

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Fuguiniao Co., Ltd. (the "Company"), you should at once hand this circular, together with the accompanying form of proxy to the purchaser or the 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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富貴鳥股份有限公司
FUGUINIAO CO., LTD.

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

(Stock Code: 1819)

**PROPOSED ELECTION OF THE THIRD SESSION OF THE BOARD AND
THE THIRD SESSION OF THE BOARD OF SUPERVISORS
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

A notice convening an extraordinary general meeting of the Company (the "EGM") to be held at 9:00 a.m. on Tuesday, 28 August 2018 at the meeting room of 4th Floor, Office Building, Fuguiniao Industrial Park, East Section, Baqi Road, Shishi City, Fujian Province, the PRC, is set out on pages 12 to 14 of this circular. A form of proxy for use at the EGM is also enclosed with this circular. Whether or not you intend to attend and vote at the EGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the H Shares 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, Wanchai, Hong Kong (in respect of H Shares), or to the Company's registered office in the PRC at Fuguiniao Industrial Park, East Section, Baqi Road, Shishi City, Fujian Province, the PRC (in respect of Domestic Shares) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the EGM or any adjourned meeting should you so wish.

13 July 2018

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DEFINITIONS

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

“Articles of Association”	the articles of association of the Company;
“Board”	the board of Directors of the Company;
“Company”	Fuguiniao Co., Ltd. (富貴鳥股份有限公司), a joint stock company incorporated in the PRC with its H Shares listed and traded on the Main Board of the Stock Exchange;
“Director(s)”	director(s) of the Company;
“Domestic Share(s)”	the ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in Reminbi by PRC nationals and/or PRC corporate entities;
“EGM”	the extraordinary general meeting of the Company to be held at 9:00 a.m. on Tuesday, 28 August 2018 at the meeting room of 4th Floor, Office Building, Fuguiniao Industrial Park, East Section, Baqi Road, Shishi City, Fujian Province, the PRC;
“H Share(s)”	the overseas listed foreign invested ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Main Board of the Stock Exchange;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Latest Practicable Date”	10 July 2018, being the latest practicable date prior to the printing of this circular for ascertaining certain information of this circular;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“New Supervisors”	Proposed Supervisors and Mr. Li Fengmao, the employee representative Supervisor;
“PRC”	the People’s Republic of China;
“Proposed Directors”	Mr. Lam Wo Ping, Mr. Lam Wing Ho, Mr. Xu Yukun, Mr. Cheung Ming Hung and Mr. Wang Zhiqiang;

DEFINITIONS

“Proposed Supervisors”	Mr. Li Yuzhong and Mr. Liu Dongqing;
“SFO”	Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong);
“RMB”	Renminbi, the lawful currency of the PRC;
“Share(s)”	the Domestic Share(s) and the H Share(s);
“Shareholder(s)”	the shareholder(s) of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited; and
“Supervisor(s)”	supervisor(s) of the Company.

LETTER FROM THE BOARD



富貴鳥股份有限公司
FUGUINIAO CO., LTD.

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

(Stock Code: 1819)

Executive Directors:

Mr. Lam Wo Ping (*Chairman*)
Mr. Lam Wing Ho
Mr. Xu Yukun

Independent non-executive Directors:

Mr. Wang Zhiqiang
Mr. Cheung Ming Hung

Registered office:

Fuguiniao Industrial Park
East Section, Baqi Road
Shishi City
Fujian Province
The PRC

Principal place of business

in Hong Kong:
Room 1908
19/F, West Tower
Shun Tak Centre
168–200 Connaught Road Central
Hong Kong

13 July 2018

To the Shareholders

Dear Sir or Madam,

**PROPOSED ELECTION OF THE THIRD SESSION OF THE BOARD AND
THE THIRD SESSION OF THE BOARD OF SUPERVISORS**

I. INTRODUCTION

The purpose of this circular is to give you the Notice and provide you with relevant information to enable you to make informed decision on whether to vote for or against the ordinary resolution to be proposed at the EGM for the following issues:

ORDINARY RESOLUTION

Proposed election of the third session of the Board and the third session of the board of Supervisors.

LETTER FROM THE BOARD

PROPOSED ELECTION OF THE THIRD SESSION OF THE BOARD AND THE THIRD SESSION OF THE BOARD OF SUPERVISORS

The term of office of the Directors and Supervisors of each session shall be three years. The Directors and Supervisors of the new session will be elected in a general meeting by resolutions passed by the Shareholders attending the meeting and holding more than half of the voting rights (including their proxies).

Directors

As the term of the second session of the Board has expired on 28 June 2018, the Board resolved to nominate the Proposed Directors to be re-elected/elected as members of the third session of the Board. The term of the Directors of the third session of the Board will be for a period of three years which is proposed to commence upon the approval at the EGM.

The second session of the Board consisted of seven Directors, including four executive Directors, namely Mr. Lam Wo Ping, Mr. Lam Wing Ho, Mr. Lam Wo Sze and Mr. Hong Huihuang and three independent non-executive Directors, namely Mr. Wang Zhiqiang, Mr. Cheung Ming Hung and Mr. Chung Wai Man.

The term of office of all Directors of the second session of the Board has expired on 28 June 2018. Four of such Directors have been nominated as the Proposed Directors for re-election as members of the third session of the Board, namely (i) Mr. Lam Wo Ping and Mr. Lam Wing Ho as executive Directors; and (ii) Mr. Wang Zhiqiang and Mr. Cheung Ming Hung as independent non-executive Directors.

As disclosed in the announcement of the Company dated 10 May 2018, Mr. Chung Wai Man tendered his resignation as independent non-executive Director on 4 May 2018 due to personal reason by giving the Company a three-month advance notice. Upon the resignation of Mr. Chung as independent non-executive Director becoming effective, he will also cease to be a member of the audit committee of the Company.

On 28 June 2018, the Board considered and approved the nomination of Mr. Xu Yukun as executive Director for a term commencing from the date of the EGM and ending on the expiry of the third session of the Board.

The third session of the Board shall consist of five Directors, including three executive Directors and two independent non-executive Directors.

Each of Mr. Lam Wo Sze and Mr. Hong Huihuang has notified the Board that he retired from his office as executive Director on the term expiration date and will not seek for re-election.

LETTER FROM THE BOARD

The nomination committee of the Board and the Board are of the view that the Proposed Directors to the third session of the Board possess diverse areas of expertise, including areas such as footwear and menswear, finance, accounting and management. They possess professional experience and knowledge which are strongly complementary to each other and such knowledge and experience are conducive to the scientific decision-making of the Board. At the same time, there are also diverse characteristics among the Proposed Directors to the Board in terms of age, and years of service, which can enhance and improve the performance of the Company.

Supervisors

The second session of the board of Supervisors consisted of three Supervisors, including Mr. Li Yuzhong and Ms. Lian Liqing who were elected by the Shareholders and Mr. Zhang Haimu who was elected by the employees of the Company.

The term of office of all Supervisors of the second session of the board of Supervisors has expired on 28 June 2018, and all existing Supervisors retired from the second session of the board of Supervisors. Mr. Li Yuzhong, being eligible, offers himself for re-election as the Shareholder representative Supervisor of the third session of the board of Supervisors at the EGM. On 3 July 2018, the board of Supervisors considered and approved the nomination of Mr. Liu Dongqing as candidate for Shareholder representative Supervisor for a term commencing from the date of the EGM and ending on the expiry of the third session of the board of Supervisors. Mr. Li Fengmao has been elected at the employee representatives' meeting as the employee representative Supervisor of the third session of the board of Supervisors.

Biographical details of each of the Proposed Directors and Proposed Supervisors are set out below as required under Rule 13.51(2) of the Listing Rules to enable the Shareholders to make an informed decision on their re-election/election.

Save as disclosed herein, as at the Latest Practicable Date, each of the Proposed Directors and the Proposed Supervisors does not (i) have any relationship with any other Directors, Supervisors, senior management or substantial or controlling Shareholders of the Company; (ii) hold any other position with the Company and other members of the Group; (iii) hold any directorships in other listed public companies in the last three years and; (iv) hold any interest in the shares of the Company within the meaning of Part XV of the SFO. There is no information in relation to each of the Proposed Directors and Proposed Supervisors required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, nor are there other matters in relation to the re-election/election that need to be brought to the attention of the Shareholders.

The Board also recommends the Shareholders to approve and authorise the remuneration committee of the Board to determine, upon the re-election/election of each of the Proposed Directors and Proposed Supervisors being approved at the

LETTER FROM THE BOARD

EGM, the remuneration of each of the Proposed Directors and New Supervisors according to the Company's internal policies, and to authorise the chairman of the Board or any executive Director to enter into a service contract with each of the Proposed Directors and New Supervisors (except with himself) and handle all other relevant matters on behalf of the Company upon the re-election/election of each of the Proposed Directors and Proposed Supervisors being approved at the EGM. The Company will disclose detailed information in relation to the remuneration of each of the Proposed Directors and New Supervisors in its annual reports.

II. NOTICE OF EGM

The EGM will be held at the meeting room of 4th Floor, Office Building, Fuguiniaio Industrial Park, East Section, Baqi Road, Shishi City, Fujian Province, the PRC at 9:00 a.m. on Tuesday, 28 August 2018. The Notice of the EGM is set out on pages 12 to 14 of this circular.

III. BOOK CLOSE PERIOD

The register of members of the H Shares will be closed from Sunday, 29 July 2018 to Tuesday, 28 August 2018 (both days inclusive) in accordance with the Articles of Association. During such period, no transfer of H Shares will be registered. In order to qualify to attend and vote at the EGM, holders of H Shares whose transfers have not been registered must deposit their instruments of transfer together with the relevant share certificates at the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17/F., Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 27 July 2018.

IV. REPLY SLIP AND PROXY FORM

If you are eligible and intend to attend the EGM, please complete and return the reply slip, in accordance with the instructions printed thereon as soon as possible and in any event no later than 20 days before the date appointed for holding the EGM or any adjournment thereof.

Shareholders who intend to attend the EGM by proxy are required to complete and return the proxy form, in accordance with the instructions printed thereon as soon as possible and in any event not later than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

LETTER FROM THE BOARD

V. VOTING BY POLL AT THE EGM

Pursuant to Rule 13.39(4) of the Listing Rules, the resolutions to be proposed at the EGM as set out in the Notice set out at the end of this circular must be taken by poll. The chairman of the EGM will therefore demand a poll for every such resolution put to the vote at the EGM. On a poll, every Shareholder present in person or by proxy or (being a corporation) by its duly authorized representative shall have one vote for each Share of the Company registered in his or her name in the register of Shareholders. A Shareholder entitled to more than one vote need not use all his or her votes or cast all the votes he or she uses in the same way.

VI. RECOMMENDATION

The Board considers that all resolutions set out in the Notice for Shareholders' consideration and approval are in the best interests of the Company and its Shareholders. As such, the Board recommends the Shareholders to vote in favor of the resolutions set out in the Notice which are to be proposed at the EGM.

VII. 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.

By order of the Board
Fuguiniao Co., Ltd.
Lam Wo Ping
Chairman

EXECUTIVE DIRECTORS

Mr. Lam Wo Ping (林和平), aged 61, is one of the Founders of the Company. He currently serves as director of the Company's subsidiaries, namely Fuguiniao (HongKong) Limited and Hong Kong Anywalk International Fashions Limited, as well as the chairman of board of directors of the Company's subsidiary Fuguiniao (Fujian) Shoes Clothes Co., Ltd.*. Mr. Lam is primarily responsible for the overall strategies, planning and business development of the Group. Mr. Lam has over 30 years of experience in the footwear and apparel industry. He once held positions of chairman of board of directors of Fulin Footwear from August 1991 to October 2010, the chairman of board of directors of the Company's predecessor Fuguiniao Shoes Development Co., Ltd. Shishi (石獅市富貴鳥鞋業發展有限公司) from November 1995 to July 2011, and the chairman of board of directors of the Company's predecessor Fuguiniao (China) Co., Ltd. (富貴鳥(中國)有限公司) from July 2011 to June 2012. He served as chairman of the Board of the Company from June 2012.

Mr. Lam has received numerous recognitions and awards during the past years, including the recognition as a senior economist (高級經濟師) by Fujian Title Reform Leading Group (福建省職稱改革領導小組) and Fujian Human Resources Department (福建省人事廳) in December 1997, and the title of National Model Worker in Light Industry (全國輕工業勞動模範) by the Ministry of Personnel of the PRC (中華人民共和國人事部), China National Light Industry Council (中國輕工業聯合會) and All China Federation of Handicraft Industrial Cooperatives (中國全國手工業合作總社) in December 2007. He has also been the vice president of the Fujian Industry and Commerce League (General Chamber of Commerce) (福建省工商業聯合會) since September 2012. Mr. Lam Wo Ping graduated from the course in relation to capital operation for chief executives organised by Executive Development Program Center of the Management School of Xiamen University (廈門大學) in August 2014.

Mr. Lam Wo Ping is the brother of Mr. Lam Wo Sze, a controlling shareholder of the Company, as well as a cousin of Mr. Lam Wing Ho, an executive Director of the Company.

As at the Latest Practicable Date, Mr. Lam is deemed to be interested in (i) 849,484,000 H Shares beneficially owned by Fuguiniao Group Limited, which is owned by Mr. Lam as to 32.5% and (ii) 20,000,000 H shares held through Wo Hing (China) Trading Limited, a company wholly-owned by Mr. Lam, within the meaning of Part XV of the SFO.

Mr. Lam Wing Ho (林榮河), aged 62, is one of the Founders of the Group. He currently serves as director of the Company's subsidiaries, namely Fuguiniao (HongKong) Limited, Hong Kong Anywalk International Fashions Limited and Fuguiniao (Fujian) Shoes Clothes Co., Ltd.*. Mr. Lam is primarily responsible for the administrative affairs and public relations work of the Group. Mr. Lam has over 30 years of experience in the footwear and apparel industry. He once held positions of vice chairman and general manager of Fulin Footwear from August 1991 to October 2010, a director of our predecessor Fuguiniao Shoes Development Co., Ltd. Shishi (石獅市富貴鳥鞋業發展有限公司) from November 1995 to July 2011, and a director of our predecessor Fuguiniao (China) Co., Ltd. (富貴鳥(中國)有限公司) from July 2011 to June 2012. Mr. Lam Wing Ho was appointed as a non-executive Director of our Company on 29 June 2012 and was re-designated from a non-executive Director to an executive Director of the Company on 2 April 2014. He was recognised as a senior economist (高級經濟師) by Fujian Human Resources Department (福建省人事廳) in September 2001. He also concurrently holds positions including deputy chairman of China National Garment Association (中國服裝協會) and honorary chairman of Quanzhou Textile and Garments Commerce Chamber (泉州市紡織服裝商會).

Mr. Lam Wing Ho is a cousin of Mr. Lam Wo Ping, an executive Director of the Company, as well as a cousin of Mr. Lam Wo Sze, a controlling shareholder of the Company.

As at the Latest Practicable Date, Mr. Lam is deemed to be interested in 849,484,000 H Shares beneficially owned by Fuguiniao Group Limited, which is owned by Mr. Lam as to 22.5%, within the meaning of Part XV of the SFO.

Mr. Xu Yukun (許玉坤), aged 45, graduated from Xiamen University with the self-study Diploma of Accounting and Zhejiang University with a Bachelor's degree of Business Administration in Adult Education. He is a senior accountant and an international certified public accountant. Mr. Xu has over 20 years of work experience in financial management and corporate accounting. Mr. Xu served as chief financial officer of Fujian Hengtaixiang Logistics Co., Ltd.* (福建省恒泰祥物流有限公司) from October 2016 to June 2018, and served as financial manager of Shishi Mobile Communications Corporation* (石獅移動通訊公司) from October 1999 to July 2016.

* for translation purpose only

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wang Zhiqiang (王志強), aged 51, is a professor in accounting and doctoral supervisor in accounting of Xiamen University (廈門大學). From July 1991 to September 1998, he held positions of lecturer and associate professor of the School of Economics, Xiamen University. Since September 1998, he has held positions including associate professor, professor and assistant to dean of the School of Management, Xiamen University. For the period from September 2006 to September 2008, he also held concurrent positions as assistant to the dean of the Institute for Financial Management & Accounting Studies of Xiamen University. In addition to his academic participation, Mr. Wang has also been an independent director of Fujian Minfa Aluminum Inc (福建省閩發鋁業股份有限公司, stock code: 002578) since December 2010, a company listed on the Small and Medium Enterprise Board of Shenzhen Stock Exchange (深圳證券交易所中小板). He has also been an independent director of Shenyang Sinqi Pharmaceutical Co., Ltd. (瀋陽興齊眼藥股份有限公司) since December 2011. He received a doctorate in economics (specialised in accounting) from Xiamen University in July 2002. Mr. Wang also attended and completed the training provided by Shenzhen Stock Exchange for senior management of listed companies in March 2010.

Mr. Cheung Ming Hung (張銘洪), aged 55, was a professor and doctoral supervisor majoring in finance and internet economics of the School of Economics of Xiamen University (廈門大學經濟學院). He has been working and teaching in Xiamen University since 2002, where he was the director of the Laboratory Center of Economics and Management Center of Xiamen University (廈門大學經濟與管理教學實驗中心) (rated as the National Teaching Demonstration Center (國家級教學示範單位) in 2007) from 2002 to 2007 and the deputy director of the department of finance of Xiamen University from 2008 to 2013. He has also been the vice chairman of the labor union of Xiamen University since 2012. Mr. Cheung Ming Hung received a doctor's degree in economics from Xiamen University in July 2001. His teaching and research fields cover the internet economics and government regulation and finance and taxation theories and policies. His academic thesis and research projects were frequently published in various works and journals. He has also been granted many awards, including the second prize of the National Excellence Teaching Award (國家優秀教學成果獎二等獎), the first prize of Nanqiang Award of Xiamen University (廈門大學南強一等獎) and the third price of the 8th Social Science Excellent Achievement Award of Fujian Province (福建省第八屆社會科學優秀成果三等獎).

SUPERVISORS

Mr. Li Yuzhong (李玉中), aged 52, worked for China Leather and Footwear Industry Research Institute (中國皮革和製鞋工業研究院) from July 1989 to April 1990, and then has been working for China Leather Association (中國皮革協會) since April 1990, where he held the position of vice secretary general from September 1999 to September 2007, vice president from September 2007 to September 2011, and has been vice managing president and secretary general since September 2011. He has also been an independent director of Guirenniao Co., Ltd. (貴人鳥股份有限公司) since March 2011 and an independent director of Qingdao Hengda Co., Ltd. (青島亨達股份有限公司) since June 2011. He has served as head of the National Shoe Standardization Technical Committee (全國製鞋標準化技術委員會) and the head of the National Leather Industry Standardization Technical Committee (全國皮革工業標準化技術委員會) since August 2013. He had been an independent director of the Company since June 2012 to October 2015. He received a bachelor's degree in leather engineering from Northwest Institute of Light Industry (西北輕工業學院) (now Shaanxi University of Science and Technology (陝西科技大學)) in July 1989, and graduated as a postgraduate student in economic management from Party School of the Central Committee of C.P.C. (中共中央黨校) after completing a long distance learning program in May 2001.

Mr. Liu Dongqing (劉東清), aged 38, graduated from the School of Economics and Management of Beijing Forestry University with a major in Accounting (Finance). He joined the Company in February 2005. He served as an accountant and chief accountant of the Company from February 2005 to May 2013, and then served as a deputy manager of finance of the Company from June 2013 to July 2018. Mr. Liu worked as an assistant credit rating analyst from Beijing Credit Management Co., Ltd. from August 2003 to July 2004. He worked as an audit assistant in Beijing Zhonghongxin Certified Public Accountants* (北京中鴻信會計師事務所) from August 2004 to December 2004.

* for translation purpose only

NOTICE OF EXTRAORDINARY GENERAL MEETING

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富貴鳥股份有限公司 FUGUINIAO CO., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1819)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an extraordinary general meeting (the “EGM”) of Fuguiniao Co., Ltd. (the “Company”) will be held at 9:00 a.m. on Tuesday, 28 August 2018 at the meeting room of 4th Floor, Office Building, Fuguiniao Industrial Park, East Section, Baqi Road, Shishi City, Fujian Province, the PRC, to consider and if thought fit, to pass the following resolution:

ORDINARY RESOLUTION

1. To consider and approve the election of the third session of the board (the “Board”) of directors (the “Directors”) and the third session of the board of supervisors:
 - (a) To consider and approve the re-election of Mr. Lam Wo Ping as an executive Director of the third session of the Board;
 - (b) To consider and approve the re-election of Mr. Lam Wing Ho as an executive Director of the third session of the Board;
 - (c) To consider and approve the election of Mr. Xu Yukun as an executive Director of the third session of the Board;
 - (d) To consider and approve the re-election of Mr. Wang Zhiqiang as an independent non-executive Director of the third session of the Board;
 - (e) To consider and approve the re-election of Mr. Cheung Ming Hung as an independent non-executive Director of the third session of the Board;
 - (f) To consider and approve the re-election of Mr. Li Yuzhong as a supervisor of the third session of the board of supervisors;

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (g) To consider and approve the election of Mr. Liu Dongqing as a supervisor of the third session of the board of supervisors;
- (h) To consider and authorise the remuneration committee of the Board to determine, upon the re-election/election of each of the candidates for the third session of the Board and the board of supervisors being approved at the EGM, the remuneration of each of the members for the third session of the Board and the board of supervisors according to the Company's internal policies; and
- (i) To consider and authorise the chairman of the Board or any executive Director to enter into a service contract with each of the members for the third session of the Board and the board of supervisors (except with himself) and handle all other relevant matters on behalf of the Company upon the re-election/election of each of the candidates for the third session of the Board and the board of supervisors being approved at the EGM.

By order of the Board
Fuguiniao Co., Ltd.
Lam Wo Ping
Chairman

Hong Kong, 13 July 2018

Notes:

1. In order to ascertain the entitlement of shareholders of the Company (the "Shareholders") to attend and vote at the EGM, the H share register of members of the Company will be closed from Sunday, 29 July 2018 to Tuesday, 28 August 2018 (both days inclusive), during which periods no transfer of Shares will be registered.

In order to qualify for attending and voting at the forthcoming EGM, holders of H Shares of the Company (the "H Shares") and holders of domestic Shares of the Company (the "Domestic Shares") shall lodge transfer documents with the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong and the Company's registered office in the PRC, respectively, for registration before 4:30 p.m. on Friday, 27 July 2018.

2. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and, in the event of a poll, vote on their behalves. A proxy need not be a Shareholder.
3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.
4. In order to be valid, the proxy form must be deposited, for the holders of H Shares, to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, or for the holders of Domestic Shares, to the Company's registered office in the PRC, not less than 24 hours before the time for holding the EGM. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meetings should you so wish.

NOTICE OF EXTRAORDINARY GENERAL MEETING

5. Shareholders shall produce their identity documents and supporting documents in respect of Shares held when attending the EGM. If corporate Shareholders appoints authorised representative to attend the EGM, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other authorised parties of the corporate Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the proxy form signed by the Shareholders or their attorney when attending the EGM.
6. Shareholders who intend to attend the EGM should complete and return the reply slip in writing by hand or by post to the Company's H Shares registrar in Hong Kong (for holders of H Shares) or the registered office of the Company in the PRC (for holders of Domestic Shares) before 7 August 2018.
7. The EGM is expected to be held for less than half a day. Shareholders who intend to attend the EGM shall arrange and bear their own transportation and accommodation expenses.
8. The name and address of the Company's H shares registrar in Hong Kong is as follows:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor,
Hopewell Centre,
183 Queen's Road East,
Wanchai,
Hong Kong
9. The registered office of the Company in the PRC is as follows:

Fuguiniao Industrial Park,
East Section, Baqi Road,
Shishi City,
Fujian Province,
The PRC
10. Where there are joint registered holders of any Share(s), any one of such joint holders may attend and vote at the EGM, either in person or by proxy, in respect of such Share(s) as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the EGM or any adjourned meeting thereof (as the case may be), the most senior shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

As at the date of this notice, the executive Directors are Mr. Lam Wo Ping (Chairman), Mr. Lam Wing Ho and Mr. Xu Yukun, and the independent non-executive Directors are Mr. Wang Zhiqiang and Mr. Cheung Ming Hung.