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(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2418)

- (1) Proposal on the Re-election of Directors for the Second Session of the Board of Directors; and
- (2) Proposal on the Re-election and Appointment of Supervisors for the Second Session of the Board of Supervisors

### Proposal on the Re-election of Directors for the Second Session of the Board of Directors

The Board of Directors hereby announces that at the Board meeting held on 28 March 2024, the Board of Directors resolved to propose the re-election of Mr. Wang Runliang and Mr. Wang Wenqi as executive Directors of the Second Session of the Board of Directors; the re-election of Mr. Guo Wancai, Mr. Tian Qiang and Mr. Zhao Chengjun as non-executive Directors of the Second Session of the Board of Directors; and the re-election of Mr. Li Gang, Mr. Ip Wing Wai and Mr. Yu Qiang as independent non-executive Directors of the Second Session of the Board of Directors.

# Proposal on the Re-election and Appointment of Supervisors for the Second Session of the Board of Supervisors

The Board of Directors further announces that the Board of Supervisors resolved at the meeting of the Board of Supervisors held on 28 March 2024 to propose the re-election of Mr. Zhang Shaojie as the Supervisor of the Second Session of the Board of Supervisors. Meanwhile, in view of the retirement of Mr. Zhang Yu'an, Chairman of the Board of Supervisors, the Board of Supervisors resolved at the meeting to propose the appointment of Mr. Ji Jianguo as a Supervisor of the Second Session of the Board of Supervisors.

According to the Articles of Association, the above proposed re-election of Directors and the proposed re-election and appointment of Supervisors are subject to the approval of the Shareholders at a general meeting of the Company. However, the Staff Representative Directors of the Second Session of the Board of Directors and the Staff Representative Supervisors of the Second Session of the Board of Supervisors shall be democratically elected by the staff of the Company without the need for shareholders' approval.

Mr. Zhang Yu'an, the chairman of the First Session of the Board of Supervisors, will retire upon the approval of the appointment of the supervisors of the Second Session of the Board of Supervisors at the general meeting of the Company. The Board of Directors would like to express its sincere gratitude to Mr. Zhang Yu'an for his contribution to the Company during his term of office as a Supervisor.

References are made to the announcement of Deewin Tianxia Co., Ltd. (the "Company", together with its subsidiaries, collectively referred to as the "Group") dated 20 December 2023 in relation to the postponed election of the Board of Directors (the "Directors") (the "Board of Directors") and the Board of Supervisors (the "Supervisors") (the "Board of Supervisors") of the Company. The Board of Directors hereby announces that the Company has completed the nomination of Director candidates for the new session of the Board of Directors and the Supervisor candidates for the new session of the Board of Supervisors.

### (1) Proposal on the Re-election of Directors for the Second Session of the Board of Directors

At the Board meeting held on 28 March 2024, the Board of Directors resolved to propose the re-election of Mr. Wang Runliang and Mr. Wang Wenqi as executive Directors of the Second Session of the Board of Directors; the re-election of Mr. Guo Wancai, Mr. Tian Qiang and Mr. Zhao Chengjun as non-executive Directors of the Second Session of the Board of Directors; and the re-election of Mr. Li Gang, Mr. Ip Wing Wai and Mr. Yu Qiang as independent non-executive Directors of the Second Session of the Board of Directors.

Mr. Li Gang, Mr. Ip Wing Wai and Mr. Yu Qiang have confirmed that they comply with the independence guidelines as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules"). The Nomination Committee has assessed and reviewed the written confirmation of independence of each of Mr. Li Gang, Mr. Ip Wing Wai and Mr. Yu Qiang based on the independence guidelines as set out in Rule 3.13 of the Hong Kong Listing Rules and is satisfied that each of them remains independent in accordance with Rule 3.13 of the Hong Kong Listing Rules. In considering the candidates for the independent non-executive Directors of the Second Session of the Board of Directors, the Board of Directors has taken into account the confirmation of independence of Mr. Li Gang, Mr. Ip Wing Wai and Mr. Yu Qiang as well as their profession, background, knowledge and experience. In particular, Mr. Li Gang has extensive experience in supply chain management and e-commerce, Internet business innovation, business analytics and intelligent decision making areas, Mr. Ip Wing Wai has extensive experience in accounting, auditing and corporate business, and Mr. Yu Oiang has extensive experience in transportation and vehicle engineering. Their diverse education, backgrounds, professional experiences and practices enable them to provide valuable and relevant insights and contribute to the diversity of the Board of Directors.

The above proposal on re-election was made by the Nomination Committee in accordance with the Company's Director nomination procedure based on the needs of the Company. It was submitted to the Board of Directors for consideration after the Nomination Committee examined the relevant qualifications of the Director candidates, and will be submitted by the Board of Directors to the general meeting for final approval.

According to the Articles of Association of the Company (the "Articles of Association"), the above proposed re-election of Directors are subject to the approval of the Shareholders of the Company (the "Shareholders") at a general meeting of the Company, while the Staff Representative Directors of the Second Session of the Board of Directors shall be democratically elected by the staff of the Company without the need for shareholders' approval.

The Board of Directors also resolved to propose that the two executive Director of the Second Session of the Board of Directors shall receive compensation according to the relevant salary standards and performance appraisal of the Company based on their participation in the daily

management of the Company's affairs and their specific positions; the three non-executive Director shall not receive director's fees; the independent non-executive Director who is ordinarily resident in Hong Kong (i.e., Mr. Ip Wing Wai) shall be remunerated at a rate of RMB120,000 per annum (before tax), and the remaining two independent non-executive Director (i.e., Mr. Li Gang and Mr. Yu Qiang) shall be remunerated at a rate of RMB80,000 per annum (before tax).

After the aforesaid proposed re-election of Director to the Second Session of the Board of Directors is approved by the Shareholders, the Company will enter into service contracts with each of them. Their terms of office as Director of the Second Session of the Board of Directors shall be three years from the date of approval by the Shareholders at the general meeting.

The biographies of the Director candidates (other than the staff representative Directors) for the Second Session of the Board of Directors are set out in Appendix I to this announcement.

## (2) Proposal on the Re-election and Appointment of Supervisors for the Second Session of the Board of Supervisors

The Board of Directors further announces that the Board of Supervisors resolved at the meeting of the Board of Supervisors held on 28 March 2024 to propose the re-election of Mr. Zhang Shaojie as a Supervisor of the Second Session of the Board of Supervisors. Meanwhile, in view of the retirement of Mr. Zhang Yu'an, Chairman of the Board of Supervisors, the Board of Supervisors resolved at the meeting to propose the appointment of Mr. Ji Jianguo as a Supervisor of the Second Session of the Board of Supervisors.

The Board of Supervisors also resolved to propose that the two non-staff representative Supervisors of the Second Session of the Board of Supervisors shall not receive the supervisor's fee.

According to the Articles of Association, the above proposed re-election and appointment of Supervisors are subject to the approval of the Shareholders at a general meeting of the Company, while the staff representative Supervisors of the Second Session of the Board of Supervisors shall be democratically elected by the staff of the Company without the need for shareholders' approval.

After the aforesaid proposed re-election and appointment of Supervisors to the Second Session of the Board of Supervisors is approved by the Shareholders, the Company will enter into service contracts with each of them. Their terms of office as supervisors of the Second Session of the Board of Supervisors shall be three years from the date of approval by the Shareholders at the general meeting.

The biographies of the Supervisor candidates (other than the staff representative Supervisors) for the Second Session of the Board of Supervisors are set out in Appendix II to this announcement.

Mr. Zhang Yu'an, the chairman of the First Session of the Board of Supervisors, will retire upon the approval of the appointment of the supervisors of the Second Session of the Board of Supervisors at the general meeting of the Company. Mr. Zhang Yu'an has confirmed that there is no disagreement between him and the Board of Directors and the Board of Supervisors and there is no matter relating to his retirement as a Supervisor and the Chairman of the Board of Supervisors that needs to be brought to the attention of the Shareholders and the creditors. The Board of Directors would like to express its sincere gratitude to Mr. Zhang Yu'an for his contribution to the Company during his term of office as a Supervisor.

A general meeting will be held in due course to seek Shareholders' approval for the proposed reelection of Directors and the proposed re-election and appointment of Supervisors.

By order of the Board of Directors

Deewin Tianxia Co., Ltd
德銀天下股份有限公司

Guo Wancai

Chairman

Xi'an, the PRC, 28 March 2024

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Guo Wancai as Chairman and non-executive Director, Mr. Wang Runliang and Mr. Wang Wenqi as executive Directors, Mr. Tian Qiang, Mr. Zhao Chengjun and Ms. Feng Min as non-executive Directors, and Mr. Li Gang, Mr. Ip Wing Wai and Mr. Yu Qiang as independent non-executive Directors.

# Appendix I: Biographies of the Director candidates (other than the staff representative Directors) for the Second Session of the Board of Directors

#### **Executive Directors**

Mr. Wang Runliang (王潤梁), aged 54, was appointed as an executive Director on 15 April 2019. He is also the general manager of the Company. Mr. Wang is primarily responsible for the overall management and operations of the Group. Mr. Wang has over 28 years of experience in commercial vehicle industry. Mr. Wang joined Shaanxi Automobile in 1993, during which he served at Shaanxi Automobile (previously known as Shaanxi Automobile Manufacturing) as a staff of the finance section from August 1993 to September 2002, and from September 2002 to May 2003 as a staff of the finance section of the sales department. From May 2003 to February 2008, he served as the chief of integrated finance section of sales department of the Shaanxi Heavy Duty Automobile. From February 2008 to January 2013, he served as the deputy general manager of integrated management department of the sales department of Shaanxi Heavy Duty Automobile. From May 2013 to January 2017, he served as deputy general manager of Shanzhong Financial Leasing Co., Ltd.\* (山重融資租賃有限公司) and responsible for overall management and management. He served as deputy general manager the Company from January 2017 to January 2019, and then he has served as the general manager of the Company since January 2019. Mr. Wang graduated with a major in financial accounting (online courses), from Xi'an Jiaotong University, School of Network Education\* (西安交通大學網絡教育學院) in the PRC in July 2010.

Mr. Wang Wenqi (王文岐), aged 52, was appointed as an executive Director on 25 December 2020. He is also the vice general manager of the Company. Mr. Wang is primarily responsible for the overall management and operations of the Group. Mr. Wang has more than 33 years of experience in the commercial vehicle industry. From December 1990 to March 2002, he worked at Shaanxi Automobile (formerly known as Shaanxi Automobile Manufacturing Plant (Engine branch)\* 陝西汽車製造總廠發動機分廠) as a staff. From April 2002 to November 2007, he worked at the Shanghai branch, the Nanjing branch and the Shandong branch of Shaanxi Automobile. From December 2007 to November 2010 and from November 2010 to April 2012, he served as officer of the Wuhan branch and the Shanghai-Ningbo branch of Shaanxi Heavy Duty Automobile, respectively. Mr. Wang served as general manager of the leasing division from June 2012 and then served as deputy general manager in Deewin Financial Leasing since January 2014. From January 2016 to January 2017, he served as the deputy general manager of the Company. He served as the general manager of Tonghui from January 2017 to December 2020, and chairman of Tonghui since April 2019, and responsible for the overall management and operation of Tonghui. He has been the deputy general manager of the Company since December 2020. Mr. Wang graduated from Shaanxi Automobile Technical School\* (陝西汽車技工學校) in the PRC in August 1990 and he studied major of business administration (MBA) in Xi'an Jiaotong University\* (西安 交通大學) in the PRC in April 2012.

#### **Non-executive Directors**

Mr. Guo Wancai (郭萬才), aged 50, was appointed as a non-executive Director and the chairman of our Board on 17 July 2020. Mr. Guo is primarily responsible for the overall affairs of the Board, and participating in the formulation of business plans, strategies and major decisions of the Group through being a member of the Board. Mr. Guo has over 27 years of experience in corporate finance and accounting. During the period from June 1997 to March 2014, Mr. Guo served in various positions of the Financial Assets Division of Shaanxi Nuclear Industry Geology Bureau\* (陝西省核工業地質局財務資產處) including as a staff member, assistant accountant, accountant, chief staff member and deputy director. From March 2014 to June 2017, he served as the deputy director of the finance and accounting department of China Shaanxi Nuclear Industry Group Corporation\* (中陝核工業集團公司). From March 2014 to December 2015, he acted as the chairman of the board of supervisors of Shaanxi Hechang Electromechanical Equipment Co., Ltd.\* (陝西核昌機電裝備有限公司). From June 2017 to August 2019, he served as chief financial officer of Shaanxi Hexin Mining Co., Ltd.\* (陝西核鑫礦業有限責任公司), and from October 2018 to August 2019, he also served as the head of the audit department of China Shaanxi Nuclear Industry Group Corporation\* (中陝核工業集團公司). Since August 2019, Mr. Guo has been serving as a chief accountant of Shaanxi Automobile Holding and was primarily responsible for relevant work in finance. From July 2020 to March 2021, he served as a director of Shaanxi Automobile. From July 2020 to date, he serves as the general accountant Shaanxi Automobile. Mr. Guo graduated with a bachelor's degree in economics, majoring in accounting, from Central South Institute of Technology\* (中南工學院) in the PRC in June 1997.

Mr. Tian Qiang (田強), aged 44, was appointed as the non-executive Director with effect from 30 May 2023. Mr. Tian graduated from the School of Economics and Management of Hubei Shashi University majoring in accounting and the Correspondence College of Yangtze University (長江大 學函授學院) majoring in computer science. From July 2000 to October 2004, Mr. Tian worked as an employee of the finance department of Shaanxi Automobile Manufacturing Plant. From October 2004 to March 2013, he worked in the financial and accounting department of Shaanxi Heavy Duty Motor Company Limited (陝西重型汽車有限公司), and successively served as employee of the financial and accounting department, section officer of management accounting section, section officer of fund management section and section officer of management accounting section, and section officer of fund management section. From March 2013 to February 2014, he served as the deputy manager of the general management department of the sales company of Shaanxi Heavy Duty Motor Company Limited (陝西重型汽車有限公司). From February 2014 to January 2016, he served as the deputy head of the finance and accounting department of Shaanxi Heavy Duty Motor Company Limited (陝西重型汽車有限公司). From January 2016 to January 2019, he served as the head of the operation management department and secretary of the Party branch of Shaanxi Automobile Holding Group Co., Ltd. (陝西汽車控股集團有限公司). From January 2019 to January 2023, he served as the general manager of Shandong Automobile Manufacturing Co., Ltd. (山東汽車製造有限公司). Since January 2023 until now, he has been serving as the director of commercial vehicles of Shaanxi Automobile Group Co., Ltd. (陝西汽車集團股份有限公司); deputy secretary of the Party Committee, director and general manager of Shaanxi Automobile Group Commercial Vehicle Co., Ltd. (陝汽集團商用車有限公司).

Mr. Zhao Chengjun (趙承軍), aged 45, was appointed as the non-executive Director with effect from 30 May 2023. Mr.Zhao holds a junior college degree in marketing from Shaanxi University of Finance and Economics, a bachelor's degree in business management from Xi'an University of Technology, and a master's degree in business administration from the School of Business Administration of Xi'an University of Technology. From March 2003 to September 2005, Mr. Zhao was engaged in market research in the marketing department of the sales company of Shaanxi Heavy Duty Automobile Co., Ltd (陝西重型汽車有限公司). From October 2005 to February 2014, he worked in the sales company of Shaanxi Heavy Duty Automobile Co., Ltd (陝西重型汽車有限 公司) and successively served as the section officer of the market research section of the marketing department, the director, the manager of the sales department, the deputy general manager, the deputy general manager and the manager of the sales service department of the Zhengzhou office. From February 2014 to January 2022, he worked in the quality management department of Shaanxi Automobile Holding Group Co., Ltd. (陝西汽車控股集團有限公司), and successively served as the head of the quality management department and the secretary and head of the general party branch of the quality management department. Since January 2022 until now, he has been serving as the sales director of Shaanxi Heavy Duty Automobile Co., Ltd (陝西重型汽車有限公司); secretary of the Party Committee and general manager of the sales company.

### **Independent Non-Executive Directors**

Mr. Li Gang (李剛), aged 50, was appointed as an independent non-executive Director on 25 December 2020. Mr. Li is primarily responsible for supervising and providing independent judgment to our Board. Mr. Li has been engaged in teaching and scientific research in the field of supply chain management and e-commerce, Internet business innovation, as well as business analytics and intelligent decision-making for over 22 years. Mr. Li worked as an assistant professor and associate professor of Xi'an Jiaotong University\* (西安交通大學) from February 2005 to December 2014. He is currently a professor and Ph.D. supervisor of Xi'an Jiaotong University since December 2014. From October 2011 to February 2012, he was an International Faculty Fellow at The Massachusetts Institute of Technology Sloan School of Management. From July to August 2016, he was a Visiting Professor at Hong Kong Polytechnic University. From September 2017 to August 2018, he was a Fulbright Visiting Research Scholar at the University of Florida.

Mr. Li graduated with a bachelor's degree in computer and application from Xidian University\* (西安電子科技大學) in the PRC in July 1996. He also obtained a master's degree in computer and application from Xi'an Shiyou University\* (西安石油大學) in the PRC in June 2001. He obtained a doctor degree in management science and engineering from Xi'an Jiaotong University\* (西安交通大學) in the PRC in May 2005.

Mr. Ip Wing Wai (葉永威), aged 45, was appointed as an independent non-executive Director on 25 December 2020. Mr. Ip is primarily responsible for supervising and providing independent judgment to our Board. Mr. Ip has over 24 years of experience in the accounting, auditing and corporate field. Mr. Ip worked in KPMG from September 2000 to September 2003 and Beijing Enterprises Holdings Limited (a company listed on the Stock Exchange (Stock Code: 392)) as an accounting manager. During September 2006 to August 2008, Mr. Ip served as a finance manager and company secretary in a Fortune Dragon Group Limited. He was in charge of financial reporting, corporate finance, mergers and acquisitions and company secretarial matters. He then worked with Shougang Fushan Resources Group Limited (a company listed on the Stock Exchange (Stock Code: 639)) as a senior finance manager from September 2008 to March 2010. During the tenure, he was mainly responsible for the group's financial reporting, project evaluation, regulatory compliance and investor relationship. From June 2015 to May 2018, Mr. Ip served as executive director of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (a company listed on the GEM of the Stock Exchange (Stock Code: 8095)) and then has served as the non-executive director of Beijing Beida Jade Bird Universal Sci-Tech Company Limited from May 2018 to May 2021. Mr. Ip has worked at King Stone Energy Group Limited (a company listed on the Stock Exchange (Stock Code: 663)) since April 2010 as the chief investment officer and currently serves as a vice president at the group. Mr. Ip served as the independent non-executive director of 8088 Investment Holdings Limited (formerly known as AID Life Science Holding Limited) (a company listed on the GEM of the Stock Exchange (Stock Code: 8088)), from 2020 to August 2022. Mr. Ip holds a bachelor's degree in Business Administration in Accounting from The Hong Kong University of Science and Technology in Hong Kong in 2000. He is a member of The Hong Kong Institute of Certified Public Accountants since July 2004.

Mr. Yu Qiang (余強), aged 62, was appointed as an independent non-executive Director on 25 December 2020. Mr. Yu is primarily responsible for supervising and providing independent judgment to our Board. Mr. Yu has been engaged in teaching and scientific research in the field of transportation and vehicle engineering specialising in smart cars, new energy automobiles and vehicle system dynamics for over 23 years. From 2000 to 2003, Mr. Yu served as the head of the department of vehicle engineering, then from 2003 to 2008 as the deputy dean, and from 2009 to 2018 as the dean of the school of Automobile, Chang'an University\* (長安大學汽車學院). From October 1978 to July 1982, Mr. Yu studied an undergraduate degree in automobile application engineering obtaining a bachelor's degree in Engineering at Xi'an Highway University\* (西安公路學院) in the PRC. From September 1982 to September 1985, he studied a postgraduate in automobile application engineering obtaining a master's degree in Engineering at Xi'an Highway University\* (西安公路學院). From September 1997 to June 2000, he studied a postgraduate degree in transport engineering obtaining a doctoral degree in engineering at the Chang'an University (formerly known as Xi'an Highway and Jiaotong University) in the PRC.

Save as disclosed above, as at the date of this announcement, the aforesaid Director nominees for the Second Session of the Board of Directors do not have any relationship with any Director, senior management, substantial Shareholders or controlling Shareholders of the Company, nor do they have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed above, none of the above Director nominees for the Second Session of the Board of Directors held any other position with the Company or any of its subsidiaries or held any directorships in other listed companies in the past three years.

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the Shareholders and the creditors or any information in relation to the re-election of the above Director nominees for the Second Session of the Board of Directors that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules.

## Appendix II: Biographies of the Supervisor candidates (other than the staff representative Supervisors) for the Second Session of the Board of Supervisors

Mr. Ji Jianguo, aged 38, holds a bachelor's degree in financial management from the School of Management of Xuzhou University of Technology and a master's degree in accounting from the School of Management of Xi'an Polytechnic University. He is a chief senior accountant and a senior auditor. Mr. Ji worked in the financial management department of Shaanxi Automobile Group Co., Ltd from June 2012 to January 2018, serving as a staff member of the financial management department and the head of the financial management section. From January 2018 to January 2020, he served as Deputy Director of Investment and Securities Department of Shaanxi Automobile Holding Group Co., Ltd. From January 2020 to December 2022, he served as Party Branch Secretary and Director of Audit Department of Shaanxi Automobile Holding Group Co., Ltd. From December 2022 to January 2023, he served as Party Branch Secretary and Director of Audit Department of Shaanxi Automobile Holding Group Co., Ltd, Member of the Party Committee, Director and Chief Financial Officer of Shaanxi Dexin Parts Group Co., Ltd. From January 2023 to January 2024, he served as Member of the Party Committee, Director and Chief Financial Officer of Shaanxi Dexin Parts Group Co., Ltd. From January 2024 to the present, he served as Party Branch Secretary and Director of Investment Management Department of Shaanxi Automobile Holding Group Co., Ltd.

Mr. Zhang Shaojie (張少傑), aged 48, was appointed as the shareholder representative Supervisor with effect from 30 May 2023. Mr.Zhang graduated from Baoji School of Finance and Economics majoring in financial accounting and holds a master's degree in business administration from the School of Business Administration of The Hong Kong Polytechnic University. He is a member of the Chinese Institute of Certified Public Accountants. Mr. Zhang worked in the finance department of the production segment of Shaanxi Automobile Group Co., Ltd. from August 1995 to January 2005, successively serving as the accountant and the director of the finance department of the production segment. From January 2005 to October 2005, he served as the financial director of the material procurement department of Shaanxi Automobile Group Co., Ltd.. From October 2005 to January 2013, he served as the chief financial officer of Shaanxi Tonghui Automobile Logistics Co., Ltd. (陝西通匯汽車物流有限公司). From January 2013 to January 2017, he served as the general manager of Shaanxi Tonghui Automobile Logistics Co., Ltd.. From January 2017 to February 2021, he served as Party branch secretary and general manager of Shaanxi Huazhen Industry and Trade Service Co., Ltd. (陝西華臻工貿服務有限公司). Since February 2021, he has been serving as the Party branch secretary and head of the financial management department of Shaanxi Automobile Holding Group Co., Ltd..

Save as disclosed above, as at the date of this announcement, the aforesaid Supervisor nominees for the Second Session of the Board of Supervisors do not have any relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders of the Company, nor do they have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed above, none of the above Supervisor nominees for the Second Session of the Board of Supervisors held any other position with the Company or any of its subsidiaries or held any directorships in other listed companies in the past three years.

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the Shareholders and the creditors or any information in relation to the reelection or appointment of the above Supervisor nominees for the Second Session of the Board of Supervisors that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules.