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La Chapelle

新疆拉夏貝爾服飾股份有限公司

Xinjiang La Chapelle Fashion Co., Ltd.

(formerly known as “Shanghai La Chapelle Fashion Co., Ltd.

(上海拉夏貝爾服飾股份有限公司)”

(a joint stock company incorporated in the People’s Republic of China with limited liability)

(Stock code: 06116)

NOTICE OF 2022 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 second extraordinary general meeting (the “**EGM**”) of Xinjiang La Chapelle Fashion Co., Ltd. (the “**Company**”) will be held at 2:00 p.m. on Friday, 30 December 2022 with the combination of a physical meeting at the Conference Room, 3F, the Conference Center, Building 3 (Tower C), No. 50, Lane 2700, South Lianhua Road, Minhang District, Shanghai, the PRC and a live webcast (the “**Webcast**”) for the purposes of considering and, if thought fit, passing the following resolution(s):

AS SPECIAL RESOLUTION

1. To consider and approve the resolution in relation to the change of the amendments to the Articles of Association;

AS ORDINARY RESOLUTIONS

2. To consider and approve the resolution in relation to the amendments to the information disclosure system;
3. To consider and approve the appointment of director of the Company
 - 3.01 To consider and approve the appointment of Ms. Wang Yan as non-executive director of the Company.

By Order of the Board
Xinjiang La Chapelle Fashion Co., Ltd.
Mr. Zhao Jinwen
Chairman

Shanghai, the PRC, 1 December 2022

Notes:

1. In order to determine the H shareholders who are entitled to attend the EGM, the register of members for H shares of the Company will be closed from Friday, 23 December 2022 to Friday, 30 December 2022 (both days inclusive), during which period no transfer of H shares can be registered. In order to be qualified to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificate(s) must be lodged with the Company's H Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 22 December 2022.

H shareholders whose names appear on the register of members of the Company at the close of business on Thursday, 22 December 2022 are entitled to attend and vote at the EGM.

2. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and, in the event of a poll, vote on their behalf. A proxy needs not be a shareholder of the Company.
3. In order to be valid, the proxy form must be deposited by hand or by post, to the Company's H Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours (i.e. 2:00 p.m. on Thursday, 29 December 2022) before the time for holding the EGM or not less than 24 hours before the time appointed for the holding of any adjournment thereof or not less than 24 hours before the time appointed for taking the poll. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude shareholders from attending and voting in person at the EGM or any adjournment thereof should they so wish.
4. Shareholders or their proxies shall produce their identity documents when attending the EGM.
5. In accordance with the requirements of Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting shall be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, according to Article 87 of the Articles of Association, a poll will be demanded by the chairman of the EGM so that all resolutions set out in this notice of EGM will be decided on a poll.

On a poll taken at the meeting, shareholders (including proxies) entitled to two or more votes are not required to cast all their votes for or against a resolution or to abstain from voting on a resolution by not casting any of their votes.

6. Subject to prior registration and completion of identity verification, shareholders may view and participate the EGM through the Webcast which can be accessed by using a smart phone, computer, tablet device or any device installed with the relevant app. Shareholders will be able to access the Webcast using the same link at the start of the EGM until its conclusion. Please follow the instructions on the landing page on how to access the Webcast. Any Shareholder who wishes to access the EGM by Webcast must send his/her full name, phone number and registered address to this email address: ir@lachapelle.cn not later than 72 hours (i.e. 2:00 p.m. on Tuesday, 27 December 2022) before the appointed time and date of the EGM. Shareholders may be required to produce identification documents to show identity and enable the Company to check against its shareholders' records. Shareholders having completed registration and identity verification will be provided the web link and/or password to access the Webcast at the start of the EGM until conclusion. Shareholders who are given the web link and/or password of the Webcast should not share such information to anyone else.

7. Shareholders having completed registration and identity verification can submit questions to the board of directors (the “**Board**”) in advance of the EGM via this email address: ir@lachapelle.cn. Shareholders having completed registration and identity verification can also submit questions during the EGM through the message board of the Webcast. Subject to the discretion of the chairman of the EGM as to the proper conduct of the meetings, questions relevant to the business of the EGM will be addressed by the Board during the EGM.
8. No remote voting system will be provided at the Webcast. If a shareholder (whether individual or corporate) wishes to exercise rights as a shareholder at the EGM without physically attending the EGM in person, he/she/it must appoint the chairman of the EGM or such other nominated person as the proxy to physically attend and vote on his/her/its behalf at the EGM. In appointing the chairman of the EGM as his/her/its proxy, a shareholder (whether individual or corporate) must give specific instructions as to voting in the Proxy Form.
9. The EGM is expected to last for half a day. Shareholders or their proxies attending the EGM shall be responsible for their own travelling and accommodation expenses.
10. The Company’s registered office in the PRC is situated at:

Room 2008, 20/F, Tower D, Chuangxin Square,
Si Ping Road, Xin Shi District,
Urumqi, Xinjiang, PRC

Contact: Ms. Wu Qianyu of Office of the Board
Tel No.: 86-21-54607196
Fax No.: 86-21-54607197

The address of the Company’s H Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, is:

Shops 1712-1716
17th Floor, Hopewell Centre
183 Queen’s Road East Wanchai, Hong Kong

Tel No.: (852) 2862 8628
Fax No.: (852) 2865 0990

As of the date of this notice, the executive directors of the Company are Mr. Zhao Jinwen and Ms. Zhang Ying, the non-executive director of the Company is Mr. Yang Heng, the independent non-executive directors of the Company are Mr. Xing Jiangze, Ms. Chow Yue Hwa Jade and Mr. Zhu Xiaozhe.