
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Ronshine Service Holding Co., Ltd, you should at once hand this circular with 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 the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss however arising from or in reliance upon the whole or any part of the contents of this circular.



Ronshine Service Holding Co., Ltd
融信服務集團股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2207)

PROPOSALS FOR
GENERAL MANDATES TO ISSUE SHARES AND BUY BACK SHARES
AND
RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of Ronshine Service Holding Co., Ltd to be held at Room 401-3, Building No. 6, Lane 226 Panyang Road, Minhang District, Shanghai, the People's Republic of China on Wednesday, 29 June 2022 at 10:00 a.m. is set out on pages 16 to 21 of this circular. A form of proxy for use at the annual general meeting is also enclosed in this circular. Such form of proxy is also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.rxswy.com). Whether or not you are able to attend the meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the meeting (i.e. before 10:00 a.m. on Monday, 27 June 2022) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude shareholders from attending and voting at the meeting or any adjournment thereof if they so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

In light of the coronavirus disease (COVID-19) pandemic, to safeguard the health and safety of all the attendees who will attend the Annual General Meeting in person, the Company will implement the following precautionary measures at the Annual General Meeting:

- (i) no refreshments or drinks will be served either during or after the Annual General Meeting;
- (ii) all attendees will be subject to compulsory body temperature check at the entrance of the meeting venue. Any person with a body temperature above 37.4 degree Celsius, exhibiting respiratory infection symptoms, or is apparently unwell, will be denied entry into the meeting venue;
- (iii) all attendees are required to wear face masks appropriately and observe good personal hygiene at all times during the Annual General Meeting. Please note that no masks will be provided at the meeting venue and attendees should bring their own masks;
- (iv) proper distance will be maintained between seats at the meeting venue;
- (v) the number of attendees in one single venue will be restricted and where necessary, multiple meeting rooms with telecommunication facilities and/or computer devices will be put in use; and
- (vi) any other additional precautionary measures in accordance with the latest requirements or guidelines issued by the PRC Government and/or other regulatory authorities.

To the extent permitted under law, the Company reserves the right to deny any person entry into the meeting venue or require any person to leave the meeting venue so as to ensure the health and safety of the attendees at the Annual General Meeting. In the interests of the health and safety of Shareholders, the Company strongly encourages Shareholders to exercise their right to vote by appointing the chairman of the Annual General Meeting as their proxy instead of attending the Annual General Meeting in person.

Physical attendance by a Shareholder is not necessary for the purpose of exercising voting right. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the Annual General Meeting or any adjournment thereof if they so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

If any Shareholder has any question relating to the Annual General Meeting arrangements, please contact Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, as follows:

Computershare Hong Kong Investor Services Limited

17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

Telephone: (852) 2862 8555

Facsimile: (852) 2865 0990

Website: www.computershare.com/hk/contact

Due to the constantly evolving COVID-19 pandemic situation, the Company may be required to change its arrangements for the Annual General Meeting at short notice. The Company will closely monitor the development of the COVID-19 pandemic situation and any other additional regulations or precautionary measures introduced or to be introduced by the PRC Government and/or other regulatory authorities. Shareholders should check the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.rxswy.com) for any updates on the arrangements for the Annual General Meeting.

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 Room 401-3, Building No. 6, Lane 226 Panyang Road, Minhang District, Shanghai, the People’s Republic of China on Wednesday, 29 June 2022 at 10:00 a.m. or any adjournment thereof, the notice of which is set out on pages 16 to 21 of this circular
“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“Buy-back Mandate”	a general and unconditional mandate proposed to be granted to the Directors at the Annual General Meeting to buy back Shares not exceeding 10 per cent of the total number of issued Shares as at the date of passing of the relevant resolution granting the Buy-back Mandate
“Cayman Companies Act”	the Companies Act, Cap. 22 (Act 3 of 1961, as consolidated and revised) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
“Company”	Ronshine Service Holding Co., Ltd, an exempted company incorporated under the laws of 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
“Extension Mandate”	a general and unconditional mandate proposed to be granted to the Directors to the effect that the total number of Shares which may be allotted and issued under the General Mandate may be increased by an additional number representing such number of Shares actually bought back under the Buy-back Mandate
“Family Trust”	the family trust established on 18 August 2020 by Mr. Ou Zonghong as the settlor and protector, with HSBC International Trustee Limited as the trustee
“General Mandate”	a general and unconditional mandate proposed to be granted to the Directors at the Annual General Meeting to exercise the power of the Company to allot, issue and/or otherwise deal with new Shares not exceeding 20 per cent of the total number of issued Shares as at the date of passing of the relevant resolution granting the General Mandate

DEFINITIONS

“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”	24 May 2022, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Date”	16 July 2021, the date on which dealings in the Shares commenced on the Stock Exchange
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Nomination Committee”	the nomination committee of the Company
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the People’s Republic of China
“Ronshine China”	Ronshine China Holdings Limited (融信中國控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 11 September 2014, whose shares are listed on the Stock Exchange (stock code: 3301)
“Ronshine China Group”	Ronshine China and its subsidiaries
“Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of nominal value of HK\$0.01 each in the capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Code on Takeovers and Mergers issued by the Securities and Futures Commission in Hong Kong, as amended, supplemented or otherwise modified from time to time



Ronshine Service Holding Co., Ltd
融信服務集團股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2207)

Executive Directors:

Mr. Ou Zonghong (*Chairman*)

Mr. Ma Xianghong

Ms. Lin Yi

Non-executive Director:

Ms. Lin Liqiong

Independent Non-executive Directors:

Mr. Ye Azhong

Mr. Chen Zhangwang

Mr. Kwok Kin Kwong Gary

Registered office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman, KY1-1111

Cayman Islands

Principal place of business in Hong Kong:

40th Floor

Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai

Hong Kong

30 May 2022

To the Shareholders

Dear Sir or Madam

**PROPOSALS FOR
GENERAL MANDATES TO ISSUE SHARES AND BUY-BACK SHARES
AND
RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide the Shareholders with the notice of Annual General Meeting and the information of the following proposals to be put forward at the Annual General Meeting: (i) the grant to the Directors of the General Mandate, the Buy-back Mandate and the Extension Mandate, and (ii) the re-election of the retiring Directors.

LETTER FROM THE BOARD

GENERAL MANDATE TO ISSUE SHARES

In order to ensure greater flexibility and give discretion to the Directors in the event that it becomes desirable for the Company to issue new Shares, approval is to be sought from the Shareholders, pursuant to the Listing Rules, for the General Mandate to issue Shares. An ordinary resolution no. 4(A) will be proposed at the Annual General Meeting to grant the General Mandate to the Directors to exercise the powers of the Company to allot, issue and/or otherwise deal with new Shares not exceeding 20 per cent of the total number of issued Shares as at the date of passing of the resolution in relation to the General Mandate. As at the Latest Practicable Date, there were 508,104,000 Shares in issue. Subject to the passing of the above resolution and on the basis that no further Shares are issued or bought back after the Latest Practicable Date and up to the date of the Annual General Meeting, the Company will be allowed to issue a maximum of 101,620,800 Shares under the General Mandate.

In addition, subject to a separate approval of the ordinary resolution no. 4(C), the number of Shares bought back by the Company under ordinary resolution no. 4(B), if approved by the Shareholders at the Annual General Meeting, will also be added to extend the 20 per cent limit of the General Mandate as mentioned in the ordinary resolution no. 4(A) provided that such additional number shall not exceed 10 per cent of the issued Shares as at the date of passing of the General Mandate and the Buy-back Mandate.

BUY-BACK MANDATE TO BUY BACK SHARES

In addition, an ordinary resolution no. 4(B) will be proposed at the Annual General Meeting to grant the Buy-back Mandate to the Directors to exercise the powers of the Company to buy back Shares representing up to 10 per cent of the total number of issued Shares as at the date of passing of the resolution in relation to the Buy-back Mandate. As at the Latest Practicable Date, there were 508,104,000 Shares in issue. Subject to the passing of the above resolution and on the basis that no further Shares are issued or bought back after the Latest Practicable Date and up to the date of the Annual General Meeting, the Company will be allowed to buy back a maximum of 50,810,400 Shares under the Buy-back Mandate.

An explanatory statement required by the Listing Rules in connection with the Buy-back Mandate is set out in Appendix II to this circular. This explanatory statement contains all information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the relevant resolution at the Annual General Meeting.

RE-ELECTION OF RETIRING DIRECTORS

In accordance with Article 84(1) of the Articles of Association, 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 and be eligible for re-election and re-appointment at every annual general meeting, provided that every Director shall be subject to retirement by rotation at the annual general meeting at least once every three years. Further, Article 83(3) of the Articles of Association provides that any Director appointed by the Board to fill a casual vacancy shall hold office until the first general meeting after his/her appointment and shall be eligible for re-election at that meeting and any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election. Any Director appointed by the Board pursuant to Article 83(3) of the Articles of Association shall not be taken into account in determining which particular Directors or the number of Directors who are to retire by rotation in accordance with Article 84(2) of the Articles of Association.

LETTER FROM THE BOARD

Accordingly, Mr. Ou Zonghong, Mr. Ma Xianghong, Ms. Lin Yi, Ms. Lin Liqiong, Mr. Ye Azhong, Mr. Chen Zhangwang and Mr. Kwok Kin Kwong Gary shall retire and, being eligible, have offered themselves for re-election as Directors at the Annual General Meeting. Details of the retiring Directors proposed to be re-elected at the Annual General Meeting are set out in Appendix I to this circular in accordance with the relevant requirements of the Listing Rules.

Recommendations to the Board for the proposal for re-election of each of Mr. Ou Zonghong, Mr. Ma Xianghong, Ms. Lin Yi, Ms. Lin Liqiong, Mr. Ye Azhong, Mr. Chen Zhangwang and Mr. Kwok Kin Kwong Gary as Directors were made by the Nomination Committee, after having considered a range of diversity perspectives including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service, as set out in the board diversity policy of the Company.

With reference to the qualifications and working experience of Mr. Ye Azhong, Mr. Chen Zhangwang and Mr. Kwok Kin Kwong Gary as set out in Appendix I to this circular, the Board is of the view that Mr. Ye Azhong, Mr. Chen Zhangwang and Mr. Kwok Kin Kwong Gary can bring technical knowledge and business insights to the Board and contribute to the Board's diversity. Given that they have confirmed in writing to the Company of their independence with reference to various factors set out in Rule 3.13 of the Listing Rules, the Board is satisfied with their independence and believes they are independent.

CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining the Shareholders' rights to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Friday, 24 June 2022 to Wednesday, 29 June 2022 (both days 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, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on Thursday, 23 June 2022.

NOTICE OF ANNUAL GENERAL MEETING

Set out on pages 16 to 21 of this circular is the notice of Annual General Meeting at which, inter alia, ordinary resolutions will be proposed to Shareholders to consider and approve (i) the grant to the Directors of the General Mandate, the Buy-back Mandate and the Extension Mandate, and (ii) the re-election of the retiring Directors.

FORM OF PROXY

A form of proxy for use at the Annual General Meeting is enclosed. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.rxswy.com). Whether or not you intend to attend the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible but in any event not less than 48 hours before the time fixed for the holding of the Annual General Meeting (i.e. before 10:00 a.m. on Monday, 27 June 2022) or any adjournment thereof (as the case may be).

LETTER FROM THE BOARD

Completion and return of the form of proxy will not preclude you from attending and voting at the Annual General Meeting or any adjournment thereof should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules and Article 66(1) of the Articles of Association, any vote of shareholders at a general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, each of the resolutions set out in the notice of Annual General Meeting will be taken by way of poll.

An announcement on the poll results will be made by the Company after the Annual General Meeting in the manner prescribed under Rule 13.39(5) and Rule 13.39(5A) of the Listing Rules.

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

RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

RECOMMENDATION

The Directors consider that the proposed resolutions for the granting to the Directors of the General Mandate, the Buy-back Mandate and the Extension Mandate and the re-election of the retiring Directors are in the interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of all the resolutions to be proposed at the Annual General Meeting.

Yours faithfully
By order of the Board
Ronshine Service Holding Co., Ltd
Ou Zonghong
Chairman

APPENDIX I DETAILS OF RETIRING DIRECTORS PROPOSED FOR RE-ELECTION

The following are the particulars of the retiring Directors (as required by the Listing Rules) proposed to be re-elected at the Annual General Meeting.

As at the Latest Practicable Date, none of the following Directors, save as disclosed herein, had any interest in Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, none of the following Director held any position with the Company or any other member of the Group, nor had any directorships in other listed public companies in the last three years. In addition, none of the following Director had any relationship with any other Directors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed herein, there is no other matter in relation to the following Directors that needs to be brought to the attention of the Shareholders and there is no other information relating to the following Directors which is required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

EXECUTIVE DIRECTORS

Mr. Ou Zonghong (歐宗洪), aged 52, was appointed as our Director on 14 April 2020. He was re-designated as our executive Director and appointed as the chairman of our Board on 22 September 2020. Mr. Ou is primarily responsible for the overall strategic decisions, business planning and major business operation of our Group. Mr. Ou has approximately 25 years of experience in the PRC property development, construction and management industries.

Mr. Ou is the founder of Ronshine China Group. On 23 September 2003, Mr. Ou established Rongxin (Fujian) Investment Company Limited (融信(福建)投資集團有限公司) (formerly known as Fujian Rongxin Real Estate Development Company Limited (福建融信房地產開發有限公司)), a subsidiary of Ronshine China, where he has been responsible for formulating its overall development strategy and daily operation. Mr. Ou has been the chairman of the board of directors, an executive director and the chief executive officer of Ronshine China since December 2014 where he has been primarily responsible for its overall development strategy and daily operation. Mr. Ou also holds directorship in various subsidiaries of Ronshine China which are primarily engaged in property development and business management consulting.

Prior to founding Ronshine China Group, Mr. Ou also established various companies in Fujian Province which were engaged in property development and construction, including Putian Transport Engineering Company Limited (莆田市交通工程有限公司) in August 1995 and Putian Transport and Real Estate Development Company Limited (莆田市交通房地產開發有限公司) in April 2000.

Mr. Ou was awarded the 2018 Hope Project Contribution Award (2018年度希望工程貢獻獎) by China Youth Development Foundation (中國青少年發展基金會) in December 2018, the 2016 China Most Socially Responsible Entrepreneur (中國最具社會責任企業家) and 2017 China Most Socially Responsible Entrepreneur by the Organizing Committee of China Employer Brand Forum (中國僱主品牌論壇組委會) in December 2016 and January 2018, respectively, the fourteenth and fifteenth sessions of the Excellent Entrepreneur of Fujian province (福建省優秀企業家) by Federation of Fujian Enterprise and Entrepreneur (福建省企業與企業家聯合會) in December 2011 and June 2014, respectively, and the Silver Award of the fifth session of Ten Young Entrepreneurs of Fujian (第五屆福建省十大傑出青年企業家銀獎) in April 2008.

Mr. Ou Zonghong had entered into a service contract with the Company for a term of 3 years commencing from 14 April 2020 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Ou Zonghong is entitled to a director's remuneration of HK\$500,000 per annum and a discretionary bonus which have been determined by the remuneration committee of the Company and the Board with reference to his performance, duties and responsibilities with the Company and the prevailing market condition. For the year ended 31 December 2021, the total emolument paid by the Group to Mr. Ou amounted to RMB190,000 (including director's fee).

As at the Latest Practicable Date, Mr. Ou Zonghong was deemed to be interested in 375,000,000 Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Ma Xianghong (馬祥宏), aged 48, was appointed as our executive Director on 22 September 2020. Mr. Ma joined our Group on 8 October 2016 and has been serving as our chief executive officer since then. Mr. Ma is primarily responsible for our overall business operations and management, and execution of the decisions of the Board. Mr. Ma has approximately 21 years of management experience in the PRC real estate and property management services industries. Prior to joining our Group, from July 1993 to August 1999, Mr. Ma taught at Dianzi high school in Shiyan, Hubei Province, where he served as a director and vice principal. From September 1999 to September 2016, Mr. Ma held various positions at Gemdale Corporation (金地(集團)股份有限公司), a property development and property management company listed on the Shanghai Stock Exchange (stock code: 600383), where he last served as the assistant general manager of the property group and the general manager of its building engineering company, and was primarily responsible for property management, intelligent engineering and other related business.

Mr. Ma obtained a bachelor's degree in Chinese language and literature from Hubei University (湖北大學) in the PRC in June 2001, and a master degree of business administration from The Hong Kong Polytechnic University (香港理工大學) in Hong Kong in October 2014.

Mr. Ma Xianghong had entered into a service contract with the Company for his appointment as an executive Director for a term of 3 years commencing from 22 September 2020 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Ma is not entitled to any director's fee for his appointment as executive Director but is entitled to receive salaries and other benefits for his employment with the Group as well as discretionary bonus which will be determined by the Group with reference to his performance, duties and responsibilities with the Group and the prevailing market condition. For the year ended 31 December 2021, the total emolument paid by the Group to Mr. Ma amounted to RMB2,917,000 (including salaries, housing allowance and contributions to retirement benefit scheme, and discretionary bonus).

As at the Latest Practicable Date, Mr. Ma Xianghong did not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Ms. Lin Yi (林怡), aged 49, was appointed as our executive Director on 22 September 2020. Ms. Lin joined our Group on 10 June 2014 and was promoted to chief financial officer and general manager of financial capital management center in December 2019. Ms. Lin is primarily responsible for the financial management and the internal control of our Group. She has over 25 years of experience in financial operation and management. Prior to joining our Group, from March 1990 to June 2014, Ms. Lin held various positions at Fujian Tongchun Pharmaceutical Co., Ltd (福建同春藥業股份有限公司), a company engaged in the manufacturing of medicine, medical supplies and health products, where she successively served as the deputy general manager of financial management and investment development department and a deputy general manager of its operation and management department, and was primarily responsible for the overall management of the department and accumulated extensive operation management experience.

Ms. Lin obtained an associate's degree in financial accounting from The Open University of Fujian (福建廣播電視大學) in the PRC in July 1995, and a bachelor's degree in human resources management from Fujian Agriculture and Forestry University (福建農林大學) in the PRC in June 2009. She was qualified as an Intermediate Accountant (中級會計師) by the Ministry of Finance (財政部) of the PRC in December 1996.

Ms. Lin Yi had entered into a service contract with the Company for her appointment as an executive Director for a term of 3 years commencing from 22 September 2020 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Ms. Lin Yi is not entitled to any director's fee for her appointment as executive Director but is entitled to receive salaries and other benefits for her employment with the Group as well as discretionary bonus which will be determined by the Group with reference to her performance, duties and responsibilities with the Group and the prevailing market condition. For the year ended 31 December 2021, the total emolument paid by the Group to Ms. Lin amounted to RMB853,000 (including salaries, housing allowance and contributions to retirement benefit scheme, and discretionary bonus).

As at the Latest Practicable Date, Ms. Lin Yi did not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

NON-EXECUTIVE DIRECTOR

Ms. Lin Liqiong (林麗瓊), aged 47, was appointed as our non-executive Director on 22 September 2020 and is primarily responsible for providing guidance for the overall operation of our Group. Ms. Lin has over 22 years of experience in financial management. Since February 2006, Ms. Lin has held various positions at Rongxin (Fujian) Investment Company Limited (formerly known as Fujian Rongxin Real Estate Development Company Limited), where she is currently serving as the general manager of its financial capital center and is primarily responsible for its financial management. From August 2015 to November 2018, Ms. Lin was the general manager of the financial capital center at Fuzhou Yiheng Investment Company Limited (福州羿恒投資有限公司), an investment company, where she was primarily responsible for its financial management. From August 2008 to February 2012, Ms. Lin was a financial manager at Fuzhou Shiou Property Development, a property development company, where she was primarily responsible for its financial management. From April 1998 to February 2006, she was an accountant in charge at Putian Transport Engineering Company Limited (莆田市交通工程有限公司) and was primarily responsible for accounting management.

Ms. Lin obtained a bachelor's degree in financial accounting from Fujian Agriculture and Forestry University (福建農林大學) in the PRC in July 1998. She was qualified as an Intermediate Accountant (中級會計師) by the Ministry of Finance of the PRC in May 2005.

Ms. Lin Liqiong had entered into a service contract with the Company for her appointment as a non-executive Director for a term of 3 years commencing from 22 September 2020 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Ms. Lin Liqiong is entitled to a director's remuneration of HK\$500,000 per annum. For the year ended 31 December 2021, the total emolument paid by the Group to Ms. Lin amounted to RMB114,000 (including director's fee).

As at the Latest Practicable Date, Ms. Lin Liqiong did not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Ye Azhong (葉阿忠), aged 58, was appointed as an independent non-executive Director on 10 June 2021. He is primarily responsible for providing independent advice on the operations and management of our Group. Mr. Ye has over 30 years of experience in the research and teaching of economics. Since June 1988, Mr. Ye has been working at Fuzhou University (福州大學), and is currently serving as a professor at the university. He was a visiting scholar at Fudan University (復旦大學) from May 2002 to January 2003.

Mr. Ye obtained a bachelor's degree in mathematics in October 1984, and a master's degree in mathematical statistics in June 1988, both from Nankai University (南開大學) in the PRC. He obtained a doctor's degree in quantitative economics from Tsinghua University (清華大學) in the PRC in January 2002. Mr. Ye was qualified as a Professor of Economics (經濟學專業教授) in July 2003 by the Department of Personnel of Fujian Province (福建省人事廳).

Mr. Ye Azhong had entered into an appointment letter with the Company for his appointment as an independent non-executive Director for a term of 3 years commencing from 10 June 2021 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Ye Azhong is entitled to a director's remuneration of HK\$150,000 per annum. For the year ended 31 December 2021, the total emolument paid by the Group to Mr. Ye amounted to RMB62,000 (including director's fee).

As at the Latest Practicable Date, Mr. Ye Azhong did not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Chen Zhangwang (陳章旺), aged 56, was appointed as an independent non-executive Director on 10 June 2021. He is primarily responsible for providing independent advice on the operations and management of our Group. Mr. Chen has over 34 years of experience in the research and teaching of economics. Since July 1986, Mr. Chen has been working at Fuzhou University (福州大學), and is currently serving as a professor at the university.

From December 2013 to December 2019, Mr. Chen served as an independent director at CEEPOWER Co., Ltd. (中能電氣股份有限公司), a power equipment and solution provider listed on the Shenzhen Stock Exchange GEM (stock code: 300062). Mr. Chen obtained a bachelor's degree in business enterprise management from Hangzhou College of Commerce (杭州商學院) (now known as Zhejiang Gongshang University (浙江工商大學)) in the PRC in July 1986, and a master's degree in business administration from The Open University of Hong Kong (香港公開大學) (currently known as the Hong Kong Metropolitan University (香港都會大學)) in Hong Kong in December 2000.

APPENDIX I DETAILS OF RETIRING DIRECTORS PROPOSED FOR RE-ELECTION

Mr. Chen Zhangwang had entered into an appointment letter with the Company for his appointment as an independent non-executive Director for a term of 3 years commencing from 10 June 2021 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Chen Zhangwang is entitled to a director's remuneration of HK\$150,000 per annum. For the year ended 31 December 2021, the total emolument paid by the Group to Mr. Chen amounted to RMB62,000 (including director's fee).

As at the Latest Practicable Date, Mr. Chen Zhangwang did not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Kin Kwong Kwok Gary (郭建江), aged 45, is currently an independent non-executive Director and the chairman of the audit committee. Mr. Kwok joined the Group in June 2021. Mr. Kwok is a member of the Hong Kong Institute of Certified Public Accountants with a bachelor degree of professional accountancy from the Chinese University of Hong Kong. Mr. Kwok served as the Chief Financial Officer of a Hong Kong-based apparel company from December 2020 to November 2021. Mr. Kwok was CFO of Changyou Alliance Group Limited (Stock Exchange Stock Code: 1039) from January 2020 to November 2020, and was CFO of YinYi Holdings (Hong Kong) Limited, from September 2018 to January 2020. From May 2019 to January 2020, he was the joint company secretary of Dafa Properties Group Limited (Stock Exchange Stock Code: 6111). Since May 2017, Mr. Kwok has been an independent non-executive director, the chairman of audit committee and a member of the risk control committee by Sichuan Energy Investment Development Co., Ltd (Stock Exchange Stock Code: 1713). Since May 2020, Mr. Kwok has been an independent non-executive director and chairman of the compensation committee of Global Dining Holdings Limited (formerly known as Singapore Food Holdings Limited) (Stock Exchange Stock Code: 8496).

Mr. Kwok Kin Kwong Gary had entered into an appointment letter with the Company for his appointment as an independent non-executive Director for a term of 3 years commencing from 10 June 2021 and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Kwok Kin Kwong Gary is entitled to a director's remuneration of HK\$150,000 per annum. For the year ended 31 December 2021, the total emolument paid by the Group to Mr. Kwok amounted to RMB57,000 (including director's fee).

As at the Latest Practicable Date, Mr. Kwok Kin Kwong Gary did not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

The following is an explanatory statement required to be sent to the Shareholders under the Listing Rules in connection with the proposed Buy-back Mandate.

SHARE CAPITAL

As at the Latest Practicable Date, the total number of Shares in issue was 508,104,000 Shares. Subject to the passing of the resolution granting the Buy-back Mandate and on the basis that no further Shares are issued or bought back after the Latest Practicable Date and up to the date of the Annual General Meeting, the Company will be allowed to buy back a maximum of 50,810,400 Shares which represent 10 per cent of the total number of issued Shares during the period ending on the earliest of (i) the conclusion of the next annual general meeting of the Company; or (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by any applicable laws or the Articles of Association; or (iii) the date upon which such authority is revoked or varied by a resolution of the Shareholders in general meeting prior to the next annual general meeting of the Company.

REASONS AND FUNDING OF BUY-BACK

The Directors believe that it is in the best interests of the Company and the Shareholders as a whole to seek a general authority from the Shareholders to enable the Company to buy back its Shares on the Stock Exchange. Such buy-back may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or its earnings per Share and will only be made when the Directors believe that such a buy-back will benefit the Company and the Shareholders as a whole.

Buy-backs of Shares will be financed out of funds legally available for the purpose and in accordance with the Articles of Association, the Cayman Companies Act and the Listing Rules. The Cayman Companies Act provides that the amount of capital repaid in connection with a share buy-back may be paid out of the profits of the Company or the proceeds of a fresh issue of Shares made for the purposes of the buy-back or out of capital subject to and in accordance with the Cayman Companies Act. The amount of premium payable on buy-back may only be paid out of either the profits of the Company or out of the share premium account before or at the time the Shares are bought back in the manner provided for in the Cayman Companies Act.

The Directors would only exercise the power to buy back Shares in circumstances where they consider that the buy-back would be in the best interests of the Company. The Directors consider that if the Buy-back Mandate was to be exercised in full at the current prevailing market value, it may not have a material adverse impact on the working capital and/or the gearing position of the Company, as compared with the positions disclosed in the audited consolidated financial statements of the Company as at 31 December 2021, being the date to which the latest published audited consolidated financial statements of the Company were made up. The Directors do not propose to exercise the Buy-back Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

GENERAL

To the best of their knowledge, having made all reasonable enquiries, none of the Directors nor any of their close associates, as defined in the Listing Rules, currently intend to sell any Shares to the Company or its subsidiaries, in the event that the Buy-back Mandate is approved by the Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Buy-back Mandate in accordance with the Listing Rules, the applicable laws of the Cayman Islands and the Articles of Association.

No core connected person (as defined in the Listing Rules) of the Company has notified the Company that he has a present intention to sell any Shares to the Company, or has undertaken not to do so, if the Buy-back Mandate is exercised.

If as a result of a buy-back of Shares by the Company pursuant to the Buy-back Mandate, 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 Rule 32 of the Takeovers Code. Accordingly, a Shareholder, or group of Shareholders acting in concert, depending on the level of increase of the Shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best knowledge and belief of the Directors, HSBC International Trustee Limited was interested in 375,000,000 Shares, approximately 73.80 per cent of the issued Shares.

Mr. Ou Zonghong was the settlor and protector of the Family Trust with HSBC International Trustee Limited as trustee. HSBC International Trustee Limited controlled 375,000,000 Shares through its wholly-owned subsidiary, namely Rongan Juxiang Co., Ltd. Rongan Juxiang Co., Ltd controlled 375,000,000 Shares through its wholly owned subsidiaries, namely Rongxin Yipin Co., Ltd as to 300,000,000 Shares and Fumei International Co., Ltd as to 75,000,000 Shares. Each of Mr. Ou, HSBC International Trustee Limited and Rongan Juxiang Co., Ltd. was deemed to be interested in the Shares held by Rongxin Yipin Co., Ltd and Fumei International Co., Ltd under the Securities and Futures Ordinance.

In the event that the Directors should exercise in full the Buy-back Mandate, the shareholding of HSBC International Trustee Limited in the Company will be increased to approximately 82.00 per cent of the issued Shares and the number of Shares held by the public would fall below 25 per cent of the total number of Shares in issue. To the best knowledge and belief of the Directors, such increase would not give rise to any obligation to make a mandatory offer under the Takeovers Code. The Board and/or its authorized person(s) has no present intention to buy back Shares to the extent that will trigger the obligations under the Takeovers Code to make a mandatory offer. The Directors are not aware of any consequences which would arise under the Takeovers Code as a result of any buy-back of Shares pursuant to the Buy-back Mandate.

The Listing Rules prohibit a company from making buy-back on the Stock Exchange if the result of the buy-back would result in the number of listed securities which are in the hands of the public falling below 25 per cent (or such other prescribed minimum percentage as determined by the Stock Exchange) of the total number of issued shares of such company. The Directors do not propose to exercise the Buy-back Mandate to the extent as would result in the aggregate number of Shares held by the public falling below the prescribed minimum percentage.

SHARE BUY-BACK MADE BY THE COMPANY

No repurchase of Shares (whether on the Stock Exchange or otherwise) have been made by the Company during the period from the Listing Date and up to the Latest Practicable Date.

SHARE PRICES

The highest and lowest traded prices for Shares recorded on the Stock Exchange during the period from the Listing Date and up to the Latest Practicable Date were as follows:

Month	Highest traded prices HK\$	Lowest traded prices HK\$
2021		
July	4.910	4.780
August	5.130	4.830
September	5.890	4.820
October	5.670	5.040
November	5.560	4.550
December	5.250	4.560
2022		
January	5.020	4.690
February	5.190	4.070
March	5.000	4.370
April	5.130	4.570
May (<i>up to and including the Latest Practicable Date</i>)	5.000	4.760

NOTICE OF ANNUAL GENERAL MEETING



Ronshine Service Holding Co., Ltd **融信服務集團股份有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2207)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of Ronshine Service Holding Co., Ltd (the “**Company**”) will be held at Room 401-3, Building No. 6, Lane 226 Panyang Road, Minhang District, Shanghai, The People’s Republic of China on Wednesday, 29 June 2022 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions of the Company:

1. To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor of the Company for the year ended 31 December 2021.
2.
 - (A) To re-elect Mr. Ou Zonghong as an executive director of the Company.
 - (B) To re-elect Mr. Ma Xianghong as an executive director of the Company.
 - (C) To re-elect Ms. Lin Yi as an executive director of the Company.
 - (D) To re-elect Ms. Lin Liqiong as a non-executive director of the Company.
 - (E) To re-elect Mr. Ye Azhong as an independent non-executive director of the Company.
 - (F) To re-elect Mr. Chen Zhangwang as an independent non-executive director of the Company.
 - (G) To re-elect Mr. Kwok Kin Kwong Gary as an independent non-executive director of the Company.
 - (H) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.
3. To re-appoint Elite Partners CPA Limited as auditor of the Company to hold office until the conclusion of the next annual general meeting and to authorise the board of directors of the Company to fix its remuneration.

NOTICE OF ANNUAL GENERAL MEETING

4. To consider and, if thought fit, to pass (with or without amendments) the following resolutions as ordinary resolutions:

(A) **“That:**

- (i) subject to paragraph (iii) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and/or otherwise deal with additional shares of the Company or securities convertible into shares, or options, warrants or similar rights to subscribe for shares or such convertible securities of the Company and to make or grant offers, agreements and/or options (including bonds, warrants and debentures convertible into shares of the Company) which may require the exercise of such powers be and is hereby generally and unconditionally approved;
- (ii) the approval in paragraph (i) above shall be in addition to any other authorisation given to the directors of the Company and shall authorise the directors of the Company during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and/or options which may require the exercise of such power after the end of the Relevant Period;
- (iii) the aggregate number of shares of the Company allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise) by the directors of the Company during the Relevant Period (as hereinafter defined) pursuant to paragraph (i) above, otherwise than pursuant to (1) a Rights Issue (as hereinafter defined) or (2) the grant or exercise of any option under the option scheme of the Company or any other option, scheme or similar arrangements for the time being adopted for the grant or issue to the directors, officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company; or (3) any scrip dividend or similar arrangements providing for the allotment of shares of the Company in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company in force from time to time; or (4) any issue of shares in the Company upon the exercise of rights of subscription or conversion under the terms of any existing convertible notes issued by the Company or any existing securities of the Company which carry rights to subscribe for or are convertible into shares of the Company, shall not exceed the aggregate of 20 per cent of the total number of issued shares of the Company as at the date of passing this resolution and the said approval shall be limited accordingly;

NOTICE OF ANNUAL GENERAL MEETING

- (iv) for the purpose of this resolution:
- (a) “Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:
- (1) the conclusion of the next annual general meeting of the Company;
 - (2) the expiration of the period within which the next annual general meeting of the Company is required to be held by any applicable laws or the articles of association of the Company; or
 - (3) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting; and
- (b) “Rights Issue” means an offer of shares of the Company, or offer or issue of warrants, options or other securities giving rights to subscribe for shares of the Company open for a period fixed by the directors of the Company to holders of shares of the Company whose names appear on the register of members on a fixed record date in proportion to their holdings of shares of the Company (subject to such exclusion or other arrangements as the directors of the Company 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, or the expense or delay which may be involved in determining the exercise or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction applicable to the Company, any recognised regulatory body or any stock exchange applicable to the Company).”

(B) **“That:**

- (i) subject to paragraph (ii) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to buy back shares of the Company on The Stock Exchange of Hong Kong Limited or on any other stock exchange on which the shares of the Company may be listed and recognised for this purpose by the Securities and Futures Commission and The Stock Exchange of Hong Kong Limited under the Code on Share Buy-backs and, subject to and in accordance with all applicable laws and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), be and is hereby generally and unconditionally approved;
- (ii) the aggregate number of shares of the Company, which may be bought back pursuant to the approval in paragraph (i) above shall not exceed 10 per cent of the total number of issued shares of the Company as at the date of passing of this resolution, and the said approval shall be limited accordingly;

NOTICE OF ANNUAL GENERAL MEETING

(iii) subject to the passing of each of the paragraphs (i) and (ii) of this resolution, any prior approvals of the kind referred to in paragraphs (i) and (ii) of this resolution which had been granted to the directors of the Company and which are still in effect be and are hereby revoked; and

(iv) for the purpose of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (a) the conclusion of the next annual general meeting of the Company;
- (b) the expiration of the period within which the next annual general meeting of the Company is required to be held by any applicable laws or the articles of association of the Company; or
- (c) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.”

(C) “**That** conditional upon the resolutions numbered 4(A) and 4(B) set out in the notice convening this meeting being passed, the general mandate granted to the directors of the Company to exercise the powers of the Company to allot, issue and/or otherwise deal with additional shares of the Company and to make or grant offers, agreements and options which might require the exercise of such powers pursuant to the ordinary resolution numbered 4(A) set out in the notice convening this meeting be and is hereby extended by the addition thereto of such number of shares of the Company bought back by the Company under the authority granted pursuant to ordinary resolution numbered 4(B) set out in the notice convening this meeting, provided that such amount of shares of the Company shall not exceed 10 per cent of the total number of issued shares of the Company at the date of passing of the said resolutions.”

By order of the board of the directors
Ronshine Service Holding Co., Ltd
Ou Zonghong
Chairman

Hong Kong, 30 May 2022

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

Principal place of business in Hong Kong:
40th Floor
Dah Sing Financial Centre
248 Queen’s Road East
Wanchai
Hong Kong

NOTICE OF ANNUAL GENERAL MEETING

Notes:

- (i) A shareholder entitled to attend and vote at the above meeting is entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it; a proxy need not be a shareholder of the Company.
- (ii) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- (iii) In order to be valid, a form of proxy must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a notorially certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting (i.e. before 10:00 a.m. on Monday, 27 June 2022) or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (iv) For the purpose of determining the shareholders' rights to attend and vote at the above meeting to be held on Wednesday, 29 June 2022, the register of members of the Company will be closed from Friday, 24 June 2022 to Wednesday, 29 June 2022 (both days inclusive), during which period no transfers of shares will be registered. In order to be eligible to attend and vote at the above meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 23 June 2022.
- (v) In respect of the ordinary resolutions numbered 2(A) to (G) above, Mr. Ou Zonghong, Mr. Ma Xianghong, Ms. Lin Yi, Ms. Lin Liqiong, Mr. Ye Azhong, Mr. Chen Zhangwang and Mr. Kwok Kin Kwong Gary shall retire from office and, being eligible, have offered themselves for re-election as directors of the Company. Details of the above retiring directors are set out in Appendix I to the circular of the Company dated 30 May 2022.
- (vi) In respect of ordinary resolution numbered 4(B) above, the directors of the Company wish to state that they will exercise the powers conferred by the general mandate to buy back shares of the Company in circumstances where they consider that the buy-back would be in the best interest of the Company and its shareholders. An explanatory statement containing the information necessary to enable shareholders of the Company to make an informed decision on whether to vote for or against the resolution to approve the general mandate to buy back shares of the Company, as required by the Listing Rules, is set out in Appendix II to the circular of the Company dated 30 May 2022.

NOTICE OF ANNUAL GENERAL MEETING

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

In light of the coronavirus disease (COVID-19) pandemic, to safeguard the health and safety of all the attendees who will attend the annual general meeting in person, the Company will implement the following precautionary measures at the annual general meeting:

- no refreshments or drinks will be served;
- compulsory body temperature check at the entrance of the meeting venue;
- mandatory wearing of face masks;
- proper distance will be maintained between seats at the meeting venue;
- multiple meeting rooms with telecommunication facilities and/or computer devices will be put in use; and
- other precautionary measures as appropriate.

To the extent permitted under law, the Company reserves the right to deny any person entry into the meeting venue or require any person to leave the meeting venue so as to ensure the health and safety of the attendees at the annual general meeting.

For the health and safety of shareholders, the Company strongly encourages shareholders to exercise their right to vote by appointing the chairman of the annual general meeting as their proxy instead of attending the annual general meeting in person.

Due to the constantly evolving COVID-19 pandemic situation, the Company may be required to change its arrangements for the annual general meeting at short notice. Shareholders should check the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.rxswy.com) for any updates on the arrangements for the annual general meeting.

As at the date of this notice, Mr. Ou Zonghong, Mr. Ma Xianghong, and Ms. Lin Yi are the executive directors of the Company; Ms. Lin Liqiong is the non-executive director of the Company; and Mr. Ye Azhong, Mr. Chen Zhangwang and Mr. Kwok Kin Kwong Gary are the independent non-executive directors of the Company.