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CSMall Group Limited
金猫银猫集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1815)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of CSMall Group Limited (the “**Company**”) will be held at Unit 1415, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Sheung Wan, Hong Kong on Monday, 28 December 2020 at 11:00 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following ordinary resolution:

“**THAT** the terms of the framework purchase agreement entered into between Jiangxi Ji Yin Company Limited (江西吉銀實業有限公司) (“**Jiangxi Ji Yin**”) and Jiangxi Longtianyong Nonferrous Metals Co., Ltd. (江西龍天勇有色金屬有限公司) (“**Longtianyong**”) on 16 November 2020 (the “**New Framework Purchase Agreement**”), the transactions contemplated under the New Framework Purchase Agreement and the proposed annual caps for the three years ending 31 December 2021, 2022 and 2023 as described in the circular of the Company dated 10 December 2020 be and are hereby approved, confirmed and ratified in all respects; and any one director of the Company, or any two directors of the Company if affixation of the Company’s common seal is necessary, be and is/are hereby authorized for and on behalf of the Company to execute and deliver (and affix the Company’s common seal to, if necessary), and procure Jiangxi Ji Yin to execute and deliver, all such documents, instruments or agreements and to do all such other acts or things which he/they may in his/their absolute discretion consider necessary or desirable in connection with or incidental to the New Framework Purchase Agreement, the transactions contemplated thereunder and the proposed annual caps for the three years ending 31 December 2021, 2022 and 2023.”

By Order of the Board
CSMall Group Limited
Chen He
Chairman

Hong Kong, 10 December 2020

Principal Place of Business in Hong Kong:
Unit 1415, China Merchants Tower
Shun Tak Centre
168-200 Connaught Road Central
Sheung Wan
Hong Kong

Notes:

1. Every member entitled to attend and vote at the above meeting (or at any adjournment thereof) (the “EGM”) is entitled to appoint another person as his proxy. Any member who holds two or more shares may appoint more than one proxy. If more than one proxy is appointed, the appointment shall specify the number of shares in respect of which each such proxy is appointed. A proxy need not be a member of the Company. The number of proxies appointed by a clearing house (or its nominee) is not subject to the aforesaid limitation.
2. Where there are joint holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share will alone be entitled to vote in respect thereof.
3. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy of that power or authority), must be deposited at the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the EGM (i.e. not later than 11:00 a.m. on Saturday, 26 December 2020) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude a member from attending the EGM and voting in person if he so wishes. In the event of a member who has lodged a form of proxy attending the EGM, the form of proxy will be deemed to have been revoked.
4. The register of members of the Company will be closed from Tuesday, 22 December 2020 to Monday, 28 December 2020 (both days inclusive), during which period no transfer of shares will be effected. In order to qualify for the right to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 21 December 2020 for registration of transfer.
5. The resolution set out in this notice shall be decided by poll. In accordance with Chapter 14A of the Listing Rules, China Silver Group Limited (being the ultimate holding company of Longtianyong) and Mr. Chen Wantian (being a director and substantial shareholder of China Silver Group Limited) are required to abstain from voting on the ordinary resolution.
6. References to time and dates in this notice are to Hong Kong time and dates.
7. In light of the epidemic situation of COVID-19 and to safeguard your health and safety, the Company encourages you to consider appointing the chairman of the EGM as your proxy to vote on the resolution, instead of attending the meeting in person. The directors of the Company may attend the meeting remotely through video or telephone conference facilities.

8. In accordance with the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation (Chapter 599G of the Laws of Hong Kong) made by the Chief Executive in Council of Hong Kong on 29 March 2020 and amended from time to time, as well as the Joint Statement in relation to General Meetings in light of the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation issued by the Securities and Futures Commission of Hong Kong and The Stock Exchange of Hong Kong Limited on 1 April 2020, the Company will take all practicable precautions to ensure the health and safety of shareholders attending the EGM in person, including but not limited to mandatory screening of body temperatures, requiring attendees to bring and wear their own surgical masks, physical distancing, setting up separate rooms or partitioned areas, no food or beverage service, no handing out of gifts, restricting the number of non-shareholder attendees, and prohibiting persons under quarantine or in contravention of the above precautions from entering the venue. The Company will continue to monitor the epidemic situation of COVID-19 and may alter the EGM arrangements at short notice. Shareholders are advised to check any future announcement(s) which may be published by the Company.

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