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CSMall Group Limited
金猫银猫集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1815)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of CSMall Group Limited (the “**Company**”) will be held at Unit 5, 17/F, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Sheung Wan, Hong Kong on Wednesday, 13 December 2023 at 2:00 p.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following ordinary resolution:

“**THAT** the terms of the framework purchase agreement entered into between Jiangxi Jiyin Company Limited (江西吉銀實業有限公司) (“**Jiangxi Jiyin**”) and Jiangxi Longtianyong Nonferrous Metals Co., Ltd. (江西龍天勇有色金屬有限公司) (“**Longtianyong**”) on 3 November 2023 (the “**2024-2026 Framework Purchase Agreement**”), the transactions contemplated under the 2024-2026 Framework Purchase Agreement and the proposed annual caps for the three years ending 31 December 2024, 2025 and 2026 as described in the circular of the Company dated 24 November 2023 be and are hereby approved, confirmed and ratified in all respects; and any one director of the Company, or any two directors of the Company if affixation of the Company’s common seal is necessary, be and is/are hereby authorized for and on behalf of the Company to execute and deliver (and affix the Company’s common seal to, if necessary), and procure Jiangxi Jiyin to execute and deliver, all such documents, instruments or agreements and to do all such other acts or things which he/they may in his/their absolute discretion consider necessary or desirable in connection with or incidental to the 2024-2026 Framework Purchase Agreement, the transactions contemplated thereunder and the proposed annual caps for the three years ending 31 December 2024, 2025 and 2026.”

By Order of the Board
CSMall Group Limited
Chen He
Chairman

Hong Kong, 24 November 2023

Principal Place of Business in Hong Kong:

Unit 5, 17/F
China Merchants Tower
Shun Tak Centre
168-200 Connaught Road Central
Sheung Wan
Hong Kong

Notes:

1. Every member entitled to attend and vote at the above meeting (or at any adjournment thereof) (the “EGM”) is entitled to appoint another person as his proxy. Any member who holds two or more shares may appoint more than one proxy. If more than one proxy is appointed, the appointment shall specify the number of shares in respect of which each such proxy is appointed. A proxy need not be a member of the Company. The number of proxies appointed by a clearing house (or its nominee) is not subject to the aforesaid limitation.
2. Where there are joint holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share will alone be entitled to vote in respect thereof.
3. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy of that power or authority), 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 not less than 48 hours before the time appointed for the holding of the EGM (i.e. not later than 2:00 p.m. on Monday, 11 December 2023) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude a member from attending the EGM and voting in person if he so wishes. In the event of a member who has lodged a form of proxy attending the EGM, the form of proxy will be deemed to have been revoked.
4. The register of members of the Company will be closed from Friday, 8 December 2023 to Wednesday, 13 December 2023 (both days inclusive), during which period no transfer of shares will be effected. In order to qualify for the right to attend and vote at the EGM, all transfers 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, no later than 4:30 p.m. on Thursday, 7 December 2023 for registration of transfer.

5. The ordinary resolution set out in this notice shall be decided by poll. In accordance with Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, China Silver Group Limited (being the ultimate holding company of Longtianyong) and Mr. Chen Wantian (being a director and substantial shareholder of China Silver Group Limited) are required to abstain from voting on the ordinary resolution.
6. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the board of directors of the Company comprises Mr. Chen He and Mr. Qian Pengcheng as executive directors; and Mr. Yu Leung Fai, Mr. Hu Qilin and Mr. Zhang Zuhui as independent non-executive directors.