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香港中華煤氣有限公司  
**THE HONG KONG AND CHINA GAS COMPANY LIMITED**  
*(Incorporated in Hong Kong under the Companies Ordinance with limited liability)*  
**(Stock Code: 3)**

**NOTICE OF ANNUAL GENERAL MEETING  
PROPOSALS FOR  
RE-ELECTION OF RETIRING DIRECTORS  
ISSUE OF BONUS SHARES  
AND  
RENEWAL OF THE GENERAL MANDATES  
TO ISSUE SHARES AND BUY BACK SHARES**

The notice convening the Annual General Meeting of the Company (the "AGM") to be held at Meeting Room N101 (Expo Drive Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Wednesday, 2nd June 2021 at 12:00 noon at which the above proposals will be considered is set out from pages 13 to 18. Whether or not you are able to attend the meeting, please complete and return the accompanying form of proxy as instructed 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). In calculating the period mentioned for depositing the form of proxy, no account is to be taken of any part of a day that is a public holiday.

**PRECAUTIONARY MEASURES FOR THE AGM**

In view of the ongoing novel coronavirus (COVID-19) outbreak, mass gatherings would potentially impose a significant risk in terms of the spread of the virus. For the safety of our shareholders, staff and stakeholders, **the Company encourages shareholders, instead of attending the AGM in person, to appoint the Chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM**, by completing and returning the form of proxy accompanying the Annual Report 2020 in accordance with the instructions printed thereon.

Shareholders and other persons attending the AGM should note that, consistent with the government guidelines for the prevention and control of COVID-19, the Company will implement precautionary measures to reduce the risk of contracting and spreading of COVID-19 at the AGM, including:

- (a) limited capacity for AGM attendees;
- (b) mandatory body temperature screening;
- (c) mandatory health declaration;
- (d) mandatory wearing of surgical face masks;
- (e) maintaining an appropriate social distance between seats; and
- (f) NO refreshments, no food and beverage service, and no handing out of corporate gifts or gift coupons.

For the safety of the attendees at the AGM, the Company reserves the right to deny entry into or require any person to leave the AGM venue if such person:

- (i) refuses to comply with any of the above precautionary measures;
- (ii) is having a body temperature of over 37.4 degree Celsius;
- (iii) is subject to any Hong Kong Government prescribed quarantine or has close contact with any person under quarantine; or
- (iv) has any flu-like symptoms.

The Company seeks the understanding and cooperation of all shareholders to minimize the risk of spreading COVID-19.

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## EXPECTED TIMETABLE

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2021

Latest time for lodging transfers for entitlement to the right to attend and vote at the Annual General Meeting . . . . .	4:30 p.m. on Thursday, 27th May
Book close period (both days inclusive) . . . . .	From Friday, 28th May to Wednesday, 2nd June
Proxy forms for the Annual General Meeting to be returned by . . . . .	12:00 noon on Monday, 31st May
Record date for determination of entitlement to the right to attend and vote at the Annual General Meeting . . . . .	Wednesday, 2nd June
Annual General Meeting . . . . .	12:00 noon on Wednesday, 2nd June
Publication of poll results announcement . . . . .	Wednesday, 2nd June
Register re-opens . . . . .	Thursday, 3rd June
Latest date of dealing in Shares cum entitlements to the final dividend and the Bonus Share Issue . . . . .	Thursday, 3rd June
First date of dealing in Shares ex entitlements to the final dividend and the Bonus Share Issue . . . . .	Friday, 4th June
Latest time for lodging transfers for entitlements to the final dividend and the Bonus Share Issue . . . . .	4:30 p.m. on Monday, 7th June
Book close period (both days inclusive) . . . . .	From Tuesday, 8th June to Thursday, 10th June
Record Date for determination of entitlements to the final dividend and the Bonus Share Issue . . . . .	Thursday, 10th June
Register re-opens . . . . .	Friday, 11th June
Despatch of dividend cheques and certificates for Bonus Shares . . . . .	Monday, 21st June
First date of dealing in Bonus Shares . . . . .	9:00 a.m. on Tuesday, 22nd June

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## DEFINITIONS

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*In this document and the appendices, the following expressions have the following meanings unless the context otherwise requires:*

“Annual General Meeting”	the annual general meeting of the Company to be held on Wednesday, 2nd June 2021 at 12:00 noon, notice of which is set out from pages 13 to 18 of this document
“Articles of Association”	the articles of association of the Company as altered from time to time
“Board”	the board of Directors
“Bonus Share(s)”	the Share(s) proposed to be issued by way of bonus on the terms set out in this document
“Bonus Share Issue”	issue of Bonus Shares
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“Company”	The Hong Kong and China Gas Company Limited (香港中華煤氣有限公司), a company incorporated in Hong Kong with limited liability, whose shares are listed on the Main Board of the Stock Exchange
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“HKSCC”	Hong Kong Securities Clearing Company Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	Wednesday, 14th April 2021, being the latest practicable date prior to the printing of this document for ascertaining certain information contained herein
“Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange
“Ordinance”	Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and any amendments thereto

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## DEFINITIONS

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“Record Date”	Thursday, 10th June 2021, being the date for determination of entitlements to the proposed final dividend and Bonus Shares
“Register”	the register of members of the Company
“Securities and Futures Ordinance”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and any amendments thereto
“Shareholder(s)”	holder(s) of Shares
“Shares”	shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

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LETTER FROM THE BOARD

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香港中華煤氣有限公司  
THE HONG KONG AND CHINA GAS COMPANY LIMITED  
(Incorporated in Hong Kong under the Companies Ordinance with limited liability)  
(Stock Code: 3)

*Directors:*

Dr. Lee Ka-kit, *Chairman* \*  
Mr. Lee Ka-shing, *Chairman* \*  
Dr. Colin Lam Ko-yin \*  
Dr. the Hon. Sir David Li Kwok-po \*\*  
Mr. Alfred Chan Wing-kin  
Prof. Poon Chung-kwong \*\*  
Mr. Peter Wong Wai-yee  
Dr. Moses Cheng Mo-chi \*\*  
Mr. John Ho Hon-ming

*Registered Office:*

23rd Floor  
363 Java Road  
North Point  
Hong Kong

\* *non-executive director*

\*\* *independent non-executive director*

22nd April 2021

*To the Shareholders*

Dear Sir or Madam,

**PROPOSALS FOR  
RE-ELECTION OF RETIRING DIRECTORS  
ISSUE OF BONUS SHARES  
AND  
RENEWAL OF THE GENERAL MANDATES  
TO ISSUE SHARES AND BUY BACK SHARES**

**1. INTRODUCTION**

In the announcement dated 19th March 2021 of the audited results of the Company for the financial year ended 31st December 2020, the Directors proposed the Bonus Share Issue, details of which, together with a proposal to renew general mandates granted to the Directors to issue Shares and buy back Shares are set out below. In addition, the purpose of this document is to give you notice of the Annual General Meeting to be convened for the purpose of considering and, if thought fit, passing resolutions to approve, *inter alia*, the re-election of retiring Directors, the Bonus Share Issue and the renewal of the general mandates to issue Shares and buy back Shares.

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## LETTER FROM THE BOARD

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### 2. RE-ELECTION OF RETIRING DIRECTORS

According to the Articles of Association, one-third of all the Directors are subject to retirement by rotation at every annual general meeting. Pursuant to Article 97 of the Articles of Association, Mr. Lee Ka-shing, Prof. Poon Chung-kwong and Mr. Peter Wong Wai-ye are due to retire by rotation at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-appointment.

Pursuant to Article 91 of the Articles of Association, any Director appointed by the Board shall hold office only until the next following annual general meeting, or until the next following general meeting in the case of filling a casual vacancy, but shall not be taken into account in determining the directors or the number of directors who are to retire by rotation at that meeting. By virtue of Article 91 of the Articles of Association, the office of Mr. John Ho Hon-ming, Executive Director, will end at the forthcoming Annual General Meeting and, being eligible, offer himself for re-appointment.

The Nomination Committee has recommended to the Board that the above-mentioned Directors are eligible for re-appointment. Details and brief biography of each of Mr. Lee Ka-shing, Prof. Poon Chung-kwong, Mr. Peter Wong Wai-ye and Mr. John Ho Hon-ming are set out in Appendix I to this document.

The nomination of Prof. Poon Chung-kwong for re-appointment as Independent Non-executive Director at the forthcoming Annual General Meeting has been considered by the Nomination Committee in accordance with the nomination policy of the Company as well as taking into account the diversity aspects (including without limitation, gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and lengths of service), with due regard for the benefits of diversity, as set out under the board diversity policy of the Company. The Nomination Committee has also taken into account the skill mix of the Board, and with Prof. Poon's extensive management experience, he would continue to provide related valuable advice to the business development of the Company and contribute to the diversity of the existing Board.

Prof. Poon Chung-kwong was appointed to the Board in 2009 and has served on the Board for more than 9 years. Prof. Poon has given a confirmation in writing of his independence to the Company pursuant to Rule 3.13 of the Listing Rules. During his tenure of office, Prof. Poon has been providing objective and independent views to the Company over the years, and he remains committed to his independent role. The members of the Nomination Committee were of the view that the long service of Prof. Poon would not affect his exercise of independent judgement and were satisfied that Prof. Poon has the required character, integrity and experience to continue fulfilling the role of an independent non-executive director. The Board, through the assessment and recommendation by the Nomination Committee, has considered him to be independent. The Board is of the view that, as Prof. Poon is not involved in the daily management of the Group nor in any relationships or circumstances which would interfere with the exercise of his independent judgement as an independent non-executive director, he has demonstrated his ability to provide professional and independent views to the Company's affairs and is able to continue to fulfill his role as required and thus recommends him for re-election at the Annual General Meeting.

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## LETTER FROM THE BOARD

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### 3. ISSUE OF BONUS SHARES

As mentioned in the preliminary announcement of 2020 annual results dated 19th March 2021, the Board proposed a bonus issue of Shares be allotted and issued without consideration, on the basis of one Bonus Share for every twenty existing Shares held by Shareholders whose names are on the Register on the Record Date. The Bonus Shares will rank *pari passu* in all respects with the Shares from their date of issue except that they will not rank for any dividend or distribution declared or recommended by the Company in respect of the financial year ended 31st December 2020. Fractional entitlements to the Bonus Shares will not be allotted to Shareholders and will be aggregated and sold for the benefit of the Company. As at the Latest Practicable Date, the number of Shares in issue was 17,771,304,856 Shares. On the basis of such figure, and assuming there is no issue or buy-back of Shares prior to the Record Date, the number of Bonus Shares to be issued is 888,565,242 Shares. The reason for the Bonus Share Issue is to enable Shareholders to enjoy a pro-rata increase in the number of shares being held in the Company without incurring any costs. The Directors consider that the Bonus Share Issue is in the interests and for the benefits of Shareholders. The necessary resolution for the approval of the Bonus Share Issue will be proposed at the Annual General Meeting.

### 4. CONDITIONS OF THE BONUS SHARE ISSUE

The Bonus Share Issue is conditional upon:

- (a) Shareholders approving Resolution 5(I) as set out in the notice of Annual General Meeting of the Company at the Annual General Meeting; and
- (b) the Listing Committee of the Stock Exchange granting listing of and permission to deal in the Bonus Shares.

### 5. CLOSURE OF REGISTER OF MEMBERS

**For the purpose of determining entitlement of Shareholders to the right to attend and vote at the Annual General Meeting (or any adjournment thereof), the Register will be closed from Friday, 28th May 2021 to Wednesday, 2nd June 2021, both days inclusive, during which period no share transfer will be effected. All transfers accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration no later than 4:30 p.m. on Thursday, 27th May 2021 in order for the transferee to be entitled to attend and vote at the Annual General Meeting (or any adjournment thereof).**

**For the purpose of determining Shareholders who qualify for the proposed Bonus Share Issue and the final dividend, the Register will be closed from Tuesday, 8th June 2021 to Thursday, 10th June 2021, both days inclusive, during which period no share transfer will be effected. All transfers accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, for registration no later than 4:30 p.m. on Monday, 7th June 2021 in order for the transferee to be entitled to the proposed Bonus Share Issue and the final dividend.**

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## LETTER FROM THE BOARD

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### **6. TRADING ARRANGEMENTS**

Application has been made to the Listing Committee of the Stock Exchange for listing of and permission to deal in the Bonus Shares. Subject to the granting of listing of and permission to deal in the Bonus Shares on the Stock Exchange, the Bonus Shares to be issued by the Company will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date on which dealings in the Bonus Shares commence on the Stock Exchange or such other date as shall be determined by HKSCC. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. Shareholders should seek the advice of their stockbroker or other professional adviser for details of those settlement arrangements and how such arrangements will affect their rights and interests.

Settlement of transactions between members of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter.

The Bonus Shares will be traded in board lots of 1,000 Shares each. It is expected that certificates for the Bonus Shares will be posted to Shareholders on Monday, 21st June 2021 at their own risk and the first date of dealing in the Bonus Shares will commence at 9:00 a.m. on Tuesday, 22nd June 2021.

The Shares are not listed or dealt in on any stock exchange other than the Stock Exchange. The Directors do not intend to apply for listing of or permission to deal in the Bonus Shares on any stock exchange other than the Stock Exchange.

Stamp duty in Hong Kong will be payable in respect of dealings in the Bonus Shares.

### **7. RENEWAL OF THE GENERAL MANDATES TO ISSUE SHARES AND BUY BACK SHARES**

At the annual general meeting of the Company held on 5th June 2020, ordinary resolutions were passed to renew the general mandates to the Board (i) to buy back Shares, the total number of Shares of which did not exceed 10 per cent of the total number of Shares in issue as at 5th June 2020; and (ii) to allot, issue and otherwise deal with additional Shares not exceeding, where the Shares are to be allotted wholly for cash, 10 per cent and in any event 20 per cent of the total number of Shares in issue on 5th June 2020, together with the number of any Shares bought back (up to a maximum of 10 per cent of the total number of Shares in issue as at 5th June 2020) by the Company in accordance with (i) above, if any.

These general mandates will lapse at the conclusion of the Annual General Meeting, unless renewed then. Resolutions set out as Resolutions 5(II), 5(III) and 5(IV) in the notice of Annual General Meeting will be proposed to renew these mandates. With reference to these resolutions, the Board wishes to state that they have no immediate plans to buy back any Shares or to issue any new Shares or warrants pursuant to the relevant mandates.

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## LETTER FROM THE BOARD

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As at the Latest Practicable Date, the number of Shares in issue was 17,771,304,856 Shares. On the basis of such figure and assuming there is no issue or buy-back of Shares prior to the date of the Annual General Meeting, the Company would be allowed under the general mandate to issue Shares to allot and issue up to 3,554,260,971 Shares representing 20 per cent of the issued shares of the Company.

The explanatory statement required by the Listing Rules to be sent to Shareholders in connection with the resolution pertaining to the proposed renewal of the share buy-back mandate is set out in Appendix II to this document. This contains all the information reasonably necessary to enable Shareholders to make an informed decision on whether to vote for or against the resolution.

### **8. ANNUAL GENERAL MEETING**

The notice convening the Annual General Meeting to be held at Meeting Room N101 (Expo Drive Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Wednesday, 2nd June 2021 at 12:00 noon is set out from pages 13 to 18 of this document. At the Annual General Meeting, ordinary resolutions numbered 3, 5(I), 5(II), 5(III) and 5(IV) will be proposed to re-elect the retiring Directors, to approve the Bonus Shares Issue, the renewal of the general mandate for the buy-back of Shares and the renewal of the general mandate to allot, issue and otherwise deal with additional Shares.

A form of proxy for the Annual General Meeting is enclosed. Whether or not you are attending the meeting, please complete the form of proxy as instructed and return the same to the Company's share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, 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). In calculating the period mentioned for depositing the form of proxy, no account is to be taken of any part of a day that is a public holiday. You can still attend and vote at the Annual General Meeting (or any adjournment thereof) even if you have completed and sent in a form of proxy.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the Chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. At the Annual General Meeting, the Chairman of the meeting will exercise his power under Article 70 of the Articles of Association to put each of the resolutions set out in the notice of Annual General Meeting to the vote by way of poll. Article 69 of the Articles of Association provides that on a poll, every Shareholder present in person or by proxy shall have one vote for every Share held by that Shareholder.

An announcement of the results of the poll will be made by the Company following the conclusion of the Annual General Meeting in accordance with Rule 13.39(5) of the Listing Rules.

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## LETTER FROM THE BOARD

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### 9. RECOMMENDATIONS

The Board believes that the re-election of the retiring Directors, the Bonus Share Issue and the renewal of the general mandates to buy back Shares and to issue new Shares are in the interests of the Company and Shareholders and accordingly recommends you to vote in favour of all the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,  
**Lee Ka-kit**    **Lee Ka-shing**  
*Chairman*      *Chairman*

**Mr. Lee Ka-shing** J.P., *Chairman & Non-executive Director*

Aged 49. Mr. Lee was appointed to the Board of Directors of the Company in 1999 and subsequently appointed Chairman in May 2019. He was educated in Canada. He is a Chairman and Managing Director of Henderson Land Development Company Limited (“Henderson Land Development”), the Chairman and Managing Director of Henderson Investment Limited as well as the Chairman and Chief Executive Officer of Miramar Hotel and Investment Company, Limited, all of which are listed public companies. Save as disclosed, Mr. Lee did not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas. Mr. Lee was appointed as a Justice of the Peace by the Government of the Hong Kong Special Administrative Region in 2017. He is a Member of The Court of The Hong Kong Polytechnic University and a member of the Council of City University of Hong Kong. He is also a Committee Member of the 13th Beijing Committee of the Chinese People’s Political Consultative Conference. Mr. Lee is the son of Dr. Lee Shau-kee, a controlling shareholder of the Company and the brother of Dr. Lee Ka-kit, a Chairman and Non-executive Director of the Company.

Mr. Lee is also a Vice Chairman of Henderson Development Limited (“Henderson Development”) and a Director of Hopkins (Cayman) Limited (“Hopkins”), Rimmer (Cayman) Limited (“Rimmer”), Riddick (Cayman) Limited (“Riddick”), Disralei Investment Limited (“Disralei Investment”), Medley Investment Limited (“Medley Investment”), Faxson Investment Limited (“Faxson Investment”), Chelco Investment Limited (“Chelco Investment”), Macrostar Investment Limited (“Macrostar Investment”) and Timpani Investments Limited (“Timpani Investments”). Henderson Land Development, Henderson Development, Hopkins, Rimmer, Riddick, Disralei Investment, Medley Investment, Faxson Investment, Chelco Investment, Macrostar Investment and Timpani Investments have discloseable interests in the Company under the provisions of the Securities and Futures Ordinance.

As at the Latest Practicable Date, Mr. Lee, as a discretionary beneficiary of discretionary trusts, was deemed to have an interest in 7,379,707,351 Shares (representing approximately 41.53 per cent of the issued shares of the Company) within the meaning of Part XV of the Securities and Futures Ordinance. He was also taken to be interested in 2,025,099,415 shares in Towngas China Company Limited (representing approximately 68.21 per cent of the issued shares of Towngas China Company Limited), 9,500 shares in Lane Success Development Limited (representing 95 per cent of the issued shares of Lane Success Development Limited) and 2 shares in Yieldway International Limited (representing 100 per cent of the issued shares of Yieldway International Limited), all of which are associated corporations of the Company. Save as disclosed herein, Mr. Lee has no relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Lee has not entered into nor proposed to enter into any service contracts, which fall within the meaning of Rule 13.68 of the Listing Rules requiring the prior approval of Shareholders at general meetings, with the Company. The term of office for Mr. Lee will expire on 31st December 2023 and he is subject to retirement by rotation and re-appointment in accordance with the Articles of Association. The director’s fee, additional fees as the Chairman of the Board and members of the Board committees payable to him were and shall be reviewed by the remuneration committee of the Company on an annual basis. His director’s fee, additional fees as the Chairman of the Board and members of the Board committees and other emoluments are determined with reference to his duties and responsibilities. For the financial year ended 31st December 2020, Mr. Lee received a fixed remuneration of HK\$700,000 as director’s fee, additional fees as the Chairman of the Board and members of the Board committees as well as other emoluments of approximately \$158,000 from the Company.

Save as disclosed above, there is no information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there other matters in relation to Mr. Lee’s re-election that need to be brought to the attention of the Shareholders.

**Prof. Poon Chung-kiung** G.B.S., J.P., Ph.D., D.Sc., *Independent Non-executive Director*

Aged 81. Prof. Poon was appointed to the Board of Directors of the Company in 2009. Prof. Poon is currently the Chairman of Virya Foundation Limited (a registered non-profit charitable organisation). Prof. Poon is an Emeritus Professor and the President Emeritus of The Hong Kong Polytechnic University. He had devoted 40 years of his life to advancing university education in Hong Kong before he retired in January 2009 from his 18-year presidency at The Hong Kong Polytechnic University. Prof. Poon is a Non-executive Director of Lee & Man Paper Manufacturing Limited and an Independent Non-executive Director of Henderson Land Development Company Limited (“Henderson Land Development”) and Chevalier International Holdings Limited. He was previously an Independent Non-executive Director of Hopewell Highway Infrastructure Limited (now known as Shenzhen Investment Holdings Bay Area Development Company Limited). All the above companies are listed public companies. Save as disclosed, Prof. Poon did not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas. Henderson Land Development has discloseable interests in the Company under the provisions of the Securities and Futures Ordinance.

Prof. Poon was appointed as a Justice of the Peace in 1989 and received the OBE award in 1991, the Gold Bauhinia Star award in 2002 and also the “Leader of the Year Awards 2008 (Education)”. In addition, he was appointed as a member of the Legislative Council (1985 – 1991) and a member of the National Committee of the Chinese People’s Political Consultative Conference (1998 – 2013). Prof. Poon obtained a Bachelor of Science (Honours) Degree from The University of Hong Kong, a Doctor of Philosophy Degree and a Higher Doctor of Science Degree from the University of London. He was a Postdoctoral Fellow at the California Institute of Technology, University of Southern California and University of Toronto. He also held the Honorary Degree of Doctor of Humanities from The Hong Kong Polytechnic University in 2009.

As at the Latest Practicable Date, Prof. Poon has personal interest of 231,510 Shares jointly held with his spouse (representing less than 0.01 per cent of the issued shares of the Company) within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed herein, Prof. Poon has no relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

As at the Latest Practicable Date, Prof. Poon has not entered into nor proposed to enter into any service contracts, which fall within the meaning of Rule 13.68 of the Listing Rules requiring the prior approval of Shareholders at general meetings, with the Company. The term of office for Prof. Poon will expire on 31st December 2023 and he is subject to retirement by rotation and re-appointment in accordance with the Articles of Association. The director’s fee and additional fees as members of the Board committees payable to him were and shall be reviewed by the remuneration committee of the Company on an annual basis. His director’s fee, additional fees as members of the Board committees and other emoluments are determined with reference to his duties and responsibilities. For the financial year ended 31st December 2020, Prof. Poon received a fixed remuneration of HK\$700,000 as director’s fee and additional fees as members of the Board committees as well as other emoluments of approximately HK\$4,000 from the Company.

Save as disclosed above, there is no information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there other matters in relation to Prof. Poon’s re-election that need to be brought to the attention of the Shareholders.

**Mr. Peter Wong Wai-yee** C.P.A. (CANADA), C.M.A., C.P.A. (HK), A.C.G., A.C.S., F.I.G.E.M., F.H.K.I.o.D., M.B.A., *Deputy Managing Director*

Aged 69. Mr. Wong joined the Group in 1997, initially as its Financial Controller. Since 2002, he has been deeply involved in the development of the Group's mainland utilities business, operating from its headquarters in Shenzhen, China. Mr. Wong was appointed to the Board of Directors of the Company in February 2013 and subsequently appointed Deputy Managing Director of the Company with effect from 1st April 2021. Mr. Wong holds directorships in various subsidiaries of the Group. He is also an Executive Director and the Chief Executive Officer of Towngas China Company Limited ("Towngas China") and a director of Shenzhen Gas Corporation Ltd. He was previously the Vice Chairman of Foshan Gas Group Co., Ltd. (now known as Foran Energy Group Co., Ltd.) and a director of China-Singapore Suzhou Industrial Park Development Group Co., Ltd. ("CSSD") until his retirement at CSSD on 29th June 2020. All the above companies are listed public companies. Save as disclosed, Mr. Wong did not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Mr. Wong is a Member of the Mainland Business Advisory Committee of the Hong Kong Trade Development Council. He was named consecutively as one of "The Best CEO of Chinese Listed Companies" by Forbes in 2012 and 2013. He is a chartered professional accountant of Canada, a certified public accountant of Hong Kong and a chartered company secretary in both Hong Kong and the United Kingdom. Mr. Wong is a Fellow of The Hong Kong Institute of Directors and a Fellow of the Institution of Gas Engineers & Managers of the United Kingdom. He completed the Advanced Management Program from Harvard Business School in the United States. Mr. Wong was formerly a director of the Certified Management Accountants Society of British Columbia, Canada and the president of its Hong Kong branch, a member of the Advisory Board of the Department of Accounting of Hong Kong Shue Yan University. He is a member of the Advisory Committee of the College of Professional and Continuing Education, The Hong Kong Polytechnic University. Mr. Wong has over 44 years of experience in corporate finance, management and international working experience.

As at the Latest Practicable Date, Mr. Wong has personal interest of 3,201,000 shares of Towngas China (an associated corporation of the Company), representing approximately 0.11 per cent of the issued shares of Towngas China within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed herein, Mr. Wong has no relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Wong has not entered into nor proposed to enter into any service contracts, which fall within the meaning of Rule 13.68 of the Listing Rules requiring the prior approval of Shareholders at general meetings, with the Company but he is subject to the retirement by rotation and re-appointment in accordance with the Articles of Association. The director's fee payable to him was and shall be reviewed by the remuneration committee of the Company on an annual basis. His other remunerations and discretionary bonus (if any) shall be determined by the remuneration committee from time to time with reference to his duties and responsibilities and the Group's performance and profitability. For the financial year ended 31st December 2020, Mr. Wong received a fixed remuneration of HK\$250,000 as director's fee and other emoluments of approximately HK\$16,985,000 from the Group, including the director's fee payable by Towngas China to him of HK\$200,000, which was determined by the board of directors of Towngas China and was approved by the shareholders of Towngas China at its annual general meeting in 2020.

Save as disclosed above, there is no information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there other matters in relation to Mr. Wong's re-election that need to be brought to the attention of the Shareholders.

**Mr. John Ho Hon-ming** F.C.A., F.C.P.A., F.H.K.I.o.D., B.A.(Hons.), *Executive Director, Chief Financial Officer and Company Secretary*

Aged 64. Mr. Ho joined the Company in 2002. Mr. Ho was appointed to the Board of Directors of the Company in October 2020. Mr. Ho is currently the Executive Director, Chief Financial Officer and Company Secretary of the Company, and also holds directorships in various subsidiaries of the Group. He is also an Executive Director and the Company Secretary of Towngas China Company Limited (“Towngas China”) and a director of Changchun Gas Co., Ltd., Shenzhen Gas Corporation Ltd. and Foran Energy Group Co., Ltd., all of which are listed public companies. Save as disclosed, Mr. Ho did not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Mr. Ho is the Vice Chairman of the General Committee of the Chamber of Hong Kong Listed Companies and the Vice Chairman of the Taxation Committee of the Hong Kong General Chamber of Commerce. He is a Fellow of the Institute of Chartered Accountants in England and Wales, a Fellow of the Hong Kong Institute of Certified Public Accountants and a Fellow of the Hong Kong Institute of Directors. Mr. Ho graduated from the University of Manchester in the United Kingdom with an honorable Bachelor of Arts degree in Economics and Social Studies (Accounting and Finance). He completed the Advanced Management Program from Harvard Business School in the United States, the Senior Executive Program offered by Harvard Business School, Tsinghua University School of Economics and Management and China Europe International Business School, and the Chief Executive Program from Singapore Institute of Management. Mr. Ho has over 42 years of experience in accounting, corporate finance and investments.

As at the Latest Practicable Date, Mr. Ho has personal interest of 53,058 Shares (representing less than 0.01 per cent of the issued shares of the Company) within the meaning of Part XV of the Securities and Futures Ordinance. He also has personal interest of 1,133,862 shares in Towngas China (an associated corporation of the Company), representing approximately 0.04 per cent of the issued shares of Towngas China. Save as disclosed herein, Mr. Ho has no relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Ho has not entered into nor proposed to enter into any service contracts, which fall within the meaning of Rule 13.68 of the Listing Rules requiring the prior approval of Shareholders at general meetings, with the Company. Mr. Ho shall hold office until the Annual General Meeting, subject to the retirement by rotation and re-appointment in accordance with the Articles of Association. The director’s fee payable to him was and shall be reviewed by the remuneration committee of the Company on an annual basis. His other remunerations and discretionary bonus (if any) shall be determined by the remuneration committee of the Company from time to time with reference to his duties and responsibilities and the Group’s performance and profitability. For the financial year ended 31st December 2020, Mr. Ho received a remuneration of approximately HK\$63,000 as director’s fee (the fixed director’s fee of HK\$250,000 per annum) and other emoluments of approximately HK\$11,188,000 from the Group including the director’s fee payable by Towngas China to him of HK\$200,000, which was determined by the board of directors of Towngas China and was approved by the shareholders of Towngas China at its annual general meeting in 2020.

Save as disclosed above, there is no information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there other matters in relation to Mr. Ho’s re-election that need to be brought to the attention of the Shareholders.

The following is the explanatory statement required to be sent to Shareholders under the Listing Rules in connection with the proposed renewal of the general mandate for the buy-back of Shares and also constitutes the memorandum required under section 239(2) of the Ordinance. References in this statement to “Share(s)” means share(s) of all classes in the capital of the Company and includes shares and securities issued by the Company which carry a right to subscribe or buy back shares in the capital of the Company.

- (i) The resolution set out as Resolution 5(II) in the notice of Annual General Meeting which will be proposed as an ordinary resolution at that meeting, relates to the renewal of a general mandate to Directors to buy back on the Stock Exchange fully-paid up Shares representing up to 10 per cent of the Shares in issue as at the date of such resolution. As at the Latest Practicable Date, the number of Shares in issue was 17,771,304,856 Shares. On the basis of such figure and assuming there is no issue or buy-back of Shares prior to the date of the Annual General Meeting, the Directors would be authorised to buy back up to 1,777,130,485 Shares.
- (ii) The Directors believe that the ability to buy back Shares is in the best interests of the Company and its Shareholders.

Buy-backs may, depending on the circumstances, result in an increase in net asset value per Share and/or earnings per Share. The Directors are seeking the renewal of a general mandate to buy back Shares to give the Company the flexibility to do so if and when appropriate. The Directors will decide the number(s) and class(es) of Shares to be bought back on any occasion and the price and other terms upon which the same are bought back at the relevant time having regard to the circumstances then pertaining.

- (iii) It is envisaged that any buy-back would be funded from the distributable profits of the Company in accordance with the Articles of Association and the Laws of Hong Kong.
- (iv) The working capital or gearing position of the Company could be adversely affected (as compared with the position disclosed in the Company’s most recently published audited financial statements contained in the annual report for the financial year ended 31st December 2020) in the event that the proposed Share buy-backs were to be carried out in full at any time during the proposed buy-back period. However, the Directors do not propose to exercise the general mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital or gearing position of the Company as is from time to time appropriate.
- (v) None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their close associates (as defined in the Listing Rules) presently intend to sell Shares to the Company in the event that the general mandate is renewed.
- (vi) The Directors have undertaken to the Stock Exchange to exercise the power of the Company to make buy-backs pursuant to the proposed general mandate in accordance with the Listing Rules and the Laws of Hong Kong.

- (vii) As at the Latest Practicable Date, Dr. Lee Shau-kee, the controlling shareholder of the Company, was beneficially interested in 7,379,707,351 Shares (representing approximately 41.53 per cent of the total issued Shares) through some of the subsidiaries of Faxson Investment Limited (“Faxson Investment”). Faxson Investment was a wholly-owned subsidiary of Henderson Land Development Company Limited, a subsidiary of Henderson Development Limited (“Henderson Development”). Rimmer (Cayman) Limited (“Rimmer”) as trustee of a discretionary trust held a majority of units in a unit trust (“Unit Trust”). Hopkins (Cayman) Limited (“Hopkins”) as trustee of the Unit Trust beneficially owned all the issued ordinary shares which carry the voting rights in the shares of Henderson Development. Dr. Lee Shau-kee beneficially owned all the issued shares of Rimmer and Hopkins. On this basis of such figure, if the buy-back mandate is exercised in full by the Company and assuming that Dr. Lee Shau-kee does not receive, acquire or dispose of any Shares, his percentage shareholding in the Company will amount to 46.14 per cent of the total issued Shares. Accordingly, under Rule 26 of the Hong Kong Code on Takeovers and Mergers, an obligation to make a general offer to Shareholders may arise as a result of an exercise of the mandate.
- (viii) The Company did not buy back any Shares in the six months prior to the Latest Practicable Date (whether on the Stock Exchange or otherwise).
- (ix) No “core connected person” (as defined in the Listing Rules) of the Company has notified the Company that it has a present intention to sell Shares to the Company and no such persons have undertaken not to sell any Shares held by them to the Company in the event that the general mandate is renewed by Shareholders.
- (x) The highest and lowest prices at which the Shares traded on the Stock Exchange in the previous twelve months were as follows:

	<b>Highest</b> <i>(HK\$)</i>	<b>Lowest</b> <i>(HK\$)</i>
April 2020	13.981 A	11.924 A
May 2020	13.429 A	11.962 A
June 2020	13.086 A	11.820
July 2020	12.280	10.640
August 2020	11.420	10.860
September 2020	11.700	10.980
October 2020	11.460	11.060
November 2020	12.360	11.100
December 2020	12.080	11.300
January 2021	11.840	11.040
February 2021	11.880	10.880
March 2021	12.400	11.320
April 2021 (up to the Latest Practicable Date)	12.380	12.080

A – adjusted for the bonus issue 1 for 20 with ex-date 9th June 2020.

(In case of discrepancy between the original English version and the Chinese translation of this document, the English version shall prevail.)

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## NOTICE OF ANNUAL GENERAL MEETING

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# 香港中華煤氣有限公司

## THE HONG KONG AND CHINA GAS COMPANY LIMITED

*(Incorporated in Hong Kong under the Companies Ordinance with limited liability)*  
(Stock Code: 3)

### PRECAUTIONARY MEASURES FOR THE AGM

In view of the ongoing novel coronavirus disease (COVID-19) outbreak, mass gatherings would potentially impose a significant risk in terms of the spread of the virus. For the safety of our shareholders, staff and stakeholders, **the Company encourages shareholders, instead of attending the AGM in person, to appoint the Chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM**, by completing and returning the form of proxy accompanying the Annual Report 2020 in accordance with the instructions printed thereon.

Shareholders and other persons attending the AGM should note that, consistent with the government guidelines for the prevention and control of COVID-19, the Company will implement precautionary measures to reduce the risk of contracting and spreading of COVID-19 at the AGM, including:

- (a) limited capacity for AGM attendees;
- (b) mandatory body temperature screening;
- (c) mandatory health declaration;
- (d) mandatory wearing of surgical face masks;
- (e) maintaining an appropriate social distance between seats; and
- (f) NO refreshments, no food and beverage service, and no handing out of corporate gifts or gift coupons.

For the safety of the attendees at the AGM, the Company reserves the right to deny entry into or require any person to leave the AGM venue if such person:

- (i) refuses to comply with any of the above precautionary measures;
- (ii) is having a body temperature of over 37.4 degree Celsius;
- (iii) is subject to any Hong Kong Government prescribed quarantine or has close contact with any person under quarantine; or
- (iv) has any flu-like symptoms.

The Company seeks the understanding and cooperation of all shareholders to minimize the risk of spreading COVID-19.

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## NOTICE OF ANNUAL GENERAL MEETING

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**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (the “AGM”) of The Hong Kong and China Gas Company Limited (the “Company”) will be held at Meeting Room N101 (Expo Drive Entrance), Hong Kong Convention and Exhibition Centre, Wanchai, Hong Kong on Wednesday, 2nd June 2021 at 12:00 noon for the following purposes:

1. To receive and consider the audited financial statements for the financial year ended 31st December 2020 and the reports of the Directors and Independent Auditor thereon.
2. To declare a final dividend.
3. To re-elect Directors.
4. To re-appoint PricewaterhouseCoopers as Auditor of the Company to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting of the Company and to authorise the Directors of the Company to fix its remuneration.
5. As special business, to consider and, if thought fit, pass the following resolutions as ordinary resolutions:

### Ordinary Resolutions

- (I) “**THAT** conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited (the “Listing Committee”) granting listing of and permission to deal in the new shares of the Company to be issued pursuant to this Resolution, and upon the recommendation of the Directors of the Company, such number of shares of the Company (the “Bonus Share(s)”) which is equal to 5 per cent of the number of shares in the Company in issue on 10th June 2021 be allotted and issued without consideration to and among the shareholders of the Company whose names are on the register of members on 10th June 2021 on the basis of one Bonus Share for every twenty shares in the Company held by such shareholders of the Company on such date and that the Bonus Shares to be allotted and issued pursuant to this Resolution shall rank *pari passu* in all respects with the existing issued shares in the Company except that they will not be entitled to participate in any dividend or distribution declared or recommended by the Company in respect of the financial year ended 31st December 2020 and that the Directors of the Company be and are hereby authorised to deal with any fractions arising from the distribution by the sale of the Bonus Shares representing such fractions and to retain the net proceeds for the benefit of the Company and further that the Directors of the Company be and are hereby authorised to do all acts and things as may be necessary and expedient in connection with the issue of the Bonus Shares.”

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## NOTICE OF ANNUAL GENERAL MEETING

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(II) **“THAT**

- (a) subject to paragraph (b) below, the exercise by the Directors of the Company during the Relevant Period of all the powers of the Company to buy back Shares on The Stock Exchange of Hong Kong Limited be and is hereby generally and unconditionally approved;
- (b) the total number of Shares which may be bought back pursuant to the approval in paragraph (a) above shall not exceed 10 per cent of the total number of Shares in issue as at the date of passing this Resolution (subject to adjustment in the case of subdivision and consolidation of Shares), and the said approval shall be limited accordingly; and
- (c) for the purpose 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 of Association of the Company or by law to be held; and
- (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; and

“Shares” means shares of all classes in the capital of the Company and warrants and other securities which carry a right to subscribe or buy back shares of the Company.”

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## NOTICE OF ANNUAL GENERAL MEETING

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(III) “**THAT**

- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and subject to paragraph (b) below, the exercise by the Directors of the Company during the Relevant Period of all the powers of the Company to allot, issue and otherwise deal with additional Shares and to make, issue or grant offers, agreements, options and warrants which will or might require Shares to be allotted, issued or disposed of during or after the end of the Relevant Period be and is hereby generally and unconditionally approved;
- (b) the total number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors of the Company pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue, or (ii) the exercise of rights of subscription or conversion under the terms of any warrants issued by the Company or any securities which are convertible into Shares, shall not exceed, where the Shares are to be allotted wholly for cash, 10 per cent and in any event 20 per cent of the total number of Shares in issue as at the date of passing this Resolution (subject to adjustment in the case of subdivision and consolidation of Shares); and
- (c) for the purpose of this Resolution:

the expressions “Relevant Period” and “Shares” shall have the same meaning as assigned to them under Resolution 5(II) set out in the Notice of Annual General Meeting of which this Resolution forms part, with references to “this Resolution” in the definition of “Relevant Period” being construed as references to this Resolution 5(III); and

“Rights Issue” means the allotment, issue or grant of shares in the Company open for a period fixed by the Directors of the Company to holders of shares of the Company or any class thereof on the register of members on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the Directors of the Company 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 in, any territory applicable to the Company).”

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## NOTICE OF ANNUAL GENERAL MEETING

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- (IV) “**THAT** conditional upon the passing of Resolutions 5(II) and 5(III) set out in the Notice of Annual General Meeting of which this Resolution forms part, the general mandate granted to the Directors of the Company pursuant to the said Resolution 5(III) for the time being in force to exercise the powers of the Company to allot, issue and otherwise deal with additional Shares and to make, issue or grant offers, agreements, options and warrants which will or might require Shares to be allotted, issued or disposed of during or after the end of the Relevant Period pursuant to the exercise of such powers be and is hereby extended by the addition to the total number of Shares which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors of the Company pursuant to such general mandate an amount representing the total number of Shares bought back by the Company pursuant to the exercise by the Directors of the Company in accordance with the said Resolution 5(II) of the powers of the Company to buy back such Shares, provided that such amount shall not exceed 10 per cent of the total number of Shares in issue as at the date of passing this Resolution (subject to adjustment in the case of subdivision and consolidation of Shares).”

By Order of the Board  
**John Ho Hon-ming**  
*Executive Director, Chief Financial Officer and  
Company Secretary*

Hong Kong, 22nd April 2021

*Notes:*

1. The Directors of the Company wish to state that they have no immediate plans to buy back any existing shares in the Company or to issue any new shares or warrants in the Company (other than the issue of Bonus Shares).
2. Any member entitled to attend and vote at the meeting may appoint more than one proxy to attend and to speak, and on a poll, to vote on his/her behalf. A proxy need not be a member of the Company. The proxy form and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or authority, must be deposited with the Company’s share registrar, 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 holding the meeting or any adjournment thereof. In calculating the period mentioned for depositing the form of proxy, no account is to be taken of any part of a day that is a public holiday.

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## NOTICE OF ANNUAL GENERAL MEETING

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3. In light of the epidemic situation of novel coronavirus (COVID-19), the following precautionary measures will be implemented at the AGM to safeguard the health and safety of shareholders who might be attending the AGM in person:
- Limited capacity for AGM attendees.
  - Seating at the AGM venue will be arranged so as to allow for appropriate social distancing.
  - Mandatory body temperature screening will be conducted for every attendee at the entrance of the AGM venue. Any person with a body temperature of over 37.4 degree Celsius may be denied entry into the AGM venue and be required to leave the AGM venue.
  - Every attendee will be required to wear a surgical face mask throughout the AGM and inside the AGM venue, and to sit at a distance from other attendees.
  - NO refreshments, no food and beverage service, and no handing out of corporate gifts or gift coupons.
  - Each attendee may be asked whether (a) he/she travels outside of Hong Kong within the 14-day period immediately before the AGM; (b) he/she is subject to any Hong Kong Government prescribed quarantine; and (c) he/she has any flu-like symptoms or close contact with any person under quarantine or with recent travel history. Anyone who responds positively to any of these questions may be denied entry into the AGM venue and be required to leave the AGM venue.

In addition, the Company encourages shareholders, instead of attending the AGM in person, to appoint the Chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM, by completing and returning the form of proxy accompanying the Annual Report 2020 in accordance with the instructions printed thereon.

4. At the Annual General Meeting, the Chairman of the meeting will exercise their power under Article 70 of the Articles of Association of the Company to put each of the resolutions set out in the Notice of Annual General Meeting to the vote by way of poll.
5. For the purpose of determining entitlement of shareholders to the right to attend and vote at the Annual General Meeting (or any adjournment thereof), the register of members of the Company will be closed from Friday, 28th May 2021 to Wednesday, 2nd June 2021, both days inclusive, during which period no share transfer will be effected. All transfers accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration no later than 4:30 p.m. on Thursday, 27th May 2021 in order for the transferee to be entitled to attend and vote at the Annual General Meeting (or any adjournment thereof).
6. For the purpose of determining shareholders who qualify for the proposed issue of Bonus Shares and the final dividend, the register of members of the Company will be closed from Tuesday, 8th June 2021 to Thursday, 10th June 2021, both days inclusive, during which period no share transfer will be effected. All transfers accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration no later than 4:30 p.m. on Monday, 7th June 2021 in order for the transferee to be entitled to the proposed issue of Bonus Shares and the final dividend.
7. If Resolution 2 above is approved, the final dividend will be payable on Monday, 21st June 2021 to the shareholders of the Company entitled thereto. If Resolution 5(I) above is approved, the share certificates for the Bonus Shares will be despatched on the same day to the shareholders of the Company entitled thereto.