
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker 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 Lvji Technology Holdings Inc., you should at once hand this circular and the accompanying proxy form to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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Lvji Technology Holdings Inc.

驢跡科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1745)

(1) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES
(2) RE-ELECTION OF RETIRING DIRECTORS
(3) RE-APPOINTMENT OF AUDITORS
AND
(4) NOTICE OF THE AGM

Capitalised terms used in the lower portion of this cover page shall have the same respective meanings as those defined in the section headed "DEFINITIONS" of this circular.

A notice convening the AGM to be held at 4/F, Buddy Hotel, No. 236 Gaotang Road, Tianhe District, Guangzhou, Guangdong Province, the PRC on Friday, June 25, 2021 at 3:00 p.m. is set out on pages 20 to 24 of this circular. A proxy form for use at the AGM is enclosed with the notice of the AGM.

Such proxy form is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (www.lvji.cn). Whether or not you are able to attend the AGM, you are requested to complete the proxy form in accordance with the instructions printed thereon and return the completed proxy form to the Company's branch share registrar, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for holding of the AGM (i.e. not later than 3:00 p.m. on Wednesday, June 23, 2021) or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish and in such event, the proxy form shall be deemed to be revoked.

PRECAUTIONARY MEASURES FOR THE AGM

Please see page 1 of this circular for measures being taken to try to prevent and control the spread of the COVID-19 at the AGM, including:

- compulsory temperature checks and health declarations
- recommended wearing of surgical face masks
- no distribution of corporate gifts and refreshments

Any person who does not comply with the precautionary measures may be denied entry into the AGM venue. The Company encourages attendees to wear face masks and reminds Shareholders that they may appoint the chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM as an alternative to attending the AGM in person.

May 17, 2021

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This circular is prepared in both English and Chinese. In the event of any inconsistency, the English text of this circular shall prevail.

PRECAUTIONARY MEASURES FOR THE AGM

In view of the ongoing novel coronavirus (“COVID-19”) epidemic and recent 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:

- (i) The venue of AGM is located in Guangzhou, Guangdong Province, the PRC. Shareholders attending the AGM shall pay early attention to and comply with the relevant regulations and requirements regarding health report, quarantine and observation during the COVID-19 epidemic prevention and control period in Guangzhou. The Company will strictly comply with the requirements regarding the COVID-19 epidemic prevention and control stipulated by government departments, and take relevant prevention and control measures including monitoring the temperatures of Shareholders attending the AGM under the guidance and supervision of relevant government departments.
- (ii) Compulsory body temperature checks will be conducted on every Shareholder, proxy and other attendee at the entrance of the AGM venue. Any person with a body temperature of over 37.2 degrees Celsius may be denied entry into the AGM venue or be required to leave the AGM venue.
- (iii) All Shareholders, proxies and other attendees are required to complete and submit at the entrance of the AGM venue a declaration form confirming their names and contact details, and confirming that they have not travelled to, or to their best of knowledge had physical contact with any person who has recently travelled to, any affected countries or areas outside of China at any time in the preceding 14 days. Any person who does not comply with this requirement may be denied entry into the AGM venue or be required to leave the AGM venue.
- (iv) The Company encourages attendees to wear surgical face masks inside the AGM venue at all times, and to maintain a safe distance between seats.
- (v) No refreshments will be served, and there will be no corporate gifts.
- (vi) If the number of Shareholders attending the AGM reaches the maximum stipulated by the relevant government departments at the date of the AGM in accordance with the regulations and requirements regarding the epidemic prevention and control, Shareholders shall be admitted on a “first-come-first-served” basis, and Shareholders subsequently arriving may not be able to enter the AGM venue.

To the extent permitted under 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.

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.

PRECAUTIONARY MEASURES FOR THE AGM

The proxy form is attached to this circular for Shareholders who opt to receive physical circulars. Alternatively, the proxy form can be downloaded from the “Investor Relations” section of the Company’s website at www.lvji.cn. If you are not a registered Shareholder (if your Shares are held via banks, brokers, custodians or the Hong Kong Securities Clearing Company Limited), you should consult directly with your banks or brokers or custodians (as the case may be) to assist you in the appointment of proxy.

If Shareholders choosing not to attend the AGM in person have any questions about the relevant resolutions, or about the Company or any matters for communication with the Board, they are welcome to contact the Company via the Company’s investor relations department as follows:

Investor Relations
Email: 1745@lvjitec.com
Tel: +86-020-8928 5784

If Shareholders have any questions relating to the AGM, please contact Boardroom Share Registrars (HK) Limited, the Company’s branch share registrar as follows:

Boardroom Share Registrars (HK) Limited
2103B, 21/F., 148 Electric Road
North Point, Hong Kong
Tel: +852 2153 1688
Fax: +852 3020 1533

DEFINITIONS

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

“AGM”	an annual general meeting of the Company to be convened and held at 4/F, Buddy Hotel, No. 236 Gaotang Road, Tianhe District, Guangzhou, Guangdong Province, the PRC on Friday, June 25, 2021 at 3:00 p.m., or any adjournment thereof
“Articles”	the articles of association of the Company as amended from time to time
“Board”	the board of Directors
“Boardroom”	Boardroom Share Registrars (HK) Limited
“BVI”	the British Virgin Islands
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Company”	Lvji Technology Holdings Inc. (驢跡科技控股有限公司), an exempted company with limited liability incorporated on November 7, 2018 in the Cayman Islands, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1745)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Controlling Shareholders”	Mr. Zang, Lu Jia Technology, Mr. Fan, Invest Profit, Qifu Honglian LLP, Qifu Honglian BVI, Jieming Sanhao LLP and Jieming Sanhao BVI
“Director(s)”	the director(s) of the Company
“General Mandates”	the Share Issue Mandate and the Share Repurchase Mandate
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Invest Profit”	Invest Profit Technology Holdings Limited, a company incorporated in the BVI with limited liability on November 6, 2018 which is wholly owned by Mr. Fan and a Controlling Shareholder

DEFINITIONS

“Jieming Sanhao BVI”	捷銘文旅投資有限公司 (Jieming Culture & Travel Investment Ltd.*), a company incorporated in the BVI with limited liability on January 2, 2019 which is wholly owned by Jieming Sanhao LLP and a Controlling Shareholder
“Jieming Sanhao LLP”	廣州市捷銘三號投資企業 (有限合夥) (Guangzhou Jieming No. 3 Investment Enterprise (Limited Partnership)*), a limited partnership established in the PRC on May 26, 2016 and a Controlling Shareholder
“Latest Practicable Date”	May 12, 2021, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing”	listing of the Shares on the main board of the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Lu Jia Technology”	Lu Jia Technology Holdings Limited, a company incorporated in the BVI with limited liability on November 6, 2018 which is wholly owned by Mr. Zang and a Controlling Shareholder
“Mr. Fan”	樊保國 (Fan Baoguo*), a PRC resident, a non-executive Director and a Controlling Shareholder
“Mr. Zang”	臧偉仲 (Zang Weizhong*), a PRC resident and an executive Director, chairman of the Board, chief executive officer and a Controlling Shareholder
“PRC” or “China”	the People’s Republic of China, except where the context requires, geographical references in this circular to the PRC or China exclude Hong Kong, the Macao Special Administrative Region and Taiwan
“Qifu Honglian BVI”	QF HL LJ Limited, a company incorporated in the BVI with limited liability on November 13, 2018 which is wholly owned by Qifu Honglian LLP and a Controlling Shareholder
“Qifu Honglian LLP”	長興啓賦宏聯投資管理合夥企業(有限合夥) (Changxing Qifu Honglian Investment Management (Limited Partnership)*), a limited partnership established in the PRC on June 29, 2016 and a Controlling Shareholder
“Retiring Directors”	Ms. Sun Hongyan, Mr. Long Chao, Mr. Fan, Ms. Wu Daxiang and Ms. Gu Ruizhen

DEFINITIONS

“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended from time to time
“Share(s)”	ordinary share(s) of US\$0.01 each in the share capital of the Company
“Share Issue Mandate”	the proposed general and unconditional mandate to be granted to the Directors to exercise the power of the Company to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares as at the date of the passing of the relevant resolution granting such mandate
“Share Repurchase Mandate”	the proposed general and unconditional mandate to be granted to the Directors to exercise the power of the Company to repurchase Shares on the Stock Exchange of up to a maximum of 10% of the total number of issued Shares as at the date of the passing of the relevant resolution granting such mandate
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission of Hong Kong, as amended from time to time
“%”	per cent

* *For identification purposes only*

LETTER FROM THE BOARD



Lvji Technology Holdings Inc.

驢跡科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1745)

Executive Directors:

Mr. Zang Weizhong (*Chairman and
Chief Executive Officer*)
Ms. Sun Hongyan
Mr. Long Chao

Registered Office:

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Non-executive Directors:

Mr. Cheung King Him Edmund
Mr. Fan Baoguo

Principal Place of Business in the PRC:

Room 501, 238 Gaotang Road
Tianhe District
Guangzhou City
China

Independent non-executive Directors:

Ms. Gu Jianlu
Ms. Wu Daxiang
Ms. Gu Ruizhen

Principal Place of Business in Hong Kong:

31/F., 148 Electric Road
North Point
Hong Kong

May 17, 2021

To the Shareholders

Dear Sir or Madam,

**(1) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES
(2) RE-ELECTION OF RETIRING DIRECTORS
(3) RE-APPOINTMENT OF AUDITORS
AND
(4) NOTICE OF THE AGM**

INTRODUCTION

The purpose of this circular is to provide you with the relevant information in respect of, among other matters, (i) the Share Issue Mandate; (ii) the Share Repurchase Mandate; (iii) the re-election of the Retiring Directors; and (iv) the re-appointment of auditors and to give you notice of the AGM relating to, among other matters, these matters.

LETTER FROM THE BOARD

GENERAL MANDATE TO ISSUE NEW SHARES

At the AGM, an ordinary resolution will be proposed to grant to the Directors a general and unconditional mandate to exercise the power of the Company to allot, issue and deal with Shares not exceeding 20% of the total number of the issued Shares as at the date of passing of the resolution. As at the Latest Practicable Date, the total number of issued Shares was 1,463,650,000 Shares. Assuming that there is no change in the total number of issued Shares between the period from the Latest Practicable Date and the date of passing the resolution approving the Share Issue Mandate, the maximum number of Shares which may be issued pursuant to the Share Issue Mandate will be 292,730,000 Shares, representing 20% of the total number of issued Shares on the date of passing the resolution approving the Share Issue Mandate.

The Share Issue Mandate will end on 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 pursuant to the Articles or any applicable laws to be held; or (iii) the revocation or variation of the authority given under the Share Issue Mandate by an ordinary resolution of the Shareholders in general meeting.

Subject to the passing of the ordinary resolutions regarding the General Mandates, an ordinary resolution will also be proposed at the AGM to extend the Share Issue Mandate by an amount not exceeding the total number of the Shares repurchased by the Company pursuant to the Share Repurchase Mandate.

The Directors wish to state that they have no immediate plan to issue any Shares pursuant to the Share Issue Mandate.

GENERAL MANDATE TO REPURCHASE SHARES

At the AGM, an ordinary resolution will be proposed to grant to the Directors a general and unconditional mandate to exercise the powers of the Company to repurchase issued Shares subject to the criteria set forth in this circular. In particular, Shareholders should note that the maximum number of Shares that may be repurchased pursuant to the Share Repurchase Mandate will be such number which represents 10% of the total number of issued Shares as at the date of passing of the resolution subject to the Listing Rules. As at the Latest Practicable Date, the total number of issued Shares was 1,463,650,000 Shares. Assuming that there is no change in the total number of issued Shares between the period from the Latest Practicable Date and the date of passing the resolution approving the Share Repurchase Mandate, the maximum number of Shares which may be repurchased pursuant to the Share Repurchase Mandate will be 146,365,000 Shares, representing 10% of total number of issued Shares on the date of passing the resolution approving the Share Repurchase Mandate.

The Share Repurchase Mandate will end on 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 pursuant to the Articles or any applicable laws to be held; or (iii) the revocation or variation of the authority given under the Share Repurchase Mandate by an ordinary resolution of the Shareholders in the general meeting.

LETTER FROM THE BOARD

An explanatory statement, as required under Rule 10.06(1)(b) of the Listing Rules to provide the requisite information in connection with the Share Repurchase Mandate, is set forth in Appendix I to this circular.

RE-ELECTION OF DIRECTORS

In compliance with paragraph A.4.2 of the code provisions as set out in the Corporate Governance Code as contained in Appendix 14 to the Listing Rules, every Director should be subject to retirement by rotation at least once every three years. Article 84 of the Articles also provides that at each annual general meeting one-third of the Directors for the time being shall retire from office by rotation provided that every Director shall be subject to retirement at an annual general meeting at least once every three years and any Director appointed by the Board pursuant to article 83(3) of the Articles shall not be taken into account in determining which particular Directors or the number of Directors who are to retire by rotation. Accordingly, Ms. Sun Hongyan, Mr. Long Chao and Ms. Wu Daxiang will retire from office by rotation and, being eligible, have offered themselves for re-election at the AGM.

Pursuant to article 83(3) of the Articles, any Director appointed by the Board to fill a casual vacancy on the Board shall hold office until the first general meeting of the Company after his/her appointment and be subject to re-election at such meeting. Mr. Fan and Ms. Gu Ruizhen who were appointed on February 10, 2021 and November 4, 2020, respectively, shall hold office until the forthcoming AGM and, being eligible, have offered themselves for re-election thereat.

The nominations were made in accordance with the nomination policy of the Company and the objective criteria (including without limitation, skills, accomplishments, experience, reputation and potential time commitment for the Board and/or committee responsibilities), with due regard for the benefits of diversity as set out under the board diversity policy of the Company. The nomination committee of the Company (the “**Nomination Committee**”) had also taken into account the overall contribution and service to the Company of the Retiring Directors to the Board and their commitment to their roles.

The Nomination Committee considered that in view of their diverse and different educational backgrounds and professional knowledge and accomplishments as set out in Appendix II to this circular, the Retiring Directors will bring valuable perspectives, knowledge, skills and experiences to the Board for its efficient and effective functioning and their appointments will contribute to the diversity of the Board appropriate to the requirements of the Group’s business.

The Nomination Committee considered that, since the independent non-executive Directors, Ms. Wu Daxiang and Ms. Gu Ruizhen, have diversified and differentiated education background, professional knowledge and experience in areas such as investment management, information technology, audit and accounting and government management, news communication and development of state-owned enterprise, they will bring precious opinion, knowledge, skills and experience to the efficient operation of the Board. Their continuous appointments will be beneficial to the diversity of the Board, and conform to the business needs of the Company.

The Nomination Committee assessed and reviewed the confirmation of independence based on the independence criteria as set out in Rule 3.13 of the Listing Rules of Ms. Wu Daxiang and Ms. Gu Ruizhen, and confirmed that they remain independent.

LETTER FROM THE BOARD

The Board believed that the re-election of Ms. Wu Daxiang and Ms. Gu Ruizhen as independent non-executive Directors would be in the best interests of the Company and its Shareholders as a whole.

Accordingly, with the recommendation of the Nomination Committee, the Board has proposed that all the above Retiring Directors to be re-elected as Directors at the AGM. Further information about the Board's composition and diversity as well as the attendance record at the meetings of the Board and/or its committees and the general meetings of the Directors (including the Retiring Directors) is disclosed in the corporate governance report of the annual report dated April 27, 2021.

Details of the above named Directors who are subject to re-election at the AGM are set out in Appendix II to this circular in accordance with the relevant requirements of the Listing Rules.

RE-APPOINTMENT OF AUDITORS

Ernst & Young, which has audited the consolidated financial statements of the Company for the year ended December 31, 2020, will retire as the auditors of the Company at the AGM and, being eligible, offer themselves for re-appointment.

The Board, upon the recommendation of the audit committee of the Company, proposes to re-appoint Ernst & Young as the auditors of the Company and to hold office until the conclusion of the next annual general meeting of the Company and authorize the Board to fix its remuneration.

AGM

Set forth on pages 20 to 24 of this circular is a notice convening the AGM at which, among other things, resolutions will be proposed to approve the Share Issue Mandate, the Share Repurchase Mandate, the re-election of the Retiring Directors and the re-appointment of auditors.

A form of proxy for use at the AGM is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (www.lvji.cn). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority at the Company's branch share registrar in Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the AGM (i.e. not later than 3:00 p.m. on Wednesday, June 23, 2021).

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or an administrative matter to be voted on by a show of hands. Therefore, all resolutions to be proposed at the AGM and contained in the notice of the AGM will be voted by way of a poll by the Shareholders.

LETTER FROM THE BOARD

RECOMMENDATION

The Directors consider that (i) the granting of the Share Issue Mandate and the Share Repurchase Mandate; (ii) the re-election of Retiring Directors; and (iii) the re-appointment of the auditors are in the best interests of the Company, the Group and the Shareholders as a whole, and would recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the AGM.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material aspects and not misleading or deceptive, and there are no other material matters the omission of which would make any statement herein or this circular misleading.

GENERAL

Your attention is drawn to the additional information set out in the appendices to this circular.

Yours faithfully,
For and on behalf of the Board
Lvji Technology Holdings Inc.
Zang Weizhong

Chairman, Executive Director and Chief Executive Officer

This Appendix serves as an explanatory statement, as required by the Listing Rules, to provide all the information in relation to the Share Repurchase Mandate for your consideration.

1. LISTING RULES RELATING TO THE SHARE REPURCHASE MANDATE

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

All proposed repurchases of securities on the Stock Exchange by a company with its primary listing on the Stock Exchange must be approved in advance by an ordinary resolution, 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. A maximum of 10% of the total number of issued Shares as at the date of passing the relevant resolution may be repurchased on the Stock Exchange.

2. SHARE CAPITAL

As at the Latest Practicable Date, there were 1,463,650,000 Shares in issue. Subject to the passing of the resolution granting the Share Repurchase Mandate and on the basis that no further Shares are issued or repurchased before the AGM, the Company will be allowed to repurchase a maximum of 146,365,000 Shares representing 10% of the total number of issued Shares as at the Latest Practicable Date.

3. REASONS FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and Shareholders for the Directors to receive the general authority from the Shareholders to repurchase Shares in the market. Repurchases of Shares will only be made when the Directors believe that such repurchases will benefit the Company and Shareholders. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net value of the Company and its assets and/or its earnings per Share.

4. FUNDING OF REPURCHASES

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the Articles and the applicable laws and regulations of the Cayman Islands.

It is presently proposed that any repurchase of the Shares would be made out of profits of the Company or the proceeds of a fresh issue made for the repurchase or out of capital provided that on the day immediately following the date of repurchase the Company is able to pay its debts as they fall due in the ordinary course of business.

5. IMPACT OF REPURCHASES

On the basis of the financial position of the Company as at December 31, 2020 (being the date of its latest audited accounts), the Directors consider that there is no material adverse impact on the working capital or gearing position of the Company if the Share Repurchase Mandate is exercised in full during the proposed repurchase period. However, the Directors do not intend to exercise the Share Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital or the gearing position of the Company which in the opinion of the Directors is from time to time appropriate for the Company.

6. GENERAL INFORMATION

None of the Directors nor, to the best of their knowledge and having made all reasonable enquiries, any of their close associates (as defined in the Listing Rules), have any present intention to sell any Shares to the Company or any of its subsidiaries, if the Share Repurchase Mandate is approved by the Shareholders at the AGM.

No core connected persons (as defined in the Listing Rules) of the Company have notified the Company that they have any present intention to sell any Shares to the Company, or have undertaken not to do so, if the Share Repurchase Mandate is approved by the Shareholders at the AGM.

7. UNDERTAKING

The Directors have undertaken to the Stock Exchange that they will exercise the Share Repurchase Mandate in accordance with the Listing Rules and the applicable laws of Hong Kong, the Articles and the applicable laws of the Cayman Islands.

8. TAKEOVERS CODE

If as a result of a repurchase of Shares, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder, or group of Shareholders acting in concert, depending on the level of increase of the Shareholders' interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 or Rule 32 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Directors, the following Substantial Shareholders were interested in 10% or more of the number of issued Shares:

Name of Substantial Shareholder	Number of Shares held	Percentage of total number of Shares	Percentage of total number of Shares (assuming the Share Repurchase Mandate is exercised in full)
Lu Jia Technology ⁽¹⁾	547,748,500	37.42%	41.58%
Mr. Zang ^(1, 2)	547,748,500	37.42%	41.58%
Invest Profit ⁽¹⁾	547,748,500	37.42%	41.58%
Mr. Fan ^(1, 3)	547,748,500	37.42%	41.58%
Qifu Honglian BVI ⁽¹⁾	547,748,500	37.42%	41.58%
Qifu Honglian LLP ^(1, 4)	547,748,500	37.42%	41.58%
Shenzhen Qifu Capital Management Company Limited* (深圳市啟賦資本管理有限公司) ⁽⁴⁾	547,748,500	37.42%	41.58%
Shanghai Qianfu Investment Management Company Limited* (上海謙賦投資管理有限公司) ⁽⁴⁾	547,748,500	37.42%	41.58%
Mr. Fu Zhekuan* (傅哲寬) ⁽⁴⁾	547,748,500	37.42%	41.58%
Ms. Lin Fangli* (林芳荔) ⁽⁴⁾	547,748,500	37.42%	41.58%
Jieming Sanhao BVI ⁽¹⁾	547,748,500	37.42%	41.58%
Jieming Sanhao LLP ^(1, 5)	547,748,500	37.42%	41.58%
Guangzhou Shi Jieming Investment Management Limited* (廣州市捷銘投資管理有限公司) ⁽⁵⁾	547,748,500	37.42%	41.58%
Mr. Wang Bing* (王冰) ⁽⁵⁾	547,748,500	37.42%	41.58%
Ms. Ye Hua* (葉華) ⁽⁵⁾	547,748,500	37.42%	41.58%
Mithaq Capital SPC ⁽⁶⁾	205,710,000	14.05%	15.61%
Mithaq Capital ⁽⁶⁾	205,710,000	14.05%	15.61%
MHC ⁽⁶⁾	205,710,000	14.05%	15.61%

Notes:

- (1) It is a party to the acting in concert deed dated July 25, 2019 entered into by the Controlling Shareholders pursuant to which each of Mr. Zang, Lu Jia Technology, Mr. Fan, Invest Profit, Jieming Sanhao LLP, Jieming Sanhao BVI, Qifu Honglian LLP and Qifu Honglian BVI agree to act and vote in concert with each other based on consensus reached among themselves (or the instructions of Mr. Zang when no consensus can be reached) for all operational and other matters at board meetings or shareholders' meetings of each of the Group companies.

- (2) As at the Latest Practicable Date, Lu Jia Technology directly held 399,995,400 Shares. Being a party to the acting in concert deed dated July 25, 2019, Lu Jia Technology is deemed to be interested in the Shares held by Mr. Fan, Invest Profit, Qifu Honglian LLP, Qifu Honglian BVI, Jieming Sanhao LLP and Jieming Sanhao BVI. As Lu Jia Technology is wholly and beneficially owned by Mr. Zang, Mr. Zang is deemed to be interested in the Shares held by Lu Jia Technology under the SFO.
- (3) As at the Latest Practicable Date, Invest Profit directly held 61,444,900 Shares. Being a party to the acting in concert deed dated July 25, 2019, Invest Profit is deemed to be interested in the Shares held by Mr. Zang, Lu Jia Technology, Qifu Honglian LLP, Qifu Honglian BVI, Jieming Sanhao LLP and Jieming Sanhao BVI. Invest Profit is wholly and beneficially owned by Mr. Fan and therefore Mr. Fan is deemed to be interested in the Shares held by Invest Profit under the SFO.
- (4) As at the Latest Practicable Date, Qifu Honglian BVI directly held 47,401,200 Shares. Being a party to the acting in concert deed dated July 25, 2019, Qifu Honglian BVI is deemed to be interested in the Shares held by Mr. Zang, Lu Jia Technology, Mr. Fan, Invest Profit, Jieming Sanhao LLP and Jieming Sanhao BVI. Qifu Honglian BVI is wholly and beneficially owned by Qifu Honglian LLP. The general partner of Qifu Honglian LLP is Shenzhen Qifu Capital Management Company Limited which in turn is owned as to approximately 30.13% by Shanghai Qianfu Investment Management Company Limited and as to approximately 16.82% by Fu Zhekuan, among others. Shanghai Qianfu Investment Management Company Limited is owned as to approximately 81.25% by Mr. Fu Zhekuan. As at the Latest Practicable Date, Ms. Lin Fangli is the spouse of Mr. Fu Zhekuan. Therefore, Qifu Honglian LLP, Shenzhen Qifu Capital Management Company Limited, Shanghai Qianfu Investment Management Company Limited, Ms. Lin Fangli and Mr. Fu Zhekuan are deemed to be interested in the Shares held by Qifu Honglian BVI under the SFO.
- (5) As at the Latest Practicable Date, Jieming Sanhao BVI directly held 38,907,000 Shares. Being a party to the acting in concert deed dated July 25, 2019, Jieming Sanhao BVI is deemed to be interested in the Shares held by Mr. Zang, Lu Jia Technology, Mr. Fan, Invest Profit, Qifu Honglian LLP and Qifu Honglian BVI. Jieming Sanhao BVI is wholly and beneficially owned by Jieming Sanhao LLP. The general partner of Jieming Sanhao LLP is Guangzhou Shi Jieming Investment Management Limited which in turn is owned as to approximately 74.5% by Mr. Wang Bing. As at the Latest Practicable Date, Ms. Ye Hua is the spouse of Mr. Wang Bing. Therefore, Jieming Sanhao LLP, Guangzhou Shi Jieming Investment Management Limited, Ms. Ye Hua and Wang Bing are deemed to be interested in the Shares held by Jieming Sanhao BVI under the SFO.
- (6) As at the Latest Practicable Date, Mithaq Capital SPC directly held 205,710,000 Shares. Mithaq Capital SPC was held as to approximately 45.73% by Mithaq Capital which in turn was wholly owned by MHC. Therefore, Mithaq Capital and MHC are deemed to be interested in the Shares held by Mithaq Capital SPC under the SFO.

On the basis that the issued Shares remain the same, the Directors are not aware of any consequences which may arise under Rules 26 and 32 of the Takeovers Code. The Directors do not intend to exercise the Share Repurchase Mandate to an extent which would, in the circumstances, trigger any potential consequences under the Takeovers Code.

9. SHARE REPURCHASE MADE BY THE COMPANY

No repurchase of Shares had been made by the Company on the Stock Exchange or otherwise during the six months immediately preceding the Latest Practicable Date.

10. SHARE PRICES

The highest and lowest prices per Share at which Shares have been traded on the Stock Exchange during each of the previous 12 calendar months prior to the Latest Practicable Date were as follows:

	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2020		
April	0.97	0.75
May	1.11	0.80
June	1.26	0.84
July	1.05	0.75
August	0.96	0.78
September	1.13	0.79
October	0.95	0.84
November	1.00	0.84
December	0.95	0.85
2021		
January	0.91	0.84
February	1.31	0.85
March	1.49	1.00
April	1.35	1.12
May (up to the Latest Practicable Date)	1.30	1.04

Details of the Retiring Directors proposed to be re-elected at the AGM are set out as follows:

Ms. Sun Hongyan (孫紅艷), aged 43, is the executive Director and finance director of the Company. She was appointed as an executive Director on August 2, 2019. She is primarily responsible for managing financial issues of the Group, and responsible for the overall tax planning and implementation of the Group.

Ms. Sun graduated from the Xi'an Jiaotong University (西安交通大學) in the PRC in December 2000 and specialized her studies in accounting. She obtained the Certificate of Accounting Professional from the Finance Bureau of Guangzhou Development District* (廣州市開發區財政局) in November 2002. She was granted Qualification Certificate with Intermediate Level in Accounting (會計中級資格證書) by the Ministry of Finance of the PRC (中華人民共和國財政部) in September 2003. Ms. Sun became a non-practicing member of Guangdong Provincial Institute of Certified Public Accountants (廣東省註冊會計師協會) in February 2010.

Ms. Sun joined the Group as the finance director of Lvji Technology in June 2015. Ms. Sun serves as a director of Lvji Technology since October 2016. She also serves as the finance director of 廣州驢跡國際旅行社有限公司 (Guangzhou Lvji International Travel Agency Limited*), 霍爾果斯驢跡軟件科技有限公司 (Huoer Guosi Lvji Software Technology Limited*) and 廣西驢跡軟件科技有限公司 (Guangxi Lvji Software Technology Limited*), each of which being an indirect wholly-owned subsidiary of the Company, since their respective establishment.

Ms. Sun did not have any interests in the Shares and underlying shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Ms. Sun entered into a service contract with the Company for a term of three years commencing on January 17, 2020 which may be terminated by January 17, 2023. For the year ended December 31, 2020, Ms. Sun received remuneration, including directors' fees, salaries and other benefits, of approximately RMB237,000.

Mr. Long Chao (龍超), aged 41, was appointed as an executive Director on August 2, 2019 and is the chief operation officer of the Company. He is primarily responsible for formulating and executing the overall business strategies, and new business generation and development of the Group.

Mr. Long obtained a bachelor's degree in Computer Science and Technology from Huazhong University of Science & Technology (華中科技大學) in the PRC in June 2002. Mr. Long was accredited as a Senior Software Programmer (高級程序員) by the Examination Board of the Chinese Computer Software Professional and Technical Qualifications and Standards* (中國計算機軟件專業技術資格和水平考試委員會) in November 2000. He obtained a qualification certificate with senior level of system analyst (系統分析師) by Professional Titles Reform Work Leadership Group of Hubei Province* (湖北省職稱改革工作領導小組) in October 2004.

Mr. Long first joined the Group as the chief operation officer of Lvji Technology in August 2017. Mr. Long also serves as a director of Lvji Technology since November 2017.

Mr. Long did not have any interests in the Shares and underlying shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Long entered into a service contract with the Company for a term of three years commencing on January 17, 2020 which may be terminated by January 17, 2023. For the year ended December 31, 2020, Mr. Long received remuneration, including directors' fees, salaries and other benefits, of approximately RMB300,000.

Mr. Fan Baoguo (樊保國), aged 44, was appointed as a non-executive Director on February 10, 2021. He is primarily responsible for supervising and providing advice to the Board.

Mr. Fan has been holding several public offices. He is a member of the tenth Chinese People's Political Consultative Conference in Haidian District, Beijing (中國人民政治協商會議北京海澱區第十屆委員會委員), a vice chairman of the Training and Education Committee of The Chinese Association for Non-Government Education (中國民辦教育協會培訓教育專業委員會副理事長) and a vice chairman of the Council of the Sixth Beijing Haidian Education Foundation (北京市海澱教育基金會第六屆理事會副理事長). Mr. Fan currently serves as a chairman of the TAL Foundation (好未來公益基金會理事長) and the vice president of TAL Education Group (a company listed on the New York Stock Exchange (NYSE: TAL)).

Mr. Fan wholly and beneficially owns Invest Profit and, being a party to the acting in concert deed dated July 25, 2019, is deemed to be interested in a total of 547,748,500 Shares, representing 37.42% of the total number of issued Shares.

Save as disclosed above, Mr. Fan did not have any other interests in the Shares and underlying shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. Fan entered into a letter of appointment with the Company for a term of three years commencing on February 10, 2021 which may be terminated by February 10, 2024. For the year ended December 31, 2020, Mr. Fan did not receive any remuneration from the Group.

Ms. Wu Daxiang (吳大香), aged 37, was appointed as an independent non-executive Director of the Company on November 19, 2019. She is primarily responsible for supervising and providing independent judgment to the Board.

Ms. Wu has over eight years of experience in the accounting and risk management industry. She has been the risk management vice president of Shenzhen Sunflower Investment Co., Ltd.* (深圳市向日葵投資有限公司) since June 2017. Ms. Wu worked for Shenzhen Fuhai Minxiang Wealth Management Company Limited, Zhengzhou Branch* (深圳市富海民享財富管理有限公司), responsible for due diligence and related matters from July 2015 to May 2017. She served as a manager of Grant Thornton Accounting Firm (Special general partnership) Xiamen Branch (致同會計師事務所(特殊普通合伙)廈門分所) from November 2010 to June 2015.

Ms. Wu obtained a bachelor's degree in Accounting from Hunan Agricultural University (湖南農業大學) in the PRC in June 2006.

Ms. Wu passed the Advanced Qualification Level of the National Accountant Examination (高級會計師資格考試) in December 2013. Ms. Wu was granted the International Registered Internal Audit Certificate (國際註冊內部審計師證書) in November 2009 by China Institute of Internal Audit (中國內部審計協會). She obtained the Certificate for Passing All the Required Subjects of the National Uniform CPA Examination (註冊會計師全國統一考試全科合格證) in December 2009 from the Certified Public Accountants Examination Committee of The Ministry of Finance of the PRC (中國財政部註冊會計師考試委員會). She was granted the Medium Level Qualification Certificate of Specialty and Technology (會計中級專業技術資格證書) in May 2006 by the Ministry of Finance of the PRC (中華人民共和國財政部).

Ms. Wu did not have any interests in the Shares and underlying shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Ms. Wu entered into a letter of appointment with the Company for a term of three years commencing on January 17, 2020 which may be terminated by January 17, 2023. For the year ended December 31, 2020, Ms. Wu received remuneration, including directors' fees, salaries and other benefits, of approximately RMB59,000.

Ms. Gu Ruizhen (顧瑞珍), aged 43, was appointed as an independent non-executive Director on November 4, 2020. She is primarily responsible for supervising and providing independent judgment to the Board.

Ms. Gu has 18 years of experience in government management, news communication and the development of state-owned enterprises. From July 2002 to October 2015, Ms. Gu served as a member of the Standing Committee of the Xinhua News Agency. From October 2015 to September 2019, she served as Deputy Director of the Law Enforcement Department of the Central Network Information Office's Integrated Coordination, Management and Law Enforcement Supervision Bureau (presided over the work) and as spokesman and head of the Office of the Communications Bureau of the Central Network Information Office. In addition, Ms. Gu served as Deputy General Manager of China International Finance Co., Ltd from September 2019 to August 2020. Ms. Gu is now vice president of Inner Mongolia Mengniu Dairy (Group) Co., Ltd, a subsidiary of China Mengniu Dairy Company Limited (Stock Code: 2319).

Ms. Gu obtained a master's degree in teaching programme from Shanghai Normal University in 2002.

Ms. Gu did not have any interests in the Shares and underlying shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Ms. Gu entered into a letter of appointment with the Company for a term of three years commencing on November 4, 2020 which may be terminated by November 4, 2023. For the year ended December 31, 2020, Ms. Gu received remuneration, including directors' fees, salaries and other benefits, of approximately RMB12,000.

As at the Latest Practicable Date, unless otherwise disclosed above: (1) none of the Retiring Directors proposed for re-election has any relationship with other Directors, senior management or Substantial Shareholder or Controlling Shareholder; (2) there is no information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules; and (3) there is no other matter which needs to be brought to the attention of the holders of securities of the Company pursuant to Rule 13.51(2) of the Listing Rules.



Lvji Technology Holdings Inc.

驢跡科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1745)

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**AGM**”) of Lvji Technology Holdings Inc. (the “**Company**”) will be held at 4/F, Buddy Hotel, No. 236 Gaotang Road, Tianhe District, Guangzhou, Guangdong Province, the PRC on Friday, June 25, 2021 at 3:00 p.m., for the following purposes:

AS ORDINARY RESOLUTIONS

1. To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “**Director(s)**”) and the independent auditors (the “**Auditors**”) for the year ended December 31, 2020.
2. To consider and approve, each as a separate resolution, if thought fit, the following resolutions:
 - (a) to re-elect Ms. Sun Hongyan as an executive Director;
 - (b) to re-elect Mr. Long Chao as an executive Director;
 - (c) to re-elect Mr. Fan Baoguo as a non-executive Director;
 - (d) to re-elect Ms. Wu Daxiang as an independent non-executive Director;
 - (e) to re-elect Ms. Gu Ruizhen as an independent non-executive Director; and
 - (f) to authorise the board of Directors (the “**Board**”) to determine the Directors’ remuneration.
3. To re-appoint Ernst & Young as the Auditors and to authorise the Board to fix their remuneration.

4. To consider and, if thought fit, pass with or without amendments, the following resolutions each as a separate resolution:
- (a) **“THAT:**
- (i) subject to paragraph (iii) of this resolution, and pursuant to the Rules Governing the Listing of Securities (the **“Listing Rules”**) on The Stock Exchange of Hong Kong Limited (the **“Stock Exchange”**), the exercise by the Directors during the Relevant Period (as hereinafter defined) on all the powers of the Company to allot, issue or otherwise deal with additional shares in the share capital of the Company and to make or grant offers, agreements and options which would or might require the exercise of such powers, be and the same is hereby generally and unconditionally approved;
 - (ii) the approval in paragraph (i) of this resolution shall authorise the Directors during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options which would or might require the exercise of such powers after the end of the Relevant Period;
 - (iii) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval in paragraph (i) of this resolution, otherwise than by way of (a) Rights Issue (as hereinafter defined); or (b) the exercise of or the grant of any option under any share option scheme of the Company or similar arrangement for the time being adopted for the issue or grant to officers and/or employees of the Company and/or any of its subsidiaries of shares or options to subscribe for or rights to acquire shares of the Company; or (c) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares in accordance with the articles of association of the Company (the **“Articles”**) in force from time to time, shall not exceed 20% of the total number of issued shares of the Company in issue as at the date of passing of this resolution and the said approval be limited accordingly; and
 - (iv) for the purpose of this resolution:
 - A. **“Relevant Period”** means the period from the passing of this resolution until whichever is the earliest of:
 - (1) the conclusion of the next annual general meeting of the Company;
 - (2) the expiration of the period within which the next annual general meeting of the Company is required by the Articles, the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated or revised from time to time) of the Cayman Islands or any applicable laws to be held; and
 - (3) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders in general meeting.

B. **“Rights Issue”** means an offer of shares in the share capital of the Company or an offer or issue of warrants or options or similar instruments to subscribe for shares in the share capital of the Company open for a period fixed by the Directors to holders of shares whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares in the Company (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, or the requirements of, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction applicable to the Company, or any recognized regulatory body or any stock exchange applicable to the Company).”

(b) **“THAT:**

- (i) subject to paragraph (ii) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase issued shares in the share capital of the Company on the Stock Exchange or any other stock exchange on which the shares of the Company may be listed and recognized by the Securities and Futures Commission of Hong Kong (the “SFC”) and the Stock Exchange for such purpose, and otherwise in accordance with the rules and regulations of the SFC, the Stock Exchange or of any other stock exchange as amended from time to time, the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated or revised from time to time) of the Cayman Islands and all applicable laws in this regard, be and the same is hereby generally and unconditionally approved;
- (ii) the aggregate nominal amount of issued shares of the Company which may be repurchased by the Company pursuant to the approval in paragraph (i) of this resolution during the Relevant Period shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution and the said approval shall be limited accordingly; and
- (iii) for the purpose of this Resolution:

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

- (1) the conclusion of the next annual general meeting of the Company;
- (2) 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 any applicable laws to be held; and
- (3) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders in general meeting.”

- (c) “**THAT** conditional upon resolutions No. 4(a) and No. 4(b) above being passed, the general mandate granted to the Directors to allot, issue or otherwise deal with additional shares pursuant to resolution No. 4(a) 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 resolution No. 4(b).”

By Order of the Board

Lvji Technology Holdings Inc.

Zang Weizhong

Chairman, Executive Director and Chief Executive Officer

Hong Kong, May 17, 2021

Notes:

- (1) All resolution (except for procedural and administrative matters) at the AGM will be taken by poll pursuant to the Listing Rules and the results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
- (2) Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the AGM. A proxy need not be a shareholder of the Company. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
- (3) In order to be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be lodged by post or by hand at the Company’s branch share registrar, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, not less than 48 hours before the time appointed for holding of the annual general meeting (i.e. not later than 3:00 p.m. on Wednesday, June 23, 2021) or any adjournment thereof.
- (4) Delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the AGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (5) The register of members of the Company will be closed from Tuesday, June 22, 2021 to Friday, June 25, 2021 (both days inclusive), during which period no transfer of shares will be effected. In order to determine the identity of members who are entitled to attend and vote at the AGM to be held on Friday, June 25, 2021, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, not later than 4:30 p.m. on Monday, June 21, 2021.
- (6) Taking into account of the recent development of the epidemic caused by novel coronavirus (“**COVID-19**”), the Company will implement the following prevention and control measures at the AGM against the epidemic to protect the Shareholders from the risk of infection:
 - (i) shareholders attending the AGM shall pay early attention to and comply with the relevant regulations and requirements regarding health report, quarantine and observation during the epidemic prevention and control period in Guangzhou, China;
 - (ii) compulsory body temperature check will be conducted for every shareholder of the Company or proxy at the entrance of the AGM venue. Any person with a body temperature of over 37.2 degrees Celsius may be denied entry into the venue or may be required to leave the AGM venue;
 - (iii) all shareholders of the Company and proxies are required to complete and submit at the entrance of the AGM venue a declaration form confirming their names and contact details, and confirming that they have not travelled to, or to their best of knowledge had physical contact with any person who has recently travelled to, any affected countries or areas outside of China at any time in the preceding 14 days. Any person who does not comply with this requirement may be denied entry into the AGM venue or be required to leave the AGM venue;

- (iv) every shareholder of the Company or proxy is recommended to wear surgical facial mask throughout the AGM; and
- (v) no refreshments will be served, and there will be no corporate gifts.

Furthermore, the Company wishes to advise the shareholders of the Company, particularly shareholders of the Company who are subject to quarantine in relation to COVID-19, that they may appoint the chairman of the AGM as a proxy to vote on the resolutions, instead of attending the AGM in person.

As at the date of this notice, the Board comprises Mr. Zang Weizhong, Ms. Sun Hongyan and Mr. Long Chao as executive Directors; Mr. Cheung King Him Edmund and Mr. Fan Baoguo as non-executive Directors; and Ms. Gu Jianlu, Ms. Wu Daxiang and Ms. Gu Ruizhen as independent non-executive Directors.