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If you are in any doubt about this circular or as to the action to be taken, you should consult your licensed securities dealer 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 China Supply Chain Holdings Limited (the “Company”), you should at once hand this circular with the enclosed form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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CHINA SUPPLY CHAIN HOLDINGS LIMITED**中國供應鏈產業集團有限公司***(Incorporated in the Cayman Islands with limited liability)***(Stock Code: 3708)****RENEWAL OF GENERAL MANDATES
TO ISSUE NEW SHARES AND REPURCHASE SHARES,
PROPOSED RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening an annual general meeting of the Company to be held on Friday, 4 December 2020 at 3:00 p.m. at Units 1201–3, 12/F., Podium Plaza, 5 Hanoi Road, Tsim Sha Tsui, Kowloon, Hong Kong is set out on pages 15 to 19 of this circular. Whether or not you are able to attend the annual general meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the Company’s branch share registrar in Hong Kong, 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 but in any event not less than 48 hours before the time appointed for holding the annual general meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the annual general meeting, or any adjournment thereof (as the case may be), should you so wish. If you attend and vote at the annual general meeting, the instrument appointing your proxy will be deemed to have been revoked.

23 October 2020

CONTENTS

	<i>Page</i>
DEFINITIONS	1
PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING	3
LETTER FROM THE BOARD	4
APPENDIX I — EXPLANATORY STATEMENT	8
APPENDIX II — DETAILS OF RETIRING DIRECTORS SUBJECT TO RE-ELECTION	12
NOTICE OF ANNUAL GENERAL MEETING	15

DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held on Friday, 4 December 2020 at 3:00 p.m. at Units 1201–03, 12/F., Podium Plaza, 5 Hanoi Road, Tsim Sha Tusi, Kowloon, Hong Kong or any adjournment of such meeting;
“AGM Notice”	the notice convening the AGM set out on pages 15 to 19 of this circular;
“Articles”	the articles of association of the Company as amended from time to time;
“Audit Committee”	the audit committee of the Board;
“Board”	the board of Directors;
“close associate(s)”	has the same meaning as defined in the Listing Rules;
“Company”	China Supply Chain Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 3708);
“core connected person”	has the same meaning as defined in the Listing Rules;
“Director(s)”	the directors of the Company;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot and issue Shares set out as resolution no. 8 in the AGM Notice;
“Latest Practicable Date”	Friday, 16 October 2020, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion in this circular;

DEFINITIONS

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended, supplemented or otherwise modified from time to time;
“Nomination Committee”	the nomination committee of the Board;
“PRC”	the People’s Republic of China, which for the purpose of this circular excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan;
“Remuneration Committee”	the remuneration committee of the Board;
“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to repurchase Shares set out as resolution no. 9 in the AGM Notice;
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong as amended, supplemented or otherwise modified from time to time);
“Share(s)”	ordinary share(s) of HK\$0.002 each in the capital of the Company;
“Shareholder(s)”	holder(s) of (a) Share(s);
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs; and
“%”	per cent.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

In view of the ongoing Novel Coronavirus (COVID-19) pandemic and the requirements for prevention and control of its spread, the Company will implement the following preventive measures at the AGM to protect attending Shareholders, staff and other stakeholders from the risk of infection:

- (a) Compulsory body temperature checks will be conducted on every Shareholder, proxy and other attendees at the entrance of the AGM venue. Any person with a body temperature of over 37.4 degrees Celsius will be denied entry into the AGM venue or be required to leave the AGM venue.
- (b) Every attendee is required to wear surgical face mask inside the AGM venue at all times, and to maintain a safe distance between seats.
- (c) Seating at the venue will be arranged so as to allow for appropriate social distancing. As a result, there will be limited capacity for the Shareholders and participants to attend the AGM. The Company may limit the number of attendees at the AGM as may be necessary to avoid over-crowding.
- (d) No refreshments will be served.

To the extent permitted under the law, the Company reserves the right to deny entry into the AGM venue or require any person to leave the AGM venue in order to ensure the safety of the attendees at the AGM. The Company hereby reminds the Shareholders not to attend the AGM if they have contracted or are suspected to have contracted COVID-19 or are subject to quarantine or self-quarantine in relation to COVID-19 or have had close contact with anybody who has contracted or is suspected to have contracted COVID-19.

In the interest of all stakeholders' health and safety and consistent with recent COVID-19 guidelines for prevention and control, the Company reminds all Shareholders that physical attendance in person at the AGM is not necessary for the purpose of exercising voting rights. As an alternative, by using proxy forms with voting instructions inserted, Shareholders may appoint the Chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM instead of attending the AGM in person.

LETTER FROM THE BOARD

CHINA SUPPLY CHAIN HOLDINGS LIMITED

中國供應鏈產業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3708)

Executive Directors:

Ms. Ma Huijun (*Chairman*)
Mr. Lai Aizhong
Mr. Dai Jian (*Chief Executive Officer*
and Vice Chairman)
Mr. Dai Ming

Non-executive Director:

Mr. Zhang Junze

Independent non-executive Directors:

Mr. Chan Foon
Mr. Guo Biao
Ms. Song Dan
Mr. Huang Shuhui

Registered Office:

Clifton House 75 Fort Street
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

Head Office and Principal

Place of Business:

Flat A, 12/F.
Gold Shine Tower
346–348 Queen’s Road Central
Hong Kong

23 October 2020

To the Shareholders,

Dear Sir or Madam,

**RENEWAL OF GENERAL MANDATES
TO ISSUE NEW SHARES AND REPURCHASE SHARES,
PROPOSED RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide Shareholders with information in respect of the ordinary resolutions to be proposed at the AGM including, among others: (i) details of the proposed Issue Mandate and the proposed Repurchase Mandate; (ii) details of the proposed re-election of retiring Directors; and (iii) an explanatory statement regarding the Repurchase Mandate.

LETTER FROM THE BOARD

GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE SHARES

The Company's existing mandates to issue and repurchase Shares were approved by its Shareholders on 4 December 2019. Unless otherwise renewed, the existing mandates to issue and repurchase Shares will lapse at the conclusion of the AGM.

Ordinary resolutions will be proposed at the AGM to grant to the Directors new general mandates:

- (i) to allot, issue and otherwise deal with new Shares not exceeding 20% of the total number of issued Shares as at the date of passing the proposed resolution (that is, a total of 1,118,800,000 Shares on the basis that the existing issued share capital of the Company of 5,594,000,000 Shares remains unchanged as at the date of the AGM); and
- (ii) to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing the proposed resolution (that is, a total of 559,400,000 Shares on the basis that the existing issued share capital of the Company of 5,594,000,000 Shares remains unchanged as at the date of the AGM).

In addition, a separate ordinary resolution will be proposed at the AGM to add to the Issue Mandate the number of Shares repurchased by the Company pursuant to the Repurchase Mandate.

The Issue Mandate and the Repurchase Mandate will continue in force until the conclusion of the next annual general meeting of the Company held after the AGM or any earlier date as referred to in the proposed ordinary resolutions set out in items 8 and 9 of the AGM Notice as set out on pages 15 to 19 of this circular.

In accordance with the requirements of the Listing Rules, the Company is required to send to the Shareholders an explanatory statement containing all the information reasonably necessary to enable them to make an informed decision on whether to vote for or against the granting of the Repurchase Mandate. An explanatory statement containing information regarding the Repurchase Mandate is set out in the Appendix I to this circular.

PROPOSED RE-ELECTION OF RETIRING DIRECTORS

Pursuant to article 108(a) of the Articles, Mr. Dai Jian, Mr. Chan Foon and Ms. Song Dan shall retire by rotation at the AGM and all of them, being eligible, have offered themselves for re-election at the AGM.

Pursuant to article 112 of the Articles, Mr. Zhang Junze shall retire by rotation at the AGM and being eligible, has offered himself for re-election at the AGM.

LETTER FROM THE BOARD

Pursuant to Rule 13.74 of the Listing Rules, a listed issuer shall disclose the details required under Rule 13.51(2) of the Listing Rules of any director(s) proposed to be re-elected or proposed new director in the notice or accompanying circular to its shareholders of the relevant general meeting, if such re-election or appointment is subject to shareholders' approval at that relevant general meeting. The requisite details of all the above retiring Directors are set out in Appendix II to this circular.

ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

A notice convening the AGM to be held on Friday, 4 December 2020 at 3:00 p.m. at Units 1201-03, 12/F., Podium Plaza, 5 Hanoi Road, Tsim Sha Tusi, Kowloon, Hong Kong is set out on pages 15 to 19 of this circular for the purpose of considering and, if thought fit, passing the resolutions set out therein.

Pursuant to the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. Accordingly, all the proposed resolutions will be put to vote by way of poll at the AGM. An announcement on the poll results will be made by the Company after the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

A form of proxy for use at the AGM is enclosed with this circular and the form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.yat-sing.com.hk), respectively. Whether or not you are able to attend the AGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the Company's branch share registrar in Hong Kong, 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 but in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment of such meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment of such meeting if you so wish and in such event, your proxy form shall be deemed to be revoked.

RECOMMENDATION

The Directors consider that the granting of the Issue Mandate, the Repurchase Mandate and the extension to the Issue Mandate and the re-election of retiring Directors are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that the Shareholders vote in favour of the relevant resolutions to be proposed at the AGM as set out in the notice of the AGM on pages 15 to 19 of this circular.

LETTER FROM THE BOARD

GENERAL

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on any resolution to be proposed at the AGM. Your attention is also drawn to the additional information set out in the Appendices to this circular.

MISCELLANEOUS

This circular is in English and Chinese. In case of any inconsistency, the English version shall prevail.

By order of the Board of
China Supply Chain Holdings Limited
Ma Huijun
Chairman

The following is an explanatory statement required by the Listing Rules to be sent to the Shareholders to enable them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the AGM in relation to the granting of the Repurchase Mandate.

1. STOCK EXCHANGE RULES FOR REPURCHASES OF SHARES

The Listing Rules permit companies with a primary listing on the Stock Exchange to repurchase their shares on the Stock Exchange subject to certain restrictions.

The Listing Rules provide that all proposed repurchases of shares by a company with a primary listing on the Stock Exchange must be approved by shareholders in advance by an ordinary resolution in a general meeting, either by way of a general mandate or by a specific approval of a particular transaction and that the shares to be repurchased must be fully paid up.

2. REASONS FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and the Shareholders to have a general authority from the Shareholders to enable the Directors to repurchase Shares on the market.

Repurchases of Shares may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share. The Directors are seeking the granting of the Repurchase Mandate to give the Company the flexibility to do so if and when appropriate. The number of Shares to be repurchased on any occasion and the price and other terms upon which the same are repurchased will be decided by the Directors at the relevant time, having regard to the circumstances then pertaining.

3. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 5,594,000,000 Shares.

Subject to the passing of the ordinary resolution set out in item 9 of the AGM Notice in respect of the granting of the Repurchase Mandate and on the basis that the existing issued share capital of the Company remains unchanged as at the date of AGM, the Directors would be authorised under the Repurchase Mandate to repurchase, during the period in which the Repurchase Mandate remains in force, a total of 559,400,000 Shares, representing 10% of the total number of issued Shares as at the date of the AGM.

4. FUNDING AND IMPACT OF REPURCHASES

Repurchases of Shares will be funded by the Company's internal resources, which shall be funds legally available for the purpose in accordance with the memorandum of association of the Company, the Articles, the Listing Rules, the laws of the Cayman Islands and/or any other applicable laws.

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited consolidated financial statements contained in the annual report of the Company for the year ended 30 June 2020) in the event that the Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period.

However, the Directors do not intend to exercise the Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time befitting the Company.

5. EFFECT OF THE TAKEOVERS CODE

If, on the exercise of the power to repurchase of Shares pursuant to the Repurchase Mandate, a shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of the Takeovers Code. As a result, a Shareholder or a group of Shareholders acting in concert (as that term is defined in the Takeovers Code), depending on the level of increase of the shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code for all the Shares not already owned by such Shareholder or group of Shareholders.

As at the Latest Practicable Date, the following Shareholders interested in more than 10% of the Shares then in issue and in the event that the Directors exercise in full the power to repurchase Shares in accordance with the Repurchase Mandate, the percentage interest in the Shares would be increased as set out below:

Long position in the Shares

Name	Capacity/Nature	Number of Shares held/ interested	Approximate% of interest	
			As at the Latest Practicable Date	If Repurchase Mandate is exercised in full
Smart Paradise International Limited ("Smart Paradise")	Beneficial owner	3,268,750,000	58.43%	64.93%
Mr. Dai Jian (<i>Note</i>)	Interest of a controlled corporation	3,268,750,000	58.43%	64.93%

Note: Mr. Dai Jian is the sole beneficial owner and director of Smart Paradise.

On the basis of the current shareholdings of the above Shareholders, an exercise of the Repurchase Mandate in full will not result in the Shareholder, or group of Shareholders acting in concert, becoming obliged to make a mandatory offer under Rule 26 of the Takeovers Code. Moreover, the Directors do not intend to exercise the power to repurchase Shares to an extent which would render the aforesaid Shareholders or any Shareholder or group of Shareholders obliged to make a mandatory offer under Rule 26 of the Takeovers Code.

In addition, the Directors do not have any intention to exercise the proposed Repurchase Mandate to the effect that it will result in the public float to fall below the percentage as required under the Listing Rules or such other minimum percentage agreed by the Stock Exchange from time to time.

6. UNDERTAKING OF THE DIRECTORS

The Directors have undertaken to the Stock Exchange to exercise the power of the Company to make any repurchases of Shares pursuant to the Repurchase Mandate in accordance with the Listing Rules, the applicable laws of the Cayman Islands and in accordance with the memorandum of association of the Company and the Articles, the Listing Rules and the applicable laws of the Cayman Islands.

7. DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSONS

None of the Directors nor, to the best of their knowledge and belief, having made all reasonable enquiries, any of their respective close associates has any present intention to sell any Shares to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons of the Company that he/she/it has any present intention to sell any Shares to the Company nor that he/she/it has undertaken not to sell any Shares held by him/her/it to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

8. REPURCHASES OF SHARES MADE BY THE COMPANY

The Company has not repurchased any of the Shares (whether on the Stock Exchange or otherwise) during the previous six months immediately preceding the Latest Practicable Date.

9. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which the Shares have been traded on the Stock Exchange during each of the previous twelve months up to the Latest Practicable Date were as follows:

	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2019		
November	0.405	0.074
December	0.345	0.220
2020		
January	0.300	0.228
February	0.219	0.175
March	0.199	0.150
April	0.250	0.155
May	0.217	0.160
June	0.234	0.109
July	0.250	0.130
August	0.215	0.152
September	0.310	0.195
October (<i>up to the Latest Practicable Date</i>)	0.270	0.236

APPENDIX II DETAILS OF RETIRING DIRECTORS SUBJECT TO RE-ELECTION

Set out below are the biographical details of the Directors proposed to be re-elected at the AGM.

Save as disclosed herein, each of the following retiring Directors proposed for the re-election:

- (a) does not hold any other directorship in listed public companies in the last three years;
- (b) does not have any interest or short position in any shares, underlying shares or debentures of the Company or any of its associated corporations required to be disclosed pursuant to Part XV of the SFO; and
- (c) does not hold any other positions with the Company or any of its subsidiaries nor does he/her has any other relationship with any Directors, senior management, substantial shareholder or controlling shareholder of the Company.

In addition, there are no other matters that need to be brought to the attention of the Shareholders nor is there other information required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules in respect of each of the following retiring Directors proposed to be re-elected at the AGM.

Mr. Dai Jian

Mr. Dai Jian, aged 33, was appointed as the Chairman, an executive Director, the Chief Executive Officer and the chairman of the nomination committee on 14 January 2017. He resigned as the chairman of the nomination committee and has been redesignated as the Vice Chairman since 21 November 2019. He is a controlling shareholder of the Company. He holds a bachelor's degree in finance from The Great Wall University Beijing, the PRC. He has been an executive director and general manager of 河口縣錦鑫礦業有限公司 (transliterated as Hekou Jinxin Mining Limited Company) since September 2016. Currently, he is also a deputy manager of the department of research and development of 江陰市友佳珠光雲母有限公司 (transliterated as Jiangyin Youjia Pearlescent Mica Co. Ltd., "Jiangyin Youjia") since December 2013. Jiangyin Youjia was established in the PRC in 2003 and is a subsidiary of China Crystal New Material Holdings Co., Ltd. (中國晶體新材料控股有限公司, "China Crystal"), a company incorporated in the Cayman Islands with limited liability and listed in the trading board of stock exchange in South Korea since 28 January 2016 (KOSDAQ stock code: 900250).

Mr. Dai Jian has been a deputy general manager of Jiangsu Province Special Synthetic Mica Engineering and Technology Research Center (江蘇省特種合成雲母工程技術研究中心) since January 2015, a centre established by Jiangyin Youjia which is a provincial engineering and technology research centre in Jiangsu Province, the PRC. Mr. Dai Jian has taken part in various research and development projects, including producing electronic micavia artificial synthesis (人工電子合成雲母), automated production system of artificial crystal synthetic mica, etc.

He is the younger cousin of Mr. Dai Ming, who is an executive Director.

Mr. Dai Jian has entered into a service agreement with the Company for a term of three years commencing from 14 January 2020, subject to rotation and re-election at the annual general meetings of the Company in accordance with the Articles. The service agreement can be terminated by either party by giving not less than six months' written notice in advance. Mr. Dai Jian is entitled to a basic salary of HK\$1,200,000 per annum plus a discretionary bonus to be determined by the Board with reference to the performance of the Group. The emoluments of Mr. Dai Jian are determined by the Board based on the recommendation of the Remuneration Committee and with regard to the prevailing market conditions and his duties and responsibilities as an executive Director.

As at the Latest Practicable Date, Mr. Dai Jian is holding 3,268,750,000 Shares through a controlled corporation.

Mr. Zhang Junze

Mr. Zhang Junze, aged 49, was appointed as a non-executive Director on 20 December 2019. He was graduated from Yat-sen University, Guangzhou in 1996. Mr. Zhang has been appointed as executive director of China Huiying United Supply Chain Group Co., Limited (中國惠盈聯合供應鏈集團有限公司) since January 2016. Mr. Zhang was the general manager of Puning Fageer Clothing Factory Company Limited (普寧市發格爾服飾有限公司) responsible for the overall operation of the factory during the period from 1998 to 2016. Mr. Zhang is currently a member of the Shenzhen Chaoshan chamber of commerce (深圳潮汕商會理事) and the Honorary chairman of Shenzhen Longgang District private enterprise chamber of commerce (深圳市龍崗區民營企業商會名譽會長).

Mr. Zhang had entered into a service contract with the Company for a term of 3 years from 20 December 2019 and shall be subject to retirement and re-election at the Company's annual general meeting in accordance with the articles of association of the Company. Mr. Zhang is entitled to a salary of HK\$15,000 per month which is determined by arm's length negotiation between Mr. Zhang and the Company and with reference to his duties and responsibilities. The amount of the remuneration has been approved by the Board and the remuneration committee.

Mr. Chan Foon

Mr. Chan Foon, aged 47, was appointed as an independent non-executive Director, the chairman of the audit committee and a member of each of the remuneration committee and the nomination committee on 14 January 2017. He holds a bachelor of science degree from the University of Southern California in the United States of America and is an associate member of the Hong Kong Institute of Certified Public Accountants. Mr. Chan has been an independent non-executive director of China Crystal since July 2012. He is currently the financial controller and joint company secretary of Li Heng Chemical Fibre Technologies Limited and a member of the supervisory board of Highsum Chemical Holdings B.V. He also became an independent non-executive Director of Adtiger Corporations Limited, a company listed on the Main Board of

The Stock Exchange of Hong Kong Limited (stock code: 1163) since June 2020. He had extensive audit experience with two international audit firms and a listed company in Hong Kong.

Mr. Chan has entered into a letter of appointment with the Company for a term of three years commencing from 14 January 2020, subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles. The service agreement can be terminated by either party by giving not less than six months' written notice in advance. Mr. Chan is entitled to a director's fee of HK\$11,000 per month which is determined by arm's length negotiation between Mr. Chan and the Company with reference to his duties and responsibilities. The amount of the remuneration has been approved by the Board and the Remuneration Committee.

The Board would consider to enhance its diversity with different expertise when re-electing an independent non-executive Director. Mr. Chan has confirmed his independence pursuant to Rule 3.13 of the Listing Rules. He had extensive audit experience with two international audit firms and a listed company in Hong Kong. The Board considers Mr. Chan is independent and can bring further contribution to the Board and its diversity.

Ms. Song Dan

Ms. Song Dan, aged 36, was appointed as an independent non-executive Director and a member of the audit committee on 3 March 2016, and a member of the remuneration committee on 14 January 2017. She graduated from the Xiangtan University, Xiangtan City, Hunan Province, the PRC. She is a degree holder in financial management. She is currently the chairman of 深圳市中金小額貸款有限公司 (transliterated as Shenzhenshi Zhongjin Xiaoe Daikuan Company Limited.) Ms. Song had served as the president of retail banking in China Merchants Bank Company Limited (招商銀行股份有限公司). She has in-depth knowledge on financial and banking businesses.

Ms. Song has entered into a letter of appointment with the Company for a term of three years commencing from 30 November 2019, subject to rotation and re-election at the annual general meetings of the Company in accordance with the Articles. The letter of appointment can be terminated by either party by giving not less than six months' written notice in advance. Ms. Song is entitled to a director's fee of HK\$11,000 per month which is determined with reference to her duties and responsibilities within the Company. The amount of the remuneration has been approved by the Board and the Remuneration Committee.

The Board would consider to enhance its diversity with different expertise when re-electing an independent non-executive Director. Ms. Song has confirmed her independence pursuant to Rule 3.13 of the Listing Rules. She has in-depth knowledge on financial and banking businesses. The Board considers Ms. Song is independent and can bring further contribution to the Board and its diversity.

NOTICE OF ANNUAL GENERAL MEETING

CHINA SUPPLY CHAIN HOLDINGS LIMITED

中國供應鏈產業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3708)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “Meeting”) of China Supply Chain Holdings Limited (the “Company”) will be held on Friday, 4 December 2020 at 3:00 p.m. at Units 1201–3, 12/F., Podium Plaza, 5 Hanoi Road, Tsim Sha Tsui, Kowloon, Hong Kong for considering and, if thought fit, passing, with or without amendments, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. To receive and adopt the audited consolidated financial statements and reports of the directors of the Company (the “Directors”) and auditor of the Company and its subsidiaries for the year ended 30 June 2020.
2. To re-appoint SHINEWING (HK) CPA Limited as the independent auditor of the Company and to authorise the Board of Directors (the “Board”) to fix its remuneration.
3. To re-elect Mr. Dai Jian as an executive Director.
4. To re-elect Mr. Zhang Junze as a non-executive Director.
5. To re-elect Mr. Chan Foon as an independent non-executive Director.
6. To re-elect Ms. Song Dan as an independent non-executive Director.
7. To authorise the Board to fix the remuneration of the Directors.
8. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (A) subject to paragraph (C) of this resolution below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of HK\$0.002 each in the capital of the Company and to make or grant offers, agreements and options

NOTICE OF ANNUAL GENERAL MEETING

(including warrants, bonds and debentures/securities convertible into shares of the Company) which would or might require the exercise of such powers be and is hereby generally and unconditionally approved;

- (B) the approval in paragraph (A) of this resolution above shall authorise the Directors to make or grant offers, agreements and options (including warrants, bonds and debentures/securities convertible into shares of the Company) during the Relevant Period which would or might require the exercise of such powers after the end of the Relevant Period;
- (C) the total number of shares of the Company allotted or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (A) of this resolution above, otherwise than pursuant to:
- (i) a Rights Issue (as hereinafter defined); or
 - (ii) the exercise of any options granted under the share option scheme adopted by the Company or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to subscribe for shares in the Company; or
 - (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in the Company in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company (the “Articles”) from time to time; or
 - (iv) the exercise of the right of subscription or conversion under the terms of any securities which are convertible into shares of the Company and from time to time outstanding,

shall not exceed 20% of the total number of shares of the Company in issue as at the date of passing this resolution and the said approval shall be limited accordingly; and

- (D) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles, the laws of the Cayman Islands or any applicable laws to be held; or

NOTICE OF ANNUAL GENERAL MEETING

- (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of shares of the Company or offer or issue of warrants, options or other securities giving rights to subscribe for shares of the Company open for a period fixed by the Directors to holders of shares of the Company on the register on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction, or the requirements of any recognised regulatory body or any stock exchange).”

- 9. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (A) subject to paragraph (B) of this resolution below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase issued shares of HK\$0.002 each in the capital of the Company on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) or any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, and that the exercise by the Directors of all powers of the Company to repurchase such shares are subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”), be and is hereby, generally and unconditionally approved;
- (B) the total number of shares of the Company repurchased or agreed conditionally or unconditionally to be repurchased by the Company pursuant to the approval in paragraph (A) of this resolution above during the Relevant Period shall not exceed 10% of the total number of shares of the Company in issue as at the date of passing this resolution and the said approval shall be limited accordingly; and
- (C) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;

NOTICE OF ANNUAL GENERAL MEETING

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles, the laws of the Cayman Islands or any applicable laws to be held; or
 - (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.”
10. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT** conditional upon the passing of the resolutions set out in items 8 and 9 of this notice convening the Meeting (“this Notice”), the general mandate granted to the directors of the Company pursuant to the resolution set out in item 8 of this Notice be and is hereby extended by the addition thereto the total number of shares of the Company repurchased by the Company under the authority granted pursuant to the resolution set out in item 9 of this Notice, provided that such amount shall not exceed 10% of the total number of shares of the Company in issue as at the date of passing this resolution.”

By Order of the Board of
China Supply Chain Holdings Limited
Ma Huijun
Chairman

Hong Kong, 23 October 2020

Notes:

1. In light of the pandemic situation of Novel Coronavirus (COVID-19), member may consider appointing the chairman of the AGM as his/her proxy to vote on the resolution instead of attending the AGM in person. There will be no corporate gift or refreshment in the AGM in order to reduce person-to-person contact. Shareholders attending the AGM in person are required to wear surgical face mask and to undertake a body temperature check before they enter the AGM venue. Any person who does not comply with the precautionary measures to be taken at the AGM will be denied entry into the AGM venue. Attendees are requested to observe and practise good personal hygiene at all times at the AGM venue.
2. Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of him/her/it. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at the Meeting. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares of the Company in respect of which each such proxy is so appointed.
3. In order 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 certified copy of such power or authority, must be deposited at the Company’s branch share registrar in Hong Kong, 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 but in any event not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
4. Completion and delivery of the form of proxy shall not preclude a member from attending and voting in person at the Meeting if the member so wish and in such event, the form of proxy shall be deemed to be revoked.

NOTICE OF ANNUAL GENERAL MEETING

5. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders be present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
6. For determining the entitlement to attend and vote at the above meeting, the register of members of the Company will be closed from Tuesday, 1 December 2020 to Friday, 4 December 2020, both days inclusive. During such period, no share transfers will be effected. In order to be eligible to attend and vote at the Meeting, unregistered holders of shares should ensure that all share transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration no later than 4:00 p.m. on Monday, 30 November 2020.
7. In relation to proposed resolutions nos. 8 and 10 as set out in this notice, approval is being sought from the members for the grant to the Directors of a general mandate to authorise the allotment and issue of shares under the Listing Rules. The Directors have no immediate plans to issue any new shares of the Company other than shares which may fall to be issued under the share option scheme of the Company or any scrip dividend scheme which may be approved by members of the Company.
8. In relation to proposed resolution no. 9 as set out in this notice, the Directors wish to state that they will exercise the powers conferred thereby to repurchase shares of the Company in circumstances which they deem appropriate for the benefit of the members. An explanatory statement containing the information necessary to enable the members to make an informed decision as to whether to vote for or against the proposed resolution as required by the Listing Rules is set out in Appendix I to the circular of the Company dated 23 October 2020 (the "Circular").
9. In relation to the proposed resolutions nos. 3 to 6 as set out in this notice, details of the retiring Directors standing for re-election, namely Mr. Dai Jian, Mr. Zhang Junze, Mr. Chan Foon and Ms. Song Dan, are set out in Appendix II to the Circular.
10. Any voting at the meeting shall be taken by poll.
11. In the case of any inconsistency between the Chinese translation and the English text hereof, the English text shall prevail.