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

If you have sold or transferred all your shares in Dragon Crown Group Holdings Limited, you should at once hand this circular, together with the enclosed 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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Dragon Crown Group Holdings Limited

龍翔集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 935)

**PROPOSED RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

The notice convening the Annual General Meeting of Dragon Crown Group Holdings Limited to be held at Suite 1803, Convention Plaza, Office Tower, 1 Harbour Road, Wanchai, Hong Kong on Thursday, 23 June 2022 at 3:00 p.m. is set out in this circular.

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy for use at the Annual General Meeting in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 3:00 p.m. on Tuesday, 21 June 2022) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof if you so wish.

This circular together with the form of proxy are also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.dragoncrown.com>).

30 May 2022

References to time and dates in this circular are to Hong Kong time and dates.

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DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company to be held at Suite 1803, Convention Plaza, Office Tower, 1 Harbour Road, Wanchai, Hong Kong on Thursday, 23 June 2022 at 3:00 p.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 11 to 12 of this circular, or any adjournment thereof;
“Articles of Association”	the articles of association of the Company currently in force;
“Board”	the board of Directors;
“Company”	Dragon Crown Group Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange;
“Director(s)”	the director(s) of the Company;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Latest Practicable Date”	19 May 2022, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended from time to time;
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong;
“Share(s)”	ordinary share(s) of HK\$0.10 each in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company;
“Shareholder(s)”	holder(s) of Share(s);
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

LETTER FROM THE BOARD



Dragon Crown Group Holdings Limited

龍翔集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 935)

Executive Directors:

Mr. LIN Haichuan (*Chairman and Chief Executive Officer*)

Mr. HUANG Yuntao

Mr. LI Xiaoli

Independent Non-executive Directors:

Mr. LAU Sik Yuen

Mr. FENG Jianping

Mr. HOU Xiaoming

Registered Office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

Principal Place of Business in

Hong Kong:

Unit No. 3, 18th Floor

Convention Plaza

Office Tower

No. 1 Harbour Road

Hong Kong

30 May 2022

To the Shareholders

Dear Sir/Madam,

**PROPOSED RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting to be held on 23 June 2022.

2. PROPOSED RE-ELECTION OF DIRECTORS

In accordance with Article 84 of the Articles of Association, Mr. LAU Sik Yuen and Mr. HOU Xiaoming shall retire at the Annual General Meeting. In addition, Mr. LIN Haichuan, Mr. HUANG Yuntao and Mr. LI Xiaoli who have been appointed by the Board on

LETTER FROM THE BOARD

6 April 2022 shall hold office until the Annual General Meeting pursuant to Article 83 of the Articles of Association. All of the above Directors, being eligible, will offer themselves for re-election at the Annual General Meeting.

Mr. LAU Sik Yuen (“**Mr. LAU**”), an independent non-executive Director who has been serving the Company for more than 9 years, and is holding other listed company directorships as contained in his biographical information set out in Appendix I to this circular, has confirmed his independence with reference to the factors set out in Rule 3.13 of the Listing Rules. Mr. LAU has been holding two listed company directorships including the directorship as an independent non-executive Director of the Company.

Mr. LAU attended most of the meetings of the Board and the Board committees held in the past years and the current financial year. Details of the attendance records are set out under “Corporate Governance Report” in the Company’s annual report for the year ended 31 December 2021. The relevant Board papers and materials were provided to the Directors for review and consider prior to the meetings. Mr. LAU has remained responsible in his performance of functions and in discharging his duties to the Company through active participation on the Board and by bringing balance of views as well as knowledge, experience and expertise.

Mr. LAU has confirmed that he will continue to devote sufficient time for the discharge of his functions and responsibilities as an independent non-executive Director. With his background and experience as set out in the biographical information, Mr. LAU is fully aware of the responsibilities and expected time involvements in the Company. Based on the foregoing, the Board believes that Mr. LAU’s positions outside the Company will not affect him in maintaining his current role in, and his functions and responsibilities for, the Company.

The nomination committee of the Company (“**Nomination Committee**”) has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria set out in the Company’s Board Diversity Policy and Director Nomination Policy and the Company’s corporate strategy, and the independence of all independent non-executive Directors. The Nomination Committee has recommended to the Board on re-election of all the retiring Directors including the aforesaid independent non-executive Director who is due to retire at the Annual General Meeting. The Company considers that the retiring independent non-executive Director is independent in accordance with the independence guidelines set out in the Listing Rules and will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity.

Details of the Directors proposed for re-election at the Annual General Meeting are set out in Appendix I to this circular.

LETTER FROM THE BOARD

3. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 11 to 12 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll. An announcement on the poll results will be published by the Company after the Annual General Meeting in the manner prescribed under the Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.dragoncrown.com>). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 3:00 p.m. on Tuesday, 21 June 2022) or the adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting or any adjournment thereof if you so wish.

4. RECOMMENDATION

The Directors consider that the proposed re-election of retiring Directors are fair and reasonable and in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
Dragon Crown Group Holdings Limited
LIN Haichuan
Chairman and Chief Executive Officer

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

POSITION, EXPERIENCE AND LENGTH OF SERVICE**(1) Mr. LAU Sik Yuen**

Mr. LAU Sik Yuen (“**Mr. LAU**”), aged 54, was appointed as an independent non-executive Director of the Company on 30 November 2010. Mr. LAU is also chairman of the audit committee, remuneration committee and nomination committee of our Board. Mr. LAU served as the financial controller of a subsidiary of NWS Holdings Limited, a company listed on the Main Board for over 3 years and had worked with PricewaterhouseCoopers for over 5 years. Mr. LAU served as a non-executive director of ZMFY Automobile Glass Services Limited, a company listed on the Growth Enterprise Market Board of the Stock Exchange (the “**GEM**”) from September 2013 to December 2014. Mr. LAU graduated from Oregon State University with a bachelor degree of science in Business Administration in 1989. Mr. LAU is a fellow member of the Hong Kong Institute of Certified Public Accountants as well as a member of the American Institute of Certified Public Accountants. Mr. LAU has been serving as the chief financial officer and company secretary of Xinyi Glass Holdings Limited, a company listed on the Main Board, since April 2003. Mr. LAU has served as an independent non-executive director of China Qinfa Group Limited, a company listed on the Main Board since June 2009. Mr. Lau served as an independent non-executive director of SDM Group Holdings Limited, a company listed on the GEM, from September 2014 to June 2020. Mr. LAU has also served as an independent non-executive director of CTEH INC., a company listed on the Main Board, from May 2018 to July 2021.

(2) Mr. HOU Xiaoming

Mr. HOU Xiaoming (“**Mr. HOU**”), aged 59, was appointed as an independent non-executive Director of the Company with on 1 July 2019. Mr. HOU is also a member of the audit committee, remuneration committee and nomination committee of our Board. Mr. HOU served various positions in Sinopec Shanghai Gaoqiao Company (formerly named as Shanghai Gaoqiao Petrochemical Company), a subsidiary of China Petroleum & Chemical Corporation (a company the H shares of which are listed on the Hong Kong, London and New York stock exchanges and the A shares of which are listed on the Shanghai stock exchange), from July 1985 until his resignation in September 2017 with his last positions as deputy secretary of the party committee, director and general manager. Mr. HOU has extensive experience in the petrochemical industry and corporate management. He graduated from East China University of Science and Technology (“**ECUST**”) (formerly named as East China Institute of Chemical Technology) in 1985 with a bachelor degree in engineering specialising in petroleum refining. He obtained a master degree in chemical engineering in 2000 and a doctorate degree in chemical technology in 2016, both from ECUST. He was also the author or one of the coauthors of a few publications on the petrochemical industry.

(3) Mr. LIN Haichuan

Mr. LIN Haichuan (“**Mr. LIN**”), aged 49, was appointed as an executive Director, chairman of the Board and chief executive officer on 6 April 2022. He graduated from Xiamen University* (廈門大學) in the PRC with a degree of Bachelor of International Finance in 1993. He further obtained a degree of Master of Business Administration from China Europe International Business School in 2009 and a degree of Doctor of Business Administration from City University of Hong Kong in 2016. Mr. Lin is the chairman of 廣東宏川智慧物流股份有限公司 (Guangdong Great River Smarter Logistics Co., Ltd.*), a joint stock company incorporated in the PRC with limited liability, the shares of which are listed on the Shenzhen Stock Exchange (Stock Code: 002930.SZ) (the “**Offeror Parent**”), and also currently holds a number of positions within the Offeror Parent group, including, amongst others, chairman of 江蘇大寶贏電商發展有限公司 (Jiangsu Dabaoying E-commerce Development Co., Ltd.*), 東莞市快易商業保理有限公司 (Dongguan Kuaiyi Commercial Factoring Co., Ltd.*) and 廣東綠川生態環境科技有限公司 (Guangdong Lvchuan Ecological Environment Technology Co., Ltd.*), general manager of Offeror Parent, and director of 東莞市宏川智慧物流有限公司 (Dongguan Great River Smarter Logistics Co., Ltd.*), 東莞市宏川智慧物流發展有限公司 (Dongguan Hongchuan Smart Logistics Development Co., Ltd.*), 宏川實業發展(香港)有限公司 (Great River Industrial Development (Hong Kong) Limited), 廣東宏川集團有限公司 (Guangdong Hongchuan Group Co., Ltd.*), 東莞市宏川化工供應鏈有限公司 (Dongguan Hongchuan Chemical Supply Chain Co., Ltd.*), 廣東宏川能源有限公司 (Guangdong Hongchuan Energy Co., Ltd.*), 東莞市寶基房地產開發有限公司 (Dongguan Baoji Real Estate Development Co., Ltd.*), 廣東宏川加樂加車能終端服務有限公司 (Guangdong Hongchuan Jialejia Car Energy Terminal Service Co., Ltd.*), 東莞市宏川供應鏈有限公司 (Dongguan Hongchuan Supply Chain Co., Ltd.*) and 東莞市宏川加樂加新能源有限公司 (Dongguan Hongchuan Jialejia New Energy Co., Ltd.*). Within the Offeror Parent group, Mr. Lin previously held the positions of general manager of 東莞市虎門化工貿易公司 (Dongguan Humen Chemical Trading Co. Ltd.*) and 東莞市宏川化工供應鏈有限公司 (Dongguan Hongchuan Chemical Supply Chain Co., Ltd.*). Mr. Lin currently is a committee member of Dongguan CPPCC Standing Committee, the deputy chairman of Dongguan Municipal Committee of China Democratic League and the chairman of Dongguan Listed Companies Association. He was previously a committee member of Maoming CPPCC Standing Committee, the founding chairman of Dongguan Maoming Chamber of Commerce, the deputy chairman of Dongguan Federation of Industry and Commerce and the chairman of Dongguan Production Safety Association. Mr. Lin was awarded honours such as Model Worker of Guangdong Province, May 1st Labour Medal of Guangdong Province, Global Outstanding Dongguan Merchant, Outstanding Innovative Entrepreneurs of China, Outstanding Entrepreneur of Dongguan City and Democratic League Advanced Individual for Poverty Alleviation.

(4) Mr. HUANG Yuntao

Mr. HUANG Yuntao (“**Mr. HUANG**”), aged 52, was appointed as an executive Director on 6 April 2022. He graduated from South China University of Technology* (華南理工大學) (formerly known as South China Engineering College* (華南工學院)) with a degree of Bachelor of Organic Chemical Engineering in 1991. He further obtained a degree of Master of Business Administration from South China University of Technology* in 2005 and a degree of Doctor of Business Administration from City University of Hong Kong in 2016. Mr. Huang is a senior deputy general manager of Offeror Parent, and he also currently holds a number of positions within the Offeror Parent group, including, amongst others, chairman of 常州宏川石化倉儲有限公司 (Changzhou Hongchuan Petrochemical Storage Co., Ltd.*); general manager of 太倉陽鴻石化有限公司 (Taicang Yanghong Petrochemical Co. Ltd.*), 太倉宏川智慧公路港綜合服務有限公司 (Taicang Hongchuan Intelligent Highway Port Integrated Service Co., Ltd.*), 蘇州市宏川智慧物流發展有限公司 (Suzhou Hongchuan Smart Logistics Development Co., Ltd.*) and 常熟宏智倉儲有限公司 (Changshu Hongzhi Warehousing Co., Ltd.*); and director of Offeror Parent, 太倉陽鴻石化有限公司 (Taicang Yanghong Petrochemical Co. Ltd.*), 太倉宏川智慧公路港綜合服務有限公司 (Taicang Hongchuan Intelligent Highway Port Integrated Service Co., Ltd.*), 常熟宏川石化倉儲有限公司 (Changshu Hongchuan Petrochemical Storage Co., Ltd.*), 宏川智慧物流發展 (香港) 有限公司 (Hongchuan Smart Logistics Development (Hong Kong) Co., Ltd.*), 江蘇長江石油化工有限公司 (Jiangsu Changjiang Petrochemical Co., Ltd.*), 常熟宏智倉儲有限公司 (Changshu Hongzhi Warehousing Co., Ltd.*), 江蘇金聯宏網絡科技有限公司 (Jiangsu Jinlianhong Network Technology Co., Ltd.*), 蘇州市宏川智慧物流發展有限公司 (Suzhou Hongchuan Smart Logistics Development Co., Ltd.*) and 常熟宏川萬創倉儲物流有限公司 (Changshu Hongchuan Wanchuang Warehousing and Logistics Co., Ltd.*). Mr. Huang previously held the positions of deputy general manager of 東莞三江港口儲罐有限公司 (Dongguan Sanjiang Port Storage Tank Company Limited*), 廣東宏川集團有限公司 (Guangdong Hongchuan Group Company Limited*) and 廣東宏川實業發展有限公司 (Guangdong Hongchuan Industrial Development Company Limited*); and senior deputy general manager of 廣東宏川實業發展有限公司 (Guangdong Hongchuan Industrial Development Company Limited*) within the Offeror Parent group. Mr. Huang currently is a member of Taicang CPPCC standing committee and the president of Taicang Port Chamber of Commerce. Mr. Huang was awarded the honour of Suzhou City Model Worker.

(5) Mr. LI Xiaoli

Mr. LI Xiaoli (“**Mr. LI**”), aged 44, was appointed as an executive Director on 6 April 2022. He graduated from Hubei University* (湖北大學) with a degree of Bachelor of Accounting in 1999. He also obtained a degree of Master of Business Administration from Lanzhou University* (蘭州大學) in 2014. He is a certified public accountant, registered tax agent and a qualified auditor in the PRC. Mr. Li is a senior deputy general manager and chief financial officer of Offeror Parent, and also currently holds a number of positions within the Offeror Parent group, including, amongst others, general manager of Offeror Parent’s finance centre, 東莞市宏川智慧物流發展有限公司 (Dongguan Hongchuan Smart Logistics Development Co., Ltd.*) and 東莞市宏川智慧物流有限公司 (Dongguan Great River Smarter Logistics Co., Ltd.*); chairman of 東莞三江港口儲罐有限公司 (Dongguan Sanjiang Port Storage Tank Co., Ltd.*); and director of 東莞市宏川化工倉儲有限公司 (Dongguan Hongchuan Chemical Storage Co., Ltd.*), 東莞市宏元化工倉儲有限公司 (Dongguan Hongyuan Chemical Storage Co., Ltd.*), 江蘇長江石油化工有限公司 (Jiangsu Changjiang Petrochemical Co., Ltd.*), and 常熟宏川萬創倉儲物流有限公司 (Changshu Hongchuan Wanchuang Warehousing and Logistics Co., Ltd.*). Within the Offeror Parent group, Mr. Li previously held the positions of deputy manager and general manager of the finance department of 廣東宏川集團有限公司 (Guangdong Hongchuan Group Co., Ltd.*).

* For identification only

INTERESTS IN SHARES

As at the Latest Practicable Date, the interests and short positions of the Directors proposed for re-election at the Annual General Meeting in the shares, underlying shares and debentures of the Company (within the meaning of Part XV of the SFO) which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, or which were recorded in the register required to be kept pursuant to Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules were as follows:

Long positions in the shares of the Company

Name of director	Personal Interests	Corporate Interests	Total	Approximate percentage of existing issued share capital of the Company
Mr. LIN	–	1,210,228,991 ⁽¹⁾	1,210,228,991	99.15

Note:

- Mr. LIN is the ultimate controlling shareholder and actual controller of 廣東宏川智慧物流股份有限公司 (Guangdong Great River Smarter Logistics Co., Ltd*), which in turn controls 100% of 太倉陽鴻石化有限公司 (Taicang Yanghong Petrochemical Co., Ltd*). 太倉陽鴻石化有限公司 (Taicang Yanghong Petrochemical Co., Ltd*) controls 51% of 蘇州市宏川智慧物流發展有限公司 (Suzhou Hongchuan Smart Logistics Development Co., Ltd.*), which in turn controls 100% of Great River Smarter Logistics (Hong Kong) Limited (宏川智慧物流(香港)有限公司). Great River Smarter Logistics (Hong Kong) Limited (宏川智慧物流(香港)有限公司) legally and beneficially owns 1,210,228,991 ordinary shares of the Company as at the Latest Practicable Date.

Save as disclosed above, as at the Latest Practicable Date, none of the above Directors proposed for re-election had any interests or short positions in any shares, underlying shares and debentures of the Company.

RELATIONSHIPS

Save as disclosed above, none of the above Directors proposed for re-election is related to any Directors, senior management or substantial or controlling Shareholders of the Company.

DIRECTORSHIPS

Save as disclosed above, none of the above Directors proposed for re-election holds any directorships in listed public companies in the last three years.

* For identification only

DIRECTORS' EMOLUMENTS**(1) Mr. LAU Sik Yuen**

Mr. LAU has renewed service contracts with the Company for a term of one year effective from 1 December 2011 and will continue thereafter for successive one-year terms until terminated with one month's notice in writing served on the other party. Under the service contract, Mr. LAU is entitled to an annual emolument of HK\$240,000. The emolument excludes bonus and other benefits which may be granted at the discretion of the Company. The Director's fees and other emoluments are determined by the Board with reference to his duties, responsibilities and performance as well as the market rate of a director of other Hong Kong listed companies. The total remuneration (including bonus and other benefits) of Mr. LAU for the year ended 31 December 2021 was HK\$240,000.

(2) Mr. HOU Xiaoming

Mr. HOU has entered into an appointment letter with the Company for an initial term of one year commencing from 1 July 2019 and will continue thereafter for successive one-year terms which may be terminated by either party thereto by giving to the other one month's prior notice in writing. Under the service contract, Mr. HOU is entitled to an annual emolument of HK\$240,000 . The emolument excludes bonus and other benefits which may be granted at the discretion of the Company. The Director's fees and other emoluments are determined by the Board with reference to his duties, responsibilities and performance as well as the market rate of a director of other Hong Kong listed companies. The total remuneration (including bonus and other benefits) of Mr. HOU for the year ended 31 December 2021 was HK\$240,000 .

Each of Mr. LIN Haichuan, Mr. HUANG Yuntao and Mr. LI Xiaoli has not entered into a service contract with the Company and each of them will not receive any remuneration from the Company.

**INFORMATION THAT NEEDS TO BE DISCLOSED AND MATTERS THAT NEED
TO BE BROUGHT TO THE ATTENTION OF THE SHAREHOLDERS**

Save as disclosed above, there are no other matters relating to the re-election of Mr. LAU, Mr. HOU, Mr. LIN, Mr. HUANG and Mr. LI that need to be brought to the attention of the Shareholders and there is no information which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

NOTICE OF ANNUAL GENERAL MEETING



Dragon Crown Group Holdings Limited

龍翔集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 935)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that an Annual General Meeting of Dragon Crown Group Holdings Limited (the “**Company**”) will be held at Suite 1803, Convention Plaza, Office Tower, 1 Harbour Road, Wanchai, Hong Kong on Thursday, 23 June 2022 at 3:00 p.m. for the following purposes:

1. To receive and consider the audited consolidated financial statements of the Group and the reports of the directors of the Company (the “**Directors**”) and auditor of the Company for the year ended 31 December 2021.
2. To re-elect Mr. LIN Haichuan as executive director;
3. To re-elect Mr. HUANG Yuntao as executive director;
4. To re-elect Mr. LI Xiaoli as executive director;
5. To re-elect Mr. LAU Sik Yuen as independent non-executive director;
6. To re-elect Mr. HOU Xiaoming as independent non-executive director.
7. To authorise the board of Directors (the “**Board**”) to fix the remuneration of Directors.
8. To re-appoint Ernst & Young as auditor and to authorise the Board to fix the remuneration.

By Order of the Board
Dragon Crown Group Holdings Limited
LIN Haichuan
Chairman and Chief Executive Officer

Hong Kong, 30 May 2022

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. All resolutions at the meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint one or more than one proxy to attend and on a poll, vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for the meeting (i.e. not later than 3:00 p.m. on Tuesday, 21 June 2022) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. 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 to Thursday, 23 June 2022, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the annual general 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 Investor Services 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.
5. References to time and dates in this notice are to Hong Kong time and dates.