

1. **Chairman**

Chairman Chen Siqing took the chair of this meeting.

2. **Quorum and Notice of Meeting**

Mr. Luo Nan, the Company Secretary, confirmed that a quorum was present and Chairman Chen declared the meeting open. The notice convening this meeting (the “Notice”) was contained in the circular that had been dispatched to the shareholders on 18 April 2018.

3. **Voting at the Meeting**

All resolutions put to this meeting would be voted on by poll. The votes for all resolutions would be taken at the same time after all the resolutions had been proposed and put to vote at the meeting. The Company had appointed Computershare Hong Kong Investor Services Limited (“Computershare”), the Company’s share registrar, as the scrutineer for the poll voting.

4. **Resolution 1 – To receive and consider the audited Financial Statements and the Reports of Directors and of the Auditor of the Company for the year ended 31 December 2017**

Chairman Chen advised that Resolution 1 was related to the adoption of the audited Financial Statements and the Reports of Directors and of the Auditor of the Company for the year ended 31 December 2017. Details of the same had been published in the Company’s 2017 Annual Report.

It was noted that the audited Financial Statements and the Reports of Directors and of the Auditor of the Company for the year ended 31 December 2017 were included in the 2017 Annual Report of the Company, which had been dispatched to the shareholders on 18 April 2018, and was tabled at the meeting.

The following resolution was proposed by Mr. Chang Siu Tsun (as proxy for shareholders, Mr. Wu Yuan and Mdm. Yuan Jin) and seconded by Mdm. Ngai Laam (as proxy for a shareholder, Mr. To Chi Wing):

“**THAT** the audited Financial Statements and the Reports of Directors and of the Auditor of the Company for the year ended 31 December 2017, as presented be received and adopted.”

5. Resolution 2 – To declare a final dividend of HK\$0.758 per share for the year ended 31 December 2017

Resolution 2 related to the declaration of a final dividend for the year ended 31 December 2017. Chairman Chen informed the shareholders that the Board of Directors had recommended a final dividend of HK\$0.758 per share. Together with the interim dividend of HK\$0.545 per share and the special dividend of HK\$0.095 per share declared in August 2017, the total dividend payout for 2017 would be HK\$1.398 per share. If approved, the final dividend would be paid on 16 July 2018 to shareholders whose names appear on the Register of Members of the Company on 9 July 2018.

The following resolution was proposed by Mr. Lee Chun Wai (as proxy for a shareholder, Mdm. Cheng Man Yan) and seconded by Mdm. Wong Ching Shan (as proxy for a shareholder, Mdm. Lee Kit Ha):

“**THAT** a final dividend of HK\$0.758 per share for the year ended 31 December 2017 be paid on 16 July 2018 to shareholders whose names appeared on the Register of Members of the Company on 9 July 2018.”

6. Resolution 3 – To re-elect Mr. Koh Beng Seng, Mr. Tung Savio Wai-Hok and Mr. Gao Yingxin as Directors

Resolution 3 related to the re-election of Directors of the Company. Chairman Chen informed the shareholders that according to the Company’s Articles of Association, one-third of the Directors or the nearest number to but not less than one-third of the Directors, who are longest in the office, should retire from office by rotation and be eligible for re-election at each annual general meeting.

Details of the Directors offering themselves for re-election had been set out in the Company’s circular which was dispatched to the shareholders on 18 April 2018 (the “**Circular**”), under which there was a change on Mr. Ren Deqi, whom had resigned as Non-executive Director of the Company on 12 June 2018 and he was no longer the Director of the Company prior to the convention of this general meeting. In accordance with the Company’s Articles of Association, Mr. Gao Yingxin, being a

Director whom was the longest in office since his last election at the general meeting would retire and offer himself for re-election. The Company had issued relevant announcement on 25 June 2018 (the “**Announcement**”) giving additional information on the re-election of the retiring Director. The controlling shareholder of the Company had proposed a motion to the Company regarding the re-election of Mr. Gao Yingxin as Director of the Company.

Accordingly, the Directors namely Mr. Koh Beng Seng, Mr. Tung Savio Wai-Hok and Mr. Gao Yingxin would retire at this annual general meeting. The biographical details of the Directors offering themselves for re-election and their performance during 2017 had been set out in the Company’s 2017 Annual Report and the Circular as well as the Announcement.

(a) Re-election of Mr. Koh Beng Seng

Chairman Chen informed the shareholders that Mr. Koh Beng Seng is the Independent Non-executive Director of the Board, the Chairman of the Risk Committee and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee of the Company.

The following resolution was proposed by Mdm. Cheung Ka Man Carman (as proxy for a shareholder, Mr. Wong Tak Ming) and seconded by Mr. Yee Kit Leung Stephen (as proxy for a shareholder, Mdm. Hung Siu Ling):

“**THAT** the re-election of Mr. Koh Beng Seng as a Director of the Company be approved.”

(b) Re-election of Mr. Tung Savio Wai-Hok

Chairman Chen informed the shareholders that Mr. Tung Savio Wai-Hok is the Independent Non-executive Director of the Board, the Chairman of the Audit Committee and a member of each of the Remuneration Committee, the Nomination Committee, the Risk Committee and the Strategy and Budget Committee.

The following resolution was proposed by Mr. Chang Siu Tsun (as proxy for shareholders, Mr. Wu Yuan and Mdm. Yuan Jin) and seconded by Mdm. Ngai Laam (as proxy for a shareholder, Mr. To Chi Wing):

“**THAT** the re-election of Mr. Tung Savio Wai-Hok as a Director of the Company be approved.”

(c) Re-election of Mr. Gao Yingxin

Chairman Chen informed the shareholders that Mr. Gao Yingxin is the Vice Chairman and Chief Executive of the Company, and a member of the Strategy and Budget Committee of the Company.

The following resolution was proposed by Mr. Lee Chun Wai (as proxy for a shareholder, Mdm. Cheng Man Yan) and seconded by Mdm. Wong Ching Shan (as proxy for a shareholder, Mdm. Lee Kit Ha):

“**THAT** the re-election of Mr. Gao Yingxin as a Director of the Company be approved.”

7. Resolution 4 – To re-appoint Ernst & Young as Auditor of the Company and authorise the Board of Directors or a duly authorised Committee of the Board to determine the remuneration of the Auditor

Resolution 4 related to the re-appointment of Ernst & Young as Auditor of the Company and the authorisation of the Board of Directors or a duly authorised Committee of the Board to determine the remuneration of the Auditor.

The following resolution was proposed by Mdm. Cheung Ka Man Carman (as proxy for a shareholder, Mr. Wong Tak Ming) and seconded by Mr. Yee Kit Leung Stephen (as proxy for a shareholder, Mdm. Hung Siu Ling):

“**THAT** Ernst & Young be re-appointed as the Auditor of the Company and the Board of Directors or a duly authorised Committee of the Board be authorised to determine the remuneration of the Auditor.”

8. Resolution 5 - To grant a general mandate to the Board of Directors to allot, issue and deal with additional shares in the Company

Resolution 5 related to the proposed grant of a general mandate to the Board of Directors to allot, issue and deal with additional shares in the Company. Chairman Chen informed the shareholders that the Board was aware of the investors’ concerns on possible dilution of the shareholders’ value resulting from the exercise of the

power pursuant to such mandate. As the Company is committed to upholding high standards of corporate governance, the Board proposed to voluntarily restrict this general mandate up to 5% of the total number of shares of the Company in issue as at the date of passing of this resolution if such shares were issued solely for cash and unrelated to any asset acquisition, otherwise the general mandate would remain at 20% of the total number of shares of the Company in issue as at the date of passing of this resolution, details of which had been set out in the Circular.

The following resolution was proposed by Mr. Chang Siu Tsun (as proxy for shareholders, Mr. Wu Yuan and Mdm. Yuan Jin) and seconded by Mdm. Ngai Laam (as proxy for a shareholder, Mr. To Chi Wing):

“THAT:

- (A) subject to paragraph (B) of this Resolution, the exercise by the Board of Directors during the Relevant Period of all the powers of the Company to allot, issue, grant, distribute and otherwise deal with additional Shares and to make, issue or grant offers, agreements, options, warrants and other securities which will or might require Shares to be allotted, issued, granted, distributed or otherwise dealt with during or after the end of the Relevant Period, be and is hereby generally and unconditionally approved;
- (B) the total number of Shares allotted, issued, granted, distributed or otherwise dealt with or agreed conditionally or unconditionally to be allotted, issued, granted, distributed or otherwise dealt with (whether pursuant to an option, conversion or otherwise) by the Board of Directors pursuant to the approval in paragraph (A) of this Resolution, otherwise than pursuant to:
 - (i) a Rights Issue; or
 - (ii) the exercise of rights of subscription or conversion under the terms of any warrant issued by the Company or any securities which are convertible into Shares; or
 - (iii) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares pursuant to the articles of association of the Company from time to time; or

- (iv) any share option scheme or savings-based share option plans or similar arrangement for the time being adopted by the Company (if applicable) for the grant or issue to eligible participants of such scheme, plan or arrangement of Shares or rights to acquire Shares,

shall not exceed the aggregate of:

- (a) 20% or, in the case of issue of Shares solely for cash and unrelated to any asset acquisition, 5% of the total number of Shares in issue as at the date of passing of this Resolution (subject to adjustment in the case of any subdivision and consolidation of Shares after the passing of this Resolution); and
- (b) (if the Board of Directors is so authorised by a separate resolution of the shareholders of the Company) the total number of Shares in issue bought back by the Company subsequent to the passing of this Resolution (up to a maximum equivalent to 10% of the total number of Shares in issue as at the date of passing of this Resolution (subject to adjustment in the case of any subdivision and consolidation of Shares after the passing of this Resolution)),

and the said approval shall be limited accordingly; and

(C) for the purpose of this Resolution:

- (i) “Relevant Period” means the period from (and including) the date of passing of this Resolution until whichever is the earliest of:
 - (a) the conclusion of the next annual general meeting of the Company;
 - (b) 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 by any applicable law to be held; and
 - (c) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

- (ii) “Rights Issue” means an offer of Shares open for a period fixed by the Board of Directors to the holders of Shares whose names appear on the register of members of the Company (and, if appropriate, to the holders of warrants and other securities which carry a right to subscribe or purchase Shares on the relevant register) on a fixed record date in proportion to their holdings of such Shares (and, if appropriate, such warrants and other securities) as at that date (subject to such exclusions or other arrangements as the Board of Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any legal or practical restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any jurisdiction or territory applicable to the Company); and
- (iii) “Shares” means ordinary shares in the capital of the Company.”

9. Resolution 6 – To grant a general mandate to the Board of Directors to buy back shares in the Company

Resolution 6 related to the proposed grant of a general mandate to the Board of Directors to buy back shares in the Company, not exceeding 10% of the total number of shares of the Company in issue as at the date of passing of this resolution. Chairman Chen informed the shareholders that an explanatory statement on the buy-back mandate was included in the Circular, which had been dispatched to the shareholders of the Company on 17 April 2018 in accordance with the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The following resolution was proposed by Mr. Lee Chun Wai (as proxy for a shareholder, Mdm. Cheng Man Yan) and seconded by Mdm. Wong Ching Shan (as proxy for a shareholder, Mdm. Lee Kit Ha):

“THAT:

- (A) subject to paragraph (B) of this Resolution, the exercise by the Board of Directors during the Relevant Period of all the powers of the Company to buy back Shares on The Stock Exchange of Hong Kong Limited or any other stock exchange on which the Shares may be listed and which is recognised by the Securities and Futures Commission of Hong Kong and The Stock Exchange of Hong Kong Limited for this purpose, subject to and in accordance with all

applicable laws, including The Codes on Takeovers and Mergers and Share Buy-backs and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time), be and is hereby generally and unconditionally approved;

(B) the total number of Shares in issue which may be bought back or agreed conditionally or unconditionally to be bought back by the Company pursuant to the approval in paragraph (A) of this Resolution shall not exceed 10% of the total number of Shares in issue as at the date of passing of this Resolution (subject to adjustment in the case of any subdivision and consolidation of Shares after the passing of this Resolution), and the said approval shall be limited accordingly; and

(C) for the purpose of this Resolution:

(i) “Relevant Period” means the period from (and including) the date of passing this Resolution until whichever is the earliest of:

(a) the conclusion of the next annual general meeting of the Company;

(b) 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 by any applicable law to be held; and

(c) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

(ii) “Shares” means ordinary shares in the capital of the Company.”

10. Resolution 7 – To extend the general mandate granted under Resolution 6

Resolution 7 related to the extension of the general mandate to issue additional shares granted under Resolution 5 by adding thereto the total number of shares bought back by the Company under the general mandate granted pursuant to Resolution 6.

The following resolution was proposed by Mdm. Cheung Ka Man Carman (as proxy for a shareholder, Mr. Wong Tak Ming) and seconded by Mr. Yee Kit Leung Stephen

(as proxy for a shareholder, Mdm. Hung Siu Ling):

“**THAT** conditional on the passing of Resolutions 5 and 6, the general mandate granted to the Board of Directors to exercise the powers of the Company to allot, issue, grant, distribute or otherwise deal with additional Shares in the Company pursuant to Resolution 5 be and is hereby extended by the addition thereto of the total number of Shares bought back by the Company under the general mandate granted pursuant to Resolution 6, provided that such number of Shares shall not exceed 10% of the total number of Shares in issue as at the date of passing of Resolutions 5 and 6 (subject to adjustment in the case of any subdivision and consolidation of Shares after the passing of this Resolution).”

11. Questions and Answers Section in relation to the Proposed Resolutions

Chairman Chen invited questions in relation to the proposed resolutions from the floor, and no relevant question was raised.

12. Voting by Poll

As all resolutions had been proposed and there was no question from the floor, the meeting proceeded to take the votes on all resolutions by poll. As mentioned at the beginning of this meeting, the Company had appointed Computershare as the scrutineer for the vote taking. At the request of Chairman Chen, Mdm. Lee Yim Lan Phyllis, Chief Operating Officer of Computershare, explained the poll voting procedures to the shareholders of the Company.

After voting by shareholders, Computershare collected the voting papers and proceeded to vote counting.

Chairman Chen informed the shareholders that the poll results would be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company respectively as soon as practicable following conclusion of the vote counting.

13. Closure of Meeting

As all the agenda had been discussed, Chairman Chen declared the meeting closed.

Postscript:

Following the conclusion of the meeting and completion of the vote counting, Computershare issued scrutineer's certificate to the Company. Accordingly, the Company announced the following poll results in an announcement published on the websites of Hong Kong Exchanges and Clearing Limited and the Company respectively on Wednesday, 27 June 2018:

- (1) There were 8,471,803,292 votes (99.9647%) in favour of, and 2,989,730 votes (0.0353%) against, Resolution 1 as set out in the Notice in relation to the adoption of the audited Financial Statements and the Reports of Directors and of the Auditor of the Company for the year ended 31 December 2017. As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.
- (2) There were 8,474,291,521 votes (99.9944%) in favour of, and 477,501 votes (0.0056%) against, Resolution 2 as set out in the Notice in relation to the declaration of a final dividend of HK\$0.758 per share for the year ended 31 December 2017. As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.
- (3) (a) The proposed resolution for the re-election of Mr. Ren Deqi was no longer applicable.

(b) There were 8,412,508,058 votes (99.2672%) in favour of, and 62,100,464 votes (0.7328%) against, Resolution 3(b) in relation to the re-election of Mr. Koh Beng Seng as a Director of the Company. As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

(c) There were 8,402,096,884 votes (99.2602%) in favour of, and 62,621,138 votes (0.7398%) against, Resolution 3(c) in relation to the re-election of Mr. Tung Savio Wai-Hok as a Director of the Company. As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

(d) There were 7,018,551,927 votes (99.9988%) in favour of, and 86,700 votes (0.0012%) against, Resolution 3(d) in relation to the re-election of Mr. Gao Yingxin as a Director of the Company. As more than 50% of the votes

were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

- (4) There were 8,439,137,104 votes (99.6548%) in favour of, and 29,234,919 votes (0.3452%) against, Resolution 4 as set out in the Notice in relation to the re-appointment of Ernst & Young as Auditor of the Company and authorise the Board of Directors or a duly authorised Committee of the Board to determine the remuneration of the Auditor. As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.
- (5) There were 7,197,125,950 votes (84.9321%) in favour of, and 1,276,851,105 votes (15.0679%) against, Resolution 5 as set out in the Notice in relation to the grant of a general mandate to the Board of Directors to allot, issue and deal with additional shares of the Company. As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.
- (6) There were 8,473,949,554 votes (99.9931%) in favour of, and 585,001 votes (0.0069%) against, Resolution 6 as set out in the Notice in relation to the grant of a general mandate to the Board of Directors to buy back shares in the Company. As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.
- (7) There were 7,276,181,150 votes (85.8576%) in favour of, and 1,198,523,373 votes (14.1424%) against, Resolution 7 as set out in the Notice in relation to the extension of the general mandate to issue shares. As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.

(SD.) Mr. Chen Siqing

Chairman of the Meeting