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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any 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, a bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **ArtGo Mining Holdings Limited** (the “Company”), you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or 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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**ARTGO MINING HOLDINGS LIMITED**

**雅高礦業控股有限公司**

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

**(Stock code: 3313)**

**PROPOSED RE-ELECTION OF RETIRING DIRECTORS  
AND  
PROPOSED GRANTING OF GENERAL MANDATES TO  
REPURCHASE SHARES AND TO ISSUE NEW SHARES  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

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A notice convening the Annual General Meeting of the Company to be held at 23/F, Tower B, Haifu Center, 599 Sishui Road, Huli District, Xiamen, PRC 361016, People’s Republic of China on Wednesday, 28 May 2014 at 10:00 a.m. is set out on pages 19 to 22 of this circular. A form of proxy for use at the Annual General Meeting is also enclosed. Such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company ([www.artgo.cn](http://www.artgo.cn)).

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the Annual General Meeting if they so wish and, in such event, the form of proxy shall be deemed to be revoked.

25 April 2014



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## DEFINITIONS

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

“Annual General Meeting”	an annual general meeting of the Company to be held at 23/F, Tower B, Haifu Center, 599 Sishui Road, Huli District, Xiamen, PRC 361016, People’s Republic of China on Wednesday, 28 May 2014 at 10:00 a.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 19 to 22 of this circular, or any adjournment thereof;
“Articles of Association”	the articles of association of the Company currently in force;
“associates”	has the meaning ascribed thereto under the Listing Rules;
“Board”	the board of Directors;
“China” or “PRC”	the People’s Republic of China excluding, for the purpose of this circular, Hong Kong, the Macau Special Administrative Region and Taiwan;
“Companies Law”	the Companies Law, Cap 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands;
“Company”	ArtGo Mining Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange;
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules;
“Director(s)”	the director(s) of the Company;
“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;
“Latest Practicable Date”	22 April 2014, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein;
“Listing Date”	30 December 2013, the date on which dealing in the Shares commenced on the Stock Exchange;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“RMB”	Renminbi, the lawful currency of the PRC;

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## DEFINITIONS

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“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong;
“Shares(s)”	ordinary share(s) of HK\$0.01 each in the capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company;
“Share Issue Mandate”	the general mandate proposed to be granted to the Directors to allot, issue or deal with additional Shares of not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of the proposed ordinary resolution contained in item 11 of the notice of the Annual General Meeting as set out on pages 19 to 22 of this circular;
“Share Repurchase Mandate”	the general mandate proposed to be granted to the Directors to purchase Shares on the Stock Exchange of not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of the proposed ordinary resolution contained in item 10 of the notice of the Annual General Meeting as set out on pages 19 to 22 of this circular;
“Shareholder(s)”	holder(s) of Share(s);
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“substantial shareholder”	has the meaning ascribed thereto under the Listing Rules;
“Takeovers Code”	the Code on Takeovers and Mergers approved by the Securities and Futures Commission as amended from time to time;
“US\$”	United States dollars, the lawful currency of the United States;
“%”	per cent.

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LETTER FROM THE BOARD

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**ARTGO MINING HOLDINGS LIMITED**

**雅高礦業控股有限公司**

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

**(Stock code: 3313)**

*Executive Directors:*

Mr. Liu Chuanjia

*(Chairman and Chief Executive Officer)*

Mr. Li Dingcheng

Mr. Wang Pingyao

Mr. Fan Huiming

*Registered Office:*

P.O. Box 613 GT

4th Floor Harbour Centre

George Town

Grand Cayman KY1-1107

Cayman Islands

*Non-executive Directors:*

Mr. Wu Yun

*Principal Place of Business*

*in the PRC:*

23/F, Tower B, Haifu Center

599 Sishui Road

Huli District

Xiamen

PRC 361016

*Independent Non-executive Directors:*

Mr. Liu Jianhua

Mr. Wang Hengzhong

Mr. Jin Sheng

*Principal Place of Business*

*in Hong Kong:*

Level 54, Hopewell Centre

183 Queen's Road East

Hong Kong

25 April 2014

*To the Shareholders*

Dear Sir/Madam,

**PROPOSED RE-ELECTION OF RETIRING DIRECTORS  
AND  
PROPOSED GRANTING OF GENERAL MANDATES TO  
REPURCHASE SHARES AND TO ISSUE NEW SHARES  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

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## LETTER FROM THE BOARD

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### 1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting for (i) the re-election of the retiring Directors; and (ii) the granting to the Directors of the Share Repurchase Mandate and the Share Issue Mandate to repurchase Shares and to issue new Shares respectively.

### 2. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

Pursuant to Article 84 of the Articles of Association, Mr. Liu Chuanjia shall retire at the Annual General Meeting.

In accordance with Article 83(3) of the Articles of Association, 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 appointed by the Board to fill a casual vacancy shall hold office until the first general meeting of Members after his appointment and be subject to re-election at such meeting and any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election. Accordingly, Mr. Li Dingcheng, Mr. Wang Pingyao, Mr. Fan Huiming, Mr. Wu Yun, Mr. Liu Jianhua, Mr. Wang Hengzhong and Mr. Jin Sheng shall hold office until the Annual General Meeting and shall then be eligible for re-election.

All of the above retiring Directors other than Mr. Wang Pingyao, being eligible, will offer themselves for re-election at the Annual General Meeting.

Mr. Wang Pingyao, an executive Director of the Company, will not offer himself for re-election at the forthcoming Annual General Meeting, due to his own decision to devote more time to personal endeavours.

Mr. Wang has confirmed that he has no disagreement with the Board, and there are no matters relating to his retirement that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to Mr. Wang for his valuable contributions to the Company during his tenure of service.

Mr. Liu Jianhua, Mr. Wang Hengzhong and Mr. Jin Sheng, independent non-executive directors of the Company, have confirmed their independence with reference to the factors set out in Rule 3.13 of the Listing Rules. The Company considers Mr. Liu Jianhua, Mr. Wang Hengzhong and Mr. Jin Sheng are still independent in accordance with the independence guidelines as set out in the Listing Rules and will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning.

Details of the retiring Directors are set out in Appendix I to this circular.

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## LETTER FROM THE BOARD

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### 3. PROPOSED GRANTING OF GENERAL MANDATE TO REPURCHASE AND ISSUE SHARES

By written resolutions of the Shareholders passed on 9 December 2013, general mandates were granted to the Directors to repurchase and issue Shares respectively. Such mandates will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to repurchase and issue shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting that the Directors be given an unconditional general mandate to approve:

- (a) the granting of the Share Repurchase Mandate to the Directors to purchase Shares on the Stock Exchange of not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of the proposed ordinary resolution contained in item 10 of the notice of the Annual General Meeting as set out on pages 19 to 22 of this circular (i.e. an aggregate nominal amount of a maximum of 133,333,400 Shares on the basis that no further Shares are issued or repurchased between the Latest Practicable Date and the date of the Annual General Meeting);
- (b) the granting of the Share Issue Mandate to the Directors to allot, issue or deal with additional Shares of not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of the proposed ordinary resolution contained in item 11 of the notice of the Annual General Meeting as set out on pages 19 to 22 of this circular (i.e. an aggregate nominal amount of a maximum of 266,666,800 Shares on the basis that no further Shares are issued or repurchased between the Latest Practicable Date and the date of the Annual General Meeting); and
- (c) the extension of the general mandate to be granted to the Directors to increase the total number of Shares which may be allotted and issued under the Share Issue Mandate by an additional number representing such number of Shares repurchased under the Repurchase Mandate.

Each of the Repurchase Mandate and Share Issue Mandate, if granted, will continue in force until (i) the conclusion of the next annual general meeting of the Company; or (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws to be held; or (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting.

With reference to the Share Repurchase Mandate and Share Issue Mandate, the Directors wish to state that they have no immediate plan to repurchase any Shares or issue any new Shares pursuant thereto.

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Share Repurchase Mandate is set out in Appendix II to this circular.

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## LETTER FROM THE BOARD

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#### 4. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 19 to 22 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of shareholders at a general meeting must be taken by poll. An announcement on the poll vote results will be published by the Company after the Annual General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company ([www.artgo.cn](http://www.artgo.cn)). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish and, in such event, the form of proxy shall be deemed to be revoked.

#### 5. RECOMMENDATION

The Directors consider that the proposed re-election of retiring Directors and granting of the Share Repurchase Mandate and Share Issue Mandate are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Your attention is also drawn to the additional information set out in Appendix I and Appendix II to this circular.

*Yours faithfully,*  
For and on behalf of the Board  
**ArtGo Mining Holdings Limited**  
**Liu Chuanjia**  
*Chairman and Executive Director*



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## APPENDIX I     DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

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The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

- (1) **Mr. LIU Chuanjia**, aged 36, became the founder of our Group in 2011 and is currently an executive Director, the chairman and the chief executive officer of our Group. Mr. Liu is also the chairman of the nomination committee and a member of the remuneration committee of the Company. Mr. Liu has over 12 years of experience in the stone trading industry and over six years of experience in the stone sculpting industry. Since 2011, Mr. Liu has been mainly responsible for our Group's strategic planning and overall operation, including mining, sales and productivity expansion, reviewing and analyzing mineral exploration reports and feasibility reports, procuring mining, equipment and recruiting geology and mining experts. From 1992 to 1998, Mr. Liu worked as stone designer and sculptor at Hui'an Hailong Stone Carving Factory and Fujian Tengfei Ancient Architecture Landscape Co., Ltd., mainly responsible for design and carving of stone into sculpture. From 1999 to 2004, Mr. Liu operated the import and export of marble and granite jointly with Xiamen Sharing Metals & Minerals Import and Export Co., Ltd., and was mainly responsible for liaising with customers in Japan, Germany and the United States and collecting information on domestic stones. Mr. Liu was the executive director and general manager of Xiamen Zhonglianfa Import and Export Co., Ltd. from December 2004 to August 2012. During his tenure in Xiamen Zhonglianfa Import and Export Co., Ltd., Mr. Liu visited the mines and explored the stone industry in Japan, South Africa and Brazil and exported stone products including marbles to the United States, Canada, Turkey, Japan and South Korea. In 2008, Mr. Liu was elected as a permanent member of the second session of the Youth Committee of the Fujian Federation of Returned Overseas Chinese. In 2009, he was elected as the deputy chairman of the third session of the Youth Committee of the Fujian Federation of Returned Overseas Chinese. In 2012, Mr. Liu was the permanent member of the first session of the Fujian Federation of Overseas Chinese Entrepreneurs and a standing member of the third session of the council of Fujian Stone Industry Association. Since April 2013, he has been attending the executive leadership programme on management of small-to-medium enterprises organized by the Ministry of Industry and Information Technology at School of Management of Xiamen University. Mr. Liu did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Mr. Liu has entered into a service contract with our Company for an initial term of three years commencing from the Listing Date and is subject to retirement by rotation and re-election at the Annual General Meeting in accordance with the Articles of Association. Under the service contract, either party may terminate the contract at any time by giving to the other not less than three months' prior written notice. Mr. Liu is entitled to an emolument of RMB405,000 and a Director's fee of HK\$1 per annum which is determined by the Board and may be adjusted if the remuneration committee thinks fit. Mr. Liu is also entitled to annual or half year bonus or other benefits subject to the recommendation of the remuneration committee. The remuneration of Mr. Liu is determined with reference to the Director's contributions, experience and relevant duties and responsibilities within the Company and performance of the Group.

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## APPENDIX I      DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

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Mr. Liu is the sole beneficial owner of Liu Investment Development Holdings Group Limited (“Liu’s Group”), a substantial shareholder of our Company. As such, as at the Latest Practicable Date, Mr. Liu is deemed to be interested in 678,127,548 Shares in our Company held by Liu’s Group, within the meaning of Part XV of the SFO. Mr. Liu does not have any relationship with any Directors, senior management or other substantial shareholder or controlling shareholder of our Company.

There is no information which is discloseable nor is Mr. Liu involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Mr. Liu that need to be brought to the attention of the Shareholders.

- (2) **Mr. LI Dingcheng (李定成先生)**, aged 51, is currently an executive Director and the manager of geology, production and environmental safety of our Group. He joined our Group on March 2, 2012 and is mainly responsible for overseeing production safety in the Yongfeng Mine, compiling mining geological studies and evaluating mining policies. Mr. Li has over 24 years of experience in the mineral and geological exploration industry, with a particular focus on mine safety evaluation and management, based on his site visits of various mines, and understanding and analysis of the exploration and extraction process. Mine safety and environmental evaluation is an indispensable process for mine exploration and extraction and requires a concrete and substantial understanding of the techniques and procedures of mine exploration and extraction. Prior to joining our Company, from 1985 to December 2000, Mr. Li had worked as an assistant engineer, engineer, senior engineer and the project leader of Geological Engineering Investigation Institute of National Building Materials Bureau, where he was responsible for the inspection, exploration planning and evaluation of various mineral resources including marbles and granite, the environmental impact evaluation on mines and cement factory construction projects, including a detailed review and analysis on marble mines and writing a report named The Manual on Chinese National Marble and Granite Decorative Stone Resources Distribution and Forecast Atlas. From February 2003 to June 2006, Mr. Li was the technical manager of the Environmental Impact and Safety Evaluation Centre of the Sino-African Geological Engineering Exploration Research Institute, where he was responsible for conducting safety assessment for outdoor and underground mining sites, including the review and assessment of mining exploration and extraction processes. For the evaluation of safety and the environmental impact of each mine, Mr. Li generally had to spend a period spanning from three to twelve months conducting site visits at the relevant mine, where he would study the characteristics of the mine and analyze the workflow of the exploration and extraction processes before devising a technical mining exploration and extraction proposal in compliance with the relevant laws and regulations. From August 2006 to December 2008, Mr. Li was a project manager at the Environmental Impact Evaluation Centre of China Research Academy of Environmental Sciences, where he was responsible for matters relating to environmental impact evaluation and planning of mines, which covered an analysis of the daily operation of mines and how the mining exploration and extraction process impacts on the environment. In carrying out such analysis, Mr. Li conducted site visits at the mines to inspect the characteristics of the mines, studied the workflow of the exploration and extraction processes, designed proposals to implement mining exploration and extraction activities in compliance with the relevant laws and regulations. From December 2008

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**APPENDIX I     DETAILS OF THE RETIRING DIRECTORS PROPOSED TO  
BE RE-ELECTED AT THE ANNUAL GENERAL MEETING**

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and February 2010, he was the chief engineer and technical leader of the environmental impact assessment department and the person-in-charge of the safety assessment department in Beijing Zhong'an Quality Assessment Center, where he was responsible for the environmental evaluation of mines, which covered an analysis of the daily operation of mines and how the mining exploration and extraction process impacts on the surrounding environment. From February 2010 to February 2012, Mr. Li worked as the chief engineer, the technical director of No. 2 evaluation department and the manager of the projects department in Century Safety Technology Co., Ltd (Beijing), where he was responsible for the safety evaluation of marble and granite quarries, which entailed a detailed review and analysis of the marble and granite exploration and extraction process. In carrying out such review and analysis, Mr. Li conducted site visits at the marble and granite mines to inspect the characteristics of the mines, and monitored the workflow of the exploration and extraction processes. Mr. Li graduated from Chengdu College of Geology (currently known as Chengdu University of Technology) with a bachelor's degree in engineering in July 1985, majoring in geology and mineral resources survey. Mr. Li was awarded the title of senior engineer in 1998. He is currently a certified safety engineer in the PRC. Mr. Li also has substantial achievement in stone theoretical research. Mr. Li received several awards on the research of stone theory. The project named PRC Natural Marble, Granite Resources and Research, which was led by Mr. Li, was awarded the second prize of 1992 yearly scientific and technological progress issued by China Construction Materials and Geological Prospecting Center. He also published the article named PRC Natural Marble, Decorative Granite Stone Resources Forecast and Analysis during the Third National Youth Geologists Symposium. Mr. Li did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Mr. Li has entered into a service contract with our Company for an initial term of three years commencing from the Listing Date and is subject to retirement by rotation and re-election at the Annual General Meeting in accordance with the Articles of Association. Under the service contract, either party may terminate the contract at any time by giving to the other not less than three months' prior written notice. Mr. Li is entitled to an emolument of RMB292,000 and a Director's fee of HK\$1 per annum which is determined by the Board and may be adjusted if the remuneration committee thinks fit. Mr. Li is also entitled to annual or half year bonus or other benefits subject to the recommendation of the remuneration committee. The remuneration of Mr. Li is determined with reference to the Director's contributions, experience and relevant duties and responsibilities within the Company and performance of the Group.

As at the Latest Practicable Date, Mr. Li was not interested or deemed to be interested in the Shares or underlying Shares of our Company within the meaning of Part XV of the SFO. Mr. Li does not have any relationship with any Directors, senior management or substantial shareholder or controlling shareholder of our Company.

There is no information which is discloseable nor is Mr. Li involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Mr. Li that need to be brought to the attention of the Shareholders.

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## APPENDIX I     DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

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- (3) **Mr. FAN Huiming** (范輝明先生), aged 44, is currently an executive Director and the vice president of our Group. He joined our Group on August 23, 2012, and is mainly responsible for the supervision and management of stone processing, the selection and coordination of the external processing factories and the preparatory work for the building of the stone processing factory of our Company. He has over 18 years of experience in the stone processing industry and had worked in various stone processing companies prior to joining our Group. From March 1994 to November 1995, Mr. Fan was the head of the production department of Universal Marble & Granite Group Ltd., where he was responsible for the production management of irregular-shaped marble products. Mr. Fan advised and participated in the development and implementation of the mining exploration and exploitation programme from the beginning to the end. From December 1995 to December 2003, Mr. Fan was the production plant manager of Dongguan City Dongcheng Stone Materials Co., Ltd., where he was responsible for the production management of the engineering plant of irregular-shaped marble materials. As the representative of the processing department, Mr. Fan advised the development and implementation of the plan of mining exploration and exploitation, communicated with the exploration department, mining department and technical department during the entire process of exploration and exploitation. From February 2004 to December 2006, Mr. Fan was the production director of Xishi Group Development Co., Ltd. (currently known as Xishi Co., Ltd.), where he was responsible for the production management of an irregular-shaped marble material factory, a marble plates factory and a sheet plates factory and the external processing. As the representative of the processing department, Mr. Fan advised the development and implementation of the plan of mining exploration and exploitation, communicated with the exploration department, mining department and technical department on exploration and exploitation workflow during the entire process of exploration and exploitation. He was awarded the Quanzhou Outstanding Foreign Labour Entrepreneurial Award under the “Second Top Ten Outstanding Foreign Entrepreneurs of Quanzhou City, Fujian Province Scheme” in 2006. From February 2007 to March 2012, Mr. Fan was the production plant manager and the deputy general manager of Universal Marble & Granite Group Ltd., where he was responsible for the production management of the projects department (mainly the stone processing in marble projects), establishment and management of the Marble Creation Industrial Park and the management of a marble processing line. Mr. Fan advised and participated in the development and implementation of the mining exploration and exploitation programme from the beginning to the end. In relation to Mr. Fan’s representation of the processing department and his advice on the development and implementation of the plan of mining exploration and exploitation during all the aforementioned periods, interactive communication between the processing and the exploration departments is vital in the entire process of exploration and exploitation, because members of the processing department must feed important information, such as the design patterns and specifications of marbles in line with the current market demand, to the exploration department so that the raw marbles would be extracted using appropriate methods for subsequent processing. Unlike other commodities mining, precision in cutting a marble block is crucial to its usability and marketability. Cutting a marble block in a slightly different angle may render a marble block unusable and unmarketable. As such, members of the processing department must educate mine employees on the cutting techniques that would maximize the value of marble blocks for further processing. In this regard, given his deep knowledge on marble mining and processing, Mr. Fan’s advice on how the raw marbles are extracted from the mine as regards the design patterns and

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## APPENDIX I     DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

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specifications of marbles in line with the current market demand, as well as his on-the-ground education and supervision of mine employees in the marble extraction process to ensure marble blocks are properly cut to maximize their value, is essential to the entire exploration process and such knowledge and experience is very valuable to our mining operations. Mr. Fan graduated from Jiangxi Industrial University (currently Nanchang University) with junior college diploma in 1992, majoring in machinery. He was awarded the honorary title “the Best 100 Reform Model Newsmaker” issued by State Council Economic Restructuring Office Reform Press and National Farmer Newspapers Association in August 2000 and the certification of “Workplace Management Improvement” issued by Hong Kong Enterprises Management Center Group in November 2008. In addition, he became a senior registered production management manager of the CHC Manager Human Resource of China High-technology Education Working Committee in 2010. Mr. Fan did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Mr. Fan has entered into a service contract with our Company for an initial term of three years commencing from the Listing Date and is subject to retirement by rotation and re-election at the Annual General Meeting in accordance with the Articles of Association. Under the service contract, either party may terminate the contract at any time by giving to the other not less than three months’ prior written notice. Mr. Fan is entitled to an emolument of RMB200,000 and a Director’s fee of HK\$1 per annum which is determined by the Board and may be adjusted if the remuneration committee thinks fit. Mr. Fan is also entitled to annual or half year bonus or other benefits subject to the recommendation of the remuneration committee. The remuneration of Mr. Fan is determined with reference to the Director’s contributions, experience and relevant duties and responsibilities within the Company and performance of the Group.

As at the Latest Practicable Date, Mr. Fan was not interested or deemed to be interested in the Shares or underlying Shares of our Company within the meaning of Part XV of the SFO. Mr. Fan does not have any relationship with any Directors, senior management or substantial shareholder or controlling shareholder of our Company.

There is no information which is discloseable nor is Mr. Fan involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Mr. Fan that need to be brought to the attention of the Shareholders.

- (4) **Mr. WU Yun (吳雲先生)**, aged 34, was appointed as a non-executive Director in July 2012. Mr. Wu has over ten years of experience in audit, equity research and investment. From August 2002 to July 2003, Mr. Wu was an auditor at the Beijing office of KPMG, where he was primarily responsible for auditing the financial statements of listed companies. From January 2004 to April 2005, he was an analyst at China International Capital Corporation, where he was primarily responsible for conducting research on China’s insurance and banking industries. From April 2005 to August 2006, Mr. Wu was a research analyst of BNP Paribas Equities (Asia) Limited Beijing Representative Office, where he was primarily responsible for conducting research on China’s energy and metals industries. In January 2007, Mr. Wu joined Carlyle Investment Consulting (Shanghai) Co., Ltd. (Beijing Branch) and is now providing advice on growth capital

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## APPENDIX I     DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

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investment in Asia as a director. Since May 2010, Mr. Wu has been a director of Jiangsu Rainbow Heavy Industries Co., Ltd., a company listed on the Shenzhen Stock Exchange (stock code: 2483). Mr. Wu graduated from University of International Business and Economics with a bachelor's degree in economics in July 2002. Save as disclosed above, Mr. Wu did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Mr. Wu has entered into a service contract with our Company for an initial term of three years commencing from the Listing Date and is subject to retirement by rotation and re-election at the Annual General Meeting in accordance with the Articles of Association. Under the service contract, either party may terminate the contract at any time by giving to the other not less than three months' prior written notice. Mr. Wu is entitled to an annual Director's fee of HK\$1 which is determined by the Board and may be adjusted if the remuneration committee thinks fit. Mr. Wu is also entitled to annual or half year bonus or other benefits subject to the recommendation of the remuneration committee.

As at the Latest Practicable Date, Mr. Wu was not interested or deemed to be interested in the Shares or underlying Shares of our Company within the meaning of Part XV of the SFO. Mr. Wu does not have any relationship with any Directors, senior management or substantial shareholder or controlling shareholder of our Company.

There is no information which is discloseable nor is Mr. Wu involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Mr. Wu that need to be brought to the attention of the Shareholders.

- (5) **Mr. LIU Jianhua (劉建華先生)**, aged 49, was appointed as an independent non-executive Director on December 9, 2013. Mr. Liu is also a member of the audit committee and nomination committee of the Company. Mr. Liu has over 17 years of experience in managing construction projects involving glass and stones. From 1985 to 1990, Mr. Liu was an assistant engineer and subsequently an engineer of National Building Material Bureau Technology Information Institute. From 1990 to 2006, he was the vice secretary-general, secretary-general and vice president of China Architectural and Industrial Glass Association, respectively. Since 2006, Mr. Liu has served as the vice president of China Stone Material Association. Since 2010, he has been an independent non-executive director of Zhuzhou Kibing Group Stock Co., Ltd., a company listed on the main board of Shanghai Stock Exchange (stock code: 601636). Mr. Liu graduated from East China University of Science and Technology with a bachelor's degree in engineering in July 1985. He obtained the qualification of senior engineer from SASAC in October 2009. Save as disclosed above, Mr. Liu did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.



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## APPENDIX I     DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

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Mr. Liu has signed an appointment letter with our Company for an initial term of three years commencing from the Listing Date and is subject to retirement by rotation and re-election at the Annual General Meeting in accordance with the Articles of Association. Under the appointment letter, either party may terminate the appointment letter at any time by giving to the other not less than three months' prior written notice. Mr. Liu is entitled to an annual Director's fee of HK\$150,000.

As at the Latest Practicable Date, Mr. Liu was not interested or deemed to be interested in the Shares or underlying Shares of our Company within the meaning of Part XV of the SFO. Mr. Liu does not have any relationship with any Directors, senior management or substantial shareholder or controlling shareholder of our Company.

There is no information which is discloseable nor is Mr. Liu involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Mr. Liu that need to be brought to the attention of the Shareholders.

- (6) **Mr. WANG Hengzhong (王恒忠先生)**, aged 45, was appointed as an independent non-executive Director on December 9, 2013. Mr. Wang is the chairman of the audit committee and a member of remuneration committee of the Company. Mr. Wang has over 14 years of experience in auditing and accounting. Mr. Wang is currently a partner of the auditing department of the Grant Thornton Group. From August 1998 to December 2007, Mr. Wang was the chief accountant of Shanghai Jiahua Accountancy Co., Ltd. From December 2007 to September 2009, he was the legal representative of Shanghai Junfu Pan Chen Zhang Jiahua Accountancy Co., Ltd. (a company formed from the merger of Shanghai Pan Chen Zhang Joint Accounting Firm and Shanghai Jiahua Accountancy Co., Ltd.). From September 2009 to July 2012, he was a partner of Jingdu Tianhua Accountancy Co., Ltd. (Shanghai Branch), as a result of the partnership between Shanghai Junfu Pan Chen Zhang Jiahua Accountancy Co., Ltd. and Jingdu Tianhua Accountancy Co., Ltd. In December 2011, Jingdu Tianhua Accountancy Co., Ltd. (Shanghai Branch) was reorganized and the Shanghai branch of Grant Thornton Accounting Firm (a special general partnership) was established. Mr. Wang has been its partner since January 2013. Mr. Wang graduated from Shanghai Institute of Building Materials (currently known as Tongji University) with a junior college diploma in July 1990, majoring in financial accounting. Mr. Wang obtained a master's degree in professional accountancy from the Chinese University of Hong Kong in December 2006. He was also awarded the certificate of qualification for independent directors by the Shanghai Stock Exchange in April 2013. Mr. Wang is currently an executive member of the council in Shanghai Young Entrepreneurs Association, a member of Jiu San Society and a member of Shanghai Jia Ding District Political Consultative Committee. He is a certified public accountant in the PRC and is currently a member of the disciplinary committee of the Association of Certified Public Accountants of Shanghai. Mr. Wang did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

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## APPENDIX I     DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

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Mr. Wang has signed an appointment letter with our Company for an initial term of three years commencing from the Listing Date and is subject to retirement by rotation and re-election at the Annual General Meeting in accordance with the Articles of Association. Under the appointment letter, either party may terminate the appointment letter at any time by giving to the other not less than three months' prior written notice. Mr. Wang is entitled to an annual Director's fee of HK\$200,000.

As at the Latest Practicable Date, Mr. Wang was not interested or deemed to be interested in the Shares or underlying Shares of our Company within the meaning of Part XV of the SFO. Mr. Wang does not have any relationship with any Directors, senior management or substantial shareholder or controlling shareholder of our Company.

There is no information which is discloseable nor is Mr. Wang involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Mr. Wang that need to be brought to the attention of the Shareholders.

- (7) **Mr. JIN Sheng (金勝先生)**, aged 53, was appointed as an independent non-executive Director on December 9, 2013. Mr. Jin is also the chairman of the remuneration committee and a member of the audit committee and nomination committee of the Company. Mr. Jin has over 15 years of experience in banking and finance. He was the director and deputy director, respectively, of the credit card business department, director of the credit card business center of Industrial and Commercial Bank of China Xiamen branch from September 1997 to April 2001, section chief and vice president of Xiamen Industrial and Commercial Bank of China from June 2001 to April 2007, specialist of Industrial and Commercial Bank of China Co., Ltd. Tianjin Internal Audit Bureau from April 2007 to October 2007, president of Xiamen Industrial and Commercial Bank of China from October 2007 to November 2011 and vice president of Industrial and Commercial Bank of China Fujian branch from November 2011 to May 2012. Since January 2012, Mr. Jin has served as the president of Fengrun Financial Holding Group Ltd. Mr. Jin graduated from Xiamen University with a master's degree in senior management business administration in June 2012. He obtained the qualification of senior accountant from the Industrial and Commercial Bank of China in August 1999. Mr. Jin did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Mr. Jin has signed an appointment letter with our Company for an initial term of three years commencing from the Listing Date and is subject to retirement by rotation and re-election at the Annual General Meeting in accordance with the Articles of Association. Under the appointment letter, either party may terminate the appointment letter at any time by giving to the other not less than three months' prior written notice. Mr. Jin is entitled to an annual Director's fee of HK\$150,000.



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**APPENDIX I     DETAILS OF THE RETIRING DIRECTORS PROPOSED TO  
BE RE-ELECTED AT THE ANNUAL GENERAL MEETING**

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As at the Latest Practicable Date, Mr. Jin was not interested or deemed to be interested in the Shares or underlying Shares of our Company within the meaning of Part XV of the SFO. Mr. Jin does not have any relationship with any Directors, senior management or substantial shareholder or controlling shareholder of our Company.

There is no information which is discloseable nor is Mr. Jin involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Mr. Jin that need to be brought to the attention of the Shareholders.

The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Share Repurchase Mandate.

### **1. SHARE CAPITAL**

As at the Latest Practicable Date, the issued share capital of the Company comprised 1,333,334,000 Shares.

Subject to the passing of the ordinary resolution set out in item 10 of the notice of the Annual General Meeting in respect of the granting of the Share Repurchase Mandate and on the basis that no further Shares are issued or repurchased before the Annual General Meeting, the Directors would be authorized under the Share Repurchase Mandate to repurchase, during the period in which the Share Repurchase Mandate remains in force, an aggregate nominal amount of a maximum of 133,333,400 Shares, representing 10% of the aggregate nominal amount of Shares in issue as at the date of the Annual General Meeting.

### **2. REASONS FOR SHARE REPURCHASE**

The Directors believe that the granting of the Share Repurchase Mandate is in the best interests of the Company and the Shareholders.

Repurchases of Shares may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders.

### **3. FUNDING OF REPURCHASE**

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its Memorandum and Articles of Association, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

### **4. IMPACT OF REPURCHASE**

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the financial position disclosed in the audited accounts contained in the annual report of the Company for the year ended 31 December 2013) in the event that the Share Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not intend to exercise the Share Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

**5. MARKET PRICES OF SHARES**

The Company was listed on 30 December 2013. Since the Listing Date and up to the Latest Practicable Date, the highest and lowest price at which the Shares were traded on the Stock Exchange are as follows:

<b>Month</b>	<b>Highest</b> <i>HK\$</i>	<b>Lowest</b> <i>HK\$</i>
December 2013	2.670	2.380
January 2014	2.650	1.700
February 2014	1.900	1.630
March 2014	1.990	1.630
April 2014 ( <i>up to the Latest Practicable Date</i> )	2.000	1.730

**6. GENERAL**

To the best of their knowledge and having made all reasonable enquiries, none of the Directors or any of their respective associates has any present intention to sell any Shares to the Company in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any connected persons of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

The Directors have undertaken to the Stock Exchange to exercise the power of the Company to make repurchases of Shares pursuant to the Share Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

**7. TAKEOVERS CODE**

If as a result of a repurchase of Shares pursuant to the Share Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholders' interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best knowledge and belief of the Company, Liu's Group, the substantial shareholder of the Company, was interested in 678,127,548 Shares representing approximately 50.86% of the total issued share capital of the Company. Mr. Liu Chuanjia is the sole beneficial owner of Liu's Group. In the event that the Directors exercise the proposed Share Repurchase Mandate in full, (if the present shareholdings otherwise remain the same) the interests of Liu's Group would be increased to approximately 56.51% of the issued share capital of the Company. Such increase would not give rise to an obligation of Liu's Group to make a mandatory offer under Rules 26 and 32 of the Takeovers Code. The Directors do not propose to exercise the Share Repurchase Mandate to such an extent as would, in the circumstances, give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code and do not propose or intend to repurchase Shares which could result in the amount of Shares held by the public being reduced to less than 25%.

#### **8. REPURCHASE OF SHARES MADE BY THE COMPANY**

There was no repurchase by the Company of the Shares from the Listing Date to the Latest Practicable Date.

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## NOTICE OF ANNUAL GENERAL MEETING

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### ARTGO MINING HOLDINGS LIMITED

### 雅高礦業控股有限公司

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

**(Stock code: 3313)**

### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that an Annual General Meeting of ArtGo Mining Holdings Limited (the “Company”) will be held at 23/F, Tower B, Haifu Center, 599 Sishui Road, Huli District, Xiamen, PRC 361016, People’s Republic of China on Wednesday, 28 May 2014 at 10:00 a.m. for the following purposes:

1. To consider and adopt the audited consolidated financial statements and the reports of the directors and independent auditor for the year ended 31 December 2013.
2. To re-elect Mr. Liu Chuanjia as an executive director of the Company.
3. To re-elect Mr. Li Dingcheng as an executive director of the Company.
4. To re-elect Mr. Fan Huiming as an executive director of the Company.
5. To re-elect Mr. Wu Yun as a non-executive director of the Company.
6. To re-elect Mr. Liu Jianhua as an independent non-executive director of the Company.
7. To re-elect Mr. Wang Hengzhong as an independent non-executive director of the Company.
8. To re-elect Mr. Jin Sheng as an independent non-executive director of the Company.
9. To re-appoint Ernst & Young as auditor and to authorize the board of directors to fix their remuneration.

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## NOTICE OF ANNUAL GENERAL MEETING

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10. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to paragraph (b) below of this resolution, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to purchase its shares in accordance with all applicable laws, rules and regulations;
- (b) the total nominal amount of shares of the Company to be purchased pursuant to the mandate in paragraph (a) above shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution and the said mandate shall be limited accordingly; and
- (c) for the purposes of this resolution:

“Relevant Period” means the period from 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 to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting.”

11. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to paragraph (c) of this resolution, a general mandate be and is hereby generally and unconditionally given to the directors of the Company during the Relevant Period (as defined below) to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options which might require the exercise of such powers;
- (b) the mandate in paragraph (a) above shall authorize the directors of the Company to make or grant offers, agreements and options during the Relevant Period which would or might require the exercise of such powers after the end of the Relevant Period;

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## NOTICE OF ANNUAL GENERAL MEETING

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(c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined below);

(ii) the exercise of options under a share option scheme of the Company; and

(iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company,

shall not exceed 20% of the aggregate nominal amount of the issued share capital of the Company on the date of passing of this resolution and the said mandate shall be limited accordingly; and

(d) for the purposes of this resolution:

“Relevant Period” means the period from 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 to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting.

“Rights Issue” means an offer of shares open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions 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 any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).”

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## NOTICE OF ANNUAL GENERAL MEETING

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12. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT conditional upon the passing of resolutions set out in items 10 and 11 of the notice convening this meeting (the “Notice”), the general mandate referred to in the resolution set out in item 11 of the Notice be and is hereby extended by the addition to the aggregate nominal amount of shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the directors pursuant to such general mandate of an amount representing the aggregate nominal amount of shares purchased by the Company pursuant to the mandate referred to in resolution set out in item 10 of the Notice, provided that such amount shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.”

By Order of the Board  
**ArtGo Mining Holdings Limited**  
**Liu Chuanjia**  
*Chairman and Executive Director*

Hong Kong, 25 April 2014

*Notes:*

1. All resolutions at the meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and the Company’s Articles of Association. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint more than one proxy (who must be an individual) to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. For determining the entitlement to attend and vote at the above meeting, the Register of Members of the Company will be closed from Thursday, 22 May 2014 to Wednesday, 28 May 2014 (both dates inclusive, 5 business days in total) during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch 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 for registration not later than 4:30 p.m. on Wednesday, 21 May 2014.