
THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this supplemental 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 **East Buy Holding Limited**, you should at once hand this supplemental circular together with the enclosed second form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

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EASTBUY

东 方 甄 选

EAST BUY HOLDING LIMITED

東方甄選控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1797)

SUPPLEMENTAL CIRCULAR IN RELATION TO
(1) AUTHORISATION TO FIX DIRECTORS' REMUNERATION,
AND
(2) SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

This supplemental circular should be read together with the circular (the "**Original Circular**") of East Buy Holding Limited (the "**Company**") dated 20 September 2023 and the notice of the annual general meeting dated 20 September 2023 (the "**Original Notice**"). A supplemental notice (the "**Supplemental Notice**") convening the annual general meeting to be held at the Company's headquarters in Beijing, Level 18, South Wing, 2 Haidian East Third Road, Haidian District, Beijing, China, on Friday, 3 November 2023 at 10:00 a.m. is set out in this supplemental circular on pages 6 to 7. The second proxy form (the "**Second Proxy Form**") for use at the annual general meeting is also enclosed with this supplemental circular.

Whether or not you intend to attend the annual general meeting, you are requested to complete the Second Proxy Form in accordance with the instructions printed thereon and return the same to our Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the annual general meeting or any adjournment thereof. Completion and return of the Second Proxy Form will not preclude you from attending and voting at the annual general meeting, or any adjourned meeting, in person should you so wish.

12 October 2023

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LETTER FROM OUR BOARD

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EAST BUY HOLDING LIMITED

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Executive Directors

Mr. SUN Dongxu (*Chief executive officer*)

Mr. YIN Qiang (*Chief financial officer*)

Non-executive Directors

Mr. YU Minhong (*Chairman of our Board*)

Ms. SUN Chang

Independent non-executive Directors

Mr. LIN Zheyang

Mr. TONG Sui Bau

Mr. KWONG Wai Sun Wilson

Registered office

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman, KY1-1111

Cayman Islands

Headquarters in China

Level 18, South Wing

2 Haidian East Third Road

Haidian District

Beijing, China

Principal place of business in Hong Kong

Level 40, Dah Sing Financial Centre

248 Queen's Road East

Wanchai, Hong Kong

12 October 2023

To Shareholders

Dear Sirs/Madams,

SUPPLEMENTAL CIRCULAR IN RELATION TO

(1) AUTHORISATION TO FIX DIRECTORS' REMUNERATION,

AND

(2) SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

This supplemental circular should be read together with the Original Circular. Unless otherwise defined, capitalized terms used in this supplemental circular shall have the same meanings as those defined in the Original Circular.

LETTER FROM OUR BOARD

The purpose of this supplemental circular is to give you details of the following supplemental resolution to be considered at the AGM, and to give you a Supplemental Notice and the Second Proxy Form.

2. AUTHORISATION TO FIX DIRECTORS' REMUNERATION

Article 93 of the Articles of Association provides that the Directors' ordinary remuneration shall from time to time be determined by the Company in general meeting.

Having regard to the current market trend and practice, and the recent business development and performance of the Group, the Board considers that the current level of remuneration of its Directors, which has not been adjusted since the listing of the Company and/or the respective appointment of the Directors, has to be adjusted to match the level of remuneration paid by comparable companies to their directors and senior management and retain, motivate and incentivize the Directors to run the Company successfully for the long term benefit of the Group.

Given that the remuneration of each of the Directors will be determined and recommended by the Remuneration Committee after taking into account of a number of factors, including but not limited to, (i) the level of remuneration paid by comparable companies to their directors and senior management; (ii) the time commitment, responsibilities and achievements of the Directors; (iii) the market practice regarding executive remuneration package structures of comparable companies; and (iv) the experience and knowledge of the Directors, the Board considers it necessary to retain the flexibility to fix the Directors' remuneration, and hence, proposes a supplemental resolution to authorise itself to fix the Directors' remuneration from time to time. If the proposed resolution is approved by Shareholders at the AGM, it will remain in effect until otherwise determined in a general meeting.

3. UPCOMING ANNUAL GENERAL MEETING

Supplemental Notice and Second Proxy Form

Since the Original Notice and the proxy form (the "**First Proxy Form**") sent together with the Original Circular did not contain the supplemental resolution as set out in this supplemental circular, the Supplemental Notice has been prepared and is set out on pages 6 to 7 of this supplemental circular, and the Second Proxy Form is enclosed with this supplemental circular to include such supplemental resolution.

To be valid, the Second Proxy Form 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 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 later than 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time) or, in the

LETTER FROM OUR BOARD

case of adjournment, not less than 48 hours before the time fixed for holding the adjourned AGM (as the case may be). Completion and delivery of the Second Proxy Form will not preclude you from attending and voting at the AGM if you so wish.

A Shareholder who has not yet lodged the First Proxy Form with our Company's Hong Kong share registrar is requested to lodge the Second Proxy Form if he/she wishes to appoint proxy to attend, speak and vote at the AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with our Company's Hong Kong share registrar.

A Shareholder who has already lodged the First Proxy Form should note that:

- (a) If no Second Proxy Form is lodged with the Company's share registrar in Hong Kong, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM, except for those resolutions to which the Shareholder has indicated his/her voting direction in the First Proxy Form.
- (b) If the Second Proxy Form is lodged with the Company's share registrar in Hong Kong before 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time), the Second Proxy Form, if correctly completed, will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
- (c) If the Second Proxy Form is lodged with the Company's share registrar in Hong Kong, after 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time), or if lodged before 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time) but is incorrectly completed, the proxy appointment under the Second Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (a) above as if no Second Proxy Form was lodged with the Company's share registrar in Hong Kong. Accordingly, Shareholders are advised to complete the Second Proxy Form carefully and lodge the Second Proxy Form with the Company's share registrar in Hong Kong before 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time). Whether or not you intend to attend and/or vote at the AGM, you are requested to complete and return the Second Proxy Form in accordance with the instruction printed thereon.

To the best of the Director's knowledge, information and belief having made all reasonable enquiries, no Shareholder has a material interest that is required to abstain from voting on any of the resolutions to be proposed at the AGM.

LETTER FROM OUR BOARD

Voting by poll at the AGM

All resolutions at the AGM will be taken by poll in accordance with Rule 13.39(4) of the Listing Rules and Article 66(1) of the Articles of Association, except where the chairman of the AGM may in good faith, allow a resolution that relates purely to a procedural or administrative matter to be voted on by a show of hands.

Pursuant to Article 66(1) of the Articles of Association, subject to any special rights, privileges or restrictions as to voting for the time being attached to any class or classes of Shares, at any general meeting, every Shareholder present in person (or in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy will have one vote for each Share registered in that Shareholder's name in our Company's register of members. Where one or more proxy is appointed by a recognised clearing house (or its nominee(s)), each proxy is under no obligation to cast all the votes in the same way.

We will publish the poll results by way of announcement after the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

Closure of our Company's register of members

In order to determine the Shareholders entitled to attend and vote at the AGM, our Company's register of members will be closed from Tuesday, 31 October 2023 to Friday, 3 November 2023 (both dates inclusive), during which period, no transfer of Shares will be registered. Shareholders whose names appear on the register of members on Friday, 3 November 2023 will be entitled to attend and vote at the AGM.

To be entitled to attend and vote at the AGM, all transfers accompanied by the relevant share certificates must be lodged with our Company's 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, not later than 4:30 p.m. on Monday, 30 October 2023 (Hong Kong time).

Responsibility Statement

This supplemental circular, for which our Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information relating to our Company. Our Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this supplemental 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 supplemental circular misleading.

LETTER FROM OUR BOARD

Recommendation

Our Directors believe that the proposals mentioned in this supplemental circular, are in the best interests of our Company and the Shareholders as a whole. Accordingly, our Directors recommend that all Shareholders vote in favour of all the resolutions proposed at the AGM.

Yours faithfully,
for and on behalf of the Board of
East Buy Holding Limited
YU Minhong
Chairman of our Board

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Reference is made to the original circular of East Buy Holding Limited (the “**Company**”) dated 20 September 2023 (the “**Original Circular**”) and the notice of the annual general meeting (the “**AGM**”) dated 20 September 2023 (the “**Original Notice**”) which set out the details of the resolutions to be proposed at the AGM for shareholders’ approval. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Original Circular.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will be held at the Company’s headquarters in Beijing, Level 18, South Wing, 2 Haidian East Third Road, Haidian District, Beijing, China, on Friday, 3 November 2023 at 10:00 a.m. or any adjournment thereof. In addition to the resolutions set out in the Original Notice, the AGM will be held for the following purposes:

ORDINARY RESOLUTIONS

1. to authorise the board of directors of the Company to fix the remuneration of the directors of the Company from time to time.

By order of the Board of
East Buy Holding Limited
YU Minhong
Chairman of our Board

Hong Kong, 12 October 2023

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Notes:

- (1) The second proxy form in respect of the above resolution (the “**Second Proxy Form**”) is enclosed with the supplemental circular of the Company dated 12 October 2023 (the “**Supplemental Circular**”). The Supplemental Circular containing further details concerning proposed ordinary resolution in this notice will be sent to all Shareholders together with this notice.
- (2) To be valid, the Second Proxy Form 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 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 later than 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time) or, in the case of adjournment, not less than 48 hours before the time fixed for holding the adjourned AGM (as the case may be). Completion and delivery of the Second Proxy Form will not preclude you from attending and voting at the AGM if you so wish.

A Shareholder who has not yet lodged the proxy form sent together with the Original Circular (the “**First Proxy Form**”) with our Company’s Hong Kong share registrar is requested to lodge the Second Proxy Form if he/she wishes to appoint proxy to attend, speak and vote at the AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with our Company’s Hong Kong share registrar.

A Shareholder who has already lodged the First Proxy Form should note that:

- (a) If no Second Proxy Form is lodged with the Company’s share registrar in Hong Kong, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM, except for those resolutions to which the Shareholder has indicated his/her voting direction in the First Proxy Form.
 - (b) If the Second Proxy Form is lodged with the Company’s share registrar in Hong Kong before 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time), the Second Proxy Form, if correctly completed, will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
 - (c) If the Second Proxy Form is lodged with the Company’s share registrar in Hong Kong, after 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time), or if lodged before 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time) but is incorrectly completed, the proxy appointment under the Second Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (a) above as if no Second Proxy Form was lodged with the Company’s share registrar in Hong Kong. Accordingly, Shareholders are advised to complete the Second Proxy Form carefully and lodge the Second Proxy Form with the Company’s share registrar in Hong Kong before 10:00 a.m. on Wednesday, 1 November 2023 (Hong Kong time). Whether or not you intend to attend and/or vote at the AGM, you are requested to complete and return the Second Proxy Form in accordance with the instruction printed thereon.
- (3) Please refer to the Original Notice for details of the other resolutions to be considered at AGM, closure of the register of members of the Company and eligibility for attending the AGM and other relevant matters.

As at the date of this announcement, our Board comprises Mr. SUN Dongxu and Mr. YIN Qiang, as executive Directors; Mr. YU Minhong and Ms. SUN Chang, as non-executive Directors; and Mr. LIN Zheyang, Mr. TONG Sui Bau and Mr. KWONG Wai Sun Wilson, as independent non-executive Directors.