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Hong Kong Aerospace Technology Group Limited

香港航天科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1725)

PROPOSALS FOR (1) RE-ELECTION OF RETIRING DIRECTORS (2) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES, AND EXTENSION MANDATE AND (3) NOTICE OF ANNUAL GENERAL MEETING

A notice convening the 2023 annual general meeting of the Company (the “AGM”) to be held at 1/F, Data Technology Hub, 5 Chun Cheong Street, Tseung Kwan O Industrial Estate, New Territories, Hong Kong on Wednesday, 28 June 2023 at 11:00 a.m. is set out on pages 22 to 26 of this circular.

Whether or not you are able to attend the AGM in person, please complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to the branch share registrar and transfer office of the Company 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 later than 48 hours before the time appointed for holding the AGM 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 should you so wish, and in such event, the form of proxy shall be deemed to be revoked.

29 April 2023

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at 1/F, Data Technology Hub, 5 Chun Cheong Street, Tseung Kwan O Industrial Estate, New Territories, Hong Kong on Wednesday, 28 June 2023 at 11:00 a.m. or any adjournment thereof
“Articles” or “Articles of Association”	the articles of association of the Company as amended and restated, supplemented or modified from time to time
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors
“close associate(s)”	has the meaning defined in the Listing Rules
“Company”	Hong Kong Aerospace Technology Group Limited 香港航天科技集團有限公司, a company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on the Main Board of the Stock Exchange (stock code: 1725)
“controlling shareholder”	has the meaning defined in the Listing Rules
“core connected person(s)”	has the meaning defined in the Listing Rules
“Director(s)”	the director(s) of the Company
“Extension Mandate”	a general and unconditional mandate proposed to be granted to the Directors to the effect that any Shares repurchased under the Repurchase Mandate will be added to the total number of Shares which may be allotted and issued under the Issue Mandate
“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
“Issue Mandate”	a general and unconditional mandate proposed to be granted at the AGM to Directors to exercise all the powers of the Company to allot, issue and deal with Shares up to 20% of the number of the issued Shares as at the date of passing such resolution

DEFINITIONS

“Latest Practicable Date”	25 April 2023, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	the nomination committee of the Board
“PRC”	the People’s Republic of China (for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)
“Repurchase Mandate”	a general and unconditional repurchase mandate proposed to be granted at the AGM to the Directors to exercise all the powers of the Company to repurchase Shares up to 10% of the number of the issued Shares as at the date of passing such resolution
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
“Share(s)”	the ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder”	has the meaning defined in the Listing Rules
“Takeovers Code”	the Code on Takeovers and Mergers issued by the Securities and Futures Commission of the Hong Kong as amended from time to time
“%”	per cent

LETTER FROM THE BOARD



Hong Kong Aerospace Technology Group Limited

香港航天科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1725)

Executive Directors

Mr. Sun Fengquan (*Co-Chairman and*

Chief Executive Officer)

Dr. Lam Lee G. (*Co-Chairman*)

Mr. Lam Kin Fung Jeffrey

Ms. Ku Ka Lee Clarie (*Vice Chairman*)

Mr. Ma Fujun

Non-Executive Directors

Dr. Mazlan Binti Othman

Mr. Niu Aimin

Dr. Yip Chung Yin

Independent Non-Executive Directors

Mr. Brooke Charles Nicholas

Professor Chan Ka Keung, Ceajer

Mr. Hung Ka Hai Clement

Dr. Yuen Kwok Keung

Mr. Juan de Dalmau-Mommertz

Registered office in Cayman Islands:

Cricket Square

Hutchins Drive, P.O. Box 2681

Grand Cayman, KY1-1111

Cayman Islands

Principal place of business

in Hong Kong:

15/F, Data Technology Hub

5 Chun Cheong Street

Tseung Kwan O Industrial Estate

New Territories, Hong Kong

29 April 2023

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR
(1) RE-ELECTION OF RETIRING DIRECTORS
(2) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES,
AND EXTENSION MANDATE
AND
(3) NOTICE OF ANNUAL GENERAL MEETING

LETTER FROM THE BOARD

1. INTRODUCTION

The purpose of this circular is to provide you with details of the resolutions to be proposed at the AGM relating to:

- (a) the re-election of the retiring Directors;
- (b) the granting of the Issue Mandate;
- (c) the granting of the Repurchase Mandate; and
- (d) the granting of the Extension Mandate.

2. RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, the Board comprised five executive Directors, namely, Mr. Sun Fengquan (Co-Chairman and Chief Executive Officer), Dr. Lam Lee G. (Co-Chairman), Mr. Lam Kin Fung Jeffrey, Ms. Ku Ka Lee Clarie (Vice Chairman) and Mr. Ma Fujun; three non-executive Directors, namely, Dr. Mazlan Binti Othman, Mr. Niu Aimin and Dr. Yip Chung Yin; and five independent non-executive Directors, namely, Mr. Brooke Charles Nicholas, Professor Chan Ka Keung, Ceajer, Mr. Hung Ka Hai Clement, Dr. Yuen Kwok Keung and Mr. Juan de Dalmau-Mommertz.

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 a multiple of three, then 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. Article 84(2) of the Articles of Association further provides that Directors to retire by rotation shall include any Director who wishes to retire and not offer himself for re-election. Any further Directors so to retire shall be those of the other Directors subject to retirement by rotation who have been longest in office since their last re-election or appointment and so that as between persons who became or were last re-elected Directors on the same day those to retire will (unless they otherwise agree among themselves) be determined by lot. Accordingly, Mr. Lam Kin Fung Jeffrey, Ms. Ku Ka Lee Clarie, Mr. Brooke Charles Nicholas and Mr. Hung Ka Hai Clement shall retire from office by rotation and, being eligible, has offered themselves for re-election at the AGM.

Article 83(3) of the Articles of Association provides that the Directors shall have the power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy on the Board or as an addition to the existing Board. Any Director so appointed shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election. Pursuant to Article 83(3), Dr. Mazlan Binti Othman, Mr. Niu Aimin and Mr. Juan de Dalmau-Mommertz shall retire and, being eligible, have offered themselves for re-election at the AGM.

LETTER FROM THE BOARD

The re-election of retiring Directors has been reviewed by the Nomination Committee which recommended to the Board that the re-election be proposed for Shareholders' approval at the AGM. The nominations were made in accordance with the nomination policy of the Company and the objective criteria for the nominations including but not limited to, gender, age, cultural and educational background, professional experience, skills, knowledge and length of service, with due regard for the benefits of diversity as set out under the board diversity policy of the Company.

The Board is of the view that during his tenure as independent non-executive Director, each of Mr. Brooke Charles Nicholas, Mr. Hung Ka Hai Clement and Mr. Juan de Dalmau-Mommertz has made positive contributions to the Group's development, strategy and performance with his independent advice and comments and his understanding of the business of the Group. The Board believes that each of Mr. Brooke Charles Nicholas, Mr. Hung Ka Hai Clement and Mr. Juan de Dalmau-Mommertz will bring his valuable experience to the Board for promoting the best interests of the Company and its Shareholders.

Apart from Mr. Hung Ka Hai Clement, none of the proposed independent non-executive Directors will be holding seven (or more) directorships of listed companies whose shares are listed on the Stock Exchange as at the Latest Practicable Date.

As at the Latest Practicable Date, other than the Company, Mr. Hung Ka Hai Clement is holding seven directorships of listed companies whose shares are listed on the Stock Exchange, namely six independent non-executive directorships and one non-executive directorship. Mr. Hung Ka Hai Clement is not involved in the day-to-day operations and management of the businesses in all such positions. Mr. Hung Ka Hai Clement has disclosed to the Company the number and nature of offices held in public companies and other significant commitments with time involved.

Despite the above engagements of Mr. Hung Ka Hai Clement, he is not involved in any daily affairs of the above directorships. Accordingly, Mr. Hung Ka Hai Clement is of the view that he can devote sufficient time to act as an independent non-executive Director and he is competent at time management and has sound knowledge and skills to effectively handle those positions. Having considered his explanation, the Board considers that Mr. Hung Ka Hai Clement is able to devote sufficient time to his duties as a member of the Board.

Holding less than seven listed company directorships, each of Mr. Brooke Charles Nicholas and Mr. Juan de Dalmau-Mommertz will be able to devote sufficient time and attention to perform the duties as independent non-executive Directors.

Furthermore, the Nomination Committee has also assessed the independence of each of the independent non-executive Directors, namely, Mr. Brooke Charles Nicholas, Mr. Hung Ka Hai Clement and Mr. Juan de Dalmau-Mommertz, eligible for re-election at the AGM, by reference to the guidelines on independence as set out in rule 3.13 of the Listing Rules, and has received written confirmations from each of them in respect of their independence.

LETTER FROM THE BOARD

In view of the above, the Board believes the retiring Directors eligible for re-election at the AGM and their respective education, background and experience will allow them to provide valuable insights and contribute to the diversity of the Board, and therefore recommends to Shareholders for re-election of the retiring Directors.

Details of the above mentioned retiring Directors who are subject to re-election at the AGM are set out in Appendix I to this circular.

3. ISSUE MANDATE, REPURCHASE MANDATE AND EXTENSION MANDATE

At the annual general meeting of the Company held on 29 June 2022, a general mandate was given to the Directors to exercise the powers of the Company to:

- (a) allot, issue and deal with Shares not exceeding 20% of the total number of Shares in issue as at the date thereof;
- (b) repurchase Shares up to 10% of the total number of Shares in issue as at the date thereof; and
- (c) extend to the general mandate to allot, issue and deal with Shares pursuant to paragraph (a) above to include the aggregate number of Shares repurchased pursuant to paragraph (b) above.

The above general mandates will expire at the conclusion of the AGM and the purpose of this circular is to request the approval of the Shareholders to renew the general mandate as referred to in paragraphs (a), (b) and (c) above in the AGM to be held on 28 June 2023.

Issue Mandate

At the AGM, an ordinary resolution will be proposed to grant to the Directors a new general and unconditional mandate to allot, issue and otherwise deal with the Shares and other securities of the Company, including warrants and debentures convertible into Shares, representing up to 20% of the number of the issued Shares as at the date of the passing of the proposed resolution in respect of the Issue Mandate.

As at the Latest Practicable Date, a total of 309,000,000 Shares were in issue. Subject to the passing of the relevant resolution to approve the Issue Mandate and on the basis that no further Shares will be allotted and issued or repurchased prior to the date of the AGM, the Directors would be authorised to allot, issue and otherwise deal with a maximum of 61,800,000 Shares under the Issue Mandate. If the Company conducts a Share consolidation or subdivision after the Issue Mandate is granted, the maximum number of Shares that can be issued under the Issue Mandate will be adjusted so that such maximum number of Shares as a percentage of the total number of issued Shares at the date immediately before and after such consolidation or subdivision will be the same.

LETTER FROM THE BOARD

Repurchase Mandate

At the AGM, an ordinary resolution will also be proposed such that the Directors be given an unconditional general mandate to repurchase Shares up to 10% of the number of the issued Shares as at the date of passing the proposed resolution in respect of the Repurchase Mandate.

Subject to the passing of the resolution for the approval of the Repurchase Mandate and on the basis that no further Shares are allotted and issued or repurchased between the Latest Practicable Date and the date of the AGM, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 30,900,000 Shares. If the Company conducts a Share consolidation or subdivision after the Repurchase Mandate is granted, the maximum number of Shares that can be repurchased under the Repurchase Mandate will be adjusted so that such maximum number of Shares as a percentage of the total number of issued Shares at the date immediately before and after such consolidation or subdivision will be the same.

An explanatory statement in connection with the Repurchase Mandate is set out in Appendix II to this circular. The explanatory statement contains all the requisite information required under the Listing Rules to be given to the Shareholders to enable them to make an informed decision on whether to vote for or against the resolution approving the Repurchase Mandate.

Extension Mandate

In addition, subject to the passing of the resolutions to grant the Issue Mandate and the Repurchase Mandate, an ordinary resolution will be proposed at the AGM to authorise the Directors to extend the Issue Mandate to allot and issue Shares by the number of Shares repurchased under the Repurchase Mandate provided that shall not exceed 10% of the number of the issued Shares as at the date of passing the resolution for approving the Repurchase Mandate.

The Issue Mandate and the Repurchase Mandate would expire at the earliest of: (a) the conclusion of the next annual general meeting of the Company following the AGM; or (b) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or the applicable laws of the Cayman Islands to be held; or (c) its revocation or variation by an ordinary resolution of the Shareholders in a general meeting prior to the next annual general meeting of the Company.

The Directors have no present intention to exercise the Issue Mandate, the Repurchase Mandate and/or the Extension Mandate (if granted to the Directors at the AGM).

LETTER FROM THE BOARD

4. CLOSURE OF THE REGISTER OF MEMBERS

The AGM will be held on Wednesday, 28 June 2023 at 11:00 a.m. For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Wednesday, 21 June 2023 to Wednesday, 28 June 2023, both days inclusive, during which period no transfer of Shares will be effected. In order to qualify for attending and voting at the AGM, unregistered holders of the Shares should ensure that all share transfer forms accompanied by the relevant share certificates must be lodged with Computershare Hong Kong Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on Tuesday, 20 June 2023.

5. AGM

A notice convening the AGM is set out on pages 22 to 26 of this circular. The AGM will be held at 1/F, Data Technology Hub, 5 Chun Cheong Street, Tseung Kwan O Industrial Estate, New Territories, Hong Kong on Wednesday, 28 June 2023 at 11:00 a.m., for the purpose of considering and, if thought fit, approving the resolutions as set out therein.

Article 66(1) of the Articles of Association provides that on a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative shall have one vote for every fully paid Share held by that Shareholder. An announcement on the poll vote results will be made by the Company after the AGM, in the manner prescribed under Rule 13.39(5) of the Listing Rules.

A form of proxy for use at the AGM is also enclosed with this circular. Whether or not you are able to attend the meeting in person, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to Computershare Hong Kong Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible, and in any event not later than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish, and in such event, the form of proxy shall be deemed to be revoked.

6. RESPONSIBILITY OF THE DIRECTORS

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

LETTER FROM THE BOARD

7. RECOMMENDATION

At the AGM, ordinary resolutions will be proposed to approve, among other matters, the granting of the Issue Mandate, the Repurchase Mandate and the Extension Mandate and the re-election of retiring Directors.

The Directors believe that the proposed grant of the Issue Mandate, the Repurchase Mandate and the Extension Mandate and the re-election of retiring Directors are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that Shareholders vote in favour of all these resolutions to be proposed at the AGM.

8. GENERAL INFORMATION

In the event of inconsistency, the English text of this circular shall prevail over the Chinese text.

Your attention is also drawn to the additional information set out in the appendices to this circular.

Yours faithfully,
By order of the Board
Hong Kong Aerospace Technology Group Limited
Sun Fengquan
Co-Chairman and Chief Executive Officer

The biographical details of the retiring Directors eligible for re-election at the AGM are set out as follows:

EXECUTIVE DIRECTORS

Mr. Lam Kin Fung Jeffrey GBS, JP (“Mr. Lam”)

Mr. Lam, aged 71, was appointed as an executive director on 16 July 2021. He is the managing director of Forward Winsome Industries Limited. Mr. Lam holds a bachelor’s degree in mechanical engineering from Tufts University in the United States, was conferred university fellow of Tufts University in 1997 and The Hong Kong Polytechnic University in 2000.

Mr. Lam is a member of the Legislative Council of the HKSAR, a non-official member of the Executive Council of Hong Kong, a general committee member of the Hong Kong General Chamber of Commerce and a honorary member of the Court of The Hong Kong Polytechnic University, a director on the board of Heifer International Hong Kong. Mr. Lam also holds a number of other public and community service positions.

Mr. Lam was awarded the Young Industrialist Award of Hong Kong in 1989 and the Outstanding Achievement Award — Hong Kong Toy Industry in 1999. In 1996, he was appointed Justice of the Peace and became a Member of the Most Excellent Order of the British Empire. Mr. Lam was awarded the Silver Bauhinia Star in 2004 and the Gold Bauhinia Star in 2011.

Mr. Lam has been appointed as an independent non-executive director of the following listed companies whose shares are listed on the Stock Exchange:

- C C Land Holdings Limited (stock code: 1224) since June 1988;
- Wynn Macau, Limited (stock code: 1128) since September 2009;
- China Overseas Grand Oceans Group Limited (stock code: 81) since May 2010;
- Chow Tai Fook Jewellery Group Limited (stock code: 1929) since November 2011;
- CWT International Limited (stock code: 521) since October 2013;
- i-CABLE Communications Limited (stock code: 1097) since September 2017;
- Analogue Holdings Limited (stock code: 1977) since May 2018;
- Wing Tai Properties Limited (stock code: 369) since June 2018; and
- China Strategic Holdings Limited (stock code: 235) since December 2020.

Mr. Lam has entered into a letter of appointment with the Company for an initial term of three years commencing from the date of his appointment, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association, provided that either party may terminate the appointment letter by giving six months' written notice. Under the letter of appointment, he is entitled to a remuneration of HK\$100,000 per month as an executive Director.

Save as disclosed above, Mr. Lam has no relationship with any other Directors, senior management, substantial or controlling shareholders of the Company as at the Latest Practicable Date.

Ku Ka Lee Clarie (“Ms. Ku”)

Ms. Ku, aged 66, was appointed as an executive Director and the Vice Chairman of the Board respectively on 16 July 2021 and 23 July 2021. She was the former Deputy Secretary for Financial Services & the Treasury of the HKSAR government. During her public service tenure, she had taken up various senior positions dealing with trade, industry & technology development, energy and housing.

During 2001 and 2002, Ms. Ku was selected as the global President of the Financial Action Task Force (FATF) on Anti-Money Laundering. After the September 11 attacks, she steered and led the FATF member jurisdictions, as well as other international organizations such as the IMF, World Bank, UN Security Council, Basel Committee, etc. to formulate policies on counter terrorist financing. In 2007, Ms. Ku assisted the Honourable Mr. Tung Chee Hwa to form the China-United States Exchange Foundation as its CEO and remains a Counsellor of the Foundation thereafter. Ms. Ku has also taken up various senior positions in the banking, Fintech and luxury retail sectors.

The Chief Executive of HKSAR awarded Ms. Ku the Chief Executive's Commendation for Public Service. Ms. Ku was an official Justice of Peace. In 1998, she was appointed as a board member of the Singapore National Council Against Drug Abuse and received a special award from the Singapore Minister for Home Affairs in 2003.

Ms. Ku is currently the President of International Women Forum (HK chapter) and Co-Chair of the Belt & Road Culture Exchange Foundation for Women. She also advises on ESG issues at the Board level.

Ms. Ku holds Master of Laws from University of London, Master of Science in Management from Stanford University and Bachelor of Business Administration from The Chinese University of Hong Kong. She also completed graduate programs at Oxford University, Tsinghua University and Harvard Business School.

Ms. Ku has entered into a letter of appointment with the Company for an initial term of three years commencing from the date of her appointment, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association, provided that either party may terminate the appointment letter by giving six months' written notice. Under the letter of appointment, she is entitled to a remuneration of HK\$236,000 per month as an executive Director and the Vice Chairman of the Board.

Save as disclosed above, Ms. Ku has no relationship with any other Directors, senior management, substantial or controlling shareholders of the Company as at the Latest Practicable Date.

NON-EXECUTIVE DIRECTORS

Dr. Mazlan Binti Othman (“Dr. Othman”)

Dr. Othman, aged 71, was appointed as an independent non-executive Director on 5 July 2022 and was re-designated as non-executive Director on 5 October 2022. She obtained a Ph.D. in Astrophysics from the University of Otago, New Zealand in 1981, and became a lecturer at the Universiti Kebangsaan Malaysia (UKM) in 1981. Dr. Othman was seconded to the Prime Minister's Department in 1990 to set up and head the Planetarium Division, which subsequently became the Space Science Studies Division in 1993. She was appointed by Universiti Kebangsaan Malaysia as Professor of Astrophysics in 1994. She was appointed as a Director of the United Nations Office for Outer Space Affairs (UNOOSA) in Vienna, Austria in 1999. Dr. Othman returned to Malaysia to become the founding Director General of the National Space Agency (ANGKASA) in July 2002. In this capacity she established the National Observatory in Langkawi and National Space Centre in Selangor. She headed the National Angkasawan (Astronaut) Programme which saw the launch of the first Malaysian to the International Space Station in 2007. She was responsible for the launch of Malaysia Remote Sensing Satellites: TiungSAT and RazakSAT. She attended the Advanced Management Programme (AMP169) at Harvard Business School in 2005.

Dr. Othman resumed her post as Director of UNOOSA in December 2007 upon retirement from Malaysian Civil Service. She was appointed as the Deputy Director-General of the United Nations Office at Vienna (UNOV) in June 2009 and she retired from the United Nations in December 2013. Dr. Othman was appointed as the Project Director, Mega Science 3.0 at Academy of Sciences Malaysia (ASM) from 2014 to 2016. She became the Professor Emeritus at UKM in 2015 and was a Fulbright Scholar at the Space Policy Institute of George Washington University from 2015 to 2016. Dr. Othman was elected as Senior Fellow of ASM in 2016. She was the Director of the International Science Council (ISC) Regional Office for Asia and the Pacific (ROAP) from 2017 to 2021.

Dr. Othman has entered into a letter of appointment with the Company for an initial term of three years commencing from the date of his appointment, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association, provided that either party may terminate the appointment letter by giving 3 months' written notice. Under the letter of appointment, he is entitled to a remuneration of HK\$30,000 per month as a non-executive Director.

Save as disclosed above, Dr. Othman has no relationship with any other Directors, senior management, substantial or controlling shareholders of the Company as at the Latest Practicable Date.

Mr. Niu Aimin (“Mr. Niu”)

Mr. Niu, aged 56, was appointed as non-executive Director and a member cum secretary of International Cooperation Committee, both with effect from 5 July 2022. Mr. Niu respectively received his master’s degree in 1991 in Aeronautical and Aerospace System Engineering and bachelor’s degree in 1988 in Aerospace Mechanical Engineering with specialization of Airplane and Engine. He was also an alumnus in Space Business and Management from International Space University in 2005.

Mr. Niu has been undertaking international cooperation in space technology and its applications as well as space exploration since 1998. From 2021 to 2022, he assumed leadership roles at the BeiDou International Cooperation Center to promote applications of BeiDou/Global Navigation Satellite System (GNSS) in various industries all over the world.

Mr. Niu served the United Nations Office for Outer Space Affairs (UNOOSA) as Senior Expert from 2011 to 2014 and Scientific Affairs Officer (P4) from 2017 to 2020 respectively, where he helped launch the United Nations Human Space Technology Initiative and the Access to Space for All Initiative, opened China Space Station to the world, implemented various scientific and technical projects, and organized United Nations workshops and expert meetings, in cooperation with different partners and all United Nations Member States.

During his career at China Manned Space Agency from 1997, Mr. Niu assumed important roles in promoting international cooperation in human space flight and space exploration with rest of the world, software product quality assurance, procurement, planning and budgeting, satellite overall design, radio frequency and orbital resources applications and coordination. He has been a FRINCE2 practitioner in project management.

Mr. Niu has entered into a letter of appointment with the Company for an initial term of three years commencing from the date of his appointment, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association, provided that either party may terminate the appointment letter by giving 3 months’ written notice. Under the letter of appointment, he is entitled to a remuneration of HK\$30,000 per month as a non-executive Director.

Save as disclosed above, Mr. Niu has no relationship with any other Directors, senior management, substantial or controlling shareholders of the Company as at the Latest Practicable Date.

INDEPENDENT NON-EXECUTIVE DIRECTORS**Mr. Brooke Charles Nicholas GBS, JP (“Mr. Brooke”)**

Mr. Brooke, aged 81, was appointed as an independent non-executive Director on 16 July 2021. He is currently the chairman of Professional Property Services Limited. Mr. Brooke holds a Bachelor of Science degree and a Diploma in Business Administration from University of London, United Kingdom. He is a Chartered Surveyor, a global past President of Royal Institution of Chartered Surveyors (RICS) and a fellow of The Hong Kong Institute of Surveyors (HKIS).

Mr. Brooke is a recognised authority on land administration and planning matters and has over 40 years of experience within the property industry, both as a principal and an advisor. He has been involved in a large number of projects in various geographical locations, playing a major role in the development and funding of complex mixed-use projects and the identification of innovative solutions to public and private sector initiatives.

Mr. Brooke is also a keen advocate of the importance of innovation and technology in Hong Kong and was closely involved with the establishment of the Hong Kong Science and Technology Parks Corporation; joined their board in May 2001 and led the development of all three phases of Hong Kong Science Park until he stepped down as chairman in June 2014. He led the development of the Park as an exemplar of the benefits that can be derived from green and smart technologies.

Mr. Brooke is the Immediate Past Chairman of the Urban Land Institute (“**ULI**”) Asia Pacific, of which he is also a lifetime trustee. ULI’s mission is to provide leadership in the responsible use of land and in creating and sustaining thriving communities worldwide.

Mr. Brooke is the principal advisor to the APEC Policy Partnership on Science, Technology and Innovation (PPSTI) which provides guidance to APEC and its 21 member economies on the priorities and projects to be pursued in responding to the challenges faced in the current rapidly changing world.

Mr. Brooke is the immediate past chairman of the Hong Kong Harbourfront Commission and was the deputy Chairman of the Hong Kong Town Planning Board and a former member of the Hong Kong Housing Authority. He is also an honorary member of Hong Kong Institute of Architects and the American Institute of Architects (Hong Kong Chapter) and an honorary fellow of Hong Kong University of Science & Technology, of Lingnan University and of the University College of Estate Management (UCEM), United Kingdom.

Mr. Brooke was awarded the Gold Bauhinia Star (GBS) on 1 July 2018 in recognition of his distinguished public and community service.

Mr. Hung Ka Hai Clement (“Mr. Hung”)

Mr. Hung, aged 67, was appointed as an independent non-executive Director on 16 July 2021. He obtained a bachelor of arts degree from the University of Huddersfield (now known as University of Lincoln), United Kingdom in 1980. Mr. Hung had served Deloitte China for 31 years where he had assumed various leadership roles before serving as chairman of Deloitte China from 2014 to 2016. He retired from Deloitte China with effect from June 2016. While working with Deloitte China, Mr. Hung assumed various leadership roles, including the managing partner of Deloitte Shenzhen office and Guangzhou office. He was also a member of the China management team of Deloitte China. Mr. Hung was head of audit of South China and deputy managing partner of South China (including Hong Kong, Macau, Shenzhen, Guangzhou, Xiamen and Changsha). He was also a board member of Deloitte Global.

Mr. Hung served as the Guangzhou Institute of Certified Public Accountants consultant from 2004 to 2014 and is a life member of The Institute of Chartered Accountants in England and Wales. He also served as a member of the Political Consultative Committee of Luohu District, Shenzhen, China from 2006 to 2011. After his retirement as the chairman of Deloitte China, he was appointed as an expert consultant of The Ministry of Finance in the People’s Republic of China.

Mr. Hung is serving or has, in the past three years, served as a director of each of the following listed companies whose shares are listed on the Stock Exchange:

- an independent non-executive director of Gome Finance Technology Co., Ltd. (formerly known as Sino Credit Holdings Limited) (stock code: 628) since 31 October 2016;
- a non-executive director of High Fashion International Limited (stock code: 608) since 1 December 2017;
- an independent non-executive director of China East Education Holdings Limited (stock code: 667) since 25 November 2018;
- an independent non-executive director of Aoyuan Healthy Life Group Company Limited (stock code: 3662) since 22 February 2019;
- an independent non-executive director of Huarong International Financial Holdings Limited (stock code: 993) since 13 December 2019;
- an independent non-executive director of Skyworth Group Limited (stock code: 751) since 18 March 2020;
- an independent supervisor of the supervisory committee of Ping An Insurance (Group) Company of China, Ltd. (stock code: 2318) since 18 July 2022 and the shares of which are also listed on the Shanghai Stock Exchange (stock code: 601318);

- an independent non-executive director of Zhongchang International Holdings Group Limited (formerly known as Henry Group Holdings Limited) (stock code: 859) from 12 January 2018 to 15 June 2020;
- an independent non-executive director of Tibet Water Resources Ltd. (stock code: 1115) from 31 December 2019 to 30 June 2021; and
- an independent non-executive director of Sheng Ye Capital Limited (stock code: 6069, the listing of the shares of which has been transferred to the Main Board from GEM of the Stock Exchange (stock code: 8469) with effect from 24 October 2019) from 19 June 2017 to 15 July 2022.

Mr. Juan de Dalmau-Mommertz (“Mr. de Dalmau”)

Mr. de Dalmau, aged 64, was appointed as an independent non-executive Director on 16 September 2022. Mr. de Dalmau obtained a master’s degree in mechanical and industrial engineering from the Technical University of Catalonia (translation of Universitat Politècnica de Catalunya) in Barcelona, Catalonia, Spain. He also completed courses of business administration in the USA and multidisciplinary space studies in France respectively between 1981 and 1989.

Mr. de Dalmau has been a faculty member of the International Space University (“ISU”) since 1993, during which he held the positions of director at space studies program from July 2002 to August 2005 and president of ISU from September 2018 to August 2021. In addition, Mr. de Dalmau held various senior management positions, including head of communications office at European Space Agency in Netherlands from October 2010 to July 2018; general manager at Community of Ariane Cities in France from October 2005 to May 2011; director of Aerospace Research and Technology Centre in Spain from October 2005 to September 2010; and director of operations of Guiana Space Centre of the French Space Agency in French Guiana from 1988 to 1992. Mr. de Dalmau has over 35 years of experience in research, education, outreach, operations and facilities management in international environments.

Each of Mr. Brooke, Mr. Hung and Mr. de Dalmau, being the independent non-executive Directors, has entered into a letter of appointment with the Company for an initial term of three years commencing from their respective date of appointment, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association, provided that either party may terminate the letter of appointment by giving 1 months’ notice in writing. Mr. Brooke and Mr. Hung are entitled to a remuneration of HK\$30,000 per month. Mr. de Dalmau is entitled to a remuneration of HK\$1 per annum.

Save as disclosed above, each of the independent non-executive Directors has no relationship with any other Directors, senior management, substantial or controlling shareholders of the Company as at the Latest Practicable Date.

Save as disclosed above, each of the retiring Directors has confirmed that there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there are no other matters concerning the re-election of each of the retiring Directors as a Director that need to be brought to the attention of the Shareholders.

This appendix serves as an explanatory statement, as required under the Listing Rules to provide the requisite information to you for your consideration of the Repurchase Mandate.

SHARE CAPITAL

As at the Latest Practicable Date, the number of Shares in issue was 309,000,000. Subject to the passing of the ordinary resolution granting the Repurchase Mandate and on the basis that no further Shares are allotted and issued or repurchased prior to the AGM, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 30,900,000 Shares, being 10% of the number of the issued Shares as at the date of passing the resolution.

REASONS FOR REPURCHASE

The Directors believe that it is in the best interests of the Company and the Shareholders as a whole for the Company to have general authority from the Shareholders to enable the Directors to repurchase the Shares in the market. Such repurchase 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 per Share and will only be made when the Directors believe that such repurchase will benefit the Company and the Shareholders as a whole.

FUNDING OF REPURCHASE

Repurchase by the Company must be funded out of funds legally available for such purpose in accordance with the Articles of Association, the applicable laws and regulations of the Cayman Islands and the Listing Rules. It is envisaged that the funds required for any repurchase would be derived from the distributable profits of the Company.

IMPACT OF REPURCHASE

Taking into account the current working capital position of the Group, the Directors consider that, if the Repurchase Mandate was to be exercised in full, it might have a material adverse effect on the working capital and/or the gearing position of the Group compared with the position as at 31 December 2022, being the date of the Company's latest published audited consolidated financial statements. However, the Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements or the gearing levels of the Company which in the opinion of the Directors are from time to time appropriate for the Group.

DIRECTORS' 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 currently intends to sell Shares to the Company or its subsidiaries.

DIRECTORS' UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

CONNECTED PARTIES

The Listing Rules prohibit a company from knowingly purchasing its securities on the Stock Exchange from a “core connected person”, that is, a Director, chief executive or substantial shareholder of the Company or any of its subsidiaries or their respective close associates, and a core connected person (as defined in the Listing Rules) is prohibited from knowingly selling his/her/its securities of the Company to the Company.

As at the Latest Practicable Date, no core connected person has notified the Company that he/she/it has a present intention to sell Shares to the Company, or has undertaken not to do so in the event that the Repurchase Mandate is approved by the Shareholders.

EFFECT OF THE TAKEOVERS CODE

If, as a result of the exercise of the power to repurchase Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (as defined in the Takeovers Code) could obtain or consolidate control of the Company and may become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code and the provision may apply as a result of any such increase. The Directors are not aware of any consequences of repurchase which would arise under the Takeovers Code.

To the best of the knowledge and belief of the Directors, as at the Latest Practicable Date, the following Shareholders had interests representing 5% or more of the issued share capital of the Company and their shareholdings of the Company upon full exercise of the Repurchase Mandate are set out below:

Name of Shareholder	Nature of Interest	Number of Shares held/ interested	Approximate % of the total number of Shares in issue ⁽²⁾	Approximate % of the total number of Shares in issue should the Repurchase Mandate be exercised in full
Hong Kong Aerospace Technology Holdings Limited ("HKATH (BVI)")	Beneficial owner	78,343,553 ⁽¹⁾	25.35	28.17
Vision International Group Limited ("Vision")	Interest of a controlled corporation	78,343,553 ⁽¹⁾	25.35	28.17
	Beneficial owner	19,826,000	6.42	7.13
		98,169,553	31.77	35.30
Mr. Sun Fengquan ("Mr. Sun")	Interest of a controlled corporation ⁽³⁾	98,169,553	31.77	35.30

Notes:

1. Vision is interested in 100% of the issued shares of HKATH (BVI). Therefore, Vision is deemed or taken to be interested in the Shares held by HKATH (BVI) under the SFO.
2. The percentage shareholdings are based on a total of 309,000,000 Shares in issue.
3. These shares are directly held as to 6.42% by Vision and 25.35% by HKATH (BVI), while Vision is wholly-owned by Mr. Sun. Therefore, Mr. Sun is deemed or taken to be interested in the Shares held by HKATH (BVI) and Vision under the SFO.

In the event that the Repurchase Mandate is exercised in full, the interest in the Shares of Vision and Mr. Sun would increase from approximately 31.77% to approximately 35.30% of the issued share capital of the Company respectively. Accordingly, on the basis that no further Shares are issued or repurchased and there is no change in the shareholding structure, an exercise of the Repurchase Mandate in full would give rise to an obligation on Vision and Mr. Sun to make a mandatory general offer under the Takeovers Code. However, the Directors

have no present intention to exercise the Repurchase Mandate which would render any Shareholder or any other persons obliged to make a mandatory general offer under the Takeovers Code.

The Directors will not repurchase the Shares on the Stock Exchange if the repurchase would result in the number of the listed securities which are in the hands of the public falling below 25% of the total issued share capital of the Company, being the relevant minimum prescribed percentage for the Company as required by the Stock Exchange.

SHARE PRICE

The highest and lowest prices at which the Shares have been traded on the Stock Exchange in each of the 12 months immediately preceding (and including) the Latest Practicable Date are as follows:

	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2022		
April	27.10	12.20
May	22.85	16.22
June	20.15	17.46
July	18.66	8.62
August	10.98	7.90
September	18.80	8.50
October	12.24	8.62
November	11.20	4.27
December	9.98	4.39
2023		
January	7.79	5.44
February	17.80	5.78
March	16.10	10.76
April (up to the Latest Practicable Date)	11.50	8.01

SHARE REPURCHASE MADE BY THE COMPANY

The Company has not repurchased any of its Shares (whether on the Stock Exchange or otherwise) during the six months immediately preceding the Latest Practicable Date.

NOTICE OF AGM



Hong Kong Aerospace Technology Group Limited 香港航天科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1725)

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**AGM**”) of Hong Kong Aerospace Technology Group Limited (the “**Company**”) will be held at 1/F, Data Technology Hub, 5 Chun Cheong Street, Tseung Kwan O Industrial Estate, New Territories, Hong Kong on Wednesday, 28 June 2023 at 11:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive, consider and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2022 and the reports of the directors (the “**Directors**”) and auditors of the Company for the year ended 31 December 2022.
2. To consider and approve, each as a separate resolution, if thought fit, the following resolutions:
 - (a) To re-elect Mr. Lam Kin Fung Jeffrey as an executive Director;
 - (b) To re-elect Ms. Ku Ka Lee Clarie as an executive Director;
 - (c) To re-elect Dr. Mazlan Binti Othman as a non-executive Director;
 - (d) To re-elect Mr. Niu Aimin as a non-executive Director;
 - (e) To re-elect Mr. Brooke Charles Nicholas as an independent non-executive Director;
 - (f) To re-elect Mr. Hung Ka Hai Clement as an independent non-executive Director;
 - (g) To re-elect Mr. Juan de Dalmau-Mommertz as an independent non-executive Director;
 - (h) To authorise the board of Directors (the “**Board**”) to fix the remuneration of the Directors.
3. To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix its remuneration.

NOTICE OF AGM

To consider as special business and, if thought fit, passing with or without modification, the following resolutions as ordinary resolutions:

4. **“THAT:**

- (a) subject to paragraph (c) of this resolution, pursuant to the Rules (the “**Listing Rules**”) Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of HK\$0.01 each in the capital of the Company (“**Shares**”) or securities convertible into the Shares, options, warrants or similar rights to subscribe for any Shares, and to make or grant offers, agreements or options which might require the exercise of such powers, be and is hereby generally and unconditionally approved;
- (b) the approval given in paragraph (a) of this resolution shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options (including warrants, bonds and debentures convertible into the Shares) which might require the exercise of aforesaid powers after the end of the Relevant Period;
- (c) the total number of Shares allotted or agreed conditionally or unconditionally to be allotted and issued or dealt with (whether pursuant to an option or otherwise) by the Directors pursuant to the approval given in paragraph (a) and (b) of this resolution, otherwise than pursuant to:
 - i. a Rights Issue (as hereinafter defined); or
 - ii. any issue of Shares upon exercise of the rights of subscription or conversion attaching to any warrants issued by the Company or any securities which are convertible into the Shares; or
 - iii. the exercise of any option scheme or similar arrangement for the time being adopted for the grant or issue to eligible persons of Shares or rights to acquire Shares; or
 - iv. any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on the Shares pursuant to the articles of association of the Company in force from time to time,

shall not in total exceed 20% of the total number of the Shares in issue at the date of the passing of this resolution and the said approval shall be limited accordingly; and

NOTICE OF AGM

- (d) 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;
 - 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 of the Cayman Islands and/or other applicable laws to be held; or
 - iii. the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking, renewing or varying of the authority set out in this resolution.

“**Rights Issue**” means the allotment, issue or grant of Shares pursuant to an offer of Shares open for a period fixed by the Directors to holders of Shares whose names stand on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares at that date (subject to such exclusion 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, or the requirements of any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong).”

5. “**THAT:**

- (a) subject to paragraph (c) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase 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 such purpose, subject to and in accordance with rules and regulations of the Securities and Futures Commission of Hong Kong, the Stock Exchange, the articles of association of the Company and all applicable laws of the Cayman Islands and/or other applicable laws in this regards, be and the same is hereby generally and unconditional approved;
- (b) the approval in paragraph (a) of this resolution shall be in addition to any other authorisation given to the Directors and shall authorise the Directors on behalf of the Company during the Relevant Period to procure the Company to repurchase its Shares at a price determined by the Directors;

NOTICE OF AGM

- (c) the aggregate number of the Shares repurchased or agreed conditionally or unconditionally to be repurchased by the Company pursuant to paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the total number of the Shares in issue as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and
 - (d) for the purpose of this resolution, “**Relevant Period**” means the period from the time of 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 of the Cayman Islands and/or any applicable laws to be held; or
 - iii. the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking, renewing and varying the authority set out in this resolution.”
6. “**THAT** conditional upon the passing of Resolutions numbered 4 and 5 set out in the notice of the annual general meeting at which this resolution is considered, the general mandate granted to the Directors to allot, issue or otherwise deal with additional Shares pursuant to Resolution numbered 4 above of which this resolution forms part be and is hereby extended by the addition thereto of the aggregate number of the Shares repurchased or agreed to be repurchased by the Company under the authority granted pursuant to the Resolution numbered 5 above, provided that such number of Shares so repurchased by the Company shall not exceed 10% of the number of the Shares in issue as at the date of passing of this resolution.”

By order of the Board
Hong Kong Aerospace Technology Group Limited
Sun Fengquan
Co-Chairman and Chief Executive Officer

Hong Kong, 29 April 2023

NOTICE OF AGM

Notes:

- (1) Any member of the Company entitled to attend and vote at the AGM shall be entitled to appoint another person as its/his/her proxy to attend and vote instead of it/him/her and so appointed shall have the same right as the member to speak at the AGM. A member who is the holder of two or more Shares may appoint one or more proxies to attend and vote instead of it/him/her. A proxy need not be a member of the Company.
- (2) A form of proxy for use at the AGM is enclosed herewith.
- (3) The form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be under its seal or the hand of an officer, attorney or other person duly authorised.
- (4) The form of proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy thereof must be lodged at the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 48 hours before the time appointed for holding the AGM or any adjourned meeting (as the case may be) and in default the proxy shall not be treated as valid. Completion and return of the form of proxy shall not preclude members from attending and voting in person at the AGM or at any adjourned meeting (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
- (5) Where there are joint registered holders of any Share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such Share as if he/she was solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, the vote of that one of the said persons so present whose name stands first on the register of members in respect of such Share shall be accepted to exclusion of the votes of the other joint holders.
- (6) The register of members of the Company will be closed from Wednesday, 21 June 2023 to Wednesday, 28 June 2023, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for attending and voting at the AGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office 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 Tuesday, 20 June 2023.