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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 **Canggang Railway Limited** (the “Company”), you should at once hand this circular together 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 transferee.

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Canggang Railway Limited

滄港鐵路有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2169)

**GENERAL MANDATES TO ISSUE AND BUY-BACK SHARES,
RE-ELECTION OF RETIRING DIRECTORS,
RE-APPOINTMENT OF AUDITORS,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION,
PROPOSED FINAL DIVIDEND
AND
NOTICE OF ANNUAL GENERAL MEETING**

Capitalised terms used in this cover page shall have the same meanings as those defined in the section headed “Definitions” in this circular, unless the context otherwise requires.

A letter from the Board is set out on pages 4 to 9 of this circular. A notice convening the AGM to be held at Conference Room, Building No. 1, 6th Yudai Road, Haidian District, Beijing, the People’s Republic of China on 18 June 2024, at 10:30 a.m. is set out on pages 10 to 15 of this circular.

A form of proxy for use at the AGM is enclosed with this circular. Whether or not you are able to attend and vote in person at the AGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM (i.e. on or before 10:30 a.m. on 16 June 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 AGM or any adjournment thereof (as the case may be) if you wish. If you attend and vote at in person the AGM, the authority of your proxy will be revoked.

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 aspects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

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

29 April 2024

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at Conference Room, Building No. 1, 6th Yudai Road, Haidian District, Beijing, the PRC on 18 June 2024 at 10:30 a.m. or any adjournment thereof (as the case may be), the notice of which is set out on pages 10 to 15 of this circular
“Articles of Association”	the amended and restated articles of association of the Company adopted on 16 June 2023 and as amended, supplemented and otherwise modified from time to time
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit Committee”	the audit committee of the Company
“Board”	the board of Directors
“Buy-back Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to buy-back Shares up to a maximum of 10% of the total number of issued Shares as at the date of the passing of the relevant resolution
“China” or “PRC”	the People’s Republic of China, and for the purposes of this circular only, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Company”	Canggang Railway Limited (滄港鐵路有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 19 October 2018
“Canggang Company”	Cangzhou Canggang Railway Co., Ltd.* (滄州滄港鐵路有限公司) (previously known as Huanghua Jinghai Logistics Co., Ltd. (黃驊京海物流有限公司)), a limited liability company established under the laws of the PRC on 22 October 2009 and a wholly-owned subsidiary of the Company
“Chengyu Company”	Chengyu Railway Co., Ltd.* (滄州市騁宇鐵路有限責任公司), a limited liability company established under the laws of the PRC on 22 November 2004 which is 97.5% indirectly owned by Mr. Liu Yongliang and 2.5% owned by Mr. Yi. Weiming
“Director(s)”	the director(s) of the Company

DEFINITIONS

“Group”, “our Group”, “we” or “us”	the Company and its subsidiaries
“HK\$” and “HK cents”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot, issue and deal with additional Shares up to a maximum of 20% of the total number of issued Shares as at the date of the passing of the relevant resolution
“Jinghai BVI”	Jinghai Group Investment Limited (京海集團投資有限公司), a company incorporated in the British Virgin Islands with limited liability on 12 October 2018 and wholly owned by Mr. Liu Yongliang
“Latest Practicable Date”	22 April 2024, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Date”	23 October 2020, being the date of the listing of the Shares on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	the nomination committee of the Company
“Proposed Amendments”	the proposed amendments to the Articles of Association set out in Appendix III to this circular
“Remuneration Committee”	the remuneration committee of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.0025 each in the share capital of the Company

DEFINITIONS

“Shareholder(s)”	the holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs published by the Securities and Futures Commission, as amended from time to time
“%”	per cent

LETTER FROM THE BOARD

Canggang Railway Limited 滄港鐵路有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2169)

Executive Directors:

Mr. Liu Yongliang (*Chairman*)
Mr. Yi Weiming (*Chief Executive Officer*)

Non-executive Directors:

Mr. Xu Zhihua
Mr. Qin Shaobo

Independent Non-executive Directors:

Mr. Liu Changchun
Mr. Zhao Changsong
Ms. Lyu Qinghua

Registered office:

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

Principal place of business in Hong Kong:

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

29 April 2024

To the Shareholders

Dear Sir or Madam

**GENERAL MANDATES TO ISSUE AND BUY-BACK SHARES,
RE-ELECTION OF RETIRING DIRECTORS,
RE-APPOINTMENT OF AUDITORS,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION,
PROPOSED FINAL DIVIDEND
AND
NOTICE OF ANNUAL GENERAL MEETING**

The primary purpose of this circular is to provide you with information and to seek your approval of the resolutions regarding (i) the proposed grant of each of the Issue Mandate and the Buy-back Mandate; (ii) the proposed re-election of retiring Directors; (iii) the proposed re-appointment of auditors; (iv) the proposed amendments to the Articles of Association; (v) the proposed final dividend at the AGM, and to give you the notice of the AGM.

ISSUE MANDATE

At the annual general meeting of the Company held on 16 June 2023, a general mandate was granted to the Directors to issue Shares. Such mandate will lapse at the conclusion of the AGM. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the AGM to grant the Directors the Issue Mandate, and authorise the extension of the Issue Mandate to issue and allot the Shares bought-back by the Company under the Buy-back Mandate. Pursuant to the

LETTER FROM THE BOARD

Issue Mandate, the Shares which may be issued and allotted is limited to a maximum of 20% of the aggregate number of Shares at the date of passing of the resolution approving the Issue Mandate. As at the Latest Practicable Date, a total of 4,000,000,000 Shares are in issue. Subject to the passing of the proposed resolution granting the Issue Mandate to the Directors and on the basis that no further Shares will be issued or bought-back by the Company prior to the AGM, the Directors will be authorised to issue a maximum of 800,000,000 Shares under the Issue Mandate.

In addition, it is further proposed, by way of a separate ordinary resolution, that the Issue Mandate be extended so that the Directors be given a general mandate to issue further number of Shares equal to the total number of Shares bought-back under the Buy-back Mandate.

The Issue Mandate, if granted, will continue in force until 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 to be held under any applicable laws or the Articles of Association; or (iii) the revocation or variation of such authority by an ordinary resolution passed at a general meeting of the Company.

BUY-BACK MANDATE

At the annual general meeting of the Company held on 16 June 2023, a general mandate was granted to the Directors to buy-back Shares. Such mandate will lapse at the conclusion of the AGM. In order to give the Company the flexibility to buy-back Shares if and when appropriate, an ordinary resolution will be proposed at the AGM to grant the Directors the Buy-back Mandate. The purpose of the Buy-back Mandate is to provide the Board with a mandate to buy-back the Shares not exceeding 10% of the aggregate number of Shares in issue as at the date of passing the resolution approving the Buy-back Mandate. As at the Latest Practicable Date, a total of 4,000,000,000 Shares are in issue. Subject to the passing of the proposed resolution granting the Buy-back Mandate to the Directors and on the basis that no further Shares will be issued or bought-back by the Company prior to the AGM, the Directors will be authorised to buy-back a maximum of 400,000,000 Shares under the Buy-back Mandate.

The Buy-back Mandate, if granted, will continue in force until 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 to be held under any applicable laws or the Articles of Association; or (iii) the revocation or variation of such authority by an ordinary resolution passed at a general meeting of the Company.

As required under the Listing Rules, an explanatory statement providing the requisite information regarding the Buy-back Mandate is set out in Appendix I to this circular.

RE-ELECTION OF THE RETIRING DIRECTORS

According to Article 84(1) of the Articles of Association, at each annual general meeting, one third of the Directors for the time being (or, if their number is not three or a multiple of three, the number nearest to but not less than one third), shall retire from office by rotation provided that every Director shall be subject to retirement at an annual general meeting at least once every three years.

LETTER FROM THE BOARD

By virtue of Article 84(1) of the Articles of Association, Mr. Liu Yongliang, Mr. Yi Weiming and Mr. Qin Shaobo will retire at the AGM, and being eligible, offer themselves for re-election as Directors. Biographical information of the retiring Directors proposed to be re-elected at the AGM are set out in Appendix II to this circular.

The Nomination Committee has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria set out in the Company's board diversity policy, nomination policy, the Company's corporate strategy, and the independence of the relevant independent non-executive Director. The Nomination Committee has recommended to the Board on re-election of all the retiring Directors at the AGM.

RE-APPOINTMENT OF AUDITORS

KPMG will retire as the auditors of the Company at the AGM and being eligible, offer themselves for reappointment.

The Board, upon the recommendation of the Audit Committee, proposed to re-appoint KPMG as the auditors of the Company and to hold office until the conclusion of the next annual general meeting of the Company.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Detailed information of the proposed amendments of the Articles of Association is set out in Appendix III to this circular. The Board also proposes to the AGM to authorize the management of the Company to make relevant arrangements regarding the filing procedures in relation to the proposed amendments of the Articles of Association.

The Company's legal advisers as to Hong Kong law have confirmed that the Proposed Amendments conform with the requirements of the Listing Rules and the Company's legal advisers as to Cayman Islands law have confirmed that the Proposed Amendments do not violate the Cayman Islands laws. The Company also confirms that there is nothing unusual about the Proposed Amendments for a company listed in Hong Kong.

The Proposed Amendments to the Articles of Association were prepared in the English language. The Chinese translation is for reference only. In the event of any discrepancy between the English and the Chinese version of the Proposed Amendments to the Articles of Association, the English version shall prevail.

The above resolution is subject to the approval of the Shareholders by way of special resolution at the AGM.

LETTER FROM THE BOARD

PROPOSED FINAL DIVIDEND

On 27 March 2024, the Board recommended the payment of a final dividend of RMB0.6 cents per Share for the year ended 31 December 2023 (the “**Final Dividend**”) to the Shareholders whose names appear on the register of members of the Company on Thursday, 27 June 2024, subject to approval by the Shareholders at the AGM. The Final Dividend will be payable on or around Tuesday, 9 July 2024.

ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the AGM is set out on pages 10 to 15 of this circular.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at the general meeting must 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 by a show of hands. Pursuant to Article 66 of the Articles of Association, all resolutions put to the vote at the general meeting will be taken by poll. The poll results will be published on the Stock Exchange’s website (www.hkexnews.hk) and on the Company’s website (www.czcgtl.com).

A form of proxy for use at the AGM is enclosed herewith and published on the Stock Exchange’s website (www.hkexnews.hk) and the Company’s website (www.czcgtl.com). Whether or not you are able to attend the AGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM (i.e. on or before 10:30 a.m. on 16 June 2024) or any adjournment thereof (as the case maybe). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish. If you attend and vote at the AGM, the authority of the proxy will be revoked.

An announcement on the poll results will be published by the Company after the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

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.

VOTING BY POLL AT THE ANNUAL GENERAL MEETING

Pursuant to Rule 13.39(4) of the Listing Rules and Article 66 of the Articles of Association, all votes of the Shareholders at the general meetings must be taken by poll.

LETTER FROM THE BOARD

CLOSURE OF REGISTER OF MEMBERS

For Determining the Eligibility to Attend and Vote at the AGM

To determine the entitlement of the Shareholder to attend and vote at the AGM, the register of members of the Company will be closed from Thursday, 13 June 2024 to Tuesday, 18 June 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 AGM, all transfer share documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 12 June 2024.

For Determining the Eligibility to the Final Dividend

To determine the entitlement of the Shareholder to receive the Final Dividend, subject to the Shareholders' approval on the Final Dividend at the AGM, the register of members of the Company will also be closed from Monday, 24 June 2024 to Thursday, 27 June 2024 (both days inclusive), during which period no transfer of shares will be registered. In order to be eligible to receive the Final Dividend, all transfer share documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Friday, 21 June 2024.

LETTER FROM THE BOARD

RECOMMENDATION

The Board believes that the proposed resolutions referred to in this circular and the notice of AGM are in the best interests of the Company as well as the Shareholders as a whole. Accordingly, the Board recommends that all Shareholders should vote in favour of all resolutions to be proposed at the AGM.

GENERAL

In case of any discrepancies between the Chinese and English versions of this circular, the English version shall prevail.

Yours faithfully
On behalf of the Board
Canggang Railway Limited
Liu Yongliang
Chairman

NOTICE OF ANNUAL GENERAL MEETING

Canggang Railway Limited

滄港鐵路有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2169)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**AGM**”) of Canggang Railway Limited (the “**Company**”) will be held at Conference Room, Building No. 1, 6th Yudai Road, Haidian District, Beijing, the People’s Republic of China on 18 June 2024 at 10:30 a.m. for the following purposes:

1. To receive and approve the audited consolidated financial statements of the Company and the reports of the directors (the “**Directors**”) and auditors of the Company for the year ended 31 December 2023;
2. To declare a final dividend of RMB0.6 cents per share for the year ended 31 December 2023;
3. Each as a separate resolution:
 - (a) To re-elect Mr. Liu Yongliang as an executive Director.
 - (b) To re-elect Mr. Yi Weiming as an executive Director.
 - (c) To re-elect Mr. Qin Shaobo as a non-executive Director.
 - (d) To authorise the board of Directors (the “**Board**”) to fix the remuneration of the Directors.
4. To re-appoint KPMG as the auditors of the Company and to authorise the Board to fix their remuneration;
5. To consider and, if thought fit, pass the following resolution, with or without modification, as an ordinary resolutions:

“THAT:

- (a) subject to paragraph (c) below, pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the exercise by the Directors during the Relevant Period (as defined in paragraph (d) below) of all the powers of the Company to allot, issue and otherwise deal with additional shares of the Company (the “**Shares**”) (including the issue of any securities convertible into Shares, options and awards, warrants or similar rights to subscribe for any Shares), and to make, grant, sign or execute offers, agreements or options and awards which would or might require the exercise of such powers, subject to and in accordance with all applicable laws, be and it is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

- (b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period to make, grant, sign or execute offers, agreements or options and awards which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted and issued, whether pursuant to an option and award, or otherwise, by the Directors pursuant to the approval in this resolution, otherwise than pursuant to:
 - (i) a Rights Issue (as defined in paragraph (d) below); or
 - (ii) the exercise of any rights of subscription or conversion under any warrants of the Company or any securities which are convertible into Shares; or
 - (iii) any issue of Shares under the share scheme of the Company at any time under the Listing Rules; or
 - (iv) scrip dividends or under similar arrangement providing for the allotment and issuance of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company in force from time to time; or
 - (v) any specific authority granted by the shareholders of the Company,

shall not exceed 20% of the aggregate number of the Shares in issue as at the date of passing of this resolution, and the said approval pursuant to paragraph (a) above shall be limited accordingly;

- (d) for the purpose of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is 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 to be held under any applicable laws or the articles of association of the Company; or
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting; and

NOTICE OF ANNUAL GENERAL MEETING

“**Rights Issue**” means an offer of Shares, or offer or issue of warrants, options and awards or other securities giving rights to subscribe for Shares open for a period fixed by the Directors to holders of Shares on the Company’s register of members on a fixed record date in proportion to their then 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 any recognised regulatory body or any stock exchange outside Hong Kong).”

6. To consider and, if thought fit, pass the following resolution, with or without modification, as an ordinary resolutions:

“**THAT:**

- (a) subject to paragraph (b) below, the exercise by the Directors during the Relevant Period (as defined in paragraph (c) below) of all powers of the Company to buy-back Shares or securities convertible into Shares on the Stock Exchange or on any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, in accordance with all applicable laws, rules and regulations, be and is hereby generally and unconditionally approved;
- (b) the aggregate number of Shares and securities convertible into Shares which may be bought-back by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the aggregate number of the Shares in issue as at the date of passing of this resolution and the said approval pursuant to paragraph (a) above shall be limited accordingly;
- (c) for the purpose of this resolution, “**Relevant Period**” means the period from the date of passing of this resolution until whichever is 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 to be held under any applicable laws or the articles of association of the Company; or
 - (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders of the Company in general meeting.”

NOTICE OF ANNUAL GENERAL MEETING

7. To consider and, if thought fit, pass the following resolution, with or without modification, as an ordinary resolution:

“**THAT** subject to the passing of the resolutions numbered 5 and 6 above, the general mandate granted to the Directors to exercise the powers of the Company to allot, issue and otherwise deal with the Shares pursuant to the resolution numbered 5 above be and is hereby extended by the addition to the aggregate number of Shares which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to such general mandate of an amount representing the aggregate number of the Shares bought-back by the Company under the authority granted pursuant to the resolution numbered 6 above, provided that such number of Shares shall not exceed 10% of the total number of Shares in issue as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of Shares after the date of passing of this resolution).”

SPECIAL RESOLUTION

8. To consider and, if thought fit, pass the following resolutions as a special resolution:
- (a) “**THAT** the existing articles of association of the Company (the “**Articles**”) be and are hereby amended as follows:
- (i) Article 151 be amended by deleting the words “, and that person has agreed or is deemed to have agreed to treat the publication or receipt of such documents in such manner as discharging the Company’s obligation to send to him a copy of such documents”.
 - (ii) Article 158(1) be amended by adding the words “and “actionable communication”” after the words “any “corporate communication””.
 - (iii) Article 158(1)(e) be amended by changing the reference from Article 158(5) to Article 158(4) and the following words be deleted “, subject to the Company complying with the Statutes and any other applicable laws, rules and regulations from time to time in force with regard to any requirements for the obtaining of consent (or deemed consent) from such person.”
 - (iv) Article 158(1)(f) be amended by deleting it in its entirety and replacing it with the following:
 - “(f) by publishing it on the Company’s website or the website of the Designated Stock Exchange to which the relevant person may have access, subject to the Company complying with the Statutes and any other applicable laws, rules and regulations from time to time in force with regard to any requirements for the obtaining of consent (including implied or deemed consent) from such person; or”

NOTICE OF ANNUAL GENERAL MEETING

- (v) Article 158(2) be deleted in its entirety and Articles 158(3) to Article 158(6) be re-numbered accordingly as Articles 158(2) to Article 158(5).
- (vi) Article 159(b) be amended by deletion of the second sentence.
- (vii) Article 159(c) be deleted in its entirety and replaced with the following:
 - “(c) if placed or published on either the Company’s website or the website of the Designated Stock Exchange, shall be deemed to have been given or served on the day on which the notice, document or publication first so appears on the relevant website, unless the Listing Rules specify a different date. In such cases, the deemed date of service shall be as provided or required by the Listing Rules;”.
- (b) “**THAT** the amended and restated articles of association of the Company in the form produced to the meeting, a copy of which has been produced to the meeting marked “A” and signed by the chairman of the annual general meeting for the purpose of identification, which consolidates all the proposed amendments set out in Resolution 8(a), be approved and adopted in substitution for and to the exclusion of the existing articles of association of the Company with immediate effect after the close of the meeting and that any one of the directors of the Company be and is hereby authorised to do all things necessary to implement the adoption of the amended and restated articles of association of the Company.”

By order of the Board
Canggang Railway Limited
Liu Yongliang
Chairman

Hong Kong, 29 April 2024

Notes:

1. Any member entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the articles of association of the Company, vote in his stead. A proxy need not be a member of the Company.
2. In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto to, but if more than one of such joint holders are present at the AGM, personally or by proxy, that one of the said person so present whose name stands first in the register in respect of such Share shall alone be entitled to vote in respect thereof.
3. To determine the entitlement of the Shareholder to attend and vote at the AGM, the register of members of the Company will be closed from Thursday, 13 June 2024 to Tuesday, 18 June 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 AGM, all transfer share documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 12 June 2024.

NOTICE OF ANNUAL GENERAL MEETING

4. To determine the entitlement of the Shareholder to receive the proposed final dividend, subject to the Shareholders' approval on the proposed final dividend at the AGM., the register of members of the Company will also be closed from Monday, 24 June 2024 to Thursday, 27 June 2024 (both days inclusive), during which period no transfer of shares will be registered. In order to be eligible to receive the proposed final dividend, all transfer share documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Friday, 21 June 2024.
5. To be valid, the form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a certified copy of such power or authority, must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the AGM (i.e. on or before 10:30 a.m. on 16 June 2024) or any adjourned meeting (as the case maybe).
6. Completion and delivery of the form of proxy will not preclude members from attending and voting in person at the AGM or adjourned meeting (as the case maybe), and in such event, the form of proxy shall be deemed to be revoked.
7. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises Mr. Liu Yongliang and Mr. Yi Weiming as the executive Directors; Mr. Xu Zhihua and Mr. Qin Shaobo as the non-executive Directors; and Mr. Liu Changchun, Mr. Zhao Changsong and Ms. Lyu Qinghua as the independent non-executive Directors.

This appendix serves as an explanatory statement, as required by the Rule 10.06 of the Listing Rules, to provide you with the requisite information as to the proposed Buy-back Mandate.

Listing rules

This explanatory statement contains the information required by the Listing Rules, which provide that all buy-backs of securities by a company with its primary listing on the Stock Exchange must be approved in advance by an ordinary resolution, either by way of a general mandate to the directors of the company to make such buy-backs or by specific approval in relation to specific transactions.

It is proposed that the Buy-back Mandate will authorise the buy-back by the Company of up to 10% of the Shares in issue as at the date of passing the relevant resolution. As at the Latest Practicable Date, the number of Shares in issue was 4,000,000,000. On the basis of 4,000,000,000 Shares in issue and assume that no further Shares will be issued or bought-back after the Latest Practicable Date and up to the date of passing the resolution approving the Buy-back Mandate, the Company would be authorised to buy-back a maximum of 400,000,000 Shares during the period pursuant to the Buy-back Mandate.

Reasons for Buy-backs

The Directors believe that it is in the best interests of the Company and the Shareholders to have a general authority from the Shareholders to enable the Company to buy-back Shares on the market. Such buy-back may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net value of the Company and its assets and/or its earnings (in each case on a per Share basis) and will only be made when it is believed that such buy-back will benefit the Company and the Shareholders.

Funding for and effects of Buy-backs

In buying-back the Company's securities, the funds would be financed from internal resources of the Company and would be legally available for the purpose in accordance with the Articles of Association and other applicable laws of the Cayman Islands. Any Shares bought-back pursuant to the Buy-back Mandate must be fully paid-up.

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in its latest published audited financial statements for the year ended 31 December 2023) in the event that the Buy-back Mandate is exercised in full. However, it is not proposed to exercise the Buy-back Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements and gearing level of the Company which in the opinion of the Directors are from time to time appropriate for the Company.

APPENDIX I **EXPLANATORY STATEMENT OF THE BUY-BACK MANDATE**

Share Prices

The highest and lowest prices at which the Shares were traded on the Stock Exchange during each calendar month in the previous 12 months up to the Latest Practicable Date were as follows:

Year	Month	Shares		
		Highest Price per Share <i>HK\$</i>	Lowest Price per Share <i>HK\$</i>	
2023	April	3.050	1.820	
	May	3.930	2.550	
	June	4.550	2.990	
	July	7.490	4.000	
	August	10.980	6.220	
	September	12.000	8.770	
	October	13.100	10.000	
	November	13.000	7.160	
	December	8.790	7.370	
	2024	January	2.175	1.800
		February	2.110	1.360
		March	1.550	0.830
April (up to and including the Latest Practicable Date)		1.680	0.760	

No buy-back of Shares has been made by the Company (whether on the Stock Exchange or otherwise) in the six months immediately preceding the Latest Practicable Date.

Undertaking

The Directors will exercise the power of the Company to buy-back Shares pursuant to the Buy-back Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

The Company has confirmed that neither the explanatory statement nor the proposed Share buy-back has any unusual features.

Effect of the Takeovers Code

If on exercise of the powers of buy-back pursuant to the Buy-back 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. As a result, a Shareholder or group of Shareholders acting in concert (as defined in the Takeovers Code) 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, to the best of the knowledge and belief of the Company, Jinghai BVI held 2,631,900,000 Shares, representing 65.8% of the issued share capital of the Company. Jinghai BVI is a controlled corporation of Mr. Liu Yongliang, the chairman of the Board and an executive Director. Assuming that there would not be any change in the issued share capital of the Company and Jinghai BVI will not dispose of nor acquire any Shares, if the Buy-back Mandate was exercised in full, the shareholding of Jinghai BVI would be increased to approximately 73.1% of the issued share capital of the Company. Therefore, that an exercise of the Buy-back Mandate in full would not result in an obligation on Jinghai BVI to make a mandatory offer under Rule 26 of the Takeovers Code.

Save as discussed above, the Directors are not aware of any consequences which will arise from the exercise in full of the Buy-back Mandate under the Takeovers Code.

The Directors have no intention to exercise the Buy-back Mandate to such an extent that would result in the number of Shares in the hands of public falling below the prescribed minimum percentage of 25% as required under the Listing Rules.

Intention to sell Shares

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their close associates have any present intention to sell any Shares to the Company or its subsidiaries if the Buy-back Mandate is approved by the Shareholders.

No core connected person (as defined in the Listing Rules) of the Company has notified the Company that he/she has a present intention to sell any Shares to the Company nor has any such core connected person undertaken not to sell any Shares held by him/her to the Company in the event that the Buy-back Mandate is granted.

The details of the retiring Directors who are eligible for re-election at the AGM are set out below:

Mr. Liu Yongliang (劉永亮), aged 57

Mr. Liu, the founder of our Group, was appointed as a Director on 19 October 2018 and designated as an executive Director on 20 September 2019. He was appointed as the chairman of the Board on 25 September 2019 and the chairman of the Nomination Committee with effect from 23 October 2020. Mr. Liu is currently the director of each of our Company's subsidiaries (except Hebei Jinghai International Logistics Development Co., Ltd.* (河北京海國際物流發展有限公司)), namely, Canggang Railway International Company Limited (滄港鐵路國際有限公司), Puji Global Limited (普濟環球有限公司), Canggang Railway (Hong Kong) Limited (滄港鐵路(香港)有限公司), Puji Railway Global Holdings Limited (普濟鐵路環球控股有限公司), Canggang Company and Cangzhou Railway Logistics Services Company Limited* (滄州鐵運物流有限公司). He has been the chairman of the board of directors of Canggang Company since October 2009 and he is responsible for overall management and strategic development of our Group. Mr. Liu has more than 16 years of experience in transportation services. Prior to founding our Group in 2009, Mr. Liu also invested in various industries including coal trading, industrial property investment and storage and transportation.

Mr. Liu graduated from Naval Engineering University, Tianjin Campus* (海軍工程大學天津校區) (formerly known as People's Liberation Army Navy, Logistics College* (中國人民解放軍海軍後勤學院)) in Tianjin, the PRC in July 1991 where he completed his tertiary education in financial management. He obtained his bachelor's degree in economic management from the Open College of Central Communist Party School* (中共中央黨校函授學院) in Beijing, the PRC in December 1995. He graduated from Chinese Academy of Social Sciences* (中國社會科學院) in Beijing, the PRC in October 1999 where he completed his postgraduate education in finance. Mr. Liu attended the Post Executive Master of Business Administration courses at Peking University in Beijing, the PRC from April 2012 to January 2014.

Mr. Liu was the general manager of Chengyu Company, a PRC company principally engaged in the road transportation of coal and railway transportation services from November 2007 to November 2015. He is one of the shareholders of this company. He was also the general manager of Huanghua Port Xinghua Port Development Co., Ltd., a PRC company principally engaged in coal trading from March 2005 to October 2007 and he is one of the shareholders of this company too.

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM

The following table shows the major offices of Mr. Liu:

Period	Organization	Position
2005 to present	Audiology Development Foundation of China (中國聽力醫學發展基金會)	Vice chairman of executive committee for Chinese Poor Deaf Children Rescue Movement (“中國貧困聾兒救助行動”) organized by the Audiology Development Foundation of China
2014 to present	The Centre for Private Economics Studies of Chinese Academy of Social Sciences (中國社會科學院民營經濟研究中心)	Executive vice chairman
2016 to present	Beijing AiEr Foundation (北京愛爾公益基金)	Vice chairman of the council

Mr. Liu was a director, supervisor or legal representative of the following PRC companies (“**Relevant Revoked Companies of Mr. Liu**”), the business licenses of which have been revoked by local SAIC authorities:

Relevant companies	Date of establishment	Date of revocation	Mr. Liu’s position(s)
Cangzhou Huiyuan Materials Co., Ltd.* (滄州市匯源物資有限公司)	16 April 2004	20 December 2008	Supervisor and legal representative
Tianjin European Industrial Park Co., Ltd.* (天津歐洲工業園有限公司)	9 May 2005	19 November 2012	Director
Tianjin Meidan Xinghua International Trading Co., Ltd.* (天津梅丹興華國際貿易有限公司)	8 June 2005	22 November 2011	Director

The business licenses of the Relevant Revoked Companies of Mr. Liu were revoked due to the fact that these companies were not engaging in any business activities for more than six months prior to the date of the revocation. As of the time of the revocation, none of the Relevant Revoked Companies of Mr. Liu was insolvent, had any outstanding liabilities or was involved in any pending claims. As of the Latest Practicable Date, the Relevant Revoked Companies of Mr. Liu have not been dissolved. Mr. Liu confirmed that since the revocation and as of the Latest Practicable Date, the Relevant Revoked Companies of Mr. Liu have not carried out any business activities and, so far as he was aware, the revocation of the business licenses of the Relevant Revoked Companies of Mr. Liu has not resulted in any punishment or fines imposed by any competent authorities, nor has it resulted in any outstanding or potential claims or liabilities against the Relevant Revoked Companies of Mr. Liu.

Mr. Liu has entered into a service contract with the Company for an initial fixed term of three years commencing from the Listing Date, renewable automatically for successive terms of three years each commencing from the day next after the expiry of the then current term of appointment, unless terminated by not less than three months' notice in writing served by either party. He is entitled to an annual director's fee of RMB60,000, the basic salary and a discretionary bonus determined by the Board and the Remuneration Committee with reference to his duties and level of responsibilities and the remuneration policy of the Company and the prevailing market conditions.

Mr. Liu has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas. As at the Latest Practicable Date, he was interested in 2,631,900,000 Shares held through Jinghai BVI (representing 65.8% of the issued share capital of the Company).

Mr. Liu does not have relationship with any Directors, senior management or other substantial shareholders of the Company for the purpose of the Listing Rules.

Mr. Yi Weiming (衣維明), aged 59

Mr. Yi was appointed as an executive Director and chief executive officer and chief financial officer of the Company on 20 September 2019, 25 September 2019 and 18 October 2021, respectively. Mr. Yi has more than 14 years of experience in transportation services and 12 years of experience in investment management. He has been a director and a general manager of Canggang Company since October 2009 and he is responsible for the overall operation and management of the Group; and the chief financial officer since October 2021.

Mr. Yi obtained his bachelor degree in science and economics from Nankai University (南開大學) in Tianjin, the PRC in July 1987. Mr. Yi also obtained his master's degree and doctoral degree in economics from Nankai University (南開大學) in Tianjin, the PRC in June 1990 and June 1995, respectively.

Mr. Yi served at Department of International Economics at Nankai University (南開大學) from September 1990 to June 1998 and was appointed as the deputy professor in 1996, primarily teaching courses such as international economics and responsible for relevant academic research. He was then engaged in the financial industry between June 1998 and November 2007 where he was primarily engaged in business of investment management in the PRC.

The following table shows the relevant work experience of Mr. Yi:

Period	Company	Last Position	Roles and responsibilities
November 2007 to December 2014	Chengyu Company, a PRC company principally engaged in the road transportation of coal and railway transportation services. Mr. Yi is one of the shareholders of this company	Assistant to the chairman of the board of directors and chief financial officer	Assisting chairman in strategic planning, overall management and operation

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM

Mr. Yi was a director, legal representative or general manager of the following PRC companies (“**Relevant Revoked Companies of Mr. Yi**”), the business licenses of which have been revoked by local SAIC authorities:

Relevant companies	Date of establishment	Date of revocation	Mr. Yi’s position(s)
Tianjin Development Area Tongchuang Technology Investment Co., Ltd.* (天津開發區同創科技投資有限公司)	6 March 2000	26 December 2007	General manager
Beijing Gaohui Investment Management Co., Ltd.* (北京高匯投資管理 有限公司)	5 December 2000	14 December 2006	Executive director and legal representative
Tianjin Technology Home Investment Co., Ltd.* (天津科技之家投資 有限公司)	8 April 2004	26 December 2007	Chairman of the board of directors and legal representative
Tianjin Gaohui Investment Management Consulting Co., Ltd.* (天津高匯投 資管理諮詢有限公司)	13 July 2004	26 December 2007	Executive director and legal representative
Beijing Haidaxing Computer System Integration Technology Co., Ltd.* (北京海達星 計算機系統集成技術有 限公司)	4 July 2000	20 October 2003	Executive director and legal representative

The business licenses of the Relevant Revoked Companies of Mr. Yi were revoked due to the fact that these companies were not engaging in any business activities for more than six months prior to the date of the revocation. As of the time of the revocation, none of the Relevant Revoked Companies of Mr. Yi was insolvent, had any outstanding liabilities or was involved in any pending claims. As of the Latest Practicable Date, the Relevant Revoked Companies of Mr. Yi have not been dissolved. Mr. Yi confirmed that since the revocation and as of the Latest Practicable Date, the Relevant Revoked Companies of Mr. Yi have not carried out any business activities and, so far as he was aware, the revocation of the business licenses’ of the Relevant Revoked Companies of Mr. Yi has not resulted in any punishment or fines imposed by any competent authorities, nor has it resulted in any outstanding or potential claims or liabilities against the Relevant Revoked Companies of Mr. Yi.

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM

Mr. Yi has entered into a service contract with the Company for an initial fixed term of three years commencing from the Listing Date, renewable automatically for successive terms of three years each commencing from the day next after the expiry of the then current term of appointment, unless terminated by not less than three months' notice in writing served by either party. He is entitled to an annual director's fee of RMB60,000, the basic salary and a discretionary bonus determined by the Board and the Remuneration Committee with reference to his duties and level of responsibilities and the remuneration policy of the Company and the prevailing market conditions.

Mr. Yi has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas. As at the Latest Practicable Date, he was interested in 72,000,000 Shares held through his wholly-owned company (representing 1.80% of the issued share capital of the Company).

Mr. Yi does not have relationship with any Directors, senior management or other substantial shareholders of the Company for the purpose of the Listing Rules.

Mr. Qin Shaobo (秦少博), aged 41

Mr. Qin was appointed as a non-executive Director of the Company on September 20, 2019. Mr. Qin has more than 10 years of experience in investment management. Mr. Qin has been a director of Canggang Company since May 2016. He is responsible for providing opinion and judgment to the Board.

Mr. Qin graduated from China University of Political Science and Law* (中國政法大學) in Beijing, the PRC with a master's degree in law in June 2007. Mr. Qin obtained his legal professional qualification certificate* (法律職業資格證書) issued by China Ministry of Justice of the PRC in February 2009.

The following table shows the relevant work experience of Mr. Qin:

Period	Company	Last Position	Roles and responsibilities
September 2012 to October 2014	Beijing Infrastructure Investment Co., Ltd.* (北京市基礎設施投資有限公司), a PRC company principally engaged in investment business	Assistant expert	Providing opinion to the board of directors and the senior management
November 2014 to present	Beijing Cornerstone Venture Capital Investment Management Center (Limited Partnership)* (北京基石創業投資管理中心(有限合夥)), a limited liability partnership established in the PRC principally engaged in investment business	Managing partner	In charge of overall management and operation

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM

Period	Company	Last Position	Roles and responsibilities
March 2019 to present	Zhejiang Damon Technology Co., Ltd.* (浙江德馬科技股份有限公司), a PRC company whose shares are listed on the Shanghai Stock Exchange (stock code: 688360) and principally engaged in research and development, design, manufacturing and sales of intelligent logistics transportation sorting system and its key equipment and core components	Director	Providing advice to the board of directors

Mr. Qin was a director of the following PRC company (“**Relevant Revoked Company of Mr. Qin**”), the business license of which has been revoked by local SAIC authorities:

Relevant company	Date of establishment	Date of revocation	Mr. Qin’s position
Beijing Fabangbang Network Technology Co., Ltd.* (北京法幫幫網絡科技有限公司)	2 September 2015	16 October 2018	Director

The business license of the Relevant Revoked Company of Mr. Qin was revoked due to the fact that the company was not engaging in any business activities for more than six months prior to the date of the revocation. As of the time of the revocation, the Relevant Revoked Company of Mr. Qin was not insolvent, had any outstanding liabilities or was involved in any pending claims. As of the Latest Practicable Date, the Relevant Revoked Company of Mr. Qin has not been dissolved. Mr. Qin confirmed that since the revocation and as of the Latest Practicable Date, the Relevant Revoked Company of Mr. Qin has not carried out any business activities and, so far as he was aware, the revocation of the business license of the Relevant Revoked Company of Mr. Qin has not resulted in any punishment or fines imposed by any competent authorities, nor has it resulted in any outstanding or potential claims or liabilities against the Relevant Revoked Company of Mr. Qin.

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM

Mr. Qin has entered into a letter of appointment with the Company for an initial fixed term of three years commencing from the Listing Date, renewable automatically for successive terms of three years each commencing from the day next after the expiry of the then current term of appointment, unless terminated by not less than three months' notice in writing served by either party. He is not entitled to receive any remuneration as director of the Company.

Mr. Qin has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas. He also does not have any interests in the Shares within the meaning of Part XV of the SFO.

Mr. Qin does not have relationship with any Directors, senior management or other substantial shareholders of the Company for the purpose of the Listing Rules.

** For identification purpose only*

<p>1.</p>	<p>Article 151</p> <p>The requirement to send to a person referred to in Article 149 the documents referred to in that article or a summary financial report in accordance with Article 150 shall be deemed satisfied where, in accordance with all applicable Statutes, rules and regulations, including, without limitation, the rules of the Listing Rules, the Company publishes copies of the documents referred to in Article 149 and, if applicable, a summary financial report complying with Article 150, on the Company’s computer network or in any other permitted manner (including by sending any form of electronic communication), and that person has agreed or is deemed to have agreed to treat the publication or receipt of such documents in such manner as discharging the Company’s obligation to send to him a copy of such documents.</p>	<p>The requirement to send to a person referred to in Article 149 the documents referred to in that article or a summary financial report in accordance with Article 150 shall be deemed satisfied where, in accordance with all applicable Statutes, rules and regulations, including, without limitation, the rules of the Listing Rules, the Company publishes copies of the documents referred to in Article 149 and, if applicable, a summary financial report complying with Article 150, on the Company’s computer network or in any other permitted manner (including by sending any form of electronic communication); and that person has agreed or is deemed to have agreed to treat the publication or receipt of such documents in such manner as discharging the Company’s obligation to send to him a copy of such documents.</p>
<p>2.</p>	<p>Article 158 (1)</p> <p>158. (1) Any Notice or document (including any “corporate communication” within the meaning ascribed thereto under the Listing Rules), whether or not, to be given or issued under these Articles from the Company to a Member shall be in writing or by cable, telex or facsimile transmission message or other form of electronic transmission or electronic communication and any such Notice and document may be given or issued by the following means:</p>	<p>158. (1) Any Notice or document (including any “corporate communication” <u>and “actionable communication”</u> within the meaning ascribed thereto under the Listing Rules), whether or not, to be given or issued under these Articles from the Company to a Member shall be in writing or by cable, telex or facsimile transmission message or other form of electronic transmission or electronic communication and any such Notice and document may be given or issued by the following means:</p>

Article 158(1)(e)	
(e) by sending or transmitting it as an electronic communication to the relevant person at such electronic address as he may provide under Article 158(5), subject to the Company complying with the Statutes and any other applicable laws, rules and regulations from time to time in force with regard to any requirements for the obtaining of consent (or deemed consent) from such person;	(e) by sending or transmitting it as an electronic communication to the relevant person at such electronic address as he may provide under Article 158(4)(5); subject to the Company complying with the Statutes and any other applicable laws, rules and regulations from time to time in force with regard to any requirements for the obtaining of consent (or deemed consent) from such person;
Article 158(1)(f)	
(f) by publishing it on the Company’s website to which the relevant person may have access, subject to the Company complying with the Statutes and any other applicable laws, rules and regulations from time to time in force with regard to any requirements for the obtaining of consent (or deemed consent) from such person and/or for giving notification to any such person stating that the notice, document or publication is available on the Company’s computer network website (a “notice of availability”); or	(f) by publishing it on the Company’s website <u>or the website of the Designated Stock Exchange</u> to which the relevant person may have access, subject to the Company complying with the Statutes and any other applicable laws, rules and regulations from time to time in force with regard to any requirements for the obtaining of consent (<u>including implied</u> or deemed consent) from such person and/or for giving notification to any such person stating that the notice, document or publication is available on the Company’s computer network website (a “notice of availability”); or
Article 158(2)	
(2) The notice of availability may be given to the Member by any of the means set out above other than by posting it on a website.	(2) The notice of availability may be given to the Member by any of the means set out above other than by posting it on a website.

	<p>Article 159(b)</p> <p>(b) if sent by electronic communication, shall be deemed to be given on the day on which it is transmitted from the server of the Company or its agent. A Notice placed on the Company’s website or the website of the Designated Stock Exchange, is deemed given by the Company to a Member on the day following that on which a notice of availability is deemed served on the Member;</p>	<p>(b) if sent by electronic communication, shall be deemed to be given on the day on which it is transmitted from the server of the Company or its agent. A Notice placed on the Company’s website or the website of the Designated Stock Exchange, is deemed given by the Company to a Member on the day following that on which a notice of availability is deemed served on the Member;</p>
3.	<p>Article 159(c)</p> <p>(c) if published on the Company’s website, shall be deemed to have been served on the day on which the notice, document or publication first so appears on the Company’s website to which the relevant person may have access or the day on which the notice of availability is deemed to have been served or delivered to such person under these Articles, whichever is later;</p>	<p>(c) if <u>placed or</u> published on the Company’s website <u>or the website of the Designated Stock Exchange</u>, shall be deemed to have been <u>given or</u> served on the day on which the notice, document or publication first so appears on the <u>Company’s relevant</u> website, <u>unless the Listing Rules specify a different date. In such cases, the deemed date of service shall be as provided or otherwise required by the Listing Rules to which the relevant person may have access or the day on which the notice of availability is deemed to have been served or delivered to such person under these Articles, whichever is later;</u></p>