or be ineligible for re-election or re-appointment or appointment as a Director by reason only of his / her having attained any particular age;
- (r) to empower the Board to capitalise certain reserves of the Company, including the profit and loss account, to pay up unissued shares to be allotted to employees or trustee in connection with the operation of any share incentive scheme or employee benefit scheme that has been adopted or approved by the members of the Company at a general meeting;
- (s) to clarify that members of the Company shall by ordinary resolution appoint an auditor at a general meeting;
- (t) to clarify that the remuneration of auditors shall be fixed by the Company at the annual general meeting or subsequent special general meeting at which they are appointed by ordinary resolution or in such other manner as the members of the Company may determine;
- (u) to change the requirement to remove an auditor from special resolution to extraordinary resolution in accordance with the Companies Act 1981 of Bermuda;
- (v) to allow the Board to appoint an auditor to fill any casual vacancy in such office;
- (w) to provide that the signature to any notice or document to be given by the Company may be written, printed or made electronically;
- (x) to expressly provide that the power of the Board to present a petition to wind-up the Company shall be subject to a special resolution passed by members of the Company;
- (y) to clarify that, in relation to indemnity, such indemnity shall extend to the Directors, secretary and other officers and every auditor of the Company at any time, whether at present or in the past, and the liquidator or trustees (if any) acting or who have acted in relation to any of the affairs of the Company and everyone of them, and everyone of their heirs, executors and administrators; and
- (z) to make other amendments to better align with the wordings in the applicable laws of Bermuda and the Listing Rules.

Particulars of the Proposed Amendments brought about by the proposed adoption of the New Bye-laws are set out in Appendix III to this circular. The Proposed Amendments and the proposed adoption of the New Bye-laws are subject to the approval of the Shareholders by way of a special resolution at the AGM and will become effective upon the approval by the Shareholders at the AGM.

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The legal advisers to the Company as to Hong Kong laws have confirmed that the New Bye-laws conform with the requirement of the Listing Rules and the legal advisers to the Company as to Bermuda laws have confirmed that the New Bye-laws are not inconsistent with the applicable laws of Bermuda. In addition, the Company confirms that there is nothing unusual about the Proposed Amendments for a company listed in Hong Kong.

Shareholders are advised that the New Bye-laws are written in English and there is no official Chinese translation in respect thereof. Therefore, the Chinese translation of the New Bye-laws is provided for reference only. In case of any inconsistency, the English version shall prevail.

ANNUAL GENERAL MEETING

The Notice is set out in Appendix IV to this circular. A copy of the audited annual report of the Company for the year ended 31 December 2021 (the “**2021 Annual Report**”) has been dispatched to the Shareholders on 27 April 2022. Resolutions in respect of, among other things, the adoption of the 2021 Annual Report, the re-election of Directors, the re-appointment of the auditor of the Company, the grant of the general mandate to repurchase Shares, the grant of general mandate to allot, issue and deal with Shares, the Proposed Amendments and the proposed adoption of the New Bye-laws will be proposed at the AGM.

Pursuant to Bye-law 66 of the Bye-laws and Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of the meeting may in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, all resolutions will be put to vote by way of poll at the AGM. An announcement on the results of the vote by poll will be made by the Company after the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Monday, 20 June 2022 (Hong Kong time) to Thursday, 23 June 2022 (Hong Kong time), both dates inclusive, during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of Shares shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 17 June 2022 (Hong Kong time), being the last share registration date.

A form of proxy is enclosed with this circular for use at the AGM and such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.landing.com.hk). Whether or not you choose to attend the AGM in person, you are requested to complete and return the enclosed form of proxy to the Company’s branch share registrar in Hong Kong, Tricor Standard Limited of 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 AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish and in such event, the proxy form shall be deemed to be revoked.

LETTER FROM THE BOARD

RECOMMENDATION

The Board considers that the resolutions set out in the Notice in respect of, among other things, the adoption of the 2021 Annual Report, the re-election of Directors, the re-appointment of the auditor of the Company, the grant of the general mandate to repurchase Shares, the grant of general mandate to allot, issue and deal with Shares, the Proposed Amendments and the proposed adoption of the New Bye-laws are each in the best interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends all Shareholders to vote in favour of all such resolutions to be proposed at the AGM.

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 enquires, 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.

Yours faithfully,
By Order of the Board of
Landing International Development Limited
Yang Zhihui
Chairman and Executive Director

The details of the Directors proposed to be re-elected at the AGM are set out as follows:

Dr. Wong Hoi Po (“Dr. Wong”)

Dr. Wong, aged 45, has been an executive director of the Company since 3 February 2020. Dr. Wong holds a Doctoral Degree in Business Administration, a Master’s Degree of Business Administration in Finance, and a Bachelor’s Degree in Accounting from the United States. He currently serves as a Chief Financial Officer at Jeju Shinhwa World, the flagship integrated resort project of the Group, which operated and developed by Landing Jeju Development Co., Ltd. (“**Landing Jeju**”, the wholly owned subsidiary of the Company) and he previously served as a Senior Vice President at Landing Jeju from 1 March 2019 to 5 January 2020. Dr. Wong holds several directorships in certain subsidiaries of the Group as well. Prior to joining Landing Jeju, he worked as a Chief Financial Officer at Creative Brilliant Investment Company Limited, Macau from 2016 to 2019. Before 2016, Dr. Wong had worked as an executive director of finance at Venetian Macau Limited for 10 years. As an external auditor, he started his finance and accounting career for an accounting firm in the United States back in 2000. With approximately 20 years of professional and practical experience in the field of accounting and finance, Dr. Wong also served as a part-time visiting associate professor at Macau University of Science & Technology lecturing a number of business administration programs at master’s degree level.

Save as disclosed above, Dr. Wong did not hold any directorships in listed public companies in Hong Kong or overseas in the last three years and does not have any relationship with any Directors, senior management or substantial or controlling Shareholders.

As far as the Directors are aware, as at the Latest Practicable Date, Dr. Wong does not have any long or short positions in the Company pursuant to part XV of SFO.

There is no service contract between the Company and Dr. Wong and he is appointed for a term of one year commencing from 3 February 2020, which is automatically renewable for successive terms of one year upon the expiry of the relevant term. He is subject to retirement by rotation at least once every three years and in accordance with the Bye-laws. Dr. Wong received an annual remuneration of HK\$1,914,000 (excluding his salaries tax to be borne by the Company, subject to statutory requirements) for the year ended 31 December 2021 and a monthly cash allowance of HK\$38,000, which was determined with reference to the prevailing market rate and his duties and responsibilities in the Company. Dr. Wong’s annual remuneration is subject to review by the Board and the remuneration committee of the Company from time to time.

Dr. Wong is not aware of any other matters that need to be brought to the attention of the Shareholders. As advised by Dr. Wong, there is no information to be disclosed pursuant to paragraph of Rule 13.51(2) of the Listing Rules.

Ms. Pu Shen Chen (“Ms. Pu”)

Ms. Pu, aged 50, has been an executive director of the Company since 19 February 2020. She is a seasoned senior business leader with extensive gaming industry experience in management, operations and marketing to her current role as the Chief Operation Officer at Landing Casino, which operated by Landing Entertainment Korea Co., Ltd., the wholly owned subsidiary of the Company, and she previously served as an Executive Vice President at Landing Casino from April 2019 to January 2020. Ms. Pu holds several directorships in certain subsidiaries of the Group as well. In 2017 to 2019, she held the chief executive officer position at a gaming services company. Before that, Ms. Pu’s professional career began her executive positions at MGM Resorts International and MGM Grand Paradise Limited since 1996. Ms. Pu received her Bachelor of Science in Hotel Administration from University of Nevada, Las Vegas.

Save as disclosed above, Ms. Pu did not hold any directorships in listed public companies in Hong Kong or overseas in the last three years and does not have any relationship with any Directors, senior management or substantial or controlling Shareholders.

As far as the Directors are aware, as at the Latest Practicable Date, Ms. Pu does not have any long or short positions in the Company pursuant to part XV of SFO.

There is no service contract between the Company and Ms. Pu and she is appointed for a term of one year commencing from 19 February 2020, which is automatically renewable for successive terms of one year upon the expiry of the relevant term. She is subject to retirement by rotation at least once every three years and in accordance with the Bye-laws. Ms. Pu received an annual remuneration of HK\$1,938,000 (excluding her salaries tax to be borne by the Company, subject to statutory requirements) for the year ended 31 December 2021, which was determined with reference to the prevailing market rate and her duties and responsibilities in the Company. Ms. Pu’s annual remuneration is subject to review by the Board and the remuneration committee of the Company from time to time.

Ms. Pu is not aware of any other matters that need to be brought to the attention of the Shareholders. As advised by Ms. Pu, there is no information to be disclosed pursuant to paragraph of Rule 13.51(2) of the Listing Rules.

Mr. Li Chun Kei (“Mr. Li”)

Mr. Li, aged 38, has been an independent non-executive director of the Company since 15 January 2020. Mr. Li graduated from University of Hull, United Kingdom with Bachelor degree of Law in July 2007. He is a member of Hong Kong Institute of Certified Public Accountant. Mr. Li has over 10 years of experience in corporate finance and accounting. He also worked in PricewaterhouseCoopers from 2008 to 2011.

Save as disclosed above, Mr. Li did not hold any directorships in listed public companies in Hong Kong or overseas in the last three years and does not have any relationship with any Directors, senior management or substantial or controlling Shareholders.

As far as the Directors are aware, as at the Latest Practicable Date, Mr. Li does not have any long or short positions in the Company pursuant to part XV of SFO.

There is no service contract between the Company and Mr. Li and he is appointed for a term of one year commencing from 15 January 2020, which is automatically renewable for successive terms of one year upon the expiry of the relevant term. He is subject to retirement by rotation at least once every three years and in accordance with the Bye-laws. Mr. Li is entitled to a director’s fee of HK\$120,000 per annum, which is determined with reference to the prevailing market rate and his duties and responsibilities in the Company. Mr. Li’s director’s fee is subject to review by the Board and the remuneration committee of the Company from time to time.

Mr. Li is not aware of any other matters that need to be brought to the attention of the Shareholders. As advised by Mr. Li, there is no information to be disclosed pursuant to paragraph of Rule 13.51(2) of the Listing Rules.

This appendix contains the particulars that are required by the Listing Rules to be included in an explanatory statement to enable the Shareholders to make an informed decision on whether to vote for or against the resolution to be proposed at the AGM in relation to the repurchase mandates.

1. SHARE CAPITAL AND MAXIMUM NUMBER OF SHARES THAT MAY BE REPURCHASED

The maximum number of Shares that may be repurchased pursuant to the mandate will be such number of Shares as represents 10% of the share capital of the Company in issue on the date of the AGM. As at the Latest Practicable Date, there were in issue an aggregate of 4,226,252,310 Shares. Subject to the passing of the relevant resolution approving the mandate to repurchase Shares and on the basis that no Shares are issued or repurchased prior to the AGM, the Company would be permitted under the repurchase mandate to repurchase a maximum of 422,625,231 Shares. The mandate relates only to repurchases of Shares which are fully paid up.

2. REASONS FOR REPURCHASES

While it is not possible to anticipate any specific circumstances in which the Directors might think it appropriate to repurchase Shares, the Directors believe that an authority to do so would give the Company additional flexibility that would be beneficial. The Directors have no current intention to repurchase any Shares.

In reaching a decision as to whether to make any such repurchase, the Directors will take account of market conditions and the Company's funding arrangements at the time and whether or not such repurchase would lead to an enhancement of the net asset value per Share and/or its earnings per Share. Shareholders can be assured that the Directors would only make a repurchase in circumstances where they consider it to be in the best interests of the Company and in circumstances where they consider that Shares can be repurchased on favourable terms after obtaining all necessary consents which may be required under loan or finance documentation.

The Directors do not propose to exercise the repurchase mandate to such extent as would, in the circumstances, have a material adverse impact on the working capital or the gearing levels of the Company (as compared with the position disclosed in the audited accounts contained in the 2021 Annual Report) which, in the opinion of the Directors, are from time to time appropriate for the Company.

3. FUNDING OF REPURCHASES

Repurchases of Shares will be financed out of funds legally available for such purpose in accordance with the Bye-laws and the applicable laws of Bermuda and Hong Kong. Any repurchases by the Company may be made out of the capital paid up on Shares to be repurchased, funds of the Company which would otherwise be available for dividend or distribution or out of any issue of new Shares made for the purpose of the repurchase and, in case of any premium payable on the repurchase out of the funds of the Company which would otherwise be available for dividend or distribution from sums standing to the credit of the share premium account of the Company. Such repurchase may only be made if on the effective date of purchase, there are no reasonable grounds for believing that the Company is, and after the purchase would be, unable to pay its debts as they fall due.

4. DIRECTORS' UNDERTAKING

The Directors have undertaken to the Stock Exchange to exercise the power of the Company to make repurchases of Shares pursuant to the proposed resolution and in accordance with the Listing Rules, all applicable laws of Hong Kong and the Companies Act 1981 of Bermuda.

5. DIRECTORS AND CORE CONNECTED PERSONS

None of the Directors nor, to the best of the knowledge and belief of the Directors having made all reasonable enquiries, any of the close associates (has the meaning ascribed thereto under the Listing Rule) of any of the Directors, have any present intention, in the event that the grant to the Directors of the repurchase mandate is approved by the Shareholders, of selling Shares to the Company.

The Listing Rules prohibit a company from knowingly purchasing securities on the Stock Exchange from a "core connected person", that is, a director, chief executive or substantial shareholder of the Company or any of its subsidiaries or their respective close associates (has the meaning ascribed thereto under the Listing Rule) and a core connected person is prohibited from knowingly selling his/her/its securities to the Company.

No core connected person (has the meaning ascribed thereto under the Listing Rules) of the Company have notified the Company that they have a present intention to sell any Shares to the Company, nor have they undertaken not to sell any of the Shares held by them to the Company in the event that the Company is authorised to make repurchases of Shares.

6. HONG KONG TAKEOVERS CODE AND MINIMUM PUBLIC HOLDING

If, as a result of a share repurchase, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code and, if such increase results in a change of control, may in certain circumstances give rise to an obligation to make a mandatory general offer for the securities of the Company under Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, LIL was beneficially interested in 35.06% of the Company's issued Shares. If the power under the repurchase mandate is exercised in full, and assuming that no other Shares are issued or repurchased prior to the AGM, the interest of LIL would be increased to 38.95% of the issued Shares, and such increase would give rise to an obligation on the part of LIL to make a mandatory offer under Rule 26 of the Takeovers Code.

The Directors have no present intention to exercise the repurchase mandate to an extent that will result in a public shareholding of less than the minimum public float requirement or trigger the obligations under the Takeovers Code to make a mandatory offer.

7. SHARE PRICES AND SHARE REPURCHASE RECORDS

During each of the 12 months preceding the Latest Practicable Date, the highest and lowest prices at which the Shares have traded on the Stock Exchange were as follows:

	Traded market price	
	Highest (HK\$)	Lowest (HK\$)
2021		
April	0.365	0.285
May	0.315	0.233
June	0.275	0.236
July	0.265	0.220
August	0.255	0.216
September	0.265	0.228
October	0.255	0.238
November	0.255	0.229
December	0.255	0.230
2022		
January	0.244	0.210
February	0.232	0.196
March	0.250	0.208
April (up to the Latest Practicable Date)	0.250	0.222

During each of the six months preceding the Latest Practicable Date, no Shares were repurchased by the Company.

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

The following are the Proposed Amendments brought about by the adoption of the New Bye-laws. Unless otherwise specified, clauses, paragraphs, clause numbers and Bye-law numbers referred to herein are clauses, paragraphs, clause numbers and Bye-law numbers of the Existing Bye-laws.

Bye-law No.	Proposed amendments (showing changes to the Existing Bye-laws)										
<u>Cover Page</u>	<p>BYE-LAWS</p> <p>OF</p> <p><u>GREENFIELD CHEMICAL HOLDINGS LANDING INTERNATIONAL DEVELOPMENT LIMITED</u></p> <p>(Adopted at a <u>an annual</u> general meeting of shareholders of the Company held on 28 March 2012 <u>[●] 2022</u>)</p> <p><small>Note: In the event that there is any discrepancy or inconsistency between the Chinese and English versions, the English version shall prevail.</small></p>										
1.	<p>In these Bye-laws, unless the context otherwise requires, the words standing in the first column of the following table shall bear the meaning set opposite them respectively in the second column.</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; width: 30%;"><u>WORD</u></th> <th style="text-align: left;"><u>MEANING</u></th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;">“associate”</td> <td style="vertical-align: top;">the meaning attributed to it in the rules of the Designated Stock Exchange.</td> </tr> <tr> <td style="vertical-align: top;">“business day”</td> <td style="vertical-align: top;">shall mean a day on which the Designated Stock Exchange generally is open for the business of dealing in securities in Hong Kong. For the avoidance of doubt, where the Designated Stock Exchange is closed for the business of dealing in securities in Hong Kong on a business day by reason of a number 8 or higher typhoon signal, black rainstorm warning or other similar event, such day shall for the purposes of these Bye-laws be counted as a business day.</td> </tr> <tr> <td style="vertical-align: top;">“close associate”</td> <td style="vertical-align: top;"><u>in relation to any Director, shall have the same meaning as defined in the rules of the Designated Stock Exchange (the “Listing Rules”) as modified from time to time, except that for purposes of Bye-law 100 where the transaction or arrangement to be approved by the Board is a connected transaction referred to in the Listing Rules, it shall have the same meaning as that ascribed to “associate” in the Listing Rules.</u></td> </tr> <tr> <td style="vertical-align: top;">“Company”</td> <td style="vertical-align: top;">Greenfield Chemical Holdings <u>Landing International Development Limited.</u></td> </tr> </tbody> </table>	<u>WORD</u>	<u>MEANING</u>	“associate”	the meaning attributed to it in the rules of the Designated Stock Exchange.	“business day”	shall mean a day on which the Designated Stock Exchange generally is open for the business of dealing in securities in Hong Kong. For the avoidance of doubt, where the Designated Stock Exchange is closed for the business of dealing in securities in Hong Kong on a business day by reason of a number 8 or higher typhoon signal, black rainstorm warning or other similar event, such day shall for the purposes of these Bye-laws be counted as a business day.	“close associate”	<u>in relation to any Director, shall have the same meaning as defined in the rules of the Designated Stock Exchange (the “Listing Rules”) as modified from time to time, except that for purposes of Bye-law 100 where the transaction or arrangement to be approved by the Board is a connected transaction referred to in the Listing Rules, it shall have the same meaning as that ascribed to “associate” in the Listing Rules.</u>	“Company”	Greenfield Chemical Holdings <u>Landing International Development Limited.</u>
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“Company”	Greenfield Chemical Holdings <u>Landing International Development Limited.</u>										

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

	<p>“substantial shareholder” A person who is entitled to exercise, or to control the exercise of, 10% or more (or such other percentage as may be prescribed by the <u>Listing Rules</u> rules of the Designated Stock Exchange from time to time) of the voting power <u>rights</u> at any general meeting of the Company.</p>
2.	<p>(i) <u>a resolution shall be an extraordinary resolution when it has been passed by a majority of not less than two thirds of the votes cast in favour by such Members who, being entitled to do so, vote in person or, in the case of such Members as are corporations, by their respective duly authorised representative or, where proxies are allowed, by proxy at a general meeting of which Notice has been duly given in accordance with Bye-law 59;</u></p> <p>(k) a special resolution shall be effective for any purpose for which an ordinary resolution or an extraordinary resolution is expressed to be required under any provision of these Bye-laws or the Statutes;</p>
3.(1)	<p>The share capital of the Company at the date on which these Bye-laws come into effect shall be divided into shares of \$0.<u>01</u> each.</p>
3.(3)	<p>Subject to compliance with the rules and regulations of the Designated Stock Exchange and any other <u>competent</u> relevant regulatory authority, the Company may give financial assistance for the purpose of or in connection with a purchase made or to be made by any person of any shares in the Company.</p>
6.	<p>The Company may from time to time by special resolution, subject to any confirmation or consent required by law, reduce its authorised or issued share capital or, save for the use of share premium as expressly permitted by the Act, any share premium account or other undistributable reserve.</p>
9.	<p>Subject to Sections 42 and 43 of the Act, these Bye-laws, and to any special rights conferred on the holders of any shares or attaching to any class of shares, any preference shares may be issued or converted into shares that, at a determinable date or at the option of the Company or the holder if so authorised by its memorandum of association, are liable to be redeemed on such terms and in such manner as the Company before the issue or conversion may by ordinary resolution of the Members determine. Where the Company purchases for redemption a redeemable share, purchases not made through the market or by tender shall be limited to a maximum price as may from time to time be determined by the Company in general meeting, either generally or with regard to specific purchases. If purchases are by tender, tenders shall be available to all Members alike.</p>

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

10.	<p>Subject to the Act and without prejudice to Bye-law 8, all or any of the special rights for the time being attached to the shares or any class of shares may, unless otherwise provided by the terms of issue of the shares of that class, from time to time (whether or not the Company is being wound up) be varied, modified or abrogated either with the consent in writing of the holders of not less than <u>three-fourths in nominal value of the issued shares of the voting rights of the Members holding shares in</u> that class or with the sanction of a special resolution passed at a separate general meeting of the holders of the shares of that class. To every such separate general meeting all the provisions of these Bye-laws relating to general meetings of the Company shall, mutatis mutandis, apply, but so that:</p> <p style="text-align: center;">...</p>
12.	<p>(1) Subject to the Act, these Bye-laws, any direction that may be given by the Company in general meeting and, where applicable, the rules of any Designated Stock Exchange and without prejudice to any special rights or restrictions for the time being attached to any shares or any class of shares, the unissued shares of the Company (whether forming part of the original or any increased capital) shall be at the disposal of the Board, which may offer, allot, grant options over or otherwise dispose of them to such persons, at such times and for such consideration and upon such terms and conditions as the Board may in its absolute discretion determine but so that no shares shall be issued at a discount <u>to their nominal value</u>. Neither the Company nor the Board shall be obliged, when making or granting any allotment of, offer of, option over or disposal of shares, to make, or make available, any such <u>allotment</u>, offer, option or shares to Members or others with registered addresses in any particular territory or territories being a territory or territories where, in the absence of a registration statement or other special formalities, this would or might, in the opinion of the Board, be unlawful or impracticable. Members affected as a result of the foregoing sentence shall not be, or be deemed to be, a separate class of members for any purpose whatsoever.</p> <p>(2) The Board may issue warrants <u>or convertible securities or securities of similar nature</u> conferring the right upon the holders thereof to subscribe for any class of shares or securities in the capital of the Company on such terms as it may from time to time determine.</p>
16.	<p>Every share certificate shall be issued under the Seal or a facsimile thereof or with the Seal printed thereon and shall specify the number and class and distinguishing numbers (if any) of the shares to which it relates, and the amount paid up thereon and may otherwise be in such form as the Directors may from time to time determine. <u>The Seal may only be affixed or imprinted onto a share certificate with the authority of the Directors, or be executed under the signature of appropriate officials with statutory authority, unless otherwise determined by the Directors.</u> No certificate shall be issued and representing shares of more than one class. The Board may by resolution determine, either generally or in any particular case or cases, that any signatures on any such certificates (or certificates in respect of other securities) need not be autographic but may be affixed to such certificates by some mechanical means or may be printed thereon or that such certificates need not be signed by any person.</p>

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

44.	The Register and branch register of Members, as the case may be, shall be opened to inspection between 10 a.m. and 12 noon during on every business hours <u>day</u> by members of the public without charge at the Office or such other place at which the Register is kept in accordance with the Act. The Register including any overseas or local or other branch register of Members may, after notice has been given by advertisement in an appointed newspaper and where applicable, any other newspapers in accordance with the requirements of any Designated Stock Exchange or by any means (<u>electronic or otherwise</u>) in such manner as may be accepted by the Designated Stock Exchange to that effect, be closed at such times or for such periods not exceeding in the whole thirty (30) days in each year as the Board may determine and either generally or in respect of any class of shares.
45.	<p><u>Subject to the Listing Rules</u>, nNotwithstanding any other provision of these Bye-laws, the Company or the Directors may fix any date as the record date for:</p> <p>(a) determining the Members entitled to receive any dividend, distribution, allotment or issue and such record date may be on, or at any time not more than thirty (30) days before or after, any date on which such dividend, distribution, allotment or issue is declared, paid or made;</p> <p>(b) ...</p>
46.	Subject to these Bye-laws, any Member may transfer all or any of his shares in any manner permitted by and in accordance with the <u>Listing Rules</u> rules of the Designated Stock Exchange or by an instrument of transfer in the usual or common form or in a form prescribed by the Designated Stock Exchange or in any other form approved by the Board and may be under hand or, if the transferor or transferee is a clearing house or its nominee(s), by hand or by machine imprinted signature or by such other manner of execution as the Board may approve from time to time.
51.	The registration of transfers of shares or of any class of shares may, after notice has been given by advertisement in any newspapers in accordance with the requirements of any Designated Stock Exchange or by any means (<u>electronic or otherwise</u>) in such manner as may be accepted by the Designated Stock Exchange to that effect be suspended at such times and for such periods (not exceeding in the whole thirty (30) days in any year) as the Board may determine.

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

56.	<p>Subject to the Act, an annual general meeting of the Company shall be held in each <u>financial</u> year other than the <u>financial</u> year in which its statutory meeting is convened and <u>at such annual general meeting must be held within six</u> time (within a period of not more than fifteen (6+5) months after the <u>end</u> holding of the last preceeding annual general meeting <u>Company's financial year</u> (unless a longer period would not infringe the <u>Listing Rules</u> rules of the Designated Stock Exchange, if any) <u>at such time</u> and place as may be determined by the Board. <u>A meeting of Members or any class thereof may be held by means of such telephone, electronic or other communication facilities as to permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and participation in such a meeting shall constitute presence at such meeting.</u></p>
58.	<p>The Board may whenever it thinks fit call <u>a special general meeting</u>, s, and Members holding at the date of deposit of the requisition not less than one-tenth of the <u>voting rights of the Company</u>, on a one vote per share basis in the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Secretary of the Company, to require a special general meeting to be called <u>convened</u> by the Board for the transaction of any business <u>or resolution</u> specified in such requisition; and such meeting shall be held within two (2) months after the deposit of such requisition. If within twenty-one (21) days of such deposit the Board fails to proceed to convene such meeting the requisitionists themselves may do so in accordance with the provisions of Section 74(3) of the Act.</p>
59.	<p>(1) An annual general meeting shall be called by Notice of not less than twenty-one (21) clear days and not less than twenty (20) clear business days and any special general meeting at which the passing of a special resolution is to be considered shall be called by Notice of not less than twenty one (21) clear days and not less than ten (10) clear business days. All other special general meetings <u>(including a special general meeting) must</u> may be called by Notice of not less than fourteen (14) clear days and not less than ten (1) clear business days but if permitted by the <u>Listing Rules</u> rules of the Designated Stock Exchange, a general meeting may be called by shorter notice if it is so agreed:</p> <p>(a) in the case of a meeting called as an annual general meeting, by all the Members entitled to attend and vote thereat <u>or by their proxies</u>; and</p> <p>(b) in the case of any other meeting, by a majority in number of the Members having the right to attend and vote at the meeting, being a majority together <u>representing</u> holding not less than ninety-five per cent. (95%) <u>in nominal value of the total voting rights at the meeting of all the Members of the issued shares giving that right</u> of the total voting rights at the meeting of all the Members.</p>

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

61.	(2) No business other than the appointment of a chairman of a meeting shall be transacted at any general meeting unless a quorum is present at the commencement of the business. Two (2) Members entitled to vote and present in person or (in the case of a Member being a corporation) by its duly authorised representative or by proxy <u>or, for quorum purposes only, two (2) persons appointed by the clearing house as authorised representative(s) or proxy(ies)</u> shall form a quorum for all purposes.
63.	The chairman <u>president</u> of the <u>Company</u> or if there is more than one the chairman, <u>any if one of them as may be agreed amongst themselves or failing such agreement, any one of them elected by all the Directors present is appointed,</u> shall preside as chairman at a every general meeting. If at any meeting no the president or the chairman, <u>as the case may be,</u> is not present within fifteen (15) minutes after the time appointed for holding the meeting, or if neither of them is willing to act as chairman, or if no such officer is appointed, <u>the deputy chairman of the Company or if there is more than one deputy chairman, any one of them as may be agreed amongst themselves or failing such agreement, any one of them elected by all the Directors present shall preside as chairman. If no chairman or deputy chairman is present or is willing to act as chairman of the meeting,</u> the Directors present shall choose one of their number to act, or if one Director only is present he shall preside as chairman if willing to act. If no Director is present, or if each of the Directors present declines to take the chair, or if the chairman chosen shall retire from the chair, the Members present in person or (in the case of a Member being a corporation) by its duly authorised representative or by proxy and entitled to vote shall elect one of their number to be chairman <u>of the meeting.</u>
66.	(1) Subject to any special rights or restrictions as to voting for the time being attached to any shares by or in accordance with these Bye-laws, at any general meeting on a poll every Member present in person or by proxy or, in the case of a Member being a corporation, by its duly authorised representative shall have one vote for every fully paid share of which he is the holder but so that no amount paid up or credited as paid up on a share in advance of calls or instalments is treated for the foregoing purposes as paid up on the share. A resolution put to the vote of a meeting shall be decided by way of a poll save that the chairman of the meeting may in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands in which case every Member present in person (or being a corporation, is present by a duly authorized <u>authorised</u> representative), or by proxy(ies) shall have one vote provided that where more than one proxy is appointed by a Member which is a clearing house (or its nominee(s)), each such proxy shall have one vote on a show of hands. For purposes of this Bye-law, procedural and administrative matters are those that (i) are not on the agenda of the general meeting or in any supplementary circular that may be issued by the Company to its Members; and (ii) relate to the chairman's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing all Members a reasonable opportunity to express their views.

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

66.	(2) (c) by a Member or Members present in person or in the case of a Member being a corporation by its duly authorised representative or by proxy and holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all shares conferring that right <u>voting rights</u> , on a one vote per share basis, in the share capital of <u>the Company</u> .
67.	Where a resolution is voted on by a show of hands, a declaration by the chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or not carried by a particular majority, or lost, and an entry to that effect made in the minute book of the Company, shall be conclusive evidence of the facts without proof of the number or proportion of the votes recorded for or against the resolution. The result of the poll shall be deemed to be the resolution of the meeting. The Company shall only be required to disclose the voting figures on a poll if such disclosure is required by the <u>Listing Rules</u> rules of the Designated Stock Exchange .
70.	<u>All questions submitted to a meeting shall be decided by a simple majority of votes except where a greater majority is required by these Bye-laws or by the Act.</u> In the case of an equality of votes, the chairman of such meeting shall be entitled to a second or casting vote in addition to any other vote he may have.
73.	(2) <u>All Members have the right to (a) speak at a general meeting; and (b) vote at a general meeting except where a Member is required, by the Listing Rules, to abstain from voting to approve the matter under consideration.</u> (32) Where the Company has knowledge that any Member is, under the <u>Listing Rules</u> rules of the Designated Stock Exchange , required to abstain from voting on any particular resolution of the Company or restricted to voting only for or only against any particular resolution of the Company, any votes cast by or on behalf of such Member in contravention of such requirement or restriction shall not be counted.
81.	(2) Where a Member is a clearing house (or its nominee(s) and, in each case, being a corporation), it may authorise such persons as it thinks fit to act as its representatives at any meeting of the Company or at any meeting of any class of Members provided that, <u>if more than one person is so authorised</u> , the authorisation shall specify the number and class of shares in respect of which each such representative is so authorised. Each person so authorised under the provisions of this Bye -law shall be deemed to have been duly authorised without further evidence of the facts and be entitled to exercise the same rights and powers on behalf of the clearing house (or its nominee(s)) as if such person was the registered holder of the shares of the Company held by the clearing house (or its nominee(s)) in respect of the number and class of shares specified in the relevant authorisation including, where a show of hands is allowed, the right to vote individually on a show of hands.

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

<p>83.</p>	<p>(2) The Directors shall have the power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy on the Board or, subject to authorisation by the Members in general meeting, as an addition to the existing Board but so that the number of Directors so appointed shall not exceed any maximum number determined from time to time by the Members in general meeting. Any Director <u>so</u> appointed by the Board to fill a casual vacancy shall hold office until the first general meeting of Members after his appointment and be subject to re-election at such meeting and any Director appointed by the Board as an addition to the existing Board shall hold office only until the first next following annual general meeting of the Company after his / her appointment and shall then be eligible for re-election.</p> <p>...</p> <p>(4) The Members may, at any general meeting convened and held in accordance with these Bye-laws, by ordinary resolution remove a Director (<u>including a managing or other executive Director</u>) at any time before the expiration of his term<u>period</u> of office notwithstanding anything to the contrary in these Bye-laws or in any agreement between the Company and such Director (but without prejudice to any claim for damages under any such agreement) provided that the Notice of any such meeting convened for the purpose of removing a Director shall contain a statement of the intention so to do and be served on such Director fourteen (14) days before the meeting and at such meeting such Director shall be entitled to be heard on the motion for his removal.</p>
<p>86.</p>	<p>(6) ...</p> <p><u>No Director shall be required to vacate office or be ineligible for re-election or re-appointment as a Director, and no person shall be ineligible for appointment as a Director, by reason only of his / her having attained any particular age.</u></p>

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

100.	<p>(1) A Director shall not vote (nor be counted in the quorum) on any resolution of the Board approving any contract or arrangement or any other proposal in which he or any of his <u>close</u> associates is materially interested, but this prohibition shall not apply to any of the following matters namely:</p> <p>(i) any contract or arrangement for the giving to such Director or his associate(s) of any security or indemnity either:-</p> <p>(a) <u>to the Director or his close associate(s) in respect of money lent by him or any of his associate(s) or obligations incurred or undertaken by him or any of his associate(s) <u>them</u> at the request of or for the benefit of the Company or any of its subsidiaries; or</u></p> <p>(b) any contract or arrangement for the giving of any security or indemnity to a third party in respect of a debt or obligation of the Company or any of its subsidiaries for which the Director or his close associate(s) has himself / themselves assumed responsibility in whole or in part <u>and</u> whether alone or jointly under a guarantee or indemnity or by the giving of security;</p> <p>(ii) <u>any contract or arrangementproposal concerning an offer of shares or debentures or other securities of or by the Company or any other company which the Company may promote or be interested in for subscription or purchase, where the Director or his close associate(s) is/are or is/are to be interested as a participant in the underwriting or sub-underwriting of the offer;</u></p> <p>(iii) any contract or arrangement in which the Director or his associate(s) is / are interested in the same manner as other holders of shares or debentures or other securities of the Company by virtue only of his / their interest in shares or debentures or other securities of the Company; or</p> <p>(iii) <u>any proposal or arrangement concerning <u>the benefit of employees of the Company or its subsidiaries including: the adoption, modification or operation of a share option scheme, a pension fund or retirement, death or disability benefits scheme or other arrangement which relates both to Directors or his associate(s) and to employees of the Company or of any of its subsidiaries and does not provide in respect of any Director, or his associate(s), as such any privilege or advantage not accorded generally to the class of persons to which such scheme or fund relates.</u></u></p> <p>(a) <u>the adoption, modification or operation of any employees' share scheme or any share incentive or share option scheme under which the Director or his close associate(s) may benefit; or</u></p>
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APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

	<p>(b) <u>the adoption, modification or operation of a pension fund or retirement, death or disability benefits scheme which relates to the Director, his close associate(s) and employee(s) of the Company or any of its subsidiaries and does not provide in respect of any Director, or his close associate(s), as such any privilege or advantage not generally accorded to the class of persons to which such scheme or fund relates;</u></p> <p>(iv) <u>any contract or arrangement in which the Director or his close associate(s) is/are interested in the same manner as other holders of shares or debentures or other securities of the Company by virtue only of his/their interest in shares or debentures or other securities of the Company.</u></p>
115.	<p>The Board may elect <u>one or more</u> chairman and one or more deputy chairman of its meetings and determine the period for which they are respectively to hold such office. If no chairman or deputy chairman is elected, or if at any meeting none the chairman or <u>or</u> any deputy chairman is present within five (5) minutes after the time appointed for holding the same, the Directors present may choose one of their number to be chairman of the meeting.</p>
128.	<p>(3) The register of Directors and Officers shall be <u>opened</u> to inspection by members of the public without charge at the Office between 10:00 a.m. and 12:00 noon <u>during</u> on every business <u>hours</u> day.</p>
144.	<p>(1) The Company may, upon the recommendation of the Board, at any time and from time to time pass an ordinary resolution to the effect that it is desirable to capitalise all or any part of any amount for the time being standing to the credit of any reserve or fund (including the profit and loss account) whether or not the same is available for distribution and accordingly that such amount be set free for distribution among the Members or any class of Members who would be entitled thereto if it were distributed by way of dividend and in the same proportions, on the footing that the same is not paid in cash but is applied either in or towards paying up the amounts for the time being unpaid on any shares in the Company held by such Members respectively or in paying up in full unissued shares, debentures or other obligations of the Company, to be allotted and distributed credited as fully paid up among such Members, or partly in one way and partly in the other, and the Board shall give effect to such resolution provided that, for the purposes of this Bye-law, a share premium account and any reserve or fund representing unrealised profits, may be applied only in paying up in full unissued shares of the Company to be allotted to such Members credited as fully paid. In carrying sums to reserve and in applying the same the Board shall comply with the provisions of the Act.</p>

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

	<p>(2) <u>Notwithstanding any provisions in these Bye-laws, the Board may resolve to capitalise all or any part of any amount for the time being standing to the credit of any reserve or fund (including the profit and loss account) whether or not the same is available for distribution by applying such sum in paying up unissued shares to be allotted to (i) employees (including directors) of the Company and/or its affiliates (meaning any individual, corporation, partnership, association, joint-stock company, trust, unincorporated association or other entity (other than the Company) that directly, or indirectly through one or more intermediaries, controls, is controlled by or is under common control with, the Company) upon exercise or vesting of any options or awards granted under any share incentive scheme or employee benefit scheme or other arrangement which relates to such persons that has been adopted or approved by the Members at a general meeting, or (ii) any trustee of any trust to whom shares are to be allotted and issued by the Company in connection with the operation of any share incentive scheme or employee benefit scheme or other arrangement which relates to such persons that has been adopted or approved by the Members at a general meeting.</u></p>
150.	<p>To the extent permitted by and subject to due compliance with all applicable Statutes, rules and regulations, including, without limitation, the <u>Listing Rules</u> rules of the Designated Stock Exchange, and to obtaining all necessary consents, if any, required thereunder, the requirements of Bye-law 149 shall be deemed satisfied in relation to any person by sending to the person in any manner not prohibited by the Statutes, summarised financial statements derived from the Company's annual accounts and the directors' report which shall be in the form and containing the information required by applicable laws and regulations, provided that any person who is otherwise entitled to the annual financial statements of the Company and the directors' report thereon may, if he so requires by notice in writing served on the Company, demand that the Company sends to him, in addition to summarised financial statements, a complete printed copy of the Company's annual financial statement and the directors' report thereon.</p>
151.	<p>The requirement to send to a person referred to in Bye-law 149 the documents referred to in that provision or a summary financial report in accordance with Bye-law 150 shall be deemed satisfied where, in accordance with all applicable Statutes, rules and regulations, including, without limitation, the <u>Listing Rules</u> rules of the Designated Stock Exchange, the Company publishes copies of the documents referred to in Bye-law 149 and, if applicable, a summary financial report complying with Bye-law 150, on the Company's computer network or in any other permitted manner (including by sending any form of electronic communication), and that person has agreed or is deemed to have agreed to treat the publication or receipt of such documents in such manner as discharging the Company's obligation to send to him a copy of such documents.</p>

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

152.	<p>(1) Subject to Section 88 of the Act, at the annual general meeting or at a subsequent special general meeting in each year, the Members shall <u>by ordinary resolution</u> appoint an auditor to audit the accounts of the Company and such auditor shall hold office until the Members appoint another auditor. Such auditor may be a Member but no Director or officer or employee of the Company shall, during his continuance in office, be eligible to act as an auditor of the Company.</p> <p>(2) ...</p> <p>(3) The Members may, at any general meeting convened and held in accordance with these Bye-laws, by extraordinary<u>special</u> resolution remove the Auditor at any time before the expiration of his term of office and shall by ordinary resolution at that meeting appoint another Auditor in his stead for the remainder of his term.</p>
154.	<p>The remuneration of the Auditor shall be fixed by the Company at <u>at the annual general meeting or subsequent special general meeting at which they are appointed by ordinary resolution or in such other</u> manner as the Members may determine.</p>
155.	<p>The Directors may fill any casual vacancy in the office of Auditor but while any such vacancy continues the surviving or continuing Auditor or Auditors, if any, may act. The remuneration of any Auditor appointed by the Directors under this Bye-law may be fixed by the Board. Subject to Bye-law 152(3), an Auditor appointed under this Bye-law shall hold office until the next following annual general meeting of the Company and shall then be subject to appointment by the Members under Bye-law 152(1) at such remuneration to be determined by the Members under Bye-law 154. If the office of auditor becomes vacant by the registration or death of the Auditor, or by his becoming incapable of acting by reason of illness or other disability at a time when his services are required, the Directors shall fill the vacancy and fix the remuneration of the Auditor so appointed.</p>

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

158.	Any Notice or document (including any “corporate communication” within the meaning ascribed thereto under the <u>Listing Rules</u> rules of the Designated Stock Exchange), whether or not, to be given or issued under these Bye-laws from the Company to a Member shall be in writing or by cable, telex or facsimile transmission message or other form of electronic transmission or communication and any such Notice and document may be served or delivered by the Company on or to any Member either personally or by sending it through the post in a prepaid envelope addressed to such Member at his registered address as appearing in the Register or at any other address supplied by him to the Company for the purpose or, as the case may be, by transmitting it to any such address or transmitting it to any telex or facsimile transmission number or electronic number or address or website supplied by him to the Company for the giving of Notice to him or which the person transmitting the notice reasonably and bona fide believes at the relevant time will result in the Notice being duly received by the Member or may also be served by advertisement in appointed newspapers (as defined in the Act) or in newspapers published daily and circulating generally in the territory of and in accordance with the requirements of the Designated Stock Exchange or, to the extent permitted by the applicable laws, by placing it on the Company’s website or the website of the Designated Stock Exchange, and giving to the member a notice stating that the notice or other document is available there (a “notice of availability”). ...
161.	For the purposes of these Bye-laws, a facsimile or electronic transmission message purporting to come from a holder of shares or, as the case may be, a Director or alternate Director, or in the case of a corporation which is a holder of shares from a director or the secretary thereof or a duly appointed attorney or duly authorised representative thereof for it and on its behalf, shall in the absence of express evidence to the contrary available to the person relying thereon at the relevant time be deemed to be a document or instrument in writing signed by such holder or Director or alternate Director in the terms in which it is received. <u>The signature to any notice or document to be given by the Company may be written, printed or made electronically.</u>
162.	(1) <u>Subject to Bye-law 162(2), the</u> The Board shall have power in the name and on behalf of the Company to present a petition to the court for the Company to be wound up.

APPENDIX III PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

164.	<p>(1) The Directors, Secretary and other officers and every Auditor for the time being of the Company <u>at any time, whether at present or in the past</u>, and the liquidator or trustees (if any) for the time being acting <u>or who have acted</u> in relation to any of the affairs of the Company and everyone of them, and everyone of their heirs, executors and administrators, shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damages and expenses which they or any of them, their or any of their heirs, executors or administrators, shall or may incur or sustain by or by reason of any act done, concurred in or omitted in or about the execution of their duty, or supposed duty, in their respective offices or trusts; and none of them shall be answerable for the acts, receipts, neglects or defaults of the other or others of them or for joining in any receipts for the sake of conformity, or for any bankers or other persons with whom any moneys or effects belonging to the Company shall or may be lodged or deposited for safe custody, or for insufficiency or deficiency of any security upon which any moneys of or belonging to the Company shall be placed out on or invested, or for any other loss, misfortune or damage which may happen in the execution of their respective offices or trusts, or in relation thereto; PROVIDED THAT this indemnity shall not extend to any matter in respect of any fraud or dishonesty which may attach to any of said persons.</p>
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Landing International Development Limited

藍鼎國際發展有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock code: 582)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Meeting**”) of Landing International Development Limited (the “**Company**”) will be held at meeting room of SOHO 2, 6/F., IBIS Hong Kong Central & Sheung Wai, No. 28 Des Voeux Road West, Sheung Wan, Hong Kong on 23 June 2022, Thursday at 2:30 p.m. for the following purposes:

ORDINARY BUSINESS

1. To receive and adopt the audited financial statements of the Company and the reports of the directors (the “**Director(s)**”) and auditor of the Company for the year ended 31 December 2021.
2.
 - (a) To re-elect Dr. Wong Hoi Po as executive Director;
 - (b) To re-elect Ms. Pu Shen Chen as executive Director;
 - (c) To re-elect Mr. Li Chun Kei as independent non-executive Director;
 - (d) to authorise the board of Directors (the “**Board**”) to appoint additional Directors; and
 - (e) to authorise the Board to fix the Directors’ remuneration.
3. To re-appoint Zenith CPA Limited as the auditor of the Company and to authorise the Board to fix its remuneration.

SPECIAL BUSINESS

Resolutions 4 to 6 will be proposed as ordinary resolutions of the Company:

4. **“THAT:**

- (a) subject to the provisions of paragraphs (b) and (c) below, the exercise by the Directors of all the powers of the Company to repurchase ordinary share(s) in the share capital of the Company (the **“Share(s)”**) on The Stock Exchange of Hong Kong Limited (the **“Stock Exchange”**) subject to and in accordance with all applicable laws and the provisions of, in the manner specified in the Rules Governing the Listing of Securities on the Stock Exchange (the **“Listing Rules”**) be and is hereby generally and unconditionally approved;
- (b) the total shares hereby authorised to be repurchased by the Company pursuant to the approval in paragraph (a) above shall not exceed 10% of the total share capital of the Company in issue at the date of the annual general meeting at which this resolution is passed; and
- (c) the authority hereby conferred on the Company pursuant to the approval in paragraph (a) above shall expire on the earlier of (i) the conclusion of the next annual general meeting of the Company, or (ii) the date falling fifteen months from the date of the annual general meeting convened by the notice of which this resolution forms part or such shorter period within which the next annual general meeting of the Company is required by any applicable laws or the Bye-laws to be held, or (iii) such authority given under this resolution being renewed, revoked or varied by ordinary resolution of shareholders of the Company in general meeting.”

5. **“THAT:**

- (a) subject to the provisions of paragraphs (b) and (c) below, the exercise by the Directors of all the powers of the Company to allot, issue and deal with additional authorised and unissued shares in the capital of the Company and to make or grant offers, agreements and options, including warrants to subscribe for shares and other rights of subscription for or conversion into shares, which might require the exercise of such powers, be and is hereby generally and unconditionally approved;
- (b) the total share capital to be allotted, issued and dealt with by the Directors of the Company pursuant to the approval in paragraph (a) above, other than as set out in paragraph (c) below, shall not exceed 20% of the total share capital of the Company in issue as at the date of the annual general meeting of the Company at which this resolution is passed and the authority conferred on the Directors pursuant to paragraph (a) above shall expire on the earlier of (i) the conclusion of the next annual general meeting of the Company, or (ii) the date falling fifteen months from the date

of the annual general meeting convened by the notice of which this resolution forms part or such shorter period within which the next annual general meeting of the Company is required by any applicable laws or the Bye-laws to be held or (iii) such authority given under this resolution being revoked or varied by ordinary resolution of the shareholders of the Company in general meeting, save that, in each case, this authority shall allow the Company before the expiry of this authority to make or grant offers, agreements and options (including warrants to subscribe for shares and other rights of subscription for or conversion into shares) which would or might require shares to be allotted and issued after such expiry and the Directors may allot, issue and deal with shares in pursuance of such offers, agreements and options as if the authority conferred hereby had not expired;

(c) the provisions of paragraph (b) above shall not apply to the total share capital allotted and/or issued or agreed to be conditionally or unconditionally issued and/or allotted by the Directors pursuant to:

(i) a rights issue where shares are offered for a fixed period to shareholders in proportion to their then holdings of shares on a fixed record date (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or stock exchange in, any territory applicable to the Company); or

(ii) any scrip dividend scheme or similar arrangements implemented in accordance with the Bye-laws; and

(d) the approval in paragraph (a) above shall be in addition to any other authorisation given to the Directors.”

6. “**THAT** conditional on the passing of resolution 5 in the notice convening this meeting, the general mandate granted to the Directors and for the time being in force to exercise all the powers of the Company to allot, issue and deal with additional shares pursuant to resolution 5 set out in the notice convening this meeting be and is hereby extended by the addition to the total share capital of the Company which may be allotted or agreed to be conditionally or unconditionally allotted by the Directors pursuant to such general mandate of an amount representing the total share capital of the Company repurchased by the Company under the authority granted pursuant to resolution 4, provided that such extended amount shall not exceed 10% of the total share capital of the Company in issue as at the date of the passing of this resolution.”

Resolution 7 will be proposed as a special resolution of the Company:

7. **“THAT:**

- (a) the proposed amendments (the **“Proposed Amendments”**) to the existing bye-laws of the Company (the **“Existing Bye-laws”**), details of which are set forth in Appendix III to the circular of the Company dated 27 April 2022 (the **“Circular”**), be and are hereby approved;
- (b) the new bye-laws of the Company (incorporating the Proposed Amendments) (the **“New Bye-laws”**) in the form of the document marked “A” and produced to this meeting (for the purpose of identification initialed by the chairman of the meeting), be and is hereby approved and adopted as the bye-laws of the Company in substitution for, and to the exclusion of, the Existing Bye-laws with immediate effect; and
- (c) any one Director be and is hereby authorised to do all such acts and things and execute all such documents, deeds and make all such arrangements that he shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of the New Bye-laws.”

By Order of the Board of
Landing International Development Limited
Yang Zhihui
Chairman and Executive Director

Hong Kong, 27 April 2022

Registered Office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

*Head Office and Principal Place
of Business in Hong Kong:*
Units 1412-1413, 14th Floor
China Merchants Tower
Shun Tak Centre
Nos. 168-200 Connaught Road Central
Hong Kong

Notes:

1. Any member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company. A form of proxy in respect of this Meeting is enclosed. Whether or not you intend to attend the Meeting in person, you are urged to complete and return the form of proxy in accordance with the instructions printed thereon. Completion and return of the form of proxy will not preclude you from attending the Meeting and voting in person if you so wish. In the event that you attend the Meeting after having lodged the form of proxy, it will be deemed to have been revoked.
2. For determining the entitlement to attend and vote at the Meeting, the register of members of the Company will be closed from Monday, 20 June 2022 (Hong Kong time) to Thursday, 23 June 2022 (Hong Kong time), both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Meeting, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 17 June 2022 (Hong Kong time), being the last share registration date.
3. To be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or notarially certified copy of such power or authority, must be deposited with the Company's branch share registrar in Hong Kong, Tricor Standard Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the Meeting or any adjournment thereof.
4. As at the date hereof, the Board comprises Dr. Yang Zhihui (Chairman), Ms. Chan Mee Sze, Dr. Wong Hoi Po, Ms. Pu Shen Chen and Mr. Huang Wei as executive Directors and Mr. Li Chun Kei, Mr. Shek Lai Him Abraham and Mr. Du Peng as independent non-executive Directors.