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**EAGLE LEGEND ASIA**

## **EAGLE LEGEND ASIA LIMITED**

**鵬程亞洲有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 936)**

### **NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “**EGM**”) of Eagle Legend Asia Limited (the “**Company**”) will be held at Suite 2418, 24/F, Jardine House, 1 Connaught Place, Central, Hong Kong on Friday, 22 May 2020 at 1:30 p.m. for the purposes of considering and, if thought fit, passing, with or without amendments, the following resolutions as the ordinary resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

1. “**THAT:**

- (i) the agreement dated 24 February 2020 (the “**Agreement**”) entered into by and between Lucky Boom Investments Limited 祥盛投資有限公司, a wholly-owned subsidiary of the Company, as the vendor and Mr. He Xiaoyang\* (何曉陽), being a shareholder of the Best Earnest Investments Limited 佳誠投資有限公司 (the “**Target Company**”) and holding 49% of the issued share capital of the Target Company, as the purchaser, in relation to the sale and purchase of 102 ordinary shares in the issued share capital of the Target Company, representing 51% of the issued share capital of the Target Company (a copy of which has been tabled at the meeting marked “A” and signed by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (ii) any one director of the Company (the “**Director**”) be and is authorised to do all such things and take all such actions as he may consider necessary or desirable to implement and/or give effect to the Agreement and the transaction contemplated thereunder; and

- (iii) words and expressions that are not expressly defined in this resolution shall bear the same meaning as that defined in the circular dated 7 May 2020 of the Company.”
2. Mr. Chen Huajie (陳華杰) be re-elected as an executive Director and the board of Directors of the Company (the “**Board**”) be authorized to fix his remuneration.
  3. Mr. Zhao Yi (趙毅) be re-elected as an executive Director and the Board be authorized to fix his remuneration.
  4. Mr. Li Yongjun (李永軍) be re-elected as an independent non-executive Director and the Board be authorized to fix his remuneration.
  5. Mr. Diao Yingfeng (刁英峰) be re-elected as an independent non-executive Director and the Board be authorised to fix his remuneration.

By Order of the Board  
**Eagle Legend Asia Limited**  
**Guo Peineng**  
*Deputy Chairman*

Hong Kong, 7 May 2020

*Notes:*

1. Any shareholder of the Company entitled to attend and vote at the meeting or its adjournment meeting is entitled to appoint one (or, if he/she/it holds two or more Shares, more than one) or more proxies to attend and vote instead of him/her/it. A proxy needs not be a shareholder of the Company but must be present in person at the EGM. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which such proxy is so appointed.
2. In order to be valid, a form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must be deposited at the office of the Company’s Hong Kong branch share registrar and transfer, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the meeting or the poll concerned if he/she/it so wishes and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

3. For determining the entitlement of the shareholder of the Company to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 19 May 2020 to Friday, 22 May 2020 (both dates inclusive), during which period no transfer of shares will be effected. To qualify for attending and voting at the EGM, non-registered shareholders of the Company must lodge all transfer documents, accompanied by the relevant share certificates with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Monday, 18 May 2020.
4. In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she/it were solely entitled thereto if more than one of such joint holders are present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the name stands first in the register of shareholders of the Company in respect of the joint holding.
5. All the resolutions set out in this notice shall be decided by poll.
6.
  - (a) Subject to paragraph (b) below, if a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is expected to be in force at any time between 8:00 a.m. and 11:00 a.m. on the date of the EGM, the EGM will be postponed and the shareholders of the Company will be informed of the date, time and venue of the postponed EGM by an announcement posted on the respective websites of the Company and the Stock Exchange.
  - (b) If a Typhoon Signal No. 8 or above or a Black Rainstorm Warning Signal is cancelled at or before three hours before the time fixed for holding the EGM and where conditions permit, the EGM will be held as scheduled.
  - (c) The EGM will be held as scheduled when an Amber or Red Rainstorm Warning Signal is in force.
  - (d) After considering their own situations, the shareholders of the Company should decide on their own as to whether they would attend the EGM under any bad weather condition and if they do so, they are advised to exercise care and caution.
7. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
8. As at the date hereof, the Board comprises Mr. Guo Peineng, Mr. Zhao Yi and Mr. Chen Huajie as executive Directors; and Mr. Xu Xiaowu, Mr. Li Yongjun and Mr. Diao Yingfeng as independent non-executive Directors.

## **PRECAUTIONARY MEASURES FOR THE EGM**

The holding of the EGM in order to comply with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the articles of association of the Company (the “**Articles of Association**”) could potentially create a significant risk in terms of the spread of the novel coronavirus disease (“**COVID-19**”) pandemic because of large crowds coming together.

To reduce the risk of spreading the COVID-19 pandemic and for the health and safety of the attendees of the EGM, the Company wishes to remind the shareholders of the Company (the “**Shareholders**”) and their proxies as follow:

### **No attendance**

Those individual Shareholders who have any symptoms of an upper respiratory system disease or are under any quarantine requirements are advised not to attend the EGM in person.

### **Not later than 48 hours before the time of the EGM**

- (i) For the health and safety of the Shareholders, the Company would like to encourage the Shareholders to exercise their right to vote at the EGM by appointing the chairman of the EGM (the “**Chairman**”) as their proxy instead of attending the EGM in person. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the EGM or any adjournment thereof should they subsequently so wish. Shareholders may appoint the Chairman to attend and vote on their behalf by completing and depositing the forms of proxy enclosed with the Circular with the Company’s branch share registrars in Hong Kong, whose address is stated below:

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen’s Road East  
Hong Kong

- (ii) Shareholders may send their questions in connection with the proposed resolutions stated in the notice of the EGM by post to Ms. Ada Poon, Company Secretary, Unit 3610, 36/F., the Center, 99 Queen’s Road Central, Central, Hong Kong or by email to [infoela@elasia ltd.com](mailto:infoela@elasia ltd.com). If considered appropriate by the Directors at their absolute discretion, the questions will be answered firstly by the chairman of the meeting or other Directors present thereat on the floor and then answered in writing to the Shareholders concerned.

### **At the venue of the EGM**

- (i) The Company will take the body temperature of the intended attendees and refuse entry of those with a temperature of 37.1 degree Celsius or above.
- (ii) Attendees are requested to observe good personal hygiene at all times at the EGM venue and alcohol rubs or hand sanitiser will be provided for use.
- (iii) Attendees must wear face-masks throughout the EGM and sit at a distance from other attendees and those not wearing face-masks may be denied entry to the venue of the EGM. Please note that no mask will be provided at the EGM venue and attendees should bring and wear their own masks.
- (iv) No drinks, refreshments or souvenirs will be provided.
- (v) Attendees who do not comply with the precautionary measures (i) to (iii) above or been found to have the symptom(s) of an upper respiratory system disease or be obeying a quarantine order may be denied entry to the EGM venue at the absolute discretion of the Company as permitted by law.

*As of the date of this notice, the board of directors of the Company comprises three executive directors, Mr. Guo Peineng, Mr. Zhao Yi and Mr. Chen Huajie, and three independent non-executive directors, Mr. Xu Xiaowu, Mr. Li Yongjun and Mr. Diao Yingfeng.*