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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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

**If you have sold or transferred** all your shares in **East Buy Holding Limited**, you should at once hand this circular together with the enclosed form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

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**EASTBUY**

东 方 甄 选

**EAST BUY HOLDING LIMITED**

**東方甄選控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1797)**

**GRANT OF SHARE AWARDS UNDER THE 2023 SCHEME  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

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The notice convening the EGM of the Company to be held at the Company's headquarters in Beijing, Level 18, South Wing, 2 Haidian East Third Road, Haidian District, Beijing, China, on Friday, 2 June 2023 at 10 a.m. is set out in this circular. The circular, together with the form of proxy, are published on the websites of the Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.koolearn.hk](http://www.koolearn.hk)).

Whether or not you are able to attend the EGM, please complete the form of proxy in accordance with the instructions printed thereon and return it to our Company's Hong Kong share registrar, 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 EGM (i.e., not later than 10 a.m. on Wednesday, 31 May 2023) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting if you so wish.

18 May 2023

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## CONTENTS

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|                                    | <i>Page</i> |
|------------------------------------|-------------|
| <b>DEFINITIONS</b> .....           | 1           |
| <b>LETTER FROM THE BOARD</b> ..... | 3           |
| <b>NOTICE OF EGM</b> .....         | 11          |

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## DEFINITIONS

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

|   |  |
|---|--|
| “2023 Scheme”, “2023 Share Scheme”, or “Scheme” | the share incentive scheme of the Company approved by Shareholders on 9 March 2023, a summary of the principal terms of which is set out in the Company’s circular dated 21 February 2023; the 2023 Scheme is a share scheme governed by Chapter 17 of the Listing Rules |
| “Announcement”                                  | the announcement of the Company dated 11 April 2023 in relation to, among others, the Proposed Grants  |
| “Associate(s)”                                  | associates (as defined in the Listing Rules) of a Director, chief executive or substantial shareholder of the Company  |
| “Board”   | the board of Directors   |
| “Company”                                       | East Buy Holding Limited (東方甄選控股有限公司), a company incorporated in Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange with stock code “1797”  |
| “Director(s)”                                   | the director(s) of the Company   |
| “EGM”   | an extraordinary general meeting of the Company to be held for the Shareholders to consider and, if thought fit, approve, the Proposed Grants  |
| “Employee Participant”                          | any person who is an employee (whether full-time or part-time or other employment relationship), director or officer of any member of the Group on the date of grant   |
| “Grantees”                                      | Mr. Sun and Mr. Yu   |
| “Group”   | the Company and its subsidiaries from time to time   |
| “Independent Shareholders”                      | the Shareholders who are not required under the Listing Rules to abstain from voting at the EGM to approve the Proposed Grants   |
| “Latest Practicable Date”                       | 17 May 2023  |

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## DEFINITIONS

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|                             |  |
|-----------------------------|--|
| “Mr. Sun”                   | Mr. SUN Dongxu (executive Director, chief executive officer)   |
| “Mr. Yu”                    | Mr. YU Minhong (non-executive Director, Chairman)  |
| “New Oriental”              | New Oriental Education & Technology Group Inc., a company incorporated under the Laws of the Cayman Islands on 16 March 2006, which is dual listed on the New York Stock Exchange (NYSE: EDU) and the Stock Exchange (HKEX: 9901) our Controlling Shareholder  |
| “Proposed Grants”           | the Proposed Grant to Mr. Yu and the Proposed Grant to Mr. Sun   |
| “Proposed Grant to Mr. Sun” | the proposed grant of 3,000,000 Share Awards to Mr. Sun under the 2023 Scheme  |
| “Proposed Grant to Mr. Yu”  | the proposed grant of 1,500,000 Share Awards to Mr. Yu under the 2023 Scheme   |
| “Scheme Mandate Limit”      | the total number of Shares that may be issued pursuant to all options and awards to be granted under the Scheme and awards to be granted under any other share schemes of the Company as approved by the Shareholders at the extraordinary general meeting held on 9 March 2023, being 101,351,871 Shares, representing 10% of the total issued and outstanding Shares on the date of the said meeting |
| “Share(s)”                  | ordinary share(s) in the share capital of our Company, currently with a par value of US\$0.00002 each  |
| “Share Award(s)”            | an award that vests in the form of the right to subscribe for and/or to be issued such number of Shares as the scheme administrator may determine at the issue price in accordance with the terms of the 2023 Scheme; for this grant, each Share Award represents the right to receive one Share   |
| “Shareholder(s)”            | holder(s) of the Share(s)  |
| “Stock Exchange”            | The Stock Exchange of Hong Kong Limited  |

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LETTER FROM THE BOARD

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**EASTBUY**

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**EAST BUY HOLDING LIMITED**

**東方甄選控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1797)**

***Executive Directors:***

Mr. Sun Dongxu

*(Chief Executive Officer)*

Mr. Yin Qiang

*(Chief Financial Officer)*

***Non-executive Directors:***

Mr. Yu Minhong

*(Chairman of our Board)*

Ms. Sun Chang

***Independent non-executive***

***Directors:***

Mr. Lin Zheyang

Mr. Tong Sui Bau

Mr. Kwong Wai Sun Wilson

***Registered Office:***

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman, KY1-1111

Cayman Islands

***Head Office:***

Level 18, South Wing

2 Haidian East Third Road

Haidian District

Beijing, China

***Principal Place of Business***

***in Hong Kong:***

Level 40, Dah Sing Financial Centre

248 Queen's Road East

Wan Chai, Hong Kong

18 May 2023

*To Shareholders*

Dear Sirs/Madames,

**GRANT OF SHARE AWARDS UNDER THE 2023 SCHEME  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**1. INTRODUCTION**

Reference is made to the Announcement. The purpose of this circular is to provide you with further information in respect of the Proposed Grants and the notice of EGM.

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## LETTER FROM THE BOARD

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### 2. THE PROPOSED GRANTS

The Board announced that on 11 April 2023, the Company (including the independent non-executive Directors, and excluding Mr. Yu and Mr. Sun) granted 1,500,000 and 3,000,000 Share Awards to Mr. Yu and Mr. Sun respectively, conditional upon the approval by Independent Shareholders at the EGM.

Details of the Proposed Grants are as follows:

**Date of grant:** 11 April 2023

**Market price of each Share:** The closing price per Share on the date of grant was HK\$29.00.

| <b>Grantees:</b> | <b>Grantees</b>                             | <b>Number of Share Awards granted</b>                 | <b>% total number of Shares in issue as at the date of grant</b> |       |
|------------------|---|---|--|-------|
|                  | Directors or chief executive of the Company | Mr. Yu (non-executive Director, Chairman)             | 1,500,000  | 0.15% |
|                  |   | Mr. Sun (executive Director, chief executive officer) | 3,000,000  | 0.30% |

**Vesting:** Issue price

The issue price of each Share underlying the Share Awards upon the vesting is nil.

Vesting period and schedule

Each grant has a total vesting period of 3 years from the date of grant, and shall vest according to the following schedule:

(1) 33% of the total Share Awards granted will vest on the first anniversary of the date of grant;

(2) 33% of the total Share Awards granted will vest on the second anniversary of the date of grant; and

(3) 34% of the total Share Awards granted will vest on the third anniversary of the date of grant.

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## LETTER FROM THE BOARD

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**Other key  
restrictions:**

Performance targets

With respect to each Grantee, upon each vesting date, the portion of Share Awards eligible to vest will actually vest if the Grantee meets the specified threshold in their performance evaluations during the one-year period prior to the vesting date. The scheme administrator may determine whether any eligible but not actually vested Share Awards may be rolled over and vest on a subsequent date during the vesting period, based on factors including the overall financial position and operating conditions of the Group on each vesting date, with a focus on the growth and reputation of the Group and its industry ranking, and benchmarking of the Company's key performance metrics against comparable companies in the same industry or with a listing on the Hong Kong or a comparable stock exchange.

Clawback mechanism

Under the 2023 Scheme, the Board may determine that, with respect to a Grantee, Share Awards granted but not yet exercised shall immediately lapse (if not automatically lapsed under the award letter), and with respect to any Shares delivered or amount paid to the Grantee, the Grantee be required to transfer the same value, whether in Shares and/or cash, back to our Company (or nominee). These circumstances are: (a) the Grantee ceasing to be an Eligible Participant by reason of termination for cause or without notice, or as a result of being charged/penalised/convicted of an offence involving the Grantee's integrity or honesty; (b) the Grantee committing a serious misconduct or breach; or (c) the Share Award granted to the Grantee will no longer be appropriate and aligned with the purpose of the 2023 Scheme.

Shareholder rights

None of the Grantees are entitled to any Shareholder rights (including dividend and voting rights) until and to the extent that their Share Awards have vested and settled.

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## LETTER FROM THE BOARD

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**Other information:** Following the above grants, an aggregate of 70,892,871 Shares remain available for future grants under the 2023 Scheme (assuming that no granted awards have lapsed or been cancelled or are settled in a manner other than the Company issuing new Shares).

The Company does not have any arrangement to provide financial assistance to the Grantees to facilitate the purchase of the Share underlying the Share Awards granted.

No amount is payable on application or acceptance of the Share Award. The purchase price of the Share Award is nil. As at the Latest Practicable Date, no trustee has been appointed to administer and implement the 2023 Scheme.

The Shares (i) to be granted under the Proposed Grants; and (ii) to be allotted under the Proposed Grants, shall rank pari passu with the Shares then in issue in all respects, including voting rights, entitlement to dividends, transfer and other rights (including those arising on liquidation of the Company).

Application will be made by the Company to the Listing Committee of the Stock Exchange for the grant of approval for the listing of, and permission to deal in, the Shares underlying the Share Awards granted to be issued and allotted pursuant to the Scheme Mandate Limit. The Shares underlying the Proposed Grants will be issued and allotted pursuant to the Scheme Mandate Limit.

### **Listing Rules Implications**

The above grants to the Directors and chief executive of the Company have been reviewed and approved by the independent non-executive Directors in accordance with Rule 17.04(1) of the Listing Rules. Mr. Yu and Mr. Sun had abstained from voting on the Board resolutions relating to their respective grants to themselves.

The Proposed Grant to Mr. Yu would result in the Shares issued and to be issued in respect of all awards granted to Mr. Yu (excluding any awards lapsed in accordance with the terms of the applicable scheme) in the 12-month period up to and including the date of the said grants representing in aggregate over 0.1% of the issued Shares. Such grant is conditional upon approval by the Shareholders (with Mr. Yu, his close associates and all core connected persons of the Company abstaining) at a general meeting to be held by the Company in accordance with Rule 17.04(4) of the Listing Rules.

The Proposed Grant to Mr. Sun would result in the Shares issued and to be issued in respect of all awards granted to Mr. Sun (excluding any awards lapsed in accordance with the terms of the applicable scheme) in the 12-month period up to and including the date of the said grants representing in aggregate over 0.1% of the issued Shares. Such grant is conditional upon



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## LETTER FROM THE BOARD

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approval by the Independent Shareholders (with Mr. Sun, his close associates and all core connected persons of the Company abstaining) at a general meeting to be held by the Company in accordance with Rule 17.04(4) of the Listing Rules.

None of the Proposed Grants would result in the Shares issued and to be issued in respect of all options and awards granted to each of Mr. Yu and Mr. Sun (excluding any options and awards lapsed in accordance with the terms of the applicable scheme) in the 12-month period up to and including the date of the said grants representing in aggregate over 1% of the issued Shares.

To the extent that the Company is aware having made all reasonable enquiries, as at the Latest Practicable Date, (i) each of Mr. Yu and his associates is not interested in any Shares or underlying Shares except Mr. Yu's interest in a total of 49,878,117 Shares or underlying Shares for the purposes of the SFO, representing approximately 4.92% of the total issued Shares of the Company, (ii) each of Mr. Sun and his associates is not interested in any Shares or underlying Shares except Mr. Sun's interest in a total of 11,982,000 Shares or underlying Shares for the purposes of the SFO, representing approximately 1.18% of the total issued Shares of the Company, and (iii) New Oriental holds (directly or indirectly) an aggregate of 557,160,500 Shares, representing approximately 54.96% of the total number of issued Shares of the Company. Save for the aforementioned core connected persons of the Company, who are required to abstain from voting (to the extent applicable) in favour on the resolutions in respect of the Proposed Grants at the EGM, to the extent that the Company is aware having made all reasonable enquiries as at the Latest Practicable Date, no other Shareholder has any material interest in the Proposed Grants and is required to abstain from voting in favour on the said resolutions at the EGM. As at the Latest Practicable Date, none of the Shareholders who are required to abstain from voting in favour of the resolutions approving the Proposed Grants have given the Company notice of their intention to vote against those resolutions at the EGM.

### **Reasons for and benefits of the Proposed Grants**

The reasons for the grants of Share Awards are to provide incentives for the Grantees to exert maximum efforts and reward continued efforts for the success of the Company and its affiliates, and to provide a means by which the Grantees may be given an opportunity to benefit from increases in value of the Shares through the granting of the Share Awards.

In addition, the Proposed Grants form part of the remuneration to the Mr. Yu and Mr. Sun and have been approved by the Remuneration Committee. Such grants will encourage them to work towards enhancing the value of the Company and the Shares for the benefits of the Company and Shareholders as a whole in building the strategy and long-term development of the Company.

In determining the number of Share Awards granted to each of Mr. Yu and Mr. Sun, the Board considered factors such as the contribution, duties and responsibilities of each of Mr. Yu and Mr. Sun. Both Mr. Yu and Mr. Sun have performed important duties and responsibilities in the Group.

## LETTER FROM THE BOARD

The Board proposed to remunerate (i) Mr. Yu with the Proposed Grant to Mr. Yu after considering Mr. Yu’s integral role as founder and chairman of the Board, his extensive background and experience in the industry, his unparalleled contributions to the growth of the Group and the continued development of the Group since the listing. Mr. Yu is the founder, a non-executive Director, the chairman of the Board and the chairman of the nomination committee. He is responsible for the overall strategic planning and business direction of our Group and management of the Company. In addition to Mr. Yu’s numerous achievements, he has also been indispensable to the growth of the Group. The Group’s success in the past years serve as testament to Mr. Yu’s contribution and leadership; (ii) Mr. Sun with the Proposed Grant to Mr. Sun after considering Mr. Sun’s role as an executive Director and the chief executive officer of the Company, and his extensive background and experience in the industry. Mr. Sun has been instrumental to the Group’s development and success in his role as chief executive officer, bringing his extensive experience to managing the overall operation of the Company and his overall contribution to strategic planning and business direction of the Group. For further details in relation to Mr. Yu’s and Mr. Sun’s background, please refer to the section headed “Directors and Senior Management” in the 2022 annual report of the Company.

Taking into account that (i) the contribution of Mr. Yu and Mr. Sun to the Company was significant; (ii) they are crucial to the further development of the Group; (iii) the dilution effect of the grants is insignificant, the Board (including the independent non-executive Directors, and excluding Mr. Yu and Mr. Sun) and Remuneration Committee are of view that the Proposed Grants are appropriate remuneration and incentive for Mr. Yu and Mr. Sun’s past and future contribution to the Company.

### Effect on the shareholding structure of the Company

The following table sets forth the change in shareholding structure of the Company (a) as at the Latest Practicable Date, and (b) immediately upon full vesting of the Share Awards granted under the Proposed Grants (assuming no other Shares are issued or repurchased):

|                    | As at the Latest Practicable<br>Date (not including the<br>Proposed Grants) |               | Immediately upon full vesting<br>of the Share Awards granted<br>under the Proposed Grants<br>(assuming no other Shares are<br>issued or repurchased) |               |
|--------------------|---|---------------|--|---------------|
|                    | <i>No. of Shares</i>  | %             | <i>No. of Shares</i>   | %             |
| Mr. Yu             | 49,878,117 <sup>(1)</sup>   | 4.92          | 51,378,117   | 5.05          |
| Mr. Sun            | 11,982,000 <sup>(2)</sup>   | 1.18          | 14,982,000   | 1.47          |
| Other Shareholders | 951,986,093   | 93.90         | 951,986,093  | 93.48         |
| <b>Total</b>       | <u>1,013,846,210</u>  | <u>100.00</u> | <u>1,018,346,210</u>   | <u>100.00</u> |

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## LETTER FROM THE BOARD

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*Notes:*

- (1) including (i) 22,695,285 options held directly by Mr. Yu, and (ii) 27,182,832 Shares held by Tigerstep Developments Limited, which is wholly owned by Mr. Yu who also holds beneficial interest through a trust arrangement.
- (2) including (i) 8,639,000 options held directly by Mr. Sun, and (ii) 3,343,000 Shares held directly by Mr. Sun.

### 3. EGM

A notice convening the EGM to be held at the Company's headquarters in Beijing, Level 18, South Wing, 2 Haidian East Third Road, Haidian District, Beijing, China on 2 June 2023 at 10 a.m., is set out on pages 11 to 12 of this circular. The EGM will be convened for the purpose of considering and, if thought fit, approving the Proposed Grants.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the EGM in the manner prescribed under the Listing Rules.

A form of proxy for use at the EGM is also enclosed. Such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.koolearn.hk](http://www.koolearn.hk)). Whether or not you are able to attend the EGM, please complete and sign the form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong share registrar, 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 EGM (*i.e.*, no later than 10 a.m. on Wednesday, 31 May 2023) or any adjournment thereof. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meeting if they so wish.

For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed on Friday, 2 June 2023, during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the EGM, 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 share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 1 June 2023.

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## LETTER FROM THE BOARD

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### 4. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

### 5. RECOMMENDATIONS

The Board (including all the independent non-executive Directors, but excluding Mr. Yu in relation to the Proposed Grant to Mr. Yu and Mr. Sun in relation to the Proposed Grant to Mr. Sun) are of the opinion that the terms of each of the Proposed Grants are fair and reasonable, and that the Proposed Grants are in the best interests of the Company and our Shareholders as a whole, and would therefore recommend Shareholders to vote in favour of the resolution to be proposed at the EGM.

Yours faithfully,  
For and on behalf of the Board  
**East Buy Holding Limited**  
**Mr. YU Minhong**  
*Chairman of our Board*

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## NOTICE OF EGM

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**EASTBUY**

东 方 甄 选

**EAST BUY HOLDING LIMITED**

**東方甄選控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1797)**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of East Buy Holding Limited (“**Company**”) will be held at the Company’s headquarters in Beijing, Level 18, South Wing, 2 Haidian East Third Road, Haidian District, Beijing, China on Friday, 2 June 2023 at 10:00 a.m. for the purpose of considering, and if thought fit, passing with or without modifications, the resolutions set out below, to be passed as ordinary resolutions.

### **ORDINARY RESOLUTIONS**

1. **“THAT**

- (a) the grant of 1,500,000 share awards to Mr. Yu Minhong (“**Mr. Yu**”) in accordance with the terms of the share incentive scheme of the Company approved by Shareholders on 9 March 2023 (the “**2023 Scheme**”), subject to all applicable laws, rules, regulations and the applicable grant letter, be hereby approved and confirmed; and
- (b) any one Director, with the exception of Mr. Yu, be and is hereby authorized to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps as he/she may consider necessary, desirable, appropriate or expedient to implement and/or give effect to or otherwise in connection with the transactions contemplated in (a) above.”

2. **“THAT**

- (a) the grant of 3,000,000 share awards to Mr. Sun Dongxu (“**Mr. Sun**”) in accordance with the terms of the 2023 Scheme, subject to all applicable laws, rules, regulations and the applicable grant letter, be hereby approved and confirmed; and
- (b) any one Director, with the exception of Mr. Sun, be and is hereby authorized to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps as he/she may consider necessary, desirable, appropriate or expedient to implement and/or give effect to or otherwise in connection with the transactions contemplated in (a) above.”

Unless indicated otherwise, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 17 May 2023 in relation to the Proposed Grants.

By order of the Board  
**East Buy Holding Limited**  
**Mr. YU Minhong**  
*Chairman of the Board*

Hong Kong, 17 May 2023

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## NOTICE OF EGM

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*Notes:*

1. All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). 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 more than one proxy to attend and vote instead of that shareholder. 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. Every shareholder present in person or by proxy shall be entitled to one vote for each share held that shareholder.
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 share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the meeting (i.e., not later than 10 a.m. on Wednesday, 31 May 2023 (Hong Kong time)) or the adjourned meeting (as the case may be). To be effective, all proxy appointments must be lodged with Computershare Hong Kong Investor Services Limited before the deadline. 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 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 on Friday, 2 June 2023, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the meeting, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 1 June 2023.
5. In the case of joint holders of Shares, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of vote(s) of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
6. A circular containing further details concerning proposed ordinary resolutions set out in this notice will be sent to all Shareholders together with this notice.
7. References to time and dates in this notice are to Hong Kong time and dates.

*As at the date of this notice, the Board comprises the following members: Mr. SUN Dongxu, and Mr. YIN Qiang, as executive Directors; Mr. YU Minhong and Ms. SUN Chang as non-executive Directors; and Mr. LIN Zheyang, Mr. TONG Sui Bau, and Mr. KWONG Wai Sun Wilson, as independent non-executive Directors.*