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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, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Kindstar Globalgene Technology, Inc., 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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Kindstar Globalgene Technology, Inc.

康聖環球基因技術有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9960)

**PROPOSED RE-ELECTION OF DIRECTORS
AND
PROPOSED GRANTING OF GENERAL MANDATES TO
REPURCHASE SHARES AND TO ISSUE SHARES AND
SELL TREASURY SHARES
AND
PROPOSED PAYMENT OF FINAL DIVIDEND
AND
PROPOSED ADOPTION OF THE ELEVENTH AMENDED AND
RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION
AND
NOTICE OF ANNUAL GENERAL MEETING**

The notice convening the Annual General Meeting of Kindstar Globalgene Technology, Inc. to be held by way of virtual meeting on Wednesday, June 5, 2024 at 10:00 a.m. is set out in this circular.

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy for use at the Annual General Meeting in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the Tricor e-Meeting System, as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 10:00 a.m. on Monday, June 3, 2024) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the Annual General Meeting if they so wish.

This circular together with the form of proxy are also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.kindstar.com.cn>).

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

April 26, 2024

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SPECIAL ARRANGEMENTS FOR THE ANNUAL GENERAL MEETING

The Annual General Meeting will be held by way of a virtual meeting and the Shareholders will not be able to attend the Annual General Meeting in person.

Shareholders wishing to attend and vote at the Annual General Meeting virtually via the Tricor e-Meeting System should follow the instructions by using the designated URL and the login details provided on the notification letter (the “**Notification Letter**”) to be sent together with this circular, on how to access the webcast. The Shareholders can view, listen and ask questions at the live webcast of the Annual General Meeting via electronic means. You will be able to access the live webcast at the start of the Annual General Meeting until its conclusion. Shareholders **MUST NOT** forward the URL and your login details to other persons who are not the Shareholders and who are not entitled to attend the Annual General Meeting.

Shareholders who wish to attend the Annual General Meeting and exercise their voting rights can be achieved in one of the following ways:

- (1) attend the Annual General Meeting electronically via the Tricor e-Meeting System which enables live streaming and interactive platform for submitting questions and voting online; or
- (2) appoint the chairman of the Annual General Meeting or other persons as your proxy by providing their email address for receiving the designated log-in username and password to attend and vote on your behalf via the Tricor e-Meeting System.

Your proxy’s authority and instruction will be revoked if you attend and vote at the Annual General Meeting in person or via the Tricor e-Meeting System.

If your proxy (except when the chairman of the Annual General Meeting is appointed as proxy) wishes to attend the Annual General Meeting and vote online, you must provide a valid email address on the proxy form for the necessary arrangements. If no email address is provided, your proxy cannot attend the Annual General Meeting and vote online. The email address provided will be used by the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, for providing the login details for attending and voting at the Annual General Meeting via the Tricor e-Meeting System. If your proxy has not received the login details by email by 5:00 p.m. on Tuesday, June 4, 2024, you should contact the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited by email to emeeting@hk.tricorglobal.com or via telephone hotline at +852 2975 0928 during business hours (9:00 a.m. to 5:00 p.m., Monday to Friday, excluding public holidays in Hong Kong) for the necessary arrangements. Shareholders can refer to the notice of the Annual General Meeting and the Online Meeting User Guide (by scanning the QR code as printed on the Notification Letter) in relation to attending the Annual General Meeting by electronic means.

Completion and return of the form of proxy will not preclude you from attending and voting in person or via the Tricor e-Meeting System at the Annual General Meeting or any adjournment thereof (as the case may be) should you so wish and in such event, the form of proxy shall be deemed to be revoked.

SPECIAL ARRANGEMENTS FOR THE ANNUAL GENERAL MEETING

Non-registered Shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the Annual General Meeting, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements. You will be asked to provide your email address which will be used by the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, for providing the login details for attending the Annual General Meeting electronically in the Tricor e-Meeting System.

If you have any questions relating to the arrangement of the Annual General Meeting, please contact the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited by email to emeeting@hk.tricorglobal.com or via telephone hotline at +852 2975 0928 during business hours (9:00 a.m. to 5:00 p.m., Monday to Friday, excluding public holidays in Hong Kong) for assistance.

Shareholders are advised to check the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.kindstar.com.cn>) for, if any, the latest announcement and information relating to the Annual General Meeting.

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 on Wednesday, June 5, 2024 at 10:00 a.m. by way of virtual meeting, to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 24 to 28 of this circular, or any adjournment thereof
“Articles of Association” or “Existing Memorandum and Articles of Association”	the tenth amended and restated memorandum and articles of association of the Company adopted and become effective on June 1, 2023, as amended from time to time
“Board”	the board of Directors
“CCASS”	has the meaning ascribed to it under the Listing Rules
“Company”	Kindstar Globalgene Technology, Inc. 康聖環球基因技術有限公司, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Issuance Mandate”	a general mandate proposed to be granted to the Directors to allot, issue or deal with additional Shares and/or to sell or transfer Treasury Shares (if any) of not exceeding 20% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting
“Latest Practicable Date”	April 23, 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 from time to time
“PRC” or “China”	the People’s Republic of China
“Share(s)”	ordinary shares of par value of US\$0.00025 each in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company
“Share Repurchase Mandate”	a general mandate proposed to be granted to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 4 of the notice of the Annual General Meeting
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs approved by the Securities and Futures Commission as amended from time to time
“Treasury Shares”	has the meaning ascribed to it under the Listing Rules which will come into effect on June 11, 2024 and as amended from time to time
“%”	per cent

LETTER FROM THE BOARD



Kindstar Globalgene Technology, Inc.

康聖環球基因技術有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9960)

Executive Directors:

Dr. Huang Shiang
Mr. Tu Zanbing
Ms. Chai Haijie

Non-executive Directors:

Mr. Huang Zuie-Chin
Mr. Peng Wei
Ms. Huang Lu

Independent Non-executive Directors:

Dr. Yao Shanglong
Dr. Xia Xinping
Mr. Gu Huaming

Registered Office:

P.O. Box 472, 2nd Floor
Harbour Place, 103 South Church Street
George Town, Grand Cayman KY1-1106
Cayman Islands

*Headquarters and Principal Place of
Business in the PRC:*

Biolake D2-1, 666 Gaoxin Road
East Lake High Tech Zone
Wuhan, Hubei
PRC

*Principal Place of Business in
Hong Kong:*

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

April 26, 2024

To the Shareholders

Dear Sir/Madam,

**PROPOSED RE-ELECTION OF DIRECTORS
AND
PROPOSED GRANTING OF GENERAL MANDATES TO
REPURCHASE SHARES AND TO ISSUE SHARES AND
SELL TREASURY SHARES
AND
PROPOSED PAYMENT OF FINAL DIVIDEND
AND
PROPOSED ADOPTION OF THE ELEVENTH AMENDED AND
RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION
AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting to be held on Wednesday, June 5, 2024.

LETTER FROM THE BOARD

2. PROPOSED RE-ELECTION OF DIRECTORS

In accordance with Article 16.19 of the Articles of Association, the number of Directors retiring by rotation at each annual general meeting shall not be less than one-third of the Directors for the time being, and any retiring Director shall be eligible for re-election at the same annual general meeting. Accordingly, Dr. Yao Shanglong, Dr. Xia Xinping and Mr. Gu Huaming, all being independent non-executive Directors of the Company (as the case may be) shall retire at the Annual General Meeting. All of the above Directors, being eligible, will offer themselves for re-election at the Annual General Meeting.

Biography details of the Directors to be re-elected at the Annual General Meeting that are required to be disclosed under the Listing Rules are set out in Appendix I to this circular.

Each of Dr. Yao Shanglong, Dr. Xia Xinping and Mr. Gu Huaming, all being independent non-executive Directors, had made annual confirmations and/or confirmations of independence pursuant to Rule 3.13 of the Listing Rules respectively. The Company is of the view that each of Dr. Yao Shanglong, Dr. Xia Xinping and Mr. Gu Huaming meets the independence guidelines set out in Rule 3.13 of the Listing Rules and are independent in accordance with the terms of the guidelines.

The nomination committee of the Company (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 independent non-executive Directors with reference to the nomination principles and criteria set out in the Company’s Board Diversity Policy and the Company’s corporate strategy, and the independence of all independent non-executive Directors. The Nomination Committee has recommended to the Board on re-election of all the retiring independent non-executive Directors who are due to retire at the Annual General Meeting.

The Company considers that the retiring independent non-executive Directors will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity.

3. PROPOSED GRANTING OF GENERAL MANDATE TO REPURCHASE SHARES

At the annual general meeting of the Company held on June 1, 2023, a general mandate was granted to the Directors to repurchase Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. As at the Latest Practicable Date, the issued share capital of the Company comprised 987,122,696 Shares. In order to give the Company the flexibility to repurchase Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Share Repurchase Mandate to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares of the Company (excluding Treasury Shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 4 of the notice of the Annual General Meeting (i.e. a total of 98,712,269 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting).

LETTER FROM THE BOARD

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Share Repurchase Mandate is set out in Appendix II to this circular.

4. PROPOSED GRANTING OF GENERAL MANDATE TO ISSUE SHARES AND SELL TREASURY SHARES

At the annual general meeting of the Company held on June 1, 2023, a general mandate was granted to the Directors to issue Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. As at the Latest Practicable Date, the issued share capital of the Company comprised 987,122,696 Shares. In order to give the Company the flexibility to issue Shares and/or to sell or transfer Treasury Shares (if any) if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Issuance Mandate to the Directors to allot, issue or deal with additional Shares and/or to sell or transfer Treasury Shares (if any) of not exceeding 20% of the total number of issued Shares of the Company (excluding Treasury Shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting (i.e. a total of 197,424,539 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting). An ordinary resolution to extend the Issuance Mandate by adding the number of Shares repurchased by the Company pursuant to the Share Repurchase Mandate will also be proposed at the Annual General Meeting.

The Company may use the general mandate for the sale or transfer of Treasury Shares only after the amendments to the Listing Rules relating to treasury shares has come into effect on June 11, 2024.

5. PROPOSED PAYMENT OF FINAL DIVIDEND

At the Board meeting held on March 27, 2024, the Board recommended the payment of a final dividend of HK\$28,000,000 in total for the year ended December 31, 2023, i.e., HK\$0.0284 per Share (for the year ended December 31, 2022: nil), which was calculated based on the total number of the existing issued Shares of the Company of 987,122,696 Shares as at the date of this circular, subject to adjustment (if any) based on the total number of issued shares as at the Record Date (as defined below). The proposed final dividend will be payable to the Shareholders on or before Friday, September 27, 2024, whose names appear on the register of members of the Company on Friday, June 14, 2024 (the “**Record Date**”). The recommendation of payment of the final dividend is subject to the Shareholders’ approval at the Annual General Meeting.

LETTER FROM THE BOARD

6. PROPOSED ADOPTION OF THE ELEVENTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board proposes to seek the approval of the Shareholders by way of special resolution at the Annual General Meeting to make certain amendments (the “**Proposed Amendments**”) to the Existing Memorandum and Articles of Association and to adopt the Eleventh Amended and Restated Memorandum and Articles of Association (to replace and exclude the Existing Memorandum and Articles of Association in its entirety) for the purpose of, among others, (i) updating the Existing Memorandum and Articles of Association to comply with the latest regulatory requirements relating to Expansion of Paperless Listing Regime and Mandatory Electronic Dissemination of Corporate Communications by Listed Issuers, which was effective from December 31, 2023; and (ii) incorporating certain housekeeping changes.

Details of the Proposed Amendments are set out in Appendix III to this circular. The Eleventh Amended and Restated Memorandum and Articles of Association shall become effective upon the passing of such special resolution by the Shareholders at the Annual General Meeting.

The legal advisers to the Company as to Hong Kong laws and Cayman Islands laws have respectively confirmed that the Proposed Amendments conform with the applicable requirements of the Listing Rules and the applicable laws of the Cayman Islands.

Shareholders are advised that the memorandum and articles of association of the Company are available only in English, and the Chinese translation of the Proposed Amendments provided in Appendix III to this circular in Chinese is for reference only. In case of any inconsistency, the English version shall prevail.

7. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 24 to 28 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll, save that the chairman of the meeting may, pursuant to the Listing Rules, allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the Annual General Meeting in the manner prescribed under the Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.kindstar.com.cn>). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the Tricor e-Meeting System, as

LETTER FROM THE BOARD

soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 10:00 a.m. on Monday, June 3, 2024) or the adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish and, in such event the proxy form should be deemed to be revoked. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on any resolution to be proposed at the Annual General Meeting.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on any resolution to be proposed at the Annual General Meeting.

8. 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.

9. RECOMMENDATION

The Directors consider that the proposed re-election of retiring Directors, granting of the Share Repurchase Mandate and the Issuance Mandate and adoption of the Eleventh Amended and Restated Memorandum and Articles of Association are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
Kindstar Globalgene Technology, Inc.
康聖環球基因技術有限公司
HUANG Shiang
Chairman

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

(1) DR. YAO SHANGLONG, INDEPENDENT NON-EXECUTIVE DIRECTOR

Dr. Yao Shanglong (姚尚龍), aged 68, was appointed as our independent non-executive Director on June 29, 2021.

Dr. Yao once served as the director of anesthesiology department and later as the deputy dean in Union Hospital affiliated to Tongji Medical University (同濟醫科大學附屬協和醫院) (currently known as “Union Hospital affiliated to Tongji Medical College of Huazhong University of Science and Technology (華中科技大學同濟醫學院附屬協和醫院)”).

Dr. Yao served as the chairman of the Chinese Society of Anesthesiologists under Chinese Medical Doctor Association (中國醫師協會) from April 2011 to April 2014. He was the associate chairman of Chinese Society of Anesthesiology under Chinese Medical Association (中華醫學會) from August 2012 to November 2018.

Dr. Yao received his Bachelor’s degree in medicine from Wannan Medical College (皖南醫學院), in Wuhu, Anhui Province, the PRC in August 1982, and received his Master’s degree in medicine and Doctor’s degree in medicine from Tongji Medical University (同濟醫科大學) (currently known as “Tongji Medical College of Huazhong University of Science and Technology (華中科技大學同濟醫學院)”), in Wuhan, Hubei Province, the PRC in July 1987 and June 1990, respectively.

Pursuant to a service contract, Dr. Yao has been appointed as an independent non-executive Director of the Company commencing from June 29, 2021 which may be terminated by either party giving at least three months’ written notice. Dr. Yao is subject to retirement by rotation and re-election at the annual general meeting at least once every three years in accordance with the Article of Association. Pursuant to the said service agreement, Dr. Yao is entitled to receive an annual salary of RMB130,000. The emoluments of Dr. Yao are determined by the Board based on the recommendation from remuneration committee of the Company with reference to his performance, experience and responsibilities with the Company and prevailing market conditions.

As at the Latest Practicable Date, Dr. Yao did not have any interests or short positions in the Shares, underlying Shares and debentures (as defined under Part XV of the SFO) of the Company or any of its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, Dr. Yao (i) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, and (ii) does not hold any other positions in the Group nor any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save for the information disclosed above, there is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Dr. Yao that need to be brought to the attention of the Shareholders.

(2) DR. XIA XINPING, INDEPENDENT NON-EXECUTIVE DIRECTOR

Dr. Xia Xinping (夏新平), aged 58, was appointed as our independent non-executive Director on June 29, 2021.

Dr. Xia has solid academic background and extensive experience in finance. Dr. Xia started to work at Huazhong University of Science and Technology (華中科技大學), where, between August 1987 and June 1991, Dr. Xia served as a teaching assistant; between June 1991 and June 1996, he served as a lecturer; between June 1996 and May 2000, he served as an associate professor. He has been serving as a professor under the Department of Finance under the School of Management of Huazhong University of Science and Technology (華中科技大學) (the “**School of Management**”) since May 2000. Between January 2003 and December 2011, he also served as the Vice Dean of the School of Management.

Since May 2019, Dr. Xia has been serving as an independent non-executive director and the chairman of the audit committee of Gemdale Properties and Investment Corporation Limited (金地商置集團有限公司) (stock code: 0535), a company listed on the Stock Exchange. In discharging his duties as the chairman of the audit committee, he has reviewed, monitored, and discussed with the management, among other things, accounting principles and practices, internal control, risk management, adequacy of resources, qualifications and experience of the staff, connected and continuing connected transactions, and financial reporting matters. Dr. Xia has also been responsible in ensuring the full, complete and accurate disclosure in the financial statements pursuant to the accounting standards and other legal requirements relating thereto. Dr. Xia was also an independent director of Gemdale Corporation (金地(集團)股份有限公司) (stock code: 600383), a company listed on the Shanghai Stock Exchange, from May 2009 to April 2017 and was the chairman of the audit committee of that company from 2010 to 2017. In discharging his duties, he reviewed and discussed with the management, among other things, annual audited financial statements of Gemdale Corporation published during his tenure. From April 2017 to June 2023, Dr. Xia has also been served as an independent director of Hubei Fuxing Science and Technology Co., Ltd. (湖北福星科技股份有限公司) (stock code: 000926), a company listed on the Shenzhen Stock Exchange. From May 2014 to June 2020, he was an independent director of Shenzhen New Nanshan Holding (Group) Co., Ltd. (深圳市新南山控股(集團)股份有限公司) (formerly known as “Yahgee Modular House Co., Ltd. (雅緻集成房屋股份有限公司)” and “Yahgee Modular House (Group) Co., Ltd. (雅緻集成房屋(集團)股份有限公司)”) (stock code: 002314), a company listed on the Shenzhen Stock Exchange. He was also on the Board of Fiberhome Telecommunication Technologies Co., Ltd. (烽火通信科技股份有限公司) (stock code: 600498), a company listed on the Shanghai Stock Exchange, as an independent director from December 2011 to December 2017. He was appointed as an independent director of Hubei Dinglong Co., Ltd. (湖北鼎龍控股股份有限公司) (stock code: 300054), a company listed on the Shenzhen Stock Exchange, since May 12, 2023.

Dr. Xia received his Bachelor's degree in Engineering, Master's degree in Management and Doctor's degree in Management from Huazhong University of Science and Technology (華中科技大學) (formerly known as "Huazhong Institute of Technology (華中工學院)" and "Huazhong University of Science and Technology (華中理工大學)") in Wuhan, Hubei Province, the PRC in July 1985, June 1990 and June 2000, respectively.

Pursuant to a service contract, Dr. Xia has been appointed as an independent non-executive Director of the Company commencing from June 29, 2021 which may be terminated by either party giving at least three months' written notice. Dr. Xia is subject to retirement by rotation and re-election at the annual general meeting at least once every three years in accordance with the Article of Association. Pursuant to the said service agreement, Dr. Xia is entitled to receive an annual salary of RMB160,000. The emoluments of Dr. Xia are determined by the Board based on the recommendation from remuneration committee of the Company with reference to his performance, experience and responsibilities with the Company and prevailing market conditions.

As at the Latest Practicable Date, Dr. Xia did not have any interests or short positions in the Shares, underlying Shares and debentures (as defined under Part XV of the SFO) of the Company or any of its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, Dr. Xia (i) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, and (ii) does not hold any other positions in the Group nor any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save for the information disclosed above, there is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Dr. Xia that need to be brought to the attention of the Shareholders.

(3) MR. GU HUAMING, INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Gu Huaming (顧華明), aged 60, was appointed as our independent non-executive Director on June 29, 2021.

After graduation, and between May 1993 and February 1996, Mr. Gu worked at J.J.B. Hilliard, W.L. Lyons, LLC (acquired by Robert W Baird & Co. incorporated in April 2019). After that, Mr. Gu served as the Strategic Planner at Emerson Electric Co., the Business Development Director at GE Plastics Pacific and the Senior Vice President at EQT Partners Asia Limited. Mr. Gu joined Baird Investment Advisor Co., Ltd in July 2007 as a partner to source, evaluate, execute and monitor investments in China and Asia Pacific area. Mr. Gu has also been a director of Vega Global Limited. since January 2020, and a director of PCA Sign Resources SDN. BHD. since November 2018, respectively.

Mr. Gu is also a founding member of the Finance Advisory Board of the Gatton College of Business and Economics at the University of Kentucky since January 2020.

Mr. Gu received his Bachelor's degree in Philosophy from Renmin University of China (中國人民大學) in Beijing, the PRC, in July 1986. Mr. Gu also obtained a Master's degree in Business Administration from the University of Kentucky, Kentucky, the United States, in May 1993.

Mr. Gu was the director of the following companies which were incorporated in Hong Kong and subsequently dissolved during his tenure:

- On March 10, 2016, Mr. Gu was appointed as a director of DIAMOND PAGODA LIMITED, a private company limited by shares incorporated in Hong Kong engaged in the investment holding, which was dissolved on August 30, 2019 by way of voluntary dissolution.
- On March 10, 2016, Mr. Gu was appointed as a director of RAINBOW ORBIT LIMITED, a private company limited by shares incorporated in Hong Kong engaged in the investment holding, which was dissolved on June 14, 2019 by way of voluntary dissolution.

Mr. Gu further confirmed (i) the above companies were solvent immediately prior to such dissolutions; (ii) there was no wrongful act on his part leading to such dissolutions and was not aware of any actual or potential claim that had been or would be made against him as a result of such dissolutions of the above companies; and (iii) no misconduct or misfeasance on his part had been involved in such dissolutions.

Pursuant to a service contract, Mr. Gu has been appointed as an independent non-executive Director of the Company commencing from June 29, 2021 which may be terminated by either party giving at least three months' written notice. Mr. Gu is subject to retirement by rotation and re-election at the annual general meeting at least once every three years in accordance with the Article of Association. Pursuant to the said service agreement, Mr. Gu is entitled to receive an annual salary of RMB150,000. The emoluments of Mr. Gu are determined by the Board based on the recommendation from remuneration committee of the Company with reference to his performance, experience and responsibilities with the Company and prevailing market conditions.

As at the Latest Practicable Date, Mr. Gu did not have any interests or short positions in the Shares, underlying Shares and debentures (as defined under Part XV of the SFO) of the Company or any of its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, Mr. Gu (i) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, and (ii) does not hold any other positions in the Group nor any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Save for the information disclosed above, there is no information to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Mr. Gu that need to be brought to the attention of the Shareholders.

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The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Share Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 987,122,696 Shares.

Subject to the passing of the ordinary resolution set out in item 4 of the notice of the Annual General Meeting in respect of the granting of the Share Repurchase Mandate and on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting, i.e. being 987,122,696 Shares, the Directors would be authorized under the Share Repurchase Mandate to repurchase, during the period in which the Share Repurchase Mandate remains in force, a total of 98,712,269 Shares, representing 10% of the total number of Shares in issue as at the date of the Annual General Meeting.

2. REASONS FOR SHARE REPURCHASE

The Directors believe that the granting of the Share Repurchase Mandate is in the best interests of the Company and the Shareholders.

Shares repurchase may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders.

Subject to the compliance with the Listing Rules and all applicable laws and regulations, the Company may cancel any shares it repurchased and/or hold such shares as Treasury Shares for subsequent sale or transfer subject to consideration of factors including market conditions and the Group's capital management needs at the relevant time of the repurchases.

3. FUNDING OF SHARE REPURCHASE

The company may only utilize the funds which are legally available for share repurchase in accordance with its Articles of Association, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

4. IMPACT OF SHARE REPURCHASE

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the annual report of the Company for the year ended December 31, 2023) in the event that the Share Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not intend to exercise the Share Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

5. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares have traded on the Stock Exchange in each of the twelve months preceding and up to and including the Latest Practicable Date were as follows:

Month	Highest HK\$	Lowest HK\$
April 2023	2.21	1.72
May 2023	1.72	1.58
June 2023	1.86	1.47
July 2023	1.86	1.68
August 2023	1.76	1.41
September 2023	1.76	1.48
October 2023	1.69	1.45
November 2023	1.72	1.50
December 2023	1.78	1.42
January 2024	1.79	1.46
February 2024	1.54	1.40
March 2024	1.50	1.38
April 2024 (<i>up to the Latest Practicable Date</i>)	1.54	1.45

6. GENERAL

To the best of their knowledge and having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

For the Treasury Shares deposited with CCASS pending resale on the Stock Exchange, the Company has appropriate measures to ensure that it would not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the relevant laws if those Shares were registered in the Company's own name as Treasury Shares. The Company has implemented the following measures: (i) the Company would procure its broker not to give any instructions to Hong Kong Securities Clearing Company Limited (HKSCC) to vote at general meetings for the Treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, the Company would withdraw the Treasury Shares from CCASS, and either re-register them in the Company's own name as Treasury Shares or cancel them, in each case before the record date for the dividends or distributions or take any other measures to ensure that it will not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as Treasury Shares.

The Directors will exercise the power of the Company to repurchase Shares pursuant to the Share Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

In addition, the Company has confirmed that neither the explanatory statement nor the proposed share repurchase has any unusual features.

7. TAKEOVERS CODE

If as a result of a repurchase of Shares pursuant to the Share Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

To the best knowledge of the Company, the Directors are not aware of any consequences which would arise under the Takeovers Code as a result of an exercise of the proposed Share Repurchase Mandate. The Directors have no present intention to exercise the Share Repurchase Mandate to such an extent as would, in the circumstances, give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code and/or result in the aggregate number of Shares held by the public shareholders falling below the prescribed minimum percentage required by the Listing Rules.

8. SHARE REPURCHASE MADE BY THE COMPANY

During the six months prior to the Latest Practicable Date, the Company has repurchased a total of 4,669,500 Shares on the Stock Exchange and the details are set out below.

Date of Repurchase	No. of Shares	Price Per Share	
		Highest HK\$	Lowest HK\$
24 October 2023	66,000	1.60	1.53
25 October 2023	27,500	1.58	1.50
26 October 2023	7,500	1.56	1.49
27 October 2023	43,500	1.54	1.46
30 October 2023	18,500	1.56	1.51
31 October 2023	29,000	1.57	1.53
01 November 2023	17,500	1.58	1.56
02 November 2023	10,000	1.59	1.54
03 November 2023	6,000	1.57	1.55
06 November 2023	32,000	1.61	1.57
07 November 2023	39,500	1.62	1.57
08 November 2023	51,500	1.62	1.57
09 November 2023	154,000	1.64	1.59
10 November 2023	4,000	1.63	1.61
13 November 2023	22,000	1.66	1.62
14 November 2023	10,500	1.65	1.58
15 November 2023	45,000	1.64	1.59
16 November 2023	11,000	1.63	1.59
17 November 2023	11,500	1.62	1.56
20 November 2023	11,000	1.66	1.60
21 November 2023	16,000	1.68	1.66
22 November 2023	9,500	1.68	1.61
23 November 2023	35,000	1.72	1.66
24 November 2023	2,000	1.70	1.65
27 November 2023	7,500	1.65	1.62
28 November 2023	84,500	1.63	1.50
29 November 2023	150,500	1.63	1.52
30 November 2023	154,000	1.61	1.55
01 December 2023	197,500	1.62	1.45
04 December 2023	11,500	1.62	1.56
05 December 2023	32,000	1.59	1.53
06 December 2023	20,000	1.62	1.59
07 December 2023	56,000	1.62	1.57
08 December 2023	19,000	1.62	1.58
11 December 2023	15,500	1.63	1.56

Date of Repurchase	No. of Shares	Price Per Share	
		Highest HK\$	Lowest HK\$
12 December 2023	56,000	1.66	1.55
13 December 2023	23,000	1.67	1.56
14 December 2023	26,500	1.68	1.63
15 December 2023	118,500	1.69	1.62
18 December 2023	38,000	1.64	1.60
19 December 2023	38,500	1.67	1.61
20 December 2023	44,000	1.69	1.63
21 December 2023	59,500	1.68	1.64
22 December 2023	39,500	1.68	1.64
27 December 2023	11,000	1.68	1.66
28 December 2023	85,500	1.71	1.68
29 December 2023	81,000	1.73	1.69
02 January 2024	11,000	1.74	1.66
03 January 2024	62,500	1.74	1.70
04 January 2024	12,500	1.75	1.69
05 January 2024	44,000	1.77	1.71
08 January 2024	3,000	1.74	1.69
09 January 2024	18,000	1.77	1.69
10 January 2024	65,000	1.77	1.71
11 January 2024	18,500	1.76	1.71
12 January 2024	9,500	1.74	1.69
15 January 2024	11,500	1.76	1.70
16 January 2024	4,500	1.77	1.72
17 January 2024	75,500	1.75	1.65
18 January 2024	43,000	1.72	1.61
19 January 2024	34,000	1.72	1.58
22 January 2024	96,500	1.66	1.51
23 January 2024	42,500	1.62	1.52
24 January 2024	75,000	1.65	1.57
25 January 2024	141,500	1.63	1.51
26 January 2024	91,500	1.66	1.52
28 March 2024	120,500	1.48	1.43
2 April 2024	37,000	1.49	1.45
3 April 2024	12,500	1.49	1.45
5 April 2024	11,000	1.48	1.44
8 April 2024	99,000	1.49	1.44
9 April 2024	38,500	1.51	1.46
10 April 2024	151,500	1.52	1.48
11 April 2024	65,000	1.53	1.51
12 April 2024	197,500	1.53	1.51
15 April 2024	36,500	1.54	1.51

Date of Repurchase	No. of Shares	Price Per Share	
		Highest <i>HK\$</i>	Lowest <i>HK\$</i>
16 April 2024	125,500	1.54	1.51
17 April 2024	445,000	1.56	1.51
18 April 2024	19,000	1.55	1.53
19 April 2024	239,500	1.55	1.51
22 April 2024	112,500	1.55	1.50
23 April 2024	50,500	1.54	1.52

Particulars of the Proposed Amendments are set out as follows:

Before Amendment	After Amendment (Revision)	After Amendment (Clean)
<p>30.1 Except as otherwise provided in these Articles, any notice or document may be served by the Company and any notices may be served by the Board on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his registered address as appearing in the register or, to the extent permitted by the Listing Rules and all applicable laws and regulations, by electronic means by transmitting it to any electronic number or address or website supplied by the member to the Company or by placing it on the Company's Website provided that the Company has obtained either (a) the member's prior express positive confirmation in writing or (b) the member's deemed consent, in the manner specified in the Listing Rules to receive or otherwise have made available to him notices and documents to be given or issued to him by the Company by such electronic means, or (in the case of notice) by advertisement published in the manner prescribed under the Listing Rules. In the case of joint holders of a share, all notices shall be given to that holder for the time being whose name stands first in the register and notice so given shall be sufficient notice to all the joint holders.</p>	<p>30.1 Except as otherwise provided in these Articles, any notice or document may be served by the Company and any notices may be served by the Board on any member either <u>(including any "corporate communication" within the meaning ascribed thereto under the Listing Rules), whether or not to be served or delivered under these Articles, from the Company 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 served or delivered by any of the following means and manner which complies with the requirements of the Listing Rules: (a) personally or on the relevant person; (b) by sending it through the post in a prepaid letter addressed to such member at his registered address as appearing in the register (which shall be sent by airmail where the notice or document is posted from one country to another) or at any other address supplied by him to the Company for the purpose; or, to the extent permitted by the Listing Rules and all applicable laws and regulations, (c) by delivering or leaving it at such address as aforesaid; (d) by electronic means or electronic communication by transmitting it to any electronic number or address or website supplied by the member to the Company or; (e) by placing publishing it on the Exchange's website and the Company's Website, subject to the Company's compliance with the applicable laws, rules and regulations from time to time in force and the Listing Rules; provided that the Company has obtained either (a) the member's prior express positive confirmation in writing or (b) the member's deemed consent, in the manner specified in the Listing Rules to receive or otherwise have made available to him notices and documents to be given or issued to him by the Company by such electronic means, or (f) (in the case of notice) by placing an advertisement in appropriate newspapers or other publication published in the manner prescribed under the Listing Rules; or (g) by sending or otherwise making it available to such person through such other means, whether electronically or otherwise, to the extent permitted by and in accordance with the applicable laws, rules and regulations from time to time in force and the Listing Rules.</u> In the case of joint holders of a share, all notices shall be given to that holder for the time being whose name stands first in the register and notice so given shall be sufficient notice to all the joint holders.</p>	<p>30.1 Except as otherwise provided in these Articles, any notice or document (including any "corporate communication" within the meaning ascribed thereto under the Listing Rules), whether or not to be served or delivered under these Articles, from the Company 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 served or delivered by any of the following means and manner which complies with the requirements of the Listing Rules: (a) personally on the relevant person; (b) by sending it through the post in a prepaid letter addressed to such member at his registered address as appearing in the register (which shall be sent by airmail where the notice or document is posted from one country to another) or at any other address supplied by him to the Company for the purpose; (c) by delivering or leaving it at such address as aforesaid; (d) by electronic means or electronic communication by transmitting it to any electronic number or address or website supplied by the member to the Company; (e) by publishing it on the Exchange's website and the Company's Website, subject to the Company's compliance with the applicable laws, rules and regulations from time to time in force and the Listing Rules; (f) (in the case of notice) by placing an advertisement in appropriate newspapers or other publication published in the manner prescribed under the Listing Rules; or (g) by sending or otherwise making it available to such person through such other means, whether electronically or otherwise, to the extent permitted by and in accordance with the applicable laws, rules and regulations from time to time in force and the Listing Rules. In the case of joint holders of a share, all notices shall be given to that holder for the time being whose name stands first in the register and notice so given shall be sufficient notice to all the joint holders.</p>

Before Amendment	After Amendment (Revision)	After Amendment (Clean)
<p>30.4 A member shall be entitled to have notice served on him at any address within Hong Kong. Any member who has not given an express positive confirmation in writing to the Company in the manner specified in the Listing Rules to receive or otherwise have made available to him notices and documents to be given or issued to him by the Company by electronic means and whose registered address is outside Hong Kong may notify the Company in writing of an address in Hong Kong which for the purpose of service of notice shall be deemed to be his registered address. A member who has no registered address in Hong Kong shall be deemed to have received any notice which shall have been displayed at the transfer office and shall have remained there for a period of 24 hours and such notice shall be deemed to have been received by such member on the day following that on which it shall have been first so displayed, provided that, without prejudice to the other provisions of these Articles, nothing in this Article shall be construed as prohibiting the Company from sending, or entitling the Company not to send, notices or other documents of the Company to any member whose registered address is outside Hong Kong.</p>	<p>30.4 A member shall be entitled to have notice served on him at any address within Hong Kong. Any member who has not given an express positive confirmation in writing to the Company in the manner specified in the Listing Rules to receive or otherwise have made available to him notices and documents to be given or issued to him by the Company by electronic means and whose registered address is outside Hong Kong may notify the Company in writing of an address in Hong Kong which for the purpose of service of notice shall be deemed to be his registered address. A member who has no registered address in Hong Kong shall be deemed to have received any notice which shall have been displayed at the transfer office and shall have remained there for a period of 24 hours and such notice shall be deemed to have been received by such member on the day following that on which it shall have been first so displayed, provided that, without prejudice to the other provisions of these Articles, nothing in this Article shall be construed as prohibiting the Company from sending, or entitling the Company not to send, notices or other documents of the Company to any member whose registered address is outside Hong Kong. <u>Every member or a person who is entitled to receive notice or document from the Company under the provisions of the Companies Act and any applicable laws or these Articles may provide to the Company a correspondence address or electronic address to which notice can be served and document can be delivered upon him.</u></p>	<p>30.4 Every member or a person who is entitled to receive notice or document from the Company under the provisions of the Companies Act and any applicable laws or these Articles may provide to the Company a correspondence address or electronic address to which notice can be served and document can be delivered upon him.</p>
<p>30.6 Any notice or other document delivered or left at a registered address otherwise than by post shall be deemed to have been served or delivered on the day it was so delivered or left.</p>	<p>30.6 Any notice or other document delivered or left at a registered address otherwise than by post shall be deemed to have been served or delivered on the day it was so delivered or left.</p>	<p>30.6 Any notice or document delivered or left at a registered address otherwise than by post shall be deemed to have been served or delivered on the day it was so delivered or left.</p>

Before Amendment	After Amendment (Revision)	After Amendment (Clean)
30.8 Any notice given by electronic means as provided herein shall be deemed to have been served and delivered on the day following that on which it is successfully transmitted or at such later time as may be prescribed by the Listing Rules or any applicable laws or regulations.	30.8 Any notice <u>or document</u> given by electronic means as provided herein shall be deemed to have been served and delivered on the day following that on which it is successfully transmitted or at such later time as may be prescribed by the Listing Rules or any applicable laws or regulations, <u>and it shall not be necessary for the receipt of the electronic transmission to be acknowledged by the recipient.</u>	30.8 Any notice or document given by electronic means as provided herein shall be deemed to have been served and delivered on the day following that on which it is successfully transmitted or at such later time as may be prescribed by the Listing Rules or any applicable laws or regulations, and it shall not be necessary for the receipt of the electronic transmission to be acknowledged by the recipient.
(Not applicable)	<u>30.9 Any notice or document served by being placed on the Company's Website or the Exchange's website shall be deemed to be served and delivered by the Company on the day it first so appears on the relevant website(s), unless the Listing Rules specify a different date. In such cases, the deemed date of service and delivery shall be as provided or required by the Listing Rules.</u>	30.9 Any notice or document served by being placed on the Company's Website or the Exchange's website shall be deemed to be served and delivered by the Company on the day it first so appears on the relevant website(s), unless the Listing Rules specify a different date. In such cases, the deemed date of service and delivery shall be as provided or required by the Listing Rules.

When articles are added to the Existing Memorandum and Articles of Association, the numbering of the other articles shall be increased accordingly.

NOTICE OF ANNUAL GENERAL MEETING



Kindstar Globalgene Technology, Inc.

康聖環球基因技術有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9960)

Notice is hereby given that the annual general meeting of Kindstar Globalgene Technology, Inc. (the “**Company**”) will be held by way of virtual meeting on Wednesday, June 5, 2024 at 10:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive the audited consolidated financial statements of the Company and the reports of the directors of the Company (“**Director(s)**”) and auditors of the Company for the year ended December 31, 2023.
2.
 - (a) To re-elect Dr. Yao Shanglong as an independent non-executive Director.
 - (b) To re-elect Dr. Xia Xinping as an independent non-executive Director.
 - (c) To re-elect Mr. Gu Huaming as an independent non-executive Director.
 - (d) To authorise the board of Directors to fix the respective Directors’ remuneration.
3. To re-appoint Ernst & Young as the auditor of the Company and to authorize the board of Directors to fix their remuneration.
4. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to repurchase its shares in accordance with all applicable laws, rules and regulations;

NOTICE OF ANNUAL GENERAL MEETING

(b) the total number of shares of the Company to be repurchased pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

(c) for the purposes 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;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.”

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

“THAT:

- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company and/or to sell or transfer Treasury Shares (if any) and to make or grant offers, agreements, options and awards which might require the exercise of such powers during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;
- (b) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted and Treasury Shares, if any, sold or transferred or agreed conditionally or unconditionally to be sold or transferred by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:
 - (i) a Rights Issue (as defined below);
 - (ii) any issue of shares under a share scheme of the Company; and
 - (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company,

NOTICE OF ANNUAL GENERAL MEETING

shall not exceed 20% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

(c) for the purposes 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;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.

“Rights Issue” means an offer of shares open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).”

(d) the Company may use the general mandate for the sale or transfer of Treasury Shares only after the amendments to the Listing Rules relating to treasury shares has come into effect on 11 June 2024.

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

“**THAT** conditional upon the passing of the resolutions set out in items 4 and 5 of the notice convening this meeting (the “**Notice**”), the general mandate referred to in the resolution set out in item 5 of the Notice be and is hereby extended by the addition to the aggregate number of shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued and Treasury Shares, if any, sold or transferred or agreed conditionally or unconditionally to be sold or transferred by the directors pursuant to such general mandate of the number of shares repurchased by the Company pursuant to the mandate referred to in resolution set out in item 4 of the Notice, provided that such number of shares shall not exceed 10% of the total number of issued shares of the Company (excluding Treasury Shares, if any) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution).”

NOTICE OF ANNUAL GENERAL MEETING

SPECIAL RESOLUTION

7. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

“**THAT:**

- (a) the proposed amendments to the existing tenth amended and restated memorandum and articles of association of the Company (the “**Proposed Amendments**”), the details of which are set out in Appendix III to the circular of the Company dated April 26, 2024, and any ancillary or related adjustments or amendments approved by the directors of the Company be and are hereby approved;
- (b) the eleventh amended and restated memorandum and articles of association of the Company (“**Eleventh Amended and Restated Memorandum and Articles of Association**”) incorporating and consolidating all the Proposed Amendments, a copy of which has been produced to this meeting marked “A” and signed by the chairman of this meeting for identification purpose, be and is hereby approved and adopted in substitution for and to the exclusion of the existing tenth amended and restated memorandum and articles of association of the Company in its entirety with immediate effect after the close of this meeting; and
- (c) any one of the directors of the Company be and is hereby authorized to all such deeds, acts, matters and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of the Eleventh Amended and Restated Memorandum and Articles of Association, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong, respectively.”

Yours faithfully,

For and on behalf of the Board

Kindstar Globalgene Technology, Inc.

康聖環球基因技術有限公司

HUANG Shiang

Chairman

Hong Kong, April 26, 2024

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. Shareholders wishing to attend and vote at the Annual General Meeting virtually via the Tricor e-Meeting System should follow the instructions by using the designated URL and the login details provided on the notification letter (the “**Notification Letter**”) to be sent together with this Circular, on how to access the webcast. The Shareholders participating in the Annual General Meeting via electronic means will be counted towards the quorum and will be able to cast their vote and view, listen and ask questions at the live webcast of the Annual General Meeting. You will be able to access the live webcast at the start of the Annual General Meeting until its conclusion. Shareholders **MUST NOT** forward the URL and your login details to other persons who are not the Shareholders and who are not entitled to attend the Annual General Meeting.

Shareholders who wish to attend the Annual General Meeting and exercise their voting rights can be achieved in one of the following ways:

- (i) attend the Annual General Meeting electronically via the Tricor e-Meeting System which enables live streaming and interactive platform for submitting questions and voting online; or
- (ii) appoint the chairman of the Annual General Meeting or other persons as your proxy by providing their email address for receiving the designated log-in username and password to attend and vote on your behalf via the Tricor e-Meeting System.

Your proxy’s authority and instruction will be revoked if you attend and vote at the Annual General Meeting in person or via the Tricor e-Meeting System.

Non-registered Shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the Annual General Meeting, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements. You will be asked to provide your email address which will be used by the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, for providing the login details for attending the Annual General Meeting electronically in the Tricor e-Meeting System.

2. All resolutions at the 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 “**Listing Rules**”). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
3. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy (or more than one proxy if he/she is the holder of two or more shares of the Company) to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
4. In order 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 that power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for the meeting (i.e. not later than 10:00 a.m. on Monday, June 3, 2024) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. For determining the entitlement to attend and vote at the meeting, the Register of Members of the Company will be closed from Friday, May 31, 2024 to Wednesday, June 5, 2024, both dates 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 shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on Thursday, May 30, 2024.
6. For determining the entitlement to the proposed final dividend (subject to approval by the shareholders at the Annual General Meeting), the register of members of the Company will be closed from Wednesday, June 12, 2024 to Friday, June 14, 2024, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on Tuesday, June 11, 2024.
7. References to time and dates in this notice are to Hong Kong time and dates.