

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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;

- (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  
**Fuginiao 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.

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 announcement, 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.*