
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 a 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 Linekong Interactive Group Co., Ltd., you should at once hand this circular with the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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Linekong Interactive Group Co., Ltd.

藍港互動集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8267)

PROPOSALS FOR
(1) GENERAL MANDATES TO ISSUE SHARES
AND REPURCHASE SHARES
(2) EXTENSION OF ISSUE MANDATE TO ISSUE SHARES
(3) RE-ELECTION OF DIRECTORS
(4) RE-APPOINTMENT OF AUDITORS
AND
NOTICE OF ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting of the Company to be held at Floor 5, Qiming International Mansion, Wangjing North Road, Chaoyang District, Beijing, the PRC on Friday, June 17, 2022 at 10:30 a.m. is set out on pages 17 to 22 of this circular. A form of proxy for the Annual General Meeting is also enclosed. Whether or not you are able to attend the meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong 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 but in any event not less than 48 hours before the time appointed for the holding of the meeting (i.e. before 10:30 a.m. on Wednesday, June 15, 2022) or any adjournment thereof. Completion and return of the form of proxy will not preclude shareholders from attending and voting at the meeting or any adjournment thereof if they so wish and in such event, the form of proxy shall be deemed to be revoked.

This circular will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of publication and on the website of the Company at www.linekong.com.

May 13, 2022

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CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company to be held at Floor 5, Qiming International Mansion, Wangjing North Road, Chaoyang District, Beijing, the PRC on Friday, June 17, 2022 at 10:30 a.m. or any adjournment thereof, the notice of which is set out on pages 17 to 22 of this circular
“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors
“Board Diversity Policy”	the Board diversity policy of the Company
“Cayman Companies Act”	the Companies Act, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
“Company”	Linekong Interactive Group Co., Ltd. (藍港互動集團有限公司), an exempted company incorporated under the laws of the Cayman Islands on May 24, 2007 with limited liability
“Director(s)”	the director(s) of the Company
“GEM”	the GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency for the time being of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

DEFINITIONS

“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors at the Annual General Meeting to exercise the power of the Company to allot, issue and deal with new Shares not exceeding 20 per cent of the number of issued Shares as at the date of passing of the resolution granting such mandate
“Latest Practicable Date”	May 6, 2022, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Nomination Committee”	nomination committee of the Board
“Nomination Policy”	the nomination policy of the Company in relation to nomination of Directors
“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors at the Annual General Meeting to repurchase Shares not exceeding 10 per cent of the number of issued Shares as at the date of passing of the resolution granting such mandate
“RMB”	Renminbi, the lawful currency for the time being of the People’s Republic of China
“RSU(s)”	restricted share unit(s) under the RSU Scheme, each entitling its holder to receive one Share per restricted share unit upon exercise, subject to vesting
“RSU Scheme”	the restricted share unit scheme of the Company adopted on March 21, 2014
“Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of nominal value of US\$0.000025 each in the capital of the Company
“Shareholder(s)”	the registered holder(s) of the Share(s)

DEFINITIONS

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Code on Takeovers and Mergers published by the Securities and Futures Commission of Hong Kong
“US\$”	United States dollars, the lawful currency for the time being of the United States

LETTER FROM THE BOARD



Linekong Interactive Group Co., Ltd.
藍港互動集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8267)

Executive Directors:

Mr. WANG Feng (*Chairman*)
Ms. LIAO Mingxiang (*Chief Executive Officer*)
Mr. CHEN Hao
Mr. WANG Jin (*also known as YAN Yusong*)

Non-executive Director:

Mr. JI Xuefeng

Independent Non-executive Directors:

Mr. ZHANG Xiangdong
Ms. WU Yueqin
Mr. KONG Yi

Registered office:

Floor 4, Willow House
Cricket Square
P.O. Box 2804
Grand Cayman KY1-1112
Cayman Islands

Principal place of business in

Hong Kong:

40th Floor
Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai, Hong Kong

May 13, 2022

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR
(1) GENERAL MANDATES TO ISSUE SHARES
AND REPURCHASE SHARES
(2) EXTENSION OF ISSUE MANDATE TO ISSUE SHARES
(3) RE-ELECTION OF DIRECTORS
(4) RE-APPOINTMENT OF AUDITORS
AND
NOTICE OF ANNUAL GENERAL MEETING

LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to provide Shareholders with the notice of Annual General Meeting and information regarding the following resolutions to be put forward at the Annual General Meeting: (i) the grant to the Directors of the Issue Mandate to issue Shares and the Repurchase Mandate to repurchase Shares and the extension of the Issue Mandate; (ii) the re-election of Directors; and (iii) the re-appointment of the auditors.

GENERAL MANDATE TO ISSUE SHARES AND REPURCHASE SHARES

The existing mandates given to the Directors to issue and repurchase Shares were approved by the Shareholders on 18 June 2021 and will expire upon the conclusion of the Annual General Meeting unless revoked or varied earlier.

In order to ensure greater flexibility and give discretion to the Directors in the event that it becomes desirable for the Company to issue new Shares, approval is to be sought from the Shareholders, in accordance with the GEM Listing Rules, for the Issue Mandate to issue Shares. An ordinary resolution no. 4(A) will be proposed at the Annual General Meeting to approve the grant of Issue Mandate to the Directors to exercise the powers of the Company to allot, issue and deal with new Shares up to 20 per cent of the number of issued Shares as at the date of passing of such resolution. As at the Latest Practicable Date, there were 367,974,964 Shares in issue. Subject to the passing of the above resolution and on the basis that no Share is issued or repurchased after the Latest Practicable Date up to the date of the Annual General Meeting, the Directors will be allowed to issue a maximum of 73,594,992 Shares under the Issue Mandate.

In addition, subject to a separate approval of ordinary resolution no. 4(C), the number of Shares purchased by the Company pursuant to the Repurchase Mandate under ordinary resolution no. 4(B) (if approved by the Shareholders at the Annual General Meeting) will also be added to extend the 20 per cent limit under the Issue Mandate in ordinary resolution no. 4(A), provided that such additional number shall not exceed 10 per cent of the number of issued Shares as at the date of passing of such resolution. Nevertheless, the Directors have no immediate plan to issue any new Share pursuant to the Issue Mandate.

An ordinary resolution no. 4(B) will also be proposed at the Annual General Meeting to approve the grant of the Repurchase Mandate to the Directors to exercise the powers of the Company to repurchase Shares representing up to 10 per cent of the number of issued Shares as at the date of passing of such resolution. As at the Latest Practicable Date, there were 367,974,964 Shares in issue. Subject to the passing of the above resolution and on the basis that no Share is

LETTER FROM THE BOARD

issued or repurchased after the Latest Practicable Date up to the date of the Annual General Meeting, the Company will be allowed to repurchase a maximum of 36,797,496 Shares under the Repurchase Mandate.

An explanatory statement required by the GEM Listing Rules in connection with the Repurchase Mandate is set out in Appendix I to this circular.

The Issue Mandate (including the extension mandate thereof) and the Repurchase Mandate, if granted, shall continue to be in force during the period from the date of passing of the relevant resolution up to 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 any applicable law or the Articles of Association to be held; or (iii) the revocation or variation of such mandate by ordinary resolution of the Shareholders in a general meeting.

RE-ELECTION OF DIRECTORS

In accordance with Article 16.18 of the Articles of Association, Mr. Wang Feng, Mr. Chen Hao and Mr. Wang Jin (also known as Yan Yusong) shall retire by rotation at the close of the Annual General Meeting and, being eligible, have offered themselves for re-election as Directors thereat. In addition, in accordance with Article 16.2 of the Articles of Association, Mr. Kong Yi shall hold office only until the Annual General Meeting and, being eligible, has also offered himself for re-election as Director thereat.

Biography and other information of the Directors who have offered themselves for re-election at the Annual General Meeting are set out in Appendix II to this circular in accordance with the relevant requirements of the GEM Listing Rules.

Process in selecting Mr. Kong as independent non-executive Director and Board diversity

Mr. Kong is a current independent non-executive Director and, having considered his contribution during his term of office, his knowledge and experience in the capital finance market and his information technology related background, the Board, based on the recommendation of the Nomination Committee, believed that re-election of Mr. Kong is in the interest of the Company and Shareholders as a whole and that Mr. Kong should be re-elected as independent non-executive Director.

In particular, the Nomination Committee and the Board believed that the knowledge and experience of Mr. Kong in the capital finance market, especially those relating to the information technology segment such as Xiaomi cell phones (小米手機), Zuiyou short clip (最右短視頻), Yixia.com (一下科技), will be able to provide useful insights to the Board for its corporate

LETTER FROM THE BOARD

transactions and capital market activities. The experience that Mr. Kong acquired from his various investment projects as described in his biography in Appendix II to this circular may also provide a different angle of view and input from an investor's perspective which can further enhance the diversity of the Board.

To the best knowledge of the Board and according to the confirmation of Mr. Kong, Mr. Kong fulfills the independent guidelines set out in Rule 5.09 of the GEM Listing Rules and, accordingly, the Board, based on the recommendation of the Nomination Committee, considers Mr. Kong to be independent.

Recommendation of the Nomination Committee and the Board

The Nomination Committee was delegated with the responsibility in making recommendations to the Board for the re-election of Directors at the Annual General Meeting. The Nomination Committee noted that each of Mr. Wang Feng, Mr. Chen Hao, Mr. Wang Jin and Mr. Kong Yi is eligible and willing to offer himself/herself for re-election at the Annual General Meeting and advised the Board to recommend the Shareholders to vote in favour of each of the resolutions in relation to the re-election of the Directors. As Mr. Wang Feng and Mr. Kong Yi are members of the Nomination Committee, each of Mr. Wang Feng and Mr. Kong Yi has abstained from voting on the resolution in relation to his own nomination when it was being considered.

When considering the recommendation, the Nomination Committee has followed the Nomination Policy and took into account the diversity aspects (including but not limited to gender, race, age, language, cultural and educational background, industry experience, technical and professional skills and/or qualifications, knowledge, length of services and time to be devoted as a Director) as set out in the Board Diversity Policy, with due regards to the business model and specific needs of the Group. For details of the Nomination Policy and the Board Diversity Policy, please refer to the 2021 annual report of the Company.

Having due regard to the Board Diversity Policy, the business model and specific needs of the Group, the Nomination Committee considers and the Board concurs that the re-election of each of Mr. Wang Feng, Mr. Chen Hao, Mr. Wang Jin and Mr. Kong Yi is in the best interest of the Company and Shareholders as a whole, taking into account their familiarity with the business of the Group, their experience and skills and their performances and contributions during their terms of office.

RE-APPOINTMENT OF AUDITORS

PricewaterhouseCoopers will retire as the independent auditors of the Company at the Annual General Meeting and, being eligible, offer themselves for re-appointment as the independent auditors of the Company.

LETTER FROM THE BOARD

CLOSURE OF REGISTER OF MEMBERS

The transfer books and register of members of the Company will be closed from Tuesday, June 14, 2022 to Friday, June 17, 2022, both days inclusive, during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the Annual General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, June 13, 2022.

ANNUAL GENERAL MEETING

Set out on pages 17 to 22 of this circular is the notice of Annual General Meeting at which, inter alia, ordinary resolutions will be proposed to Shareholders to consider and approve, among others, (i) the grant to the Directors of the Issue Mandate to issue Shares and the Repurchase Mandate to repurchase Shares and the extension of the Issue Mandate; (ii) the re-election of Directors; and (iii) the re-appointment of auditors.

FORM OF PROXY

A form of proxy for the Annual General Meeting is enclosed with this circular. Whether or not you intend to attend the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong 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 but in any event not less than 48 hours before the time fixed for the holding of the Annual General Meeting (i.e. before 10:30 a.m. on Wednesday, June 15, 2022) or any adjournment thereof.

Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting or any adjournment thereof if you so wish and in such event, the form of proxy shall be deemed to be revoked.

VOTING BY WAY OF POLL

Pursuant to Rule 17.47(4) of the GEM Listing Rules and Article 13.6 of the Articles of Association, any vote of 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 administrative matter to be voted on by a show of hands. Accordingly, each of the resolutions set out in the notice of Annual General Meeting will be taken by way of poll.

LETTER FROM THE BOARD

On a poll, every Shareholder present in person or by proxy or in the case of a Shareholder being a corporation, its duly authorised representative, shall have one vote for every fully paid Share of which he/she/it is the holder. A Shareholder entitled to more than one vote need not use all his/her/its votes or cast all the votes in the same way.

An announcement on the results of the vote by poll will be made by the Company after the Annual General Meeting in the manner prescribed under Rule 17.47(5) of the GEM Listing Rules.

RESPONSIBILITY STATEMENT

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

RECOMMENDATION

The Directors consider that the proposed resolutions set out in the notice of the Annual General Meeting are in the interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of all the aforementioned resolutions.

Yours faithfully
By order of the Board
Linekong Interactive Group Co., Ltd.
WANG Feng
Chairman

The following is an explanatory statement required to be sent to the Shareholders under the GEM Listing Rules in connection with the proposed Repurchase Mandate.

SHARE CAPITAL

As at the Latest Practicable Date, the total number of Shares in issue were 367,974,964 Shares. Subject to the passing of the resolution granting the Repurchase Mandate and on the basis that no further Shares is issued or repurchased after the Latest Practicable Date up to the date of passing of such resolution, the Company will be allowed to repurchase a maximum of 36,797,496 Shares (subject to share consolidation or subdivision) which represent 10 per cent of the number of the issued Shares, during the period from the date of passing of such resolution up to the earliest of (i) the conclusion of the next annual general meeting of the Company; or (ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable law or the Articles of Association to be held; or (iii) the revocation of variation of the Repurchase Mandate by ordinary resolution of the Shareholders in general meeting.

REASONS AND FUNDING OF REPURCHASES

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

Repurchases of Shares will be financed out of funds legally available for such purpose and in accordance with the Articles of Association, the Cayman Companies Act and the GEM Listing Rules. The Cayman Companies Act provides that the amount of capital repaid in connection with a share repurchase may be paid out of the profits of the Company or the proceeds of a fresh issue of Shares made for the purposes of the repurchase or out of capital subject to and in accordance with the Cayman Companies Act. The amount of premium payable on repurchase may only be paid out of either the profits of the Company or from sums standing to the credit of the share premium account of the Company.

The Directors have no present intention to repurchase any Shares and they would only exercise the power to repurchase in circumstances where they consider that the repurchase would be in the best interests of the Company. The Directors consider that, based on the current prevailing market price, even if the Repurchase Mandate is to be exercised in full, it would not have a material adverse impact on the working capital and the gearing position of the Company as

compared with the positions disclosed in the audited consolidated financial statements of the Company as at December 31, 2021, being the date to which the latest published audited consolidated financial statements of the Company were made up. The Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

GENERAL

To the best of their knowledge, having made all reasonable enquiries, none of the Directors nor any of their close associates, as defined in the GEM Listing Rules, currently intend to sell any Share to the Company or its subsidiaries, in the event that the Repurchase Mandate is granted by the Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Repurchase Mandate in accordance with the GEM Listing Rules and the applicable laws of the Cayman Islands.

No core connected person (as defined in the GEM Listing Rules) of the Company has notified the Company that he/she has a present intention to sell any Share to the Company, or has undertaken not to do so, if the Repurchase Mandate is granted.

If as a result of a repurchase of Shares by the Company pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the 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 Shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, Mr. Wang Feng is the largest shareholder of the Company and interested in 79,216,540 Shares (including (i) 66,576,160 Shares held through his wholly-owned company, Wangfeng Management Limited; (ii) 4,207,072 Shares held directly by him; and (iii) 8,433,308 RSUs granted to him under the RSU Scheme entitling him to receive 8,433,308 Shares upon exercise). In the event that the Directors exercise the Repurchase Mandate in full and Mr. Wang fully exercises his RSUs, the shareholding of Mr. Wang Feng will increase from 21.53% to approximately 23.92%. Based on the aforesaid increase in shareholding, the Directors are not aware of any obligation for Mr. Wang Feng to make any general offer under Rule 26 of the Takeovers Code even if the Repurchase Mandate is exercised in full.

The GEM Listing Rules prohibit a company from making repurchase on the Stock Exchange if the repurchase would result in less than 25 per cent (or such other prescribed minimum percentage as determined by the Stock Exchange) of the issued shares being in public hands. The Directors do not propose to repurchase Shares which would result in less than the prescribed minimum percentage of Shares in public hands.

SHARE REPURCHASE MADE BY THE COMPANY

No repurchase of Shares (whether on the Stock Exchange or otherwise) have been made by the Company in the six months preceding the Latest Practicable Date.

SHARE PRICES

The highest and lowest traded prices for Shares recorded on GEM during the twelve months preceding the Latest Practicable Date were as follows:

Month	Highest traded price <i>HK\$</i>	Lowest traded price <i>HK\$</i>
2021		
April	0.940	0.830
May	0.850	0.600
June	0.830	0.560
July	0.840	0.450
August	0.510	0.320
September	0.455	0.305
October	0.450	0.310
November	0.360	0.305
December	0.385	0.290
2022		
January	0.290	0.255
February	0.270	0.250
March	0.330	0.270
April	0.355	0.270
May (up to the Latest Practicable Date)	0.300	0.275

The following are the particulars of the Directors (as required by the GEM Listing Rules) proposed to be re-elected at the Annual General Meeting.

Save as disclosed herein, as at the Latest Practicable Date, each the following Directors (i) does not have any other relationship with any other director, senior management or substantial or controlling shareholders (if any) of the Company (within the definition of the GEM Listing Rules); (ii) does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (iii) does not hold any other position with any member of the Group; (iv) has not held any other directorships in any other listed public companies in the last three years; (v) has no other major appointments or professional qualification; and (vi) has no information to be disclosed pursuant to any of the requirements under Rule 17.50(2)(h) to 17.50(2)(v) of the Listing Rules nor any other matter that need to be brought to the attention of the shareholders of the Company.

EXECUTIVE DIRECTORS

Mr. WANG Feng

Mr. WANG Feng, aged 53, is the chairman of the Board and has been an executive Director since May 24, 2007. He is also the chairman of the nomination committee of the Board and a member of the remuneration committee of the Board. Mr. Wang is the founder of the Group. Prior to joining the Group, Mr. Wang worked at Beijing Kingsoft Software Co., Ltd. (“**Beijing Kingsoft**”), a subsidiary of Kingsoft Corporation Limited, a company listed on the Main Board of the Stock Exchange (Stock Code: 3888), in various senior positions including product manager, vice president of the anti-virus software department, and vice president in charge of digital entertainment business from 1997 to 2007, and served as the senior vice president in charge of digital entertainment and sales and marketing from January 2006 to March 2007. Mr. Wang has over 24 years of experience in the Internet industry and was awarded various honours, including “Individual Award for Outstanding Contributions to 20 Years of Development in Zhongguancun” granted by Beijing municipal government in 2009, “New Elite in China Game Industry” in 2007 and “the Top-Ten Most Influential People in China Game Industry” granted by China Game Industry Annual Conference (“**GIAC**”) in 2008, 2009 and 2011. Mr. Wang was also awarded “Outstanding Entrepreneur” in 2011 and 2013 by China Game Trade Annual Conference.

Mr. Wang graduated from Peking University with a master of business administration degree in June 2005. Mr. Wang is also the director of Wangfeng Management Limited, a company which has an interest in the shares of the Company which would fall to be disclosed to the Company under the Divisions 2 and 3 of Part XV of the Securities and Futures Ordinance.

As at the Latest Practicable Date, Mr. Wang held 4,207,072 Shares and was interested in 8,433,308 RSUs granted to him under the RSU Scheme entitling him to receive 8,433,308 Shares upon exercise, all of which have been vested. Mr. Wang Feng is also deemed to be interested in all the 66,576,160 Shares held by Wangfeng Management Limited under the SFO as Mr. Wang held the entire issued share capital of Wangfeng Management Limited.

Mr. Wang has entered into a director's service contract with the Company for a term of three years commencing from August 22, 2020 which may be terminated by either party thereto by giving to the other party three months' prior notice in writing or otherwise in accordance with the terms of the director's service contract, and subject to retirement by rotation and re-election in accordance with the Articles of Association. Pursuant to the service contract, Mr. Wang is currently entitled to receive an annual remuneration of RMB960,000 and a discretionary bonus, which is determined with reference to his roles and responsibilities with the Group, the Group's performance and the prevailing market condition.

Mr. CHEN Hao

Mr. CHEN Hao, aged 35, has been an executive Director since May 11, 2018. He is also the vice president of the Group and the chief executive officer of game business of the Group ("Linekong Games"). Having joined the Group in 2010, Mr. Chen served as a product manager, and became a product director in 2013 and served as the vice president and general manager of the third game department of the Group in 2016. He has been the chief executive officer of Linekong Games since April 2018 and is primarily responsible for the day-to-day management of the business of Linekong Games. Mr. Chen has extensive experience in game release, operation and management. He has made an outstanding contribution to the development of Linekong Games during his term of office, which can be demonstrated by the successful release of key mobile games including "Sword of God (神之刃)", "One Hundred Thousand Bad Jokes (十萬個冷笑話)" and "Daybreak (黎明之光)". He has also been active in leading the overseas business development of Linekong Games. Mr. Chen obtained his Master of Engineering from Huazhong University of Science and Technology in June 2010.

As at the Latest Practicable Date, Mr. Chen Hao was interested in 1,815,841 Shares which consisted of (a) 100,000 share options, 1,000,000 share options and 125,000 share options granted to him on October 9, 2015, January 18, 2017 and May 17, 2021, respectively, under the Share Option Scheme entitling him to receive an aggregate of 1,225,000 Shares upon exercise; and (b) 590,841 RSUs granted to him under the RSU Scheme entitling him to receive 590,841 Shares upon exercise, all of which have been vested.

Mr. Chen has entered into a director's service contract with the Company for a term of three years commencing from May 11, 2021 which may be terminated by either party thereto by giving to the other party three months' prior notice in writing or otherwise in accordance with the terms of the director's service contract, and subject to retirement by rotation and re-election in accordance with the Articles of Association. Pursuant to the service contract, Mr. Chen is currently entitled to receive an annual remuneration of RMB1,000,000 and a discretionary bonus, which is determined with reference to his roles and responsibilities with the Group, the Group's performance and the prevailing market condition.

Mr. WANG Jin

Mr. WANG Jin (also known as Yan Yusong), aged 48, has been an executive Director since May 11, 2018. He is also the vice president of the Group, as well as the chief executive officer of the film business of the Group ("**Linekong Pictures**"). Mr. Wang has 23 years of experience in the film and television entertainment industry. He worked at Hong Kong Azio TV as a director from 2000 to 2003, at Shanghai Dragon TV as a producer from 2003 to 2007, at Starlight International Media Co., Ltd. as the vice president from 2007 to 2012, and at TVB China Company as the general manager of Beijing branch office from 2012 to 2015. He joined the Group in January 2016 as the vice president of the Group and the president of Linekong Pictures, and has been the chief executive officer of Linekong Pictures since April 2018 and is primarily responsible for the day-to-day management of the business of Linekong Pictures. Mr. Wang graduated from Chengdu University, majoring in business arts, after which he did further studies at the Shanghai Theatre Academy with directing as his major.

As at the Latest Practicable Date, Mr. Wang Jin was interested in 2,540,000 Shares which consisted of (a) 300,000 share options, 1,000,000 share options and 125,000 share options granted to him on June 15, 2016, April 1, 2019 and May 17, 2021, respectively, under the Share Option Scheme entitling him to receive an aggregate of 1,425,000 Shares upon exercise; and (b) 1,115,000 RSUs granted to him under the RSU Scheme entitling him to receive 1,115,000 Shares upon exercise, all of which have been vested.

Mr. Wang has entered into a director's service contract with the Company for a term of three years commencing from May 11, 2021 which may be terminated by either party thereto by giving to the other party three months' prior notice in writing or otherwise in accordance with the terms of the director's service contract, and subject to retirement by rotation and re-election in accordance with the Articles of Association. Pursuant to the service contract, Mr. Wang is currently entitled to receive an annual remuneration of RMB1,200,000 and a discretionary bonus, which is determined with reference to his roles and responsibilities with the Group, the Group's performance and the prevailing market condition.

INDEPENDENT NON-EXECUTIVE DIRECTOR**Mr. KONG Yi**

Mr. KONG Yi, aged 49, has been an independent non-executive Director since August 27, 2021. Mr. Kong Yi is also a member of the audit committee, the remuneration committee and the nomination committee of the Board. Mr. Kong has approximately ten years of experience in the investment industry. Mr. Kong served as a product manager in Beijing Kingsoft Software Co., Ltd. (北京金山軟件有限公司) from October 1998 to January 2003 and participated in various product plannings including Kingsoft PowerWord (金山詞霸), JX Online (劍俠情緣) and Kingsoft Easy Typing (金山打字通). He was elected as the Top Ten Employees of Kingsoft (金山十佳員工) in 2000. In June 2003, Mr. Kong established Beijing Huanjian Shumeng Technology Development Co., Ltd. (北京幻劍書盟科技發展有限公司) and worked for the company as a chief executive officer until October 2007. From November 2007 to January 2009, Mr. Kong served as the vice president of Baofeng Group Co., Ltd. (暴風集團股份有限公司). Mr. Kong served as the vice president of Beijing Shunwei Capital Investment Consultancy Co., Ltd. (北京順為資本投資諮詢有限公司) from September 2011 to September 2013. Mr. Kong established Beijing Zhenshun Investment Management Co., Ltd. (北京真順投資管理有限公司) in March 2014 and has been working for the company as a chief executive officer up to the present, during his employment, he successively invested in projects including Shuidihuzhu (水滴互助), Xiaomi cell phones (小米手機), Chuanzhiboke Education (傳智播客職業教育), Zuiyou short clip (最右短視頻), Yixia.com (一下科技), import e-commerce of Xingyun (行雲進口電商), polymer materials of Nanjing Bready (南京貝迪高分子材料), Max Photonics (創鑫激光), PrecisioNext (東莞普萊信) and RainMed Medical (潤邁德醫療). Mr. Kong graduated from Northeast Heavy Institute in July 1995 with a bachelor degree in mold design, and graduated from Renmin University of China in June 2009 with a master degree in business administration. Mr. Kong is currently studying at Tsinghua University PBC School of Finance with a major of financial management, which is expected to complete in late 2022.

Mr. Kong has entered into a letter of appointment with the Company for a term of three years commencing from August 27, 2021 which may be terminated by either party thereto by giving to the other party three months' prior notice in writing or otherwise in accordance with the terms of the letter of appointment and subject to retirement by rotation and re-election in accordance with the Articles of Association. Pursuant to the letter of appointment, Mr. Kong is currently entitled to receive an annual remuneration of RMB286,000, which is determined with reference to his roles and responsibilities with the Group and the prevailing market condition.

NOTICE OF ANNUAL GENERAL MEETING



Linekong Interactive Group Co., Ltd. **藍港互動集團有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8267)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of Linekong Interactive Group Co., Ltd. (the “**Company**”) will be held at Floor 5, Qiming International Mansion, Wangjing North Road, Chaoyang District, Beijing, the PRC on Friday, June 17, 2022 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions of the Company:

1. To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditors for the year ended December 31, 2021.
2. (A) To re-elect the following persons as directors of the Company:
 - (i) Mr. Wang Feng as an executive director of the Company
 - (ii) Mr. Chen Hao as an executive director of the Company
 - (iii) Mr. Wang Jin (also known as Yan Yusong) as an executive director of the Company
 - (iv) Mr. Kong Yi as an independent non-executive director of the Company
- (B) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.
3. To re-appoint PricewaterhouseCoopers as independent auditors of the Company and to authorise the board of directors of the Company to fix its remuneration.

NOTICE OF ANNUAL GENERAL MEETING

4. To consider and, if thought fit, to pass (with or without amendments) the following resolutions as ordinary resolutions:

(A) “THAT:

- (i) subject to paragraph (iii) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or otherwise deal with additional shares in the capital of the Company or securities convertible into shares, or options, warrants or similar rights to subscribe for shares or such convertible securities of the Company and to make or grant offers, agreements and/or options (including bonds and warrants convertible into shares of the Company) which may require the exercise of such powers be and is hereby generally and unconditionally approved;
- (ii) the approval in paragraph (i) above shall be in addition to any other authorisation given to the directors of the Company and shall authorise the directors of the Company during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and/or options which may require the exercise of such power after the end of the Relevant Period;
- (iii) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise) by the directors of the Company during the Relevant Period (as hereinafter defined) pursuant to paragraph (i) above, otherwise than pursuant to (1) a Rights Issue (as hereinafter defined); or (2) the grant or exercise of any option under the option scheme of the Company or any other option, scheme or similar arrangements for the time being adopted for the grant or issue to the directors, officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company; or (3) any scrip dividend or similar arrangements providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company in force from time to time; or (4) any issue of shares in the Company upon the exercise of rights of subscription or conversion under the terms of any existing convertible security issued by the Company or any existing securities of the Company which carry rights to subscribe for or are convertible into shares of the Company, shall not exceed 20 per cent of the number of issued shares of the

NOTICE OF ANNUAL GENERAL MEETING

Company (subject to proportional adjustment as a result of share consolidation or subdivision) as at the date of passing this resolution, and the said approval shall be limited accordingly;

(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 any applicable law or the articles of association of the Company to be held; or

(3) 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

(b) “Rights Issue” means an offer of shares in the capital of the Company, or offer or issue of warrants, options or other securities giving rights to subscribe for shares open for a period fixed by the directors of the Company to holders of shares of the Company whose names appear on the register of members on a fixed record date in proportion to their holdings of shares (subject to such exclusion 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, or the requirements of, or the expense or delay which may be involved in determining the exercise or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction applicable to the Company, any recognised regulatory body or any stock exchange applicable to the Company).”

NOTICE OF ANNUAL GENERAL MEETING

(B) “THAT:

- (i) subject to paragraph (ii) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares of the Company on GEM of The Stock Exchange of Hong Kong Limited or on any other stock exchange on which the shares of the Company may be listed and recognised for this purpose by the Securities and Futures Commission of Hong Kong under the Code on Share Buy-backs and, subject to and in accordance with all applicable laws and the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), be and is hereby generally and unconditionally approved;
- (ii) the aggregate number of shares of the Company which may be repurchased pursuant to the approval in paragraph (i) above shall not exceed 10 per cent of the number of issued shares of the Company (subject to proportional adjustment as a result of share consolidation or subdivision) as at the date of passing of this resolution, and the said approval shall be limited accordingly;
- (iii) subject to the passing of this resolution, any prior approvals of the kind referred to in paragraphs (i) of this resolution granted to the directors of the Company and which are still in effect be and are hereby revoked; and
- (iv) for the purpose of this resolution, “Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:
 - (a) the conclusion of the next annual general meeting of the Company;
 - (b) the expiration of the period within which the next annual general meeting of the Company is required by any applicable law or the articles of association of the Company to be held; or
 - (c) the revocation or variation of the authority given under this resolution by ordinary resolution of the shareholders of the Company in general meeting.”

NOTICE OF ANNUAL GENERAL MEETING

- (C) “**THAT** conditional upon the resolutions numbered 4(A) and 4(B) set out in the notice convening this meeting being passed, the general mandate granted to the directors of the Company under resolution numbered 4(A) set out in the notice convening this meeting be and is hereby extended by the addition to the aggregate number of shares of the Company which may be allotted, issued or otherwise dealt with by the directors of the Company pursuant to such general mandate an amount representing the aggregate number of shares of the Company repurchased by the Company under the authority granted under resolution numbered 4(B) set out in the notice convening this meeting, provided that such amount of shares of the Company shall not exceed 10 per cent of the number of issued shares of the Company (subject to proportional adjustment as a result of share consolidation or subdivision) as at the date of passing of this resolution.”

By order of the Board
Linekong Interactive Group Co., Ltd.
WANG Feng
Chairman

Beijing, the PRC
May 13, 2022

Registered office:
Floor 4, Willow House
Cricket Square
P.O. Box 2804
Grand Cayman KY1-1112
Cayman Islands

Principal place of business in Hong Kong:
40th Floor, Dah Sing Financial Centre
No. 248 Queen’s Road East
Wanchai, Hong Kong

Notes:

- (i) A shareholder entitled to attend and vote at the above meeting is entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. A proxy need not be a shareholder of the Company.
- (ii) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- (iii) **The Company strongly recommends you to monitor the development of the situation with the coronavirus disease 2019 (COVID-19) and to assess the necessity for attending the above meeting in person, and the board of directors of the Company respectfully requests that, for the same reason, the shareholders to appoint the chairman of the above meeting as their proxy rather than a third party to attend and vote on their behalf at the above meeting (or any adjournment thereof).**

NOTICE OF ANNUAL GENERAL MEETING

- (iv) In order to be valid, the form of proxy must be deposited at the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a notorially certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting (i.e. before 10:30 a.m. on Wednesday, June 15, 2022) or any adjournment thereof. Completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish and in such event, the form of proxy shall be deemed to be revoked.
- (v) The transfer books and register of members of the Company will be closed from Tuesday, June 14, 2022 to Friday, June 17, 2022, both days inclusive, to determine the entitlement of the shareholders to attend and vote at the above meeting, during which period no share transfer can be registered. In order to qualify for attending and voting at the meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, June 13, 2022.
- (vi) In respect of ordinary resolution numbered 2A above, details of the named persons are set out in Appendix II to the circular of the Company dated May 13, 2022.
- (vii) In respect of ordinary resolution numbered 4(B) above, an explanatory statement containing the information as required by the GEM Listing Rules, is set out in Appendix I to the circular of the Company dated May 13, 2022.

As at the date of this notice, the executive directors of the Company are Mr. WANG Feng, Ms. LIAO Mingxiang, Mr. CHEN Hao and Mr. WANG Jin (also known as YAN Yusong); the non-executive director of the Company is Mr. JI Xuefeng; and the independent non-executive directors of the Company are Mr. ZHANG Xiangdong, Ms. WU Yueqin and Mr. KONG Yi.

This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.

This notice will remain on the "Latest Company Announcements" page of the Stock Exchange's website at www.hkgem.com for at least 7 days from the date of its posting and be posted on the website of the Company at www.linekong.com.