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新絲路文旅有限公司
NEW SILKROAD CULTURALTAINMENT LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 472)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HERE BY GIVEN that a special general meeting (the “**SGM**”) of New Silkroad Culturaltainment Limited (the “**Company**”) will be held at Conference Room, 8/F., Macrolink Group Building, Government Ave, Taihu Town, Tongzhou District, Beijing, the PRC on Monday, 15 May 2023 at 11:00 a.m., as special business, to consider and, if thought fit, pass with or without amendments the following resolution of the Company:

ORDINARY RESOLUTION

To consider and, if thought fit, pass the following resolution (with or without modification) as ordinary resolution of the Company:

”THAT:

- (a) the conditional master service agreement (the “**Master Service Agreement**”) dated 22 March 2023 (a copy of which has been produced at the SGM and marked “A” and initialled by the chairman of the SGM for the purpose of identification) between 四川絲路數據科技有限公司 (Sichuan Silkroad Data Technology Company Limited#) and Macrolink Culturaltainment Development Co., Ltd. (“**Macrolink Culturaltainment**”) in relation to, among other matters, the provision of property management services by 北京潮來潮往文化傳媒有限公司 (Beijing Chaolaichawang Culture Media Company Limited#) to Macrolink Culturaltainment and its associates (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) (save for the Company and its subsidiaries), and the transactions contemplated thereunder (including the annual caps for the property management services of RMB52 million, RMB54 million and RMB56 million for each of the three years ending 31 December 2023, 2024 and 2025 respectively), be and are hereby approved, confirmed and ratified; and

- (b) any director of the Company be and is hereby generally and unconditionally authorised to do all such acts and things, to sign and execute (including the affixation of the common seal of the Company when required) all such documents for and on behalf of the Company as they may in their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Master Service Agreement and the transactions contemplated thereunder, and to make and agree to make such variations of the terms of the Master Service Agreement as they may in their discretion consider to be appropriate, necessary or desirable and in the interests of the Company and its shareholders as a whole.”

By the order of the Board
New Silkroad Culturaltainment Limited
Ma Chenshan
Chairman and Executive Director

Hong Kong, 28 April 2023

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

Principal place of business in Hong Kong:
15/F., COFCO Tower 262 Gloucester Road
Causeway Bay
Hong Kong

The English names of entities marked with “#” are not the official names and are translated for identification purpose only.

Notes:

- (1) A member of the Company (“**Shareholder**”) entitled to attend and vote at the SGM convened by the above notice is entitled to appoint one or more proxies (if such Shareholder is a holder of more than one share) to attend and vote in his stead. A proxy need not be a Shareholder.
- (2) For determining the entitlement to attend and vote at the above SGM, the register of members of the Company will be closed on Monday, 15 May 2023 for registration of any transfer of shares. In order to be eligible to attend and vote at the SGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s share registrar, Tricor Progressive Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 12 May 2023.

- (3) In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, at the Company's share registrar, Tricor Progressive Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
- (4) In the case of joint holders of share(s) of the Company, any one of such holders may vote at the SGM, either personally or by proxy, in respect of such share(s) as if he/she/it was solely entitled thereto, but if more than one of such joint holders are present at the SGM personally or by proxy, then one of the said persons so present whose name stands first on the register of members of the Company in respect of such share(s) shall alone be entitled to vote in respect thereof.
- (5) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- (6) Completion and delivery of the form of proxy will not preclude a Shareholder from attending and voting in person at the SGM if the Shareholder so desires and in such event, the instrument appointing a proxy shall be deemed to be revoked.

As at the date of this notice, the Board comprises four executive Directors, namely, Mr. Ma Chenshan, Mr. Zhang Jian, Mr. Hang Guanyu and Mr. Liu Huaming, and three independent non-executive Directors, namely Mr. Ting Leung Huel, Stephen, Mr. Tse Kwong Hon and Mr. Cao Kuangyu.