
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 Shanghai Chicmax Cosmetic Co., Ltd., you should at once hand this circular, together with the enclosed 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 transferee.

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CHICMAX

Shanghai Chicmax Cosmetic Co., Ltd. 上海上美化妝品股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2145)

- (1) 2023 REPORT OF THE BOARD OF DIRECTORS
- (2) 2023 REPORT OF THE SUPERVISORY COMMITTEE
- (3) 2023 ANNUAL REPORT
- (4) 2023 FINAL FINANCIAL REPORT AND
2024 FINANCIAL BUDGET REPORT
- (5) PROPOSED PROFIT DISTRIBUTION PLAN FOR THE YEAR 2023
- (6) RE-APPOINTMENT OF AUDITORS
- (7) ELECTION OF THE SECOND SESSION OF THE
BOARD OF DIRECTORS
- (8) ELECTION OF THE SECOND SESSION OF THE
SUPERVISORY COMMITTEE
- (9) 2024 DIRECTORS REMUNERATION PLAN
- (10) 2024 SUPERVISORS REMUNERATION PLAN
- (11) APPLICATION TO FINANCIAL INSTITUTIONS FOR CREDITS
AND BORROWINGS AND PROVIDING GUARANTEES
AND
NOTICE OF ANNUAL GENERAL MEETING

The notice convening the Annual General Meeting to be held at Meeting Room, 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, the PRC on Thursday, 30 May 2024 at 2:00 p.m. is set out on pages 21 to 23 of this circular. A form of proxy for use at the Annual General Meeting is also enclosed. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chicmaxgroup.com).

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders) or to the business address of the Company in the PRC, at 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, PRC (for holders of Unlisted Shares) as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the Annual General Meeting (i.e. not later than 2.00 p.m. on Wednesday, 29 May 2024) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting if you so wish.

References to time and dates in this circular are to Hong Kong time and dates.

25 April 2024

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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 Meeting Room, 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, the PRC on Thursday, 30 May 2024 at 2:00 p.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 21 to 23 of this circular, or any adjournment thereof |
| “Articles of Association” | the articles of association of the Company, as amended from time to time |
| “Board” or “Board of Directors” | the board of directors of the Company |
| “China” or “PRC” | the People’s Republic of China for the purpose of this circular and for geographical reference only, except where the context requires, references in this circular to “China” and the “PRC” do not apply to Hong Kong SAR, Macau Special Administrative Region and Taiwan Region |
| “Company” | Shanghai Chicmax Cosmetic Co., Ltd. (上海上美化妝品股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Stock Exchange (Stock code: 2145) |
| “Director(s)” | the director(s) of the Company |
| “Group” | the Company and its subsidiaries from time to time |
| “H Share(s)” | overseas listed foreign invested ordinary share(s) in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, listed on the Main Board of the Stock Exchange |
| “H Shareholder(s)” | holder(s) of H Shares |
| “Hong Kong” | the Hong Kong Special Administrative Region of the PRC |
| “Latest Practicable Date” | 19 April 2024, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular |

DEFINITIONS

| | |
|-------------------------|--|
| “Listing Rules” | the Rules Governing the Listing of Securities on the Stock Exchange, as amended or supplemented from time to time |
| “RMB” | Renminbi, the lawful currency of the PRC |
| “Share(s)” | ordinary shares in the capital of the Company with a nominal value of RMB1.00 each, comprising Unlisted Share(s) and H Share(s) |
| “Shareholder(s)” | holder(s) of the Shares |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Supervisor(s)” | the supervisor(s) of the Company |
| “Supervisory Committee” | the supervisory committee of the Company |
| “Unlisted Share(s)” | ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi and are unlisted shares which are currently not listed or traded on any stock exchange |
| “%” | per cent |

LETTER FROM THE BOARD

CHICMAX

Shanghai Chicmax Cosmetic Co., Ltd. 上海上美化妝品股份有限公司

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

(Stock Code: 2145)

Executive Directors:

Mr. Lyu Yixiong (呂義雄先生)
(Chairman of the Board
and Chief Executive Officer)
Ms. Luo Yan (羅燕女士)
Mr. Feng Yifeng (馮一峰先生)
Ms. Song Yang (宋洋女士)

Non-executive Directors:

Ms. Li Hanqiong (李寒窮女士)
Mr. Sun Hao (孫昊先生)

Independent Non-executive Directors:

Mr. Leung Ho Sun Wilson (梁浩新先生)
Ms. Luo Yan (羅妍女士)
Mr. Liu Yi (劉毅先生)

Registered Office:

Room 701
No. 515 Yinxiang Road
Nanxiang Town
Jiading District, Shanghai
PRC

*Head Office and Principal Place of
Business in the PRC:*

25 Floor, Building B
No. 3300 Zhongshan North Road
Putuo District, Shanghai
PRC

*Principal Place of Business in
Hong Kong:*

5/F, Manulife Place
348 Kwun Tong Road
Kowloon
Hong Kong

Dear Sir/Madam,

- (1) 2023 REPORT OF THE BOARD OF DIRECTORS
- (2) 2023 REPORT OF THE SUPERVISORY COMMITTEE
- (3) 2023 ANNUAL REPORT
- (4) 2023 FINAL FINANCIAL REPORT AND
2024 FINANCIAL BUDGET REPORT
- (5) PROPOSED PROFIT DISTRIBUTION PLAN FOR THE YEAR 2023
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- (10) 2024 SUPERVISORS REMUNERATION PLAN
- (11) APPLICATION TO FINANCIAL INSTITUTIONS FOR CREDITS
AND BORROWINGS AND PROVIDING GUARANTEES
AND
NOTICE OF ANNUAL GENERAL MEETING

LETTER FROM THE BOARD

I. INTRODUCTION

The purpose of this circular is to provide you with the notice of the Annual General Meeting and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the Annual General Meeting.

At the Annual General Meeting, ordinary resolutions will be proposed to consider and (if thought fit) approve:

- (1) the work report of the Board of Directors for the year 2023 (the “**2023 Report of the Board of Directors**”);
- (2) the work report of the Supervisory Committee for the year 2023 (the “**2023 Report of the Supervisory Committee**”);
- (3) the annual report of the Company for the year 2023 (the “**2023 Annual Report**”);
- (4) the final financial report of the Company for the year 2023 (the “**2023 Final Financial Report**”) and financial budget report of the Company for the year 2024 (the “**2024 Financial Budget Report**”);
- (5) the proposed profit distribution plan for the year 2023 (the “**2023 Profit Distribution Plan**”);
- (6) the re-appointment of auditors of the Company for the year 2024;
- (7) the election of the second session of the Board of Directors;
- (8) the election of the second session of the Supervisory Committee;
- (9) the Directors’ remuneration plan for the year 2024 (the “**2024 Directors Remuneration Plan**”);
- (10) the Supervisors’ remuneration plan for the year 2024 (the “**2024 Supervisors Remuneration Plan**”); and
- (11) application to financial institutions for credits and borrowings and providing guarantees.

LETTER FROM THE BOARD

II. DETAILS OF THE RESOLUTIONS

ORDINARY RESOLUTIONS

(1) 2023 Report of the Board of Directors

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the 2023 Report of the Board of Directors, the full text of which is set out in the 2023 Annual Report.

(2) 2023 Report of the Supervisory Committee

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the 2023 Report of the Supervisory Committee, the full text of which is set out in the 2023 Annual Report.

(3) 2023 Annual Report

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the 2023 Annual Report. The 2023 Annual Report is set out and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chicmaxgroup.com).

(4) 2023 Final Financial Report and 2024 Financial Budget Report

An ordinary resolution will be proposed at the Annual General Meeting to approve the 2023 Final Financial Report and 2024 Financial Budget Report. The relevant information on the 2023 Final Financial Report is set out in the 2023 Annual Report.

In line with its development strategy and business plan for 2024, the Company will seize opportunities and actively expand its market, taking into account various uncertainties such as the domestic and foreign macroeconomic environment, market competition and industry conditions. At the same time, in order to maintain its core competitiveness in the medium to long term, the Company will continue to increase investment in research and development, strengthen management and cost control to enhance operational efficiency, and strive to maintain steady growth in net profit while increasing operating income in 2024.

(5) 2023 Profit Distribution Plan

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the 2023 Profit Distribution Plan.

LETTER FROM THE BOARD

The Board has resolved to recommend the payment of final dividends of RMB0.75 per share for the year ended 31 December 2023. The payment of final dividends, if approved by the Shareholders at the Annual General Meeting, will be made on or around Friday, 28 June 2024 to the Shareholders whose names appear on the register of members of the Company at close of business on Friday, 7 June 2024.

For determining the entitlement to the final dividend, the register of members of the Company will be closed from Wednesday, 5 June 2024 to Friday, 7 June 2024, both days inclusive, during which period no transfer of shares will be effected. In order to be entitled to the final dividend, all transfer forms accompanied by relevant share certificates must be lodged with the Company's H Share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders) before 4:30 p.m. on Tuesday, 4 June 2024.

Tax and tax relief

Holders of Unlisted Shares

According to the applicable provisions of the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》), the Individual Income Tax Law of the People's Republic of China (《中華人民共和國個人所得稅法》) and the detailed implementation rules, for individual holders of Unlisted Shares, the Company withholds and pays individual income tax at a rate of 20% in accordance with the national tax law; for enterprise holders of Unlisted Shares, the Company does not withhold and pay corporate income tax. Enterprise holders of Unlisted shares shall perform their tax declaration and payment obligations in accordance with the provisions of the national tax law.

H Shareholders

Enterprise H Shareholders

According to the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) and its implementation regulations and other relevant rules and regulations, the Company is required to withhold and pay enterprise income tax at the rate of 10% when distributing the 2023 final dividend to non-resident enterprise H Shareholders. Any H Shares registered in the name of non-individual registered Shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations, will be treated as being held by non-resident enterprise Shareholders and therefore their due dividends will be subject to the withholding of the enterprise income tax. Upon receipt of such dividends, a non-resident enterprise Shareholder may apply to the competent tax authorities for relevant treatment under the tax treaties/arrangements in person or through a proxy or a withholding agent and provide evidence in support of its status as a beneficial owner as defined in the tax treaties/arrangements. Upon verification by the competent tax authorities, the difference between the tax levied and the amount of tax payable as calculated at the tax rate under the tax treaties/arrangements will be refunded.

LETTER FROM THE BOARD

Individual H Shareholders

Pursuant to the Individual Income Tax Law of the People's Republic of China and its implementation regulations, and the regulations of the Notice on the Issues on Levy of Individual Income Tax after the Abolishment of Guoshuifa (1993) No. 045 Document (Guoshuihan [2011] No. 348) (《關於國稅發(1993)045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號) and the Administrative Measures for Non-Resident Taxpayers to Enjoy Treaty Benefits (Announcement No. 35 [2019] of the State Administration of Taxation) (《非居民納稅人享受協定待遇管理辦法》(國家稅務總局公告2019年第35號)) (the “**Tax Convention Announcement**”), the Company is required to withhold and pay individual income tax when distributing the 2023 final dividend to individual H Shareholders. However, the individual H Shareholders may be entitled to relevant tax preferential treatments pursuant to the tax treaties between the PRC and the countries (regions) in which the individual H Shareholders are domiciled and the tax arrangements between Mainland China and Hong Kong or Macau. The specific tax rate shall be subject to the final determination of the relevant tax authorities. Individual H Shareholders may need to provide evidence as required by the relevant tax authorities in order to enjoy the tax preferential treatments. In this regard, the Company will implement the following arrangements in relation to the withholding and payment of individual income tax for the individual H Shareholders:

- For individual H Shareholders who are Hong Kong or Macau residents or whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of the individual H Shareholders in the distribution of final dividend.
- For individual H Shareholders whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of less than 10%, the Company will temporarily withhold and pay individual income tax at the rate of 10% on behalf of the individual H Shareholders in the distribution of final dividend. If relevant individual H Shareholders would like to apply for a refund of the excess amount of tax withheld and paid, the Company will handle, on their behalf, the applications for tax preferential treatments under relevant tax treaties according to the Tax Convention Announcement. Qualified Shareholders shall submit in time a letter of entrustment and all application materials as required under the Tax Convention Announcement to the Company's H Share Registrar, Tricor Investor Services Limited. The Company will then submit the above documents to competent tax authorities and, after their examination and approval, the Company will assist in refunding the excess amount of tax withheld and paid.
- For individual H Shareholders whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of more than 10% but less than 20%, the Company will withhold and pay individual income tax at the effective tax rate stipulated in the relevant tax treaty in the distribution of final dividend.

LETTER FROM THE BOARD

- For individual H Shareholders whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of 20%, or a country (region) which has not entered into any tax treaties with the PRC, or under any other circumstances, the Company will withhold and pay individual income tax at the rate of 20% on behalf of the individual H Shareholders in the distribution of final dividend.

(6) Re-appointment of Auditors for the Year 2024

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the proposed re-appointment of Ernst & Young to be the overseas auditor of the Company for the year 2024 and the re-appointment of Ernst & Young Hua Ming LLP (Special General Partnership) to be the domestic auditor of the Company for the year 2024 with a term commencing from the date of approval at the Annual General Meeting until the conclusion of the 2024 annual general meeting of the Company, and authorise the Board to determine their remunerations based on the audit workload and market price.

(7) Election of the Second Session of the Board of Directors

Reference is made to the announcements of the Company dated 11 December 2023 and 24 April 2024. The following persons have been nominated for election as member of the second session of the Board. Separate ordinary resolution will be proposed at the Annual General Meeting to consider and approve the proposed re-election or election of the Directors.

| Proposed Directors | Proposals |
|------------------------------------|---|
| Mr. Lyu Yixiong (呂義雄先生) | Re-elected to be an executive Director |
| Ms. Luo Yan (羅燕女士) | Re-elected to be an executive Director |
| Mr. Feng Yifeng (馮一峰先生) | Re-elected to be an executive Director |
| Ms. Song Yang (宋洋女士) | Re-elected to be an executive Director |
| Ms. Li Hanqiong (李寒窮女士) | Re-elected to be a non-executive Director |
| Mr. Sun Hao (孫昊先生) | Re-elected to be a non-executive Director |
| Mr. Leung Ho Sun Wilson (梁浩新先生) | Re-elected to be an independent non-executive Director |
| Ms. Luo Yan (羅妍女士) | Re-elected to be an independent non-executive Director |
| Mr. Li Yang (李洋先生) | Elected to be an independent non-executive Director |

Biographical details of the above Director candidates are set out in the Appendix I to this circular.

LETTER FROM THE BOARD

Upon the end of the first session of the Board of Directors, Mr. Liu Yi (劉毅先生) shall retire as an independent non-executive Director and he will not offer himself for re-election.

The term of office of each Director candidates will be three years, commencing from the date of approval by the Shareholders at the Annual General Meeting. After obtaining relevant approvals from the Shareholders at the Annual General Meeting, the Company will enter into service contracts with each of the Directors respectively.

The independent non-executive Director candidates have all confirmed to the Company that they comply with the independence requirement under Rule 3.13 of the Listing Rules. The Company has conducted assessment on their independence and is of the view that each of them complies with the independence requirement as set out in Rule 3.13 of the Listing Rules and that they are considered as independent.

As at the Latest Practicable Date, save as disclosed in the Appendix I to this circular, (i) none of the Director candidates held any directorships in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other major positions; (ii) none of the Director candidates has any relationship with any Director, Supervisor, senior management or substantial or controlling Shareholders of the Company (as defined in the Listing Rules); and (iii) none of the Director candidates has any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed in this circular, there is no other information that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor are there any matters that need to be brought to the attention of the Shareholders in respect of the election of the second session of the Board of Directors.

(8) Election of the Second Session of the Supervisory Committee

Reference is made to the announcements of the Company dated 11 December 2023 and 24 April 2024. The following persons have been nominated for election as member of the second session of the Supervisory Committee. Separate ordinary resolution will be proposed to the Shareholders at the Annual General Meeting to consider and approve the proposed re-election of the shareholder representative Supervisors.

| Proposed Supervisor | Proposals |
|----------------------------|--|
| Mr. Li Tao (李濤先生) | Re-elected to be a shareholder representative Supervisor |
| Ms. Shi Tenghua (施滕花女士) | Re-elected to be a shareholder representative Supervisor |

Ms. Cao Ying (曹瑛女士) was re-elected as the employee representative Supervisor of the second session of the Supervisory Committee by the employee congress of the Company on 21 March 2024, with her appointment commencing from the date of the Annual General Meeting, which is not subject to the Shareholders' approval.

LETTER FROM THE BOARD

Biographical details of the above Supervisor candidates are set out in the Appendix II to this circular.

The term of office of each Supervisor candidates will be three years, commencing from the date of approval by the Shareholders at the Annual General Meeting. After obtaining relevant approvals from the Shareholders at the Annual General Meeting, the Company will enter into service contracts with each of the Supervisors respectively.

As at the Latest Practicable Date, saved as disclosed in the Appendix II to this circular, none of the Supervisor candidates (i) held any directorships in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other major positions; (ii) has any relationship with any Director, Supervisor, senior management or substantial or controlling Shareholders of the Company (as defined in the Listing Rules); and (iii) has any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed in this circular, there is no other information that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor are there any matters that need to be brought to the attention of the Shareholders in respect of the election of the second session of the Supervisory Committee.

(9) 2024 Directors Remuneration Plan

An ordinary resolution will be proposed at the Annual General Meeting to approve the 2024 Directors Remuneration Plan. The remuneration of the executive Directors shall be determined in accordance with the positions they hold in the Company and the remuneration management policy of the Company, and shall not receive additional remuneration as a Director. The non-executive Directors shall not receive remuneration from the Company. The independent non-executive Directors shall receive an allowance of RMB150,000 (pre-tax) per year from the Company.

The above 2024 Directors Remuneration Plan has been considered by the remuneration and appraisal committee of the Board (the “**Remuneration and Appraisal Committee**”) and approved by the Board on 21 March 2024.

(10) 2024 Supervisors Remuneration Plan

An ordinary resolution will be proposed at the Annual General Meeting to approve the 2024 Supervisors Remuneration Plan. The remuneration of the Supervisors shall be determined in accordance with the positions they hold in the Company and the remuneration management policy of the Company, and shall not receive additional remuneration as a Supervisor.

The above 2024 Supervisors Remuneration Plan has been considered by the Remuneration and Appraisal Committee and approved by the Supervisory Committee on 21 March 2024.

LETTER FROM THE BOARD

(11) Application to Financial Institutions for Credits and Borrowings and Providing Guarantees

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the Group' application to the banks and other financial institutions (collectively, the "banks" in this paragraph) for credits and financing and provision of financing guarantees as follows:

1. The entities applying for credits and financing, providing guarantees and being guaranteed include the Company and subsidiaries within the scope of the Company's consolidated statements.
2. The Group will apply for general credit limit from banks in accordance with the needs of its operations or project investment and construction. The general credit limit includes, among others, exposure limit and required mitigation limit.

The exposure limit can be used for bank financing, including but not limited to short-term and medium-to-long-term loans, trade financing, bill discounting, commercial bill acceptance, confirmation/guarantee of commercial bill acceptance, international/domestic letters of guarantee, overdrafts of corporate accounts, etc.

The required mitigation limit (with an exposure of 0) can be used for banks' low-risk business, including but not limited to non-financing letters of guarantee, bank acceptance bills with full margin, discounting of bank acceptance bills that take up the bank's credit, and negotiation of letters of credit, etc.

The credit limit is not equal to the actual amount of financing. The actual amount of financing will be determined by the actual funding requirements for the production and operation and the investment and construction of the projects of each company within the Group, and shall be subject to the actual financing amount issued by the banks.

3. The aggregate financing balance of the Group using bank exposure credit limit does not exceed RMB900 million. There is no limit on the use of the required mitigation limit for the Group's business.
4. The Group's financing is used for the Group's business needs such as production and operation and project investment and construction. However, the above credit and financing limit does not cover merger and acquisition loans applied by the Group for the acquisition of specific companies or fixed assets.
5. Companies within the Group may provide guarantees for the aforesaid bank credit and financing to each other. The form of guarantees includes but is not limited to credit guarantee (including general guarantees, joint and several liability guarantees, etc.), mortgage guarantees, pledge guarantees or a combination of various guarantee

LETTER FROM THE BOARD

methods. Mutual guarantees provided by companies within the Group include new guarantees and extensions or renewals of existing guarantees. Matters relating to guarantees, such as the term of the guarantees, the amount of guarantees and the specific details of the guarantees, are subject to the relevant agreements actually signed.

In addition, it is proposed to the Annual General Meeting to authorize and agree that:

1. Under the above conditions, the Board determines and applies for credit, financing and guarantees for each company within the Group according to the needs of the Company, including but not limited to making resolutions or decisions (if necessary), signing agreements and other documents and applying for the pledge/charges of assets, etc.
2. The Company's subsidiaries shall be authorized to apply for bank credit, financing and guarantees if, in accordance with laws and regulations, departmental rules or bank risk control requirements, etc., it is necessary for the shareholders, shareholders' meeting, board of directors, directors or legal representatives of each corresponding company to make resolutions or decisions, sign agreements and necessary documents, etc.
3. The authority is granted for a period commencing from the date of approval at the Annual General Meeting to the date of the 2024 annual general meeting of the Company.
4. The Board, subject to obtaining the above authorization, will delegate the above authorization to the chairman of the Board in accordance with the scope of the authorization granted by the Annual General Meeting, unless otherwise stipulated by the relevant laws and regulations.

III. THE ANNUAL GENERAL MEETING

The Annual General Meeting will be held at Meeting Room, 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, the PRC on Thursday, 30 May 2024 at 2:00 p.m.. Notice convening the Annual General Meeting is set out on pages 21 to 23 of this circular and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chicmaxgroup.com).

To determine the eligibility of the Shareholders to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Monday, 27 May 2024 to Thursday, 30 May 2024, both days inclusive, during which period no transfer of shares will be effected. In order to be entitled to attend and vote at the Annual General Meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's H Share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration before 4:30 p.m. on Friday, 24 May 2024.

LETTER FROM THE BOARD

IV. PROXY ARRANGEMENT

The form of proxy of the Annual General Meeting is enclosed and published on the websites of the Stock Exchange and the Company.

If you intend to appoint a proxy to attend the Annual General Meeting, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For H Shareholders, the form of proxy should be returned to the Company's H Share registrar in Hong Kong, and for holders of Unlisted Shares, the form of proxy should be returned to the business address of the Company, not less than 24 hours before the time fixed for holding the Annual General Meeting (i.e. not later than 2:00 p.m. on Wednesday, 29 May 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or at any other adjourned meeting should you so wish.

V. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules and article 84 of the Articles of Association, any vote of Shareholders at the Annual General Meeting must be taken by poll except where the chairman of the Annual General 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. The Company shall publish the poll results announcement in the manner prescribed under Rule 13.39(5) of the Listing Rules. Accordingly, the chairman of the Annual General Meeting will exercise his power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the Annual General Meeting.

To the best of the Directors' knowledge, information and belief, none of the Shareholders are required to abstain from voting at the Annual General Meeting.

VI. 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 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.

LETTER FROM THE BOARD

VII. RECOMMENDATION

The Board considers that all the resolutions proposed at the Annual General Meeting are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of these proposed resolutions.

To the Shareholders

Yours faithfully,

By order of the Board

Shanghai Chicmax Cosmetic Co., Ltd.

上海上美化妝品股份有限公司

Mr. Lyu Yixiong

Chairman of the Board, Executive Director and Chief Executive Officer

25 April 2024

APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

Mr. Lyu Yixiong (呂義雄), aged 46, is our executive Director and chairman of the Board. Since our Company (previously known as Shanghai Kaka Cosmetic Co., Ltd. (上海卡卡化妝品有限公司)) was founded in June 2004, Mr. Lyu has been its chief executive officer, responsible for overall management of the Group. Mr. Lyu is also one of the controlling shareholders of the Group. Mr. Lyu holds positions in various subsidiaries of our Group, including:

| Name of subsidiary | Position held | Period of Appointment |
|---------------------------------------|--|------------------------|
| Shanghai Leading Investment Co., Ltd. | Legal representative and Executive director | April 2016 – Present |
| Nippon Shuichi Cosmetics Co., Ltd. | Representative director | January 2019 – Present |
| Shanghai KPC Biotechnology Co., Ltd. | Legal representative and Chairman of the board | August 2020 – Present |

Mr. Lyu completed the executive management education courses at Cheung Kong Graduate School of Business (長江商學院) in the PRC in November 2018.

As at the Latest Practicable Date, Mr. Lyu Yixiong had or deemed to have interests in 191,752,560 Unlisted Shares and 136,800,000 H Shares. Mr. Lyu Yixiong held 93.33% equity interest in Shanghai Hongyin Investment Co., Ltd. (上海紅印投資有限公司) (“**Hongyin Investment**”), 84.15% equity interest in Shanghai Nanyin Investment Co., Ltd. (上海南印投資有限公司) (“**Nanyin Investment**”), and the entire equity interest in Shanghai Kans Enterprise Management Co., Ltd. (上海韓束企業管理有限公司) (“**Shanghai Kans**”) and Shanghai Shengyan Business Management Centre (上海盛顏商務管理中心) (“**Shanghai Shengyan**”). Therefore, Mr. Lyu Yixiong deemed to have interests in the Shares held by Hongyin Investment, Nanyin Investment, Shanghai Kans and Shanghai Shengyan.

Ms. Luo Yan (羅燕), aged 36, is our executive Director. Ms. Luo joined our Group in March 2012, and was once the Chief Operating Officer of the Group and is currently the vice president of the Group, responsible for the overall management and marketing of *KANS, One Leaf* and *Baby Elephant*.

In addition, Ms. Luo currently holds directorship in various subsidiaries of the Group, primarily including serving as the executive director of Shanghai Zhongyi Daily Chemical Co., Ltd. (上海中翊日化有限公司) since December 2018, the director of Nippon Shuichi Cosmetics Co., Ltd. (日本秀一化妝品株式會社) since January 2019, the executive director of Shanghai Kans Cosmetic Sales Service Co., Ltd (上海韓束化妝品銷售服務有限公司) since January 2019, the executive director of Shanghai One Leaf Cosmetic Co., Ltd. (上海一葉子化妝品有限公司) since February 2019, the executive director of Shanghai Baby Elephant Cosmetic Co., Ltd. (上海紅色小象化妝品有限公司) since March 2019, the executive director of Shanghai Baby Elephant Cosmetic Sales Service Co., Ltd. (上海紅色小象化妝品銷售服務有限公司)

APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

since July 2019, the executive director of Shanghai Shumei Cosmetic Co., Ltd. (上海束美化妝品有限公司) since January 2021, and the executive director of Shanghai Kans Biotechnology Co., Ltd. (上海韓束生物科技有限公司) since March 2021.

Ms. Luo obtained a college degree in international trade and economics from Shanghai Lixin University of Accounting and Finance (上海立信會計金融學院) in the PRC in June 2020.

As at the Latest Practicable Date, Ms. Luo Yan (羅燕) held 1.67% equity interests in Hongyin Investment.

Mr. Feng Yifeng (馮一峰), aged 44, is our executive Director. Mr. Feng was a senior audit manager of PricewaterhouseCoopers Zhong Tian LLP (普華永道中天會計師事務所), the chairman of the supervisory board of China National Accord Medicines Corporation (國藥集團一致藥業股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 000028)), the head of finance and asset management of Sinopharm Group Co., Ltd. (國藥控股股份有限公司) (a company listed on the Hong Kong Stock Exchange (stock code: 1099)), and the independent director of Yaojin (Shanghai) Private Equity Fund Management Co., Ltd. (曜金(上海)私募基金管理有限公司 (with the former name of Sinopharma-CICC (Shanghai) Private Equity Investment management Co., Ltd. (國藥中金(上海)私募股權投資管理有限公司)). Mr. Feng joined our Group in July 2016, and is currently the vice president and the chief financial officer of the Group, responsible for financial matters.

In addition, Mr. Feng had held or currently holds directorship in various subsidiaries of the Group. Mainly, Mr. Feng served as the director of Shanghai Yuzi Technology Co., Ltd. (上海魚子科技有限公司) from July 2020 to December 2023; had been serving as the director of Shanghai KPC Biotechnology Co., Ltd. (上海昆藥生物科技有限公司) since August 2020; and had been serving as the chairman of Shanghai Yiye Biotechnology Co., Ltd. (上海怡頁生物科技有限公司) since January 2022.

Mr. Feng obtained a bachelor's degree in management from Shanghai University of Finance and Economics (上海財經大學) in the PRC in July 2001 and a Master of Business Administration from China Europe International Business School (中歐國際工商學院) in the PRC in October 2015. Mr. Feng was accredited as a certified public accountant (non-practicing) by the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) and as a chartered certified accountant by the Association of Chartered Certified Accountants.

As at the Latest Practicable Date, Mr. Feng Yifeng held 1.77% equity interests in Nanyin Investment.

APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

Ms. Song Yang (宋洋), aged 35, is our executive Director. Ms. Song joined our Group in December 2013, and was once the director of projects, the general manager of our global new product innovation center and the general manager of One Leaf brand division of our Group, and is currently the vice president of our Group, responsible for research and development, and product innovation of the Group.

Ms. Song obtained a bachelor's degree in literature from Xianda College of Economics and Humanities, Shanghai International Studies University (上海外國語大學賢達經濟人文學院) in the PRC in July 2012.

As at the Latest Practicable Date, Ms. Song Yang held 1.77% equity interests in Nanyin Investment.

Ms. Li Hanqiong (李寒窮), aged 46, is our non-executive Director. Ms. Li served as a vice president at Youngor (Hong Kong) Industrial Company Limited (雅戈爾(香港)實業有限公司), and the chief executive officer of Youngor Garment Holdings Co., Ltd. (雅戈爾服裝控股有限公司). Ms. Li is currently the chairman of the board and chief executive officer of Youngor Investment Co., Ltd. (雅戈爾投資有限公司), the chairman of the board of Youngor Fashion (Shanghai) Technology Co., Ltd. (雅戈爾時尚(上海)科技有限公司), the chairman of the board of Youngor Garment Holdings Co., Ltd. (雅戈爾服裝控股有限公司), and the vice chairman of the board and chief executive officer of Youngor Fashion Co., Ltd. (雅戈爾時尚股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600177)).

Ms. Li obtained a bachelor's degree in business administration from California State University in the US in December 2000 and an Executive Master of Business Administration from China Europe International Business School (中歐國際工商學院) in the PRC in September 2010.

Mr. Sun Hao (孫昊), aged 33, is our non-executive Director. Mr. Sun worked in Audit Department of Deloitte Touche Tohmatsu (Hong Kong office) and Advisory Practice of PricewaterhouseCoopers Limited in its Hong Kong office. Mr. Sun has been the director of Shanghai Premium Bright Global Capital Co. Ltd. (上海銘耀股權投資管理有限公司) since May 2017, primarily focusing on investments in consumer and retail sector.

Mr. Sun obtained a bachelor's degree in Business Economics from City University of Hong Kong in May 2013.

APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

Mr. Leung Ho Sun Wilson (梁浩新), aged 44, is our independent non-executive Director. Mr. Leung worked at Credit Suisse Group (瑞士信貸銀行) and Ernst & Young (安永會計事務所), and served as a director of Madison Pacific Trust Limited (麥迪遜太平洋信託有限公司) from December 2018 to January 2024.

Mr. Leung obtained a bachelor's degree in Business Administration (Accounting and Finance) from the University of Hong Kong in December 2002. Mr. Leung is also a member of the Hong Kong Institute of Certified Public Accountants.

Ms. Luo Yan (羅妍), aged 41, is our independent non-executive Director. Ms. Luo served as an associate professor at the School of Management at Fudan University (復旦大學), and is currently a professor at the School of Management at Fudan University. Ms. Luo has also been serving as an independent non-executive director of Shanghai CEO Environmental Protection Technology Co., Ltd. (上海復潔環保科技有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 688335)) since July 2021; an independent non-executive director of 3 Peak Incorporated (思瑞浦微電子科技(蘇州)股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 688536)) since December 2019; and an independent non-executive director of Soochow Securities Co., Ltd. (東吳證券股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 601555)) since December 2023.

Ms. Luo obtained a bachelor's degree in management from Shanghai University of Finance and Economics (上海財經大學) in the PRC in June 2005 and a doctorate degree in philosophy from the University of Hong Kong in November 2010. She was employed as a postdoctoral fellow at the School of Economics and Finance of the University of Hong Kong from November 2010 to February 2013.

Mr. Li Yang (李洋), aged 41. Mr. Li was an assistant professor of marketing at Cheung Kong Graduate School of Business (長江商學院) and is currently an associate professor of marketing at Cheung Kong Graduate School of Business (長江商學院), and the academic director of the EMBA program. Mr. Li has been an independent non-executive director of 360 Ludashi Holdings Limited (a company listed on the Hong Kong Stock Exchange (stock code: 3601)) since June 2019; an independent non-executive director of Dr Corporation Limited (a company listed on the Shenzhen Stock Exchange (stock code: 301177)) since January 2020; an independent non-executive director of Westingarea Smart Supply Chain (Shanghai) Co., Ltd. (西域智慧供應鏈(上海)股份公司) since February 2022; and an independent non-executive director of Otor Technology Co., Ltd. (新天力科技股份有限公司) since July 2022.

Mr. Li obtained a bachelor's degree in electronics from Peking University in the PRC in 2005, a master's degree in biomedical engineering from Columbia University in the US in 2007, and a master's degree and a doctor degree in marketing from Columbia University in the US in 2012.

APPENDIX II BIOGRAPHICAL DETAILS OF THE SUPERVISOR CANDIDATES

Mr. Li Tao (李濤), aged 48, is a Supervisor and the chairman of the Supervisory Committee. Mr. Li served as an audit manager of PricewaterhouseCoopers Zhong Tian LLP (普華永道中天會計師事務所) and the director of audit of Oppl Lighting Co., Ltd. (歐普照明股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 603515)). Mr. Li joined our Group in November 2016, and is currently the audit director of our Group, responsible for the internal audit matters. Mr. Li has also been serving as the supervisor of various subsidiaries of the Group, primarily including Shanghai Shumei Cosmetic Co., Ltd. (上海束美化妝品有限公司) since January 2021, Shanghai Kans Biotechnology Co., Ltd. (上海韓束生物科技有限公司) since March 2021, Shanghai Leading Investment Co., Ltd. (上海潮尚投資有限公司) since April 2021, and Shanghai Zhongyi Daily Chemical Co., Ltd. (上海中翊日化有限公司), Shanghai One Leaf Cosmetic Co., Ltd. (上海一葉子化妝品有限公司), Shanghai Baby Elephant Cosmetic Co., Ltd. (上海紅色小象化妝品有限公司), and Shanghai Kans Cosmetic Sales Service Co., Ltd. (上海韓束化妝品銷售服務有限公司) since May 2021.

Mr. Li obtained a bachelor's degree in physics from Nanjing University (南京大學) in the PRC in July 1998. Mr. Li is a certified public accountant, as accredited by Guam Board of Accountancy in June 2016, and a certified fraud examiner (註冊反舞弊調查師), as awarded by the Association of Certified Fraud Examiner in January 2020.

Mr. Li was further employed as the expert of Enterprise Anti-Fraud Alliance (企業反舞弊聯盟) in January 2020, and recognized as a member of Shanghai Criminology Society (上海市犯罪學學會) in April 2020.

As at the Latest Practicable Date, Mr. Li Tao held 0.06% equity interests in Nanyin Investment.

Ms. Shi Tenghua (施滕花), aged 39, is a Supervisor. Ms. Shi was a manager of the finance department of Shanghai Robam Electric Appliance Sales Co., Ltd. (上海老闆電器銷售有限公司). Ms. Shi joined our Group in September 2017, and was once the manager and the senior manager of our finance department, the deputy financial director, the general manager of the e-commerce department II (電商二部) and the deputy general manager of One Leaf brand division. Ms. Shi is currently the brand director of our Group and deputy general manager of operation department.

Ms. Shi obtained a bachelor's degree in finance from Shandong University (山東大學) in the PRC in July 2007.

As at the Latest Practicable Date, Ms. Shi Tenghua held 0.59% equity interests in Nanyin Investment.

APPENDIX II BIOGRAPHICAL DETAILS OF THE SUPERVISOR CANDIDATES

Ms. Cao Ying (曹瑛), aged 45, is an employee representative Supervisor. Ms. Cao served as a lawyer with Watson & Band (上海市華誠律師事務所); as the deputy general manager of the general management center and the director of the audit and legal department at Shanghai OCJ Co., Ltd. (上海東方數智購商務有限公司) (with the former name of Shanghai OCJ Co., Ltd. (上海東方希傑商務有限公司)); and as the director of legal department and representative of securities-related matters at Shanghai Milkground Food Tech Co., Ltd. (上海妙可藍多食品科技股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600882)). Ms. Cao joined our Group in June 2020, and is currently the director of legal department of our Group, responsible for legal related matters.

Ms. Cao obtained a bachelor's degree in law from Shanghai University (上海大學) in the PRC in July 2000 and a master's degree in law from Fudan University (復旦大學) in the PRC in January 2014. Ms. Cao was admitted to practice law in the PRC in March 2001.

As at the Latest Practicable Date, Ms. Cao Ying held 0.18% equity interests in Nanyin Investment.

NOTICE OF ANNUAL GENERAL MEETING

CHICMAX

Shanghai Chicmax Cosmetic Co., Ltd.
上海上美化妝品股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2145)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Annual General Meeting**”) of Shanghai Chicmax Cosmetic Co., Ltd. (the “**Company**”) will be held at Meeting Room, 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, the PRC on Thursday, 30 May 2024 at 2:00 p.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the work report of the Board of Directors for the year 2023.
2. To consider and approve the work report of the Supervisory Committee for the year 2023.
3. To consider and approve the annual report of the Company for the year 2023.
4. To consider and approve the final financial report of the Company for the year 2023 and the financial budget report of the Company for the year 2024.
5. To consider and approve the proposed profit distribution plan for the year 2023.
6. To consider and approve the re-appointment of Ernst & Young as the overseas auditor of the Company for the year 2024 and Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic auditor of the Company for the year 2024 and authorise the Board to determine their remuneration.
7. To consider and approve the following candidates as Directors of the second session of the Board of Directors with a term of three years commencing from the date of approval by the Shareholders at the Annual General Meeting:
 - (a) To re-elect Mr. Lyu Yixiong as an executive Director of the second session of the Board of Directors.
 - (b) To re-elect Ms. Luo Yan (羅燕女士) as an executive Director of the second session of the Board of Directors.
 - (c) To re-elect Mr. Feng Yifeng as an executive Director of the second session of the Board of Directors.

NOTICE OF ANNUAL GENERAL MEETING

- (d) To re-elect Ms. Song Yang as an executive Director of the second session of the Board of Directors.
 - (e) To re-elect Ms. Li Hanqiong as a non-executive Director of the second session of the Board of Directors.
 - (f) To re-elect Mr. Sun Hao as a non-executive Director of the second session of the Board of Directors.
 - (g) To re-elect Mr. Leung Ho Sun Wilson as an independent non-executive Director of the second session of the Board of Directors.
 - (h) To re-elect Ms. Luo Yan (羅妍女士) as an independent non-executive Director of the second session of the Board of Directors.
 - (i) To elect Mr. Li Yang as an independent non-executive Director of the second session of the Board of Directors.
8. To consider and approve the following candidates as shareholder representative Supervisors of the second session of the Supervisory Committee with a term of three years commencing from the date of approval by the Shareholders at the Annual General Meeting:
- (a) To re-elect Mr. Li Tao as a shareholder representative Supervisor of the second session of the Supervisory Committee.
 - (b) To re-elect Ms. Shi Tenghua as a shareholder representative Supervisor of the second session of the Supervisory Committee.
9. To consider and approve the Directors' remuneration plan for the year 2024.
10. To consider and approve the Supervisors' remuneration plan for the year 2024.
11. To consider and approve the application to financial institutions for credits and borrowings and providing guarantees.

By order of the Board
Shanghai Chicmax Cosmetic Co., Ltd.
上海上美化妝品股份有限公司

Mr. Lyu Yixiong

Chairman of the Board, Executive Director and Chief Executive Officer

Shanghai, the PRC
25 April 2024

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. All resolutions at the Annual General Meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at www.chicmaxgroup.com and Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the Annual General Meeting.
2. Any shareholder entitled to attend and vote at the Annual General Meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
3. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's H share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H shares), or to the business address of the Company in the PRC, at 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, PRC (for holders of Unlisted Shares) at least 24 hours before the Annual General Meeting (i.e. before 2:00 p.m. on Wednesday, 29 May 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the Annual General Meeting or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the list of shareholders who are entitled to attend the Annual General Meeting, the register of members of the Company will be closed from Monday, 27 May 2024 to Thursday, May 30, 2024, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, unregistered holders of the shares shall ensure all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Friday, 24 May 2024 for registration.
5. For determining the entitlement to the final dividend, the register of members of the Company will be closed from Wednesday, 5 June 2024 to Friday, 7 June 2024, both days inclusive. Shareholders whose name appear on the register of members of the Company on Friday, 7 June 2024 will be entitled to the final dividend. In order to be entitled to the final dividend, all transfer accompanied by relevant share certificates and transfer forms must be lodged with the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4:30 p.m. on Tuesday, 4 June 2024.
6. In case of joint shareholders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
7. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
8. A shareholder or his/her proxy should produce proof of identity when attending the Annual General Meeting.
9. References to date and time in this notice are to Hong Kong dates and time.

As at the date of this notice, the Board comprises Mr. Lyu Yixiong, Ms. Luo Yan (羅燕), Mr. Feng Yifeng and Ms. Song Yang as executive Directors; Ms. Li Hanqiong and Mr. Sun Hao as non-executive Directors; Mr. Leung Ho Sun Wilson, Ms. Luo Yan (羅妍) and Mr. Liu Yi as independent non-executive Directors.