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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 a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your securities in **FDG Electric Vehicles Limited**, you should at once hand this circular and the enclosed proxy form to the purchaser(s) or transferee(s) or to the bank manager, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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FDG Electric Vehicles Limited
五龍電動車（集團）有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 729)

**SUBSCRIPTION OF NEW SHARES UNDER SPECIFIC MANDATE
AND
NOTICE OF SPECIAL GENERAL MEETING**

A notice convening the special general meeting of FDG Electric Vehicles Limited to be held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Monday, 5 November 2018 at 11:00 a.m. is set out on pages 13 to 14 of this circular.

Whether or not a shareholder of the Company is able to attend the meeting, he is requested to complete the enclosed proxy form in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the proxy form will not preclude a shareholder of the Company from attending and voting in person at the meeting or any adjournment thereof should he so wish and in such event the relevant proxy form shall be deemed to be revoked.

Hong Kong, 11 October 2018

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DEFINITIONS

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

“Announcement”	the announcement dated 9 September 2018 of the Company in relation to the Subscription;
“Board”	the board of Directors;
“Business Day”	any day (excluding Saturday and Sunday) on which banks are generally open for banking business in Hong Kong;
“Company”	FDG Electric Vehicles Limited, a company incorporated under the laws of Bermuda with limited liability, the issued Shares of which are listed on the main board of the Stock Exchange (Stock Code: 729);
“connected person”	has the meaning ascribed thereto in the Listing Rules;
“Director(s)”	director(s) of the Company;
“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”	9 October 2018, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein;
“Listing Committee”	has the meaning ascribed thereto in the Listing Rules;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“New Share(s)”	new Share(s) to be allotted and issued by the Company;
“SGM”	the special general meeting of the Company to be convened and held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Monday, 5 November 2018 at 11:00 a.m. or any adjournment thereof, the notice of which is set out on pages 13 to 14 of this circular;

DEFINITIONS

“Share(s)”	ordinary share(s) of HK\$0.01 each in the issued share capital of the Company;
“Shareholder(s)”	holder(s) of the Share(s);
“Specific Mandate”	a specific mandate to be sought from the Shareholders at the SGM to authorise the Directors to allot and issue the Subscription Shares pursuant to the Subscription Agreement;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Subscriber”	JIN ZHENG YUAN (HK) HOLDING CO., LIMITED, a company incorporated in Hong Kong with limited liability and a Shareholder holding approximately 9.99% of the issued share capital of the Company as at the Latest Practicable Date;
“Subscription”	the subscription of the Subscription Shares under the Subscription Agreement;
“Subscription Agreement”	the subscription agreement dated 9 September 2018 entered into between the Company and the Subscriber in respect of the Subscription;
“Subscription Price”	HK\$0.090, being the subscription price per Subscription Share;
“Subscription Shares”	a total of 7,000,000,000 New Shares to be allotted and issued by the Company to the Subscriber (or its nominee) under the Subscription Agreement;
“substantial shareholder”	has the meaning ascribed thereto in the Listing Rules;
“trading day”	any day on which the Stock Exchange is open for the business of dealing in securities; and
“%”	per cent.

LETTER FROM THE BOARD



FDG Electric Vehicles Limited
五龍電動車（集團）有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 729)

Executive Directors:

Mr. Cao Zhong (*Chairman and Chief Executive Officer*)
Dr. Chen Yanping (*Chief Technical Officer*)
Mr. Lo Wing Yat
Mr. Jaime Che (*Senior Vice President*)

Non-executive Director:

Mr. Wong Kwok Yiu

Independent Non-executive Directors:

Mr. Chan Yuk Tong
Mr. Fei Tai Hung
Mr. Tse Kam Fow
Mr. Xu Jingbin

Registered office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

***Principal place of business
in Hong Kong:***

Rooms 3001–3005, 30th Floor
China Resources Building
26 Harbour Road
Wanchai
Hong Kong

11 October 2018

To the Shareholders, and for information only, the option holders and holders of convertible bonds of the Company

Dear Sir or Madam,

**SUBSCRIPTION OF NEW SHARES UNDER SPECIFIC MANDATE
AND
NOTICE OF SPECIAL GENERAL MEETING**

INTRODUCTION

Reference is made to the Announcement. The purpose of this circular is to provide you with, among other things, further details of the Subscription and a notice of the SGM.

LETTER FROM THE BOARD

THE SUBSCRIPTION AGREEMENT

On 9 September 2018, the Company entered into the Subscription Agreement with the Subscriber in relation to the Subscription.

Set out below are the key terms of the Subscription Agreement.

Parties

- (1) The Company as issuer; and
- (2) The Subscriber as subscriber.

Subject Matter

The Subscriber conditionally agreed to subscribe for, and the Company conditionally agreed to allot and issue to the Subscriber (or its nominee), the Subscription Shares at the Subscription Price.

Subscription Shares

The Subscription Shares represent approximately 26.91% of the issued share capital of the Company as at the Latest Practicable Date, and approximately 21.20% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares, assuming that there are no other changes in the issued share capital of the Company.

The Subscription Shares will, when allotted and issued, rank pari passu amongst themselves in all respects, and with all other Shares in issue at the time of allotment and issue of the Subscription Shares.

Based on the closing price of HK\$0.095 per Share on 7 September 2018, being the last trading day immediately before the date of the Subscription Agreement, the Subscription Shares have a market value of HK\$665,000,000 and an aggregate nominal value of HK\$70,000,000.

LETTER FROM THE BOARD

Subscription Price

The Subscription Price is HK\$0.090 per Share.

The Subscription Price was determined after arm's length negotiations between the Company and the Subscriber with reference to, among others, the net assets value of the Company, which represents a premium of approximately 80.36% to the net assets value attributable to owners of the Company as at 31 March 2018 of approximately HK\$0.0499 per Share, the prevailing market price of the Shares, the trading performance of the Shares and current market conditions. The Subscription Price represents:

- (a) a discount of approximately 1.10% to the closing price of HK\$0.091 per Share as quoted on the Stock Exchange on the Latest Practicable Date;
- (b) a discount of approximately 5.26% to the closing price of HK\$0.095 per Share as quoted on the Stock Exchange on the last trading day immediately before the date of the Subscription Agreement;
- (c) a discount of approximately 5.26% to the average closing price of HK\$0.095 per Share as calculated using the closing prices quoted on the Stock Exchange for the last five (5) trading days immediately before the date of the Subscription Agreement;
- (d) a discount of approximately 8.16% to the average closing price of HK\$0.098 per Share as calculated using the closing prices quoted on the Stock Exchange for the last ten (10) trading days immediately before the date of the Subscription Agreement; and
- (e) a discount of approximately 8.16% to the average closing price of HK\$0.098 per Share as calculated using the closing prices quoted on the Stock Exchange for the last thirty (30) trading days immediately before the date of the Subscription Agreement.

The Directors, including all the independent non-executive Directors, are of the view that the Subscription Price is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The gross proceeds for the allotment and issue of the Subscription Shares will be HK\$630,000,000. Based on the net proceeds of approximately HK\$627,000,000, the net price per Subscription Share to the Company is approximately HK\$0.0896.

LETTER FROM THE BOARD

Conditions Precedent to Completion of the Subscription Agreement

Pursuant to the Subscription Agreement, completion of the allotment and issue of the Subscription Shares will be conditional upon the fulfilment of the following conditions:

- (a) the approval of the Shareholders at the SGM in respect of the Subscription and the transactions contemplated thereunder (including but not limited to, the allotment and issue of the Subscription Shares under the Specific Mandate);
- (b) the Listing Committee of the Stock Exchange granting the listing of and permission to deal in the Subscription Shares on the Stock Exchange and such permission and listing not subsequently being revoked prior to completion;
- (c) all representations, warranties and undertakings of the Company under the Subscription Agreement shall remain true and accurate in all material respects; and
- (d) all representations, warranties and undertakings of the Subscriber under the Subscription Agreement shall remain true and accurate in all material respects.

The Subscriber may at any time waive the condition (c) above and the Company may at any time waive the condition (d) above. If any of the above conditions precedent is not fulfilled (or waived) within 90 days of execution of the Subscription Agreement (or such later date as may be agreed between the Company and the Subscriber), the Subscription Agreement shall terminate automatically and none of the parties shall have any claim against the other.

Completion

Completion of the allotment and issue of the Subscription Shares shall take place on the third Business Day immediately after the date on which all the conditions precedent set out above have been satisfied (or waived) or such other date as may be agreed between the Company and the Subscriber.

LETTER FROM THE BOARD

EFFECT ON SHAREHOLDING STRUCTURE

The table below shows the shareholding structure of the Company (1) as at the Latest Practicable Date; and (2) immediately following completion of the allotment and issue of the Subscription Shares (assuming no other changes in the issued share capital of the Company):

	As at the Latest Practicable Date		Immediately following completion of the allotment and issue of the Subscription Shares (assuming no other changes in the issued share capital of the Company)	
	Number of Shares	%	Number of Shares	%
Subscriber	2,600,000,000	9.99%	9,600,000,000	29.08%
CITIC Group Corporation ^(Note 1)	2,474,896,124	9.51%	2,474,896,124	7.50%
Mr. Cao Zhong ^(Note 2)	1,358,934,998	5.23%	1,358,934,998	4.12%
Others ^(Note 3)	19,579,245,986	75.27%	19,579,245,986	59.30%
Total	26,013,077,108	100.00%	33,013,077,108	100.00%

Notes:

- (1) CITIC Group Corporation is deemed to be interested in a total of 2,474,896,124 Shares, of which (i) 451,908,000 Shares are held by CITIC International Assets Management Limited; (ii) 1,022,988,124 Shares are held by Right Precious Limited; and (iii) 1,000,000,000 Shares are held by Star Mercury Investments Ltd.

Right Precious Limited is a wholly-owned subsidiary of CITIC International Assets Management Limited of which CITIC International Financial Holdings Limited owns 46%. CITIC International Financial Holdings Limited is wholly-owned by China CITIC Bank Corporation Limited which, in turn, is over 60% owned by CITIC Limited through its wholly-owned subsidiaries.

Star Mercury Investments Ltd. is a wholly-owned subsidiary of Smooth Way Holdings Inc. which, in turn, is a wholly-owned subsidiary of CITIC Pacific Limited. CITIC Pacific Limited is wholly-owned by CITIC Limited.

CITIC Group Corporation owns 58.13% of CITIC Limited through its wholly-owned subsidiaries, CITIC Polaris Limited and CITIC Glory Limited.

- (2) Mr. Cao Zhong, an executive director, the chairman and chief executive officer of the Company, is deemed to be interested in a total of 1,358,934,998 Shares, including 1,352,134,998 Shares held by Long Hing International Limited which is his wholly-owned investment holding company.
- (3) There is no other substantial shareholder who holds 10% or more of the shareholding interest in the Company.

LETTER FROM THE BOARD

EQUITY FUND RAISING ACTIVITIES IN THE PAST TWELVE MONTHS

Date of announcement	Event	Approximate net proceeds	Intended use of proceeds	Actual use of proceeds
28 July 2018	Subscription of new Shares under general mandate	Approximately HK\$233.8 million	For supporting the development of electric vehicle business, repayment of debt and general working capital purposes.	(i) approximately HK\$19.3 million used for the repayment of debts; and (ii) approximately HK\$96.1 million used for the general working capital of the Group.
25 June 2018	Placing of new Shares under general mandate	Approximately HK\$103.9 million	For repayment of debt and general working capital purposes.	(i) approximately HK\$94.3 million used for the repayment of debts; and (ii) approximately HK\$9.6 million used for the general working capital of the Group.
28 November 2017	Issue of convertible bonds in the total principal amount of HK\$400 million	Approximately HK\$387.8 million	For re-financing and general working capital purposes.	(i) approximately HK\$361.2 million used for the settlement of short-term borrowings; and (ii) approximately HK\$26.6 million used for the general working capital of the Group.

Save as disclosed above, the Company has not completed any equity fund raising activities in the twelve-month period immediately before the Latest Practicable Date.

LETTER FROM THE BOARD

INFORMATION ON THE SUBSCRIBER

The Subscriber is a wholly-owned subsidiary of 金正源聯合投資控股有限公司 (“**Jin Zhengyuan**”) and is principally engaged in the operation, research and management in culture media industries, economics information consultation and international trade. Jin Zhengyuan was established in 2011 with main strategic directions in internet of vehicles, new energy, new materials, tourism real estate and cultural media industries. It also has its businesses in private equity investment, targeted investment in listed companies, securities investment, asset management, investment banking and investment and financing services.

The Subscriber has confirmed that it, as a substantial shareholder of the Company after the completion of the Subscription, will support and intend for the Company to continue its electric vehicle business and save as disclosed in this circular, there is no other agreement, arrangement, understanding, negotiation or intention to dispose of, seize operation of or downsize the Company’s electric vehicle business within the next 24 months.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, as at the Latest Practicable Date and save as disclosed in this circular, the Subscriber and its ultimate beneficial owners are independent of and not connected with the Company or any of its connected persons.

REASONS FOR AND BENEFITS OF THE SUBSCRIPTION

The Group is an electric vehicle manufacturer, which primarily engages in (i) research and development, design, manufacture and sale of electric vehicles; (ii) research and development, production and sale of lithium-ion batteries and related products; (iii) leasing of electric vehicles; (iv) research and development, manufacture and sale of cathode materials for lithium-ion batteries; and (v) direct investments.

As disclosed in the annual report, the net current assets of the Group as at 31 March 2018 was approximately HK\$21,795,000. Assuming the Subscription has completed, the net proceeds from the Subscription is estimated to be approximately HK\$627,000,000 which will strengthen the financial position of the Company. As the electric vehicle manufacturing business is a capital intensive business, the Directors are of the view that the Subscription represents a good opportunity for the Company to raise funds to strengthen its capital base and financial position and to support the development of its existing electric vehicle business.

The Company has considered other available means of fundraising (such as debt financing and/or other equity financing options) to meet the liquidity needs of the Group before resolving to the Subscription, taking into account the financial position, capital structure, cost of funding of the Group as well as the prevailing market condition. The Company considered debt financing less favourable as it will incur interest costs and collateral burden and will further deteriorate the leverage ratio of the Company. Other equity financing options such as rights issue may incur substantial underwriting fees and arrangement costs and require longer time. Given the current financial performance, position and the leverage ratio of the Group and based on the following

LETTER FROM THE BOARD

analyses, the Company is of the view that the Subscription is in the interests of the Company and the Shareholders as a whole:

Debt Financing

As at 31 March 2018, the Group has a gearing ratio (calculated based on bank loans and other borrowings and obligations under finance leases to total equity, but without taking into account the obligations under redeemed convertible bonds and the liability components of convertible bonds) of approximately 161% and if the Company obtained the proceeds of the Subscription through debt financing, the gearing ratio would be further increased to approximately 190% based on the financial figures at 31 March 2018. However, if the Company obtained such proceeds through the Subscription, the gearing ratio could be improved to approximately 124% based on the financial figures at 31 March 2018. Given the Group's current financial position, the Company considers that it would be difficult for the Group to obtain further debt financing at a reasonable cost.

Equity Financing

Rights Issue

The Directors have considered raising capital through a rights issue and have approached seven potential underwriters for such purpose. However, none of them is interested to underwrite a rights issue unless the issue price is significantly discounted which might result in a theoretical dilution effect of 25% or more pursuant to Rule 7.27B of the Listing Rules. On the other hand, a rights issue without an underwriter would yield uncertainty in obtaining sufficient funds for the Group.

Placements

The Directors have also approached seven potential investors, who have conducted due diligence and had discussions with the Directors for potential placements. The Directors have identified the Subscriber to be an optimal investor as it shares the Company's views in dedication in the electric vehicle business with a focus in the B2B market. The Subscriber has extensive experience in investing in automobile industry and its supply chain companies, which the Group could leverage on the Subscriber's experiences and networks in the automobile industry. In particular, the Subscriber has businesses in internet of vehicles which the Group would consider to adopt and could potentially create synergy with the Group. Combining the vehicle networking, automobile design and engineering experiences provided by the Subscriber and its associated companies with the electric vehicles produced by the Group would create value added services for the end users and increase the competitiveness of the Group's products in the market. The Subscriber could also proceed with the Subscription in a timely manner.

The estimated net proceeds from the allotment and issue of the Subscription Shares would amount to approximately HK\$627,000,000. The Company plans to allocate (1) approximately HK\$273 million to its electric vehicle business, including but not limited to, purchase of

LETTER FROM THE BOARD

materials, production and operating costs, research and development and capital expenditures; (2) approximately HK\$281 million for the repayment of the Group's debts and interests to improve the financial position of the Group and reduce the finance costs; and (3) the remaining balance of approximately HK\$73 million for the general working capital purposes. The estimated net proceeds are intended to be utilised in the second half of the financial year ending 31 March 2019.

Based on the above-mentioned reasons and analyses, the Directors, including all the independent non-executive Directors, are of the view that the Subscription, including its terms and conditions and the Subscription Price, are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

GENERAL

Specific Mandate

The Subscription Shares will be allotted and issued under the Specific Mandate to be approved by the Shareholders at the SGM.

Listing Application

Application will be made by the Company to the Stock Exchange for the listing of, and permission to deal in, the Subscription Shares on the Stock Exchange.

SGM

A notice convening the SGM is set out on pages 13 to 14 of this circular.

The SGM will be convened and held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Monday, 5 November 2018 at 11:00 a.m. to consider and if thought fit, to approve the Subscription Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate).

Whether or not a Shareholder is able to attend the SGM, he/she is requested to complete the proxy form in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof. Completion and return of the proxy form will not preclude a Shareholder from attending and voting in person at the SGM or any adjournment thereof should he/she so wish. In the event that a Shareholder having lodged a proxy form attends the SGM, his/her proxy form will be deemed to be revoked. Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. As such, the resolution set out in the notice of the SGM will be decided by poll.

LETTER FROM THE BOARD

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, as at the Latest Practicable Date, save for the Subscriber who holds approximately 9.99% interest in the Company who will be required to abstain from voting, no other Shareholder has a material interest in the transactions contemplated under the Subscription Agreement (including the grant of the Specific Mandate) and will be required to abstain from voting on the resolution(s) to approve the Subscription Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate) at the SGM.

RECOMMENDATION

The Directors (including the independent non-executive Directors) consider that the Subscription Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate) are fair and reasonable and on normal commercial terms, and are in the interests of the Company and the Shareholders as a whole and accordingly recommend the Shareholders to vote in favour of the ordinary resolution in relation to the Subscription Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate) at the SGM.

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 Group. 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.

Shareholders and investors should note that the allotment and issue of the Subscription Shares is subject to the fulfilment of the conditions precedent set out in this circular and are advised to exercise caution when dealing in the Shares as such allotment and issue of the Subscription Shares may or may not be completed.

Yours faithfully,
On behalf of the Board
FDG Electric Vehicles Limited
Jaime Che
Executive Director



FDG Electric Vehicles Limited
五龍電動車（集團）有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 729)

NOTICE IS HEREBY GIVEN that a special general meeting of FDG Electric Vehicles Limited (the “**Company**”) will be held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Monday, 5 November 2018 at 11:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution as ordinary resolution of the Company:

Ordinary Resolution

Words and expressions that are not expressly defined in this notice shall bear the same meanings as that defined in the circular dated 11 October 2018 published by the Company.

“**THAT:**

- (a) the subscription agreement (the “**Subscription Agreement**”) dated 9 September 2018 (a copy of which has been tabled at the meeting and marked “A” and initialed by the chairman of the meeting for identification purpose) entered into by the Company as issuer and JIN ZHENG YUAN (HK) HOLDING CO., LIMITED as subscriber in relation to the subscription of 7,000,000,000 new shares of the Company (the “**Subscription Shares**”) at the subscription price of HK\$0.090 per Share and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and any one director of the Company be and is hereby authorised to do all such things and take all such actions as he may consider necessary or desirable to implement and/or give effect to the Subscription Agreement and the transactions contemplated thereunder; and
- (b) subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of and permission to deal in the Subscription Shares under the Subscription Agreement, the grant of the specific mandate to the directors of the Company to allot and issue 7,000,000,000 new shares of the Company under the Subscription Agreement be and is hereby approved, and any one director of the Company be and is hereby authorised to do all such things and take all such actions as he may consider necessary or desirable to implement and/or give effect to

NOTICE OF SGM

any of the matters relating to or incidental to the allotment and issue of 7,000,000,000 new shares of the Company under the Subscription Agreement.”

On behalf of the Board
FDG Electric Vehicles Limited
Jaime Che
Executive Director

Hong Kong, 11 October 2018

Notes:

1. Any shareholder of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A proxy needs not be a shareholder of the Company.
2. To be valid, a proxy form, together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or that authority shall be deposited at the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
3. In order to be eligible to attend and vote at the special general meeting, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration not later than 4:00 p.m. on Monday, 29 October 2018.
4. Delivery of the proxy form shall not preclude a shareholder from attending and voting in person at the meeting or upon the poll concerned and, in such event, the relevant proxy form shall be deemed to be revoked.