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

If you have sold or transferred all your shares in South East Group Limited, you should at once hand this circular and the enclosed proxy form to the purchaser or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or the transferee.



SOUTH EAST GROUP LIMITED

(東南國際集團有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 726)

- (1) PROPOSED GRANT OF GENERAL MANDATES TO ISSUE
AND REPURCHASE SHARES;
(2) PROPOSED RE-ELECTION OF DIRECTORS;
(3) PROPOSED CHANGE OF NAME; AND
(4) NOTICE OF ANNUAL GENERAL MEETING**

A letter from the Board of South East Group Limited is set out on pages 3 to 18 of this circular. A notice convening the annual general meeting of South East Group Limited to be held at Empire Hotel, 33 Hennessy Road, Wan Chai, Hong Kong on Tuesday, 18 August 2015 at 3:00 p.m. is set out on pages 19 to 23 of this circular.

A form of proxy is also enclosed. Whether or not you are able to attend and vote at the annual general meeting, you are requested to complete the enclosed proxy form and return it to the Company's 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 and in any event not less than 48 hours before the time appointed for holding the annual general meeting or any adjournment thereof. Completion and return of the proxy form will not preclude you from subsequently attending and voting at the annual general meeting or any adjournment thereof should you so wish.

15 July 2015

** For identification purpose only*

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at Empire Hotel, 33 Hennessy Road, Wan Chai, Hong Kong on Tuesday, 18 August 2015 at 3:00 p.m., the notice of which is set out on pages 19 to 23 of this circular;
“AGM Notice”	the notice of AGM dated 15 July 2015 which is set out on pages 19 to 23 of this circular;
“associate(s)”	has the meaning ascribed to it under the Listing Rules;
“Board”	the board of Directors of the Company;
“Bye-law(s)”	the bye-laws of the Company;
“Bondholder(s)”	any person whose name is for the time being registered in the register of Bondholder kept by the Company pursuant to the terms and conditions of the Convertible Bond and any person entitled by transmission to be registered as such;
“Business Day”	a day on which the Stock Exchange is open for business of dealing in securities;
“Change of Name”	the proposed change of English name of the Company from “South East Group Limited” to “China Minsheng Drawin Technology Group Limited” and to adopt the Chinese name of “中民築友科技集團有限公司” as the Company’s secondary name in place of “東南國際集團有限公司”;
“Company”	South East Group Limited, a company incorporated in Bermuda with limited liability, the Shares of which are listed on the main board of Stock Exchange (Stock code: 726);
“connected person(s)”	has the meaning ascribed to it under the Listing Rules;
“Convertible Bonds”	the zero coupon convertible bond of the Company due on 26 May 2018 with an outstanding principal amount of HK\$200 million convertible into a maximum of 100,000,000 Shares at the price of HK\$0.20 per Share (subject to adjustment);
“Director(s)”	the director(s) of the Company;
“Group”	the Company and its subsidiaries;

DEFINITIONS

“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Latest Practicable Date”	9 July 2015, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“SFO”	the Securities and Futures Ordinance (Chapter 571) of the Laws of Hong Kong;
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company;
“Shareholder(s)”	holder(s) of Shares;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers;
“%”	per cent.

The English names of the PRC entities mentioned in this circular marked with “” are translations from their Chinese names and are for identification purposes only. In case of any inconsistency, the Chinese names shall prevail.*

LETTER FROM THE BOARD



SOUTH EAST GROUP LIMITED (東南國際集團有限公司)*

(Incorporated in Bermuda with limited liability)
(Stock Code: 726)

Executive Directors:

MI Hongjun (*Chairman*)
YIN Jun (*Deputy Chairman, Chief Executive Officer*)
YEUNG Chun Wai, Anthony (*Deputy Chairman*)
CHEN Domingo

Registered Office:

Canon's Court
22 Victoria Street
Hamilton HM12
Bermuda

Non-Executive Directors:

FANG Rong
ZHOU Feng

*Principal place of business
in Hong Kong:*

Suites 1001-1004,
10th Floor,
One Pacific Place,
88 Queensway,
Hong Kong

Independent Non-Executive Directors:

LEE Chi Ming
CHAN Chi Hung, Anthony
JIANG Hongqing

15 July 2015

Dear Shareholder(s),

**(1) PROPOSED GRANT OF GENERAL MANDATES TO ISSUE
AND REPURCHASE SHARES;
(2) PROPOSED RE-ELECTION OF DIRECTORS;
(3) PROPOSED CHANGE OF NAME; AND
(4) NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

At the AGM, resolutions will be proposed to seek the Shareholders' approval for, among other things, (i) the granting of the General Mandate and the Repurchase Mandate to the Directors; (ii) the Re-election of Directors; and (iii) proposed Change of Name.

The purpose of this circular is to provide you with information relating to the ordinary resolutions to be proposed at the AGM for the grant of the General Mandate and the Repurchase Mandate, the re-election of Directors, and the notice of the AGM.

** For identification purpose only*

LETTER FROM THE BOARD

GENERAL MANDATE AND REPURCHASE MANDATE

At the AGM, the Directors will propose resolutions to the Shareholders to grant the General Mandate and the Repurchase Mandate to the Directors.

General Mandate

Resolution no. 4 referred to in the AGM Notice will, if passed, give a general unconditional mandate (the “General Mandate”) to the Directors authorising the exercise by the Directors of the powers of the Company to allot additional Shares up to 20% of the issued share capital of the Company at the date of the AGM.

As at the Latest Practicable Date, the Company had an aggregate of 10,209,602,920 Shares in issue. Subject to the passing of the resolutions for the approval of the General Mandate and on the basis that no further Shares will be issued or repurchased between the Latest Practicable Date and the date of the AGM, the Company would be allowed under the General Mandate to allot, issue and deal with a maximum of 2,041,920,584 Shares.

Repurchase Mandate

Resolution no. 5 (the “Ordinary Resolution”) referred to in the AGM Notice will, if passed, give a general unconditional mandate (the “Repurchase Mandate”) to the Directors to exercise the powers of the Company to repurchase Shares up to a maximum of 10% of the issued share capital of the Company at the date of the AGM (the “Repurchase Proposal”).

The Directors also propose a separate ordinary resolution at the AGM to add to the General Mandate to issue those Shares purchased by the Company pursuant to the exercise of the Repurchase Mandate proposed to be granted to the Directors at the AGM (the “Extension of General Mandate”).

The Directors propose to seek your approval of the Ordinary Resolution to be proposed at the AGM. The information set out in Appendix I to this circular constitutes an Explanatory Statement in accordance with the relevant rules as set out in the Listing Rules to regulate the repurchase by companies with primary listing on the Stock Exchange of their own securities on the Stock Exchange (the “Share Buy Back Rules”).

RE-ELECTION OF DIRECTORS

According to Bye-law 99 of the Company’s bye-laws, at each annual general meeting, one-third of the Directors for the time being (or, if their number is not three or a multiple of three, then the number nearest to but not less than one-third) shall retire from office by rotation, provided that every Director, including those appointed for a specific term, shall be subject to retirement by rotation at least once every three years. A retiring Director shall be eligible for re-election.

LETTER FROM THE BOARD

According to Bye-law 102 of the Company's bye-laws, any Director appointed by the Board shall hold office until the next following general meeting (in the case of the filling of casual vacancy) or the next following annual general meeting of the Company (in the case of an additional Director) and shall then be eligible for election at the meeting but shall not be taken into account in determining the Directors or the number of Directors who are to retire by rotation at such meeting.

Since all the Directors of the Company were appointed after the last annual general meeting, there were no director(s) to be retired by rotation and each of the newly appointed Directors, namely Mr. Mi Hongjun, Mr. Yin Jun, Mr. Yeung Chun Wai Anthony, Mr. Chen Domingo, Ms. Fang Rong, Mr. Zhou Feng, Mr. Lee Chi Ming, Mr. Chan Chi Hung and Mr. Jiang Hongqing will retire from his office at the AGM and, being eligible, each of them will offer himself for re-election.

Biographical details of the Directors who are proposed to be re-elected at the AGM are set out in Appendix II to this circular.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from "South East Group Limited" to "China Minsheng Drawin Technology Group Limited" and to adopt the Chinese name of "中民築友科技集團有限公司" as the Company's secondary name in place of "東南國際集團有限公司" which has been used for identification purpose only.

Reasons for the Change of Company Name

The Board believes that the Change of Company Name would benefit its future business development and provide the Company with a fresh new corporate identity and image. The Board is therefore of the opinion that the Change of Company Name is in the interests of the Company and the shareholders of the Company as a whole.

Conditions of the Change of Company Name

The proposed Change of Company Name is subject to the satisfaction of the following conditions:

1. the passing of a special resolution by the Shareholders approving the Change of Company Name at the AGM; and
2. the Registrar of Companies in Bermuda approving the Change of Company Name and entering the new name of the Company in place of its existing name and the secondary name of the Company on the register maintained by the Registrar of Companies in Bermuda.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date of entry of the new name and the secondary name of the Company on the register maintained by the Registrar of Companies in Bermuda. Thereafter, the Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong

LETTER FROM THE BOARD

Effect of Change of Company Name

The Change of Company Name will not affect any of the rights of the Shareholders. Once the Change of Company Name becomes effective, share certificates of the Company will be issued in the new name and the secondary name of the Company. However, all existing share certificates in issue bearing the existing name of the Company will, after the Change of Company Name has become effective, continue to be effective as documents of title to and be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name and the secondary name of the Company.

Once the Change of Company Name becomes effective, new share certificates will be issued only in the new name and the secondary name of the Company. The Company expects to be traded in its new name and the secondary name as soon as the Change of Company Name becomes effective and the filing procedures in Hong Kong have been fulfilled. Further announcement(s) will be made by the Company to inform the Shareholders on the results of the AGM, the effective date of the Change of Company Name and the change of stock short names of the Company for trading of the shares on the Main Board of The Stock Exchange of Hong Kong Limited as and when appropriate.

ANNUAL GENERAL MEETING

A notice convening the AGM is set out on pages 19 to 23 of this circular for the purpose of considering and, if thought fit, passing the resolutions set out therein. A form of proxy is enclosed for use at the AGM. You are requested to complete and return the form of proxy to the Company's 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, and in any event not later than 48 hours before the time appointed for the holding of the AGM or any adjournment thereof. The lodging of a form of proxy will not preclude you from subsequently attending the AGM or any adjournment thereof and voting in person should you so wish.

VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman of the AGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, all resolutions to be considered and, if thought fit, passed at the AGM will be voted by way of poll by the Shareholders.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

LETTER FROM THE BOARD

RECOMMENDATION

The Directors consider that the proposed resolutions in respect of the General Mandate, the Repurchase Mandate, the Extension of General Mandate, the proposed re-election of Directors and the proposed Change of Name are in the interests of the Company and its Shareholders as a whole. Accordingly, the Directors recommend that the Shareholders vote in favour of the resolutions to be proposed at the AGM.

FURTHER INFORMATION

Your attention is drawn to the Appendices to this circular.

Yours faithfully
For and on behalf of
South East Group Limited
Mi Hongjun
Executive Director and Chairman

This appendix serves as an explanatory statement, as required under the Listing Rules, to provide requisite information for Shareholders to consider the Repurchase Mandate.

(1) SHAREHOLDERS' APPROVAL

The Share Buy Back Rules provide that all on-market share repurchase by company with its primary listing on the Stock Exchange must be of fully paid up shares and approved in advance by an ordinary resolution, either by way of a general mandate or by specific approval in relation to specific transactions.

(2) SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 10,209,602,920 Shares. Subject to the passing of the Ordinary Resolution and on the basis that no further Shares are issued or repurchased prior to the AGM, the Company would be allowed under the Share Repurchase Mandate to repurchase a maximum of 1,020,960,292 Shares.

(3) REASONS FOR THE REPURCHASE PROPOSAL

The Directors believe that the Repurchase Proposal is in the best interests of the Company and its Shareholders. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets and/or earnings per Share and will only be made when the Directors believe that such a repurchase will benefit the Company and its Shareholders.

(4) FUNDING OF REPURCHASES

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its memorandum of association and bye-laws and the applicable laws of Bermuda. The laws of Bermuda provide that the amount of capital repaid in connection with a share repurchase may only be paid out of either the capital paid up on the relevant shares, or out of funds of the Company otherwise available for dividend or distribution, or the proceeds of a fresh issue of shares made for the purpose of the repurchase to such extent allowable under the Companies Act 1981 of Bermuda (as amended). The amount of premium payable on repurchase may only be paid out of funds of the Company otherwise available for dividend or distribution or out of the share premium account of the Company.

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited consolidated accounts contained in the annual report of the Company for the year ended 31 March 2015) in the event that the proposed share repurchases were to be carried out in full at any time during the proposed repurchase period. Such proposed repurchase period means the period from the passing of the Ordinary Resolution until whichever is the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the date on which the authority sets out in the Ordinary Resolution is revoked or varied by an ordinary resolution of the Shareholders in a general meeting; and (iii) the expiration of the period within which the next annual general meeting of the Company is required to be held by Bermuda laws or the bye-laws of the Company.

However, the Directors do not propose to exercise the Share Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirement of the Company or the gearing levels which, in the opinion of the Directors, are from time to time appropriate for the Company.

(5) SHARE PRICES

The highest and lowest prices at which the Shares have traded on the Stock Exchange during each of the previous twelve months before the Latest Practicable Date were as follows:

	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
July 2014	0.143	0.131
August 2014	0.131	0.119
September 2014	0.156	0.119
October 2014	0.159	0.114
November 2014	0.285	0.118
December 2014	0.360	0.249
January 2015	0.290	0.234
February 2015	0.350	0.295
March 2015	0.510	0.375
April 2015	0.800	0.560
May 2015	1.220	0.690
June 2015	1.100	0.750
July 2015 (up to and including the Latest Practicable Date)	0.790	0.385

(6) UNDERTAKING OF THE DIRECTORS

The Directors have undertaken to the Stock Exchange that, they will exercise the powers of the Company to make repurchases pursuant to the Ordinary Resolution and in accordance with the Listing Rules and the applicable laws of Bermuda.

(7) DIRECTORS, ASSOCIATES AND CONNECTED PERSONS

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their associates have any present intention to sell any Shares to the Company under the Repurchase Proposal if such is approved by the Shareholders.

No connected persons have notified the Company that they have a present intention to sell Shares to the Company or its subsidiaries, or have undertaken not to do so, in the event that the Repurchase Proposal is approved by the Shareholders.

(8) EFFECTS OF THE TAKEOVERS CODE

If on the exercise of the power to repurchase Shares pursuant to the Repurchase Proposal a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder or group of Shareholders acting in concert could obtain or consolidate control of the Company and become obligated to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, the following Shareholders are interested in more than 5% of the Shares then in issue as recorded in the register of the Company kept under the section 336 of the SFO:

Name	Number of Shares	Approximately percentage of the issued share capital of the Company (Note 4)
China Minsheng Investment Corp., Ltd.* (Note 1)	6,500,000,000	63.67%
China Minsheng Jiaye Investment Co., Ltd.* (Note 1)	6,500,000,000	63.67%
Deng Jun Jie (Note 2)	1,000,000,000	9.79%
Honghu Capital Company Limited (Note 2)	1,000,000,000	9.79%
Quantum China Asset Management Limited (Note 3)	826,680,000	8.10%

Notes:

- 6,500,000,000 shares is directly held by Jiayao Global Investments Limited, an wholly owned subsidiary of China Minsheng Jiaye Investment Co., Ltd.* China Minsheng Jiaye Investment Co., Ltd.* is owned as to 90% by China Minsheng Investment Corp. Ltd.* China Minsheng Investment Corp. Ltd.* is therefore deemed to be interested in the Shares to be held by China Minsheng Jiaye Investment Co., Ltd.* for the purpose of SFO.

* For identification purpose only

2. Honghu Capital Company Limited, a company incorporated in the British Virgin Islands with limited liability and is wholly and beneficially owned by Mr. Deng Jun Jie who is a Third Party Independent of the China Minsheng Jiaye Investment Co., Ltd.*, China Minsheng Investment Corp. Ltd.* and the shareholders of China Minsheng Investment Corp. Ltd.* Honghu Capital Company Limited has subscribed the Convertible Bonds in an aggregate principal amount of HK\$200,000,000. Assuming full conversion of the Convertible Bonds, 1,000,000,000 Conversion Shares will be allotted and issued to the bondholder(s).
3. Mr. Yeung, an executive Director, is the managing partner and chief executive officer of Quantum China Asset Management Limited.
4. For the purpose of this section, the shareholding percentage in the Company is calculated on the basis of 10,209,602,920 Shares in issue.

In the event that the Directors exercise in full the power to repurchase Shares in accordance with the Repurchase Mandate, the total interests of the above Shareholders in the Shares would be increased to:

Name	Holding	Percentage
China Minsheng Investment Corp., Ltd.*	6,500,000,000	70.74%
China Minsheng Jiaye Investment Co., Ltd.*	6,500,000,000	70.74%
Deng Jun Jie	1,000,000,000	10.88%
Honghu Capital Company Limited	1,000,000,000	10.88%
Quantum China Asset Management Limited	826,680,000	9.00%

Such increase will not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code but will result in insufficient public float. The Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, cause any takeover obligation of any Shareholder or group of Shareholders acting in concert or insufficient public float.

(9) SHARE REPURCHASE MADE BY THE COMPANY

The Company has not repurchased any of its Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

** For identification purpose only*

Information on the Directors proposed for re-election at the AGM is set out below:

Mr. Mi Hongjun (“Mr. Mi”), aged 44, was appointed as an executive Director of the Company, chairman of the Board and chairman of each of the Nomination Committee and the Remuneration Committee of the Company on 3rd July 2015. Mr. Mi is the Financial Controller of China Minsheng Investment Corp., Ltd. (“China Minsheng Investment”). Mr. Mi joined China Minsheng Investment at its establishment. Before joining China Minsheng Investment, he has been engaging in the financial sector for more than 20 years, handling duties including financing, auditing, investment, etc. Mr. Mi has served as (i) Financial Controller and Secretary of the Board of Minsheng Royal Fund Management Co. Ltd. from 2012 to 2014; (ii) Vice President and President of 數字博識(北京)信息技術有限公司 (Digital Knowledge World Information Technology Co., Ltd*) from 2009 to 2011; (iii) Chief Financial Officer of Hinge Software Technology Co. Ltd. From 2007 to 2009; (iv) Financial Controller of Dayang Technology Development Inc. from 2004 to 2007; (v) Financial Manager and Financial Controller of 方正數碼有限公司 (Founder Holdings Limited*) from 2001 to 2004; (vi) Financial Manager of 北京凌科電信技術有限公司 (Beijing Link Telecom Technology Co., Ltd*) from 2000 to 2001; (vii) Financial Manager of China World Trade Centre Co. Ltd. From 1998 to 2000 and (viii) a staff member and then a deputy supervisor of the Commerce and Trade Auditing Department under National Audit Office from 1993 to 1998. Mr. Mi graduated from the Accounting Department of Nankai University in 1993. He further received an EMBA from Tsinghua University School of Economics and Management in 2012, and was qualified as a Certified Public Accountant in 1997. He further obtained the fellowship title of Senior Certified Public Accountant in 2005. Save as disclosed, Mr. Mi did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Mr. Mi entered into a letter of appointment with the Company on 3 July 2015, pursuant to the terms and conditions of which his service term is subject to retirement by rotation in accordance with the Company’s bye-laws. The letter of appointment can be terminated by either party giving to the other party three months’ notice in writing. He is entitled to a fixed director’s fee of HK\$ 10,000 per month respectively, which were determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and his duties and responsibilities within the Group and the prevailing market rate.

As at the Latest Practicable Date, Mr. Mi does not have any interests in Shares within the meaning of Part XV of the SFO, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. Mi as a Director.

** For identification purpose only*

Mr. Yin Jun (“Mr. Yin”), aged 44, was appointed as an executive Director of the Company, deputy chairman of the Board and chief executive officer of the Company on 3rd July 2015. Mr. Yin is currently the Vice President of China Minsheng Jiaye Investment Co. Ltd. Before joining China Minsheng Investment, Mr. Yin has more than 18 years of experience in building and Real Estate industry. He has served as General Manager and Chairman of the Board of 中建五局第三建设有限公司 (No.3 Construction Group of China Construction Fifth Engineering Division Corporation., Ltd*). Prior to that, Mr. Yin has served as General Manager of 中建信和地產公司 (Xinhe Real Estate Co., Ltd*), Deputy General Manager of 中建五局第三建设有限公司 (No.3 Construction Group of China Construction Fifth Engineering Division Corporation., Ltd*). and other important management positions. Mr. Yin obtained his Bachelor degree in 1997, he owned a master degree in Engineering and earned his Doctorate degree in Management in 2014. Save as disclosed, Mr. Yin did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Mr. Yin entered into a letter of appointment with the Company on 3 July 2015, pursuant to the terms and conditions of which his service term is subject to retirement by rotation in accordance with the Company’s bye-laws. The letter of appointment can be terminated by either party giving to the other party three months’ notice in writing. He is entitled to a fixed director’s fee of HK\$ 141,500 per month respectively, which were determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and his duties and responsibilities within the Group and the prevailing market rate.

As at the Latest Practicable Date, Mr. Yin does not have any interests in Shares within the meaning of Part XV of the SFO, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. Yin as a Director.

Mr. Yeung Chun Wai, Anthony (“Mr. Yeung”), aged 39, is the deputy chairman and executive director of the Company. Mr. Yeung is the Managing Partner and Chief Executive Officer of Quantum China Asset Management Limited, which in turn manages Taiping Quantum Strategic Fund, Taiping Quantum Prosperity Fund, Taiping Quantum China Opportunities Fund and Quantum Advantage Fund, which collectively interested in approximately 8.10% of the issued share capital of the Company as at the date of this circular. Mr. Yeung has served as Managing Director and senior executive of JP Morgan Chase Bank, N.A., Bank of America Merrill Lynch and UBS AG, mainly responsible for initiation and execution of financial products, debt & risk management, asset management and securities sales, and other related transactions in the Greater China region. Before that, he had been working with China COSCO Holdings Company Limited (Stock code: 1919), a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), as a member of senior management as well as Deputy Chief Financial Officer and Company Secretary. He has proven track records and extensive experience in corporate restructuring

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and rescuing, consulting, corporate finance and business negotiation with well-versed business and people network in the region. Mr. Yeung graduated from The University of Hong Kong with a Bachelor Degree in Business Administration (Accounting and Finance). He is a fellow member of Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of Chartered Certified Accountants and a fellow member of the Hong Kong Institute of Directors. Also, Mr. Yeung is currently the executive director of e-Kong Group Limited (Stock code: 524), the vice chairman and executive director of Leyou Technologies Holdings Limited (Stock code: 1089) and independent non-executive director of Global Energy Resources International Group Limited (Stock code: 8192). Mr. Yeung is highly dedicated to community services, meanwhile he has been serving as Honorary Court Member of the Hong Kong Baptist University, Committee Member of the Admissions, Budgets and Allocation Committee of The Community Chest of Hong Kong, Founding Board Member and Honorary Treasurer of the Child Development Matching Fund and Quality Mentorship Network Limited, Director of Opera Hong Kong, Council Member of The Hong Kong Institute of Directors and so on. Save as disclosed, Mr. Yeung did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Mr. Yeung entered into a letter of appointment with the Company on 5 December 2014, pursuant to the terms and conditions of which his service term is subject to retirement by rotation in accordance with the Company's bye-laws. The letter of appointment can be terminated by either party giving to the other party three months' notice in writing. He is entitled to a fixed director's fee and rental allowance of RMB 100,000 per month respectively, which were determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and his duties and responsibilities within the Group and the prevailing market rate; and the employer's contribution to mandatory provident fund.

As at the Latest Practicable Date, Mr. Yeung does not have any interests in Shares within the meaning of Part XV of the SFO, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. Yeung as a Director.

Mr. Chen Domingo ("Mr. Chen"), aged 60, executive Director of the Company. Mr. Chen is the Chief Operating Officer of Quantum China Asset Management Limited, which in turn manages Taiping Quantum Strategic Fund, Taiping Quantum Prosperity Fund, Taiping Quantum China Opportunities Fund and Quantum Advantage Fund, which collectively interested in approximately 8.10% of the issued share capital of the Company as at the date of this circular. Mr. Chen is an executive director of Leyou Technologies Holdings Limited (Stock code: 1089). Before joining the Company, he was Head of Capital Markets & Corporate Affairs of Agile Property Holdings Limited (Stock code: 3383), a company listed on the Main Board of the Stock Exchange. He was mainly in charge of overseas financing and operation management of Hong Kong regional headquarter. Prior to that, Mr. Chen was employed by many transnational companies and listed companies as director or senior management. He has proven track records and extensive experience in China real estate development, corporate finance, operation management and investor relations. Mr. Chen obtained an

Executive Master of Business Administration degree jointly from Kellogg School of Management at Northwestern University, Chicago and Hong Kong University of Science and Technology in 1999 and a Diploma in Program for Management Development from Harvard University, Boston in 1988. Save as disclosed, Mr. Chen did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Mr. Chen entered into a letter of appointment with the Company on 5 December 2014, pursuant to the terms and conditions of which his service term is subject to retirement by rotation in accordance with the Company's bye-laws. The letter of appointment can be terminated by either party giving to the other party three months' notice in writing. He is entitled to a fixed director's fee of HK\$ 110,000 per month, which was determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and his duties and responsibilities within the Group and the prevailing market rate; and the employer's contribution to mandatory provident fund.

As at the Latest Practicable Date, Mr. Chen does not have any interests in Shares within the meaning of Part XV of the SFO, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. Chen as a Director.

Ms. Fang Rong ("Ms. Fang"), aged 36, was appointed as a non-executive Director of the Company on 3 July 2015. Ms. Fang is the Human Resources Director of China Minsheng Investment. Ms. Fang started her career since 2001. Before joining China Minsheng Investment, Ms. Fang was the Manager of the Human Resource Service Office of the Human Resources Department of China Minsheng Bank Headquarter, Deputy Manager and Manager of the Performance and Remuneration Management Office and a member of the Headquarter Retail banking Strategic Planning Centre; and Senior Auditor at Beijing Office of PricewaterhouseCoopers. Ms. Fang obtained a master degree in finance from Peking University, now she is a Fellow Member of the Association of Chartered Certified Accountants ("ACCA") and a Certified Public Accountant in China. Save as disclosed, Ms. Fang did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Ms. Fang entered into a letter of appointment with the Company on 3 July 2015, pursuant to the terms and conditions of which her service term is subject to retirement by rotation in accordance with the Company's bye-laws. The letter of appointment can be terminated by either party giving to the other party three months' notice in writing. She is entitled to a fixed director's fee of HK\$ 10,000 per month respectively, which were determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and her duties and responsibilities within the Group and the prevailing market rate.

As at the Latest Practicable Date, Ms. Fang does not have any interests in Shares within the meaning of Part XV of the SFO, nor does she have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Ms. Fang as a Director.

Mr. Zhou Feng (“Mr. Zhou”), aged 31, was appointed as non-executive Director of the Company on 3rd July 2015. Mr. Zhou graduated from Shanghai Normal University with a Bachelor degree. He has extensive experience in Real Estate project management and hotel & tourism management. He is currently a Deputy General Manager of 舟山中聯房地產有限公司 (Zhoushan United Real Estate Co. Ltd.*), Chairman of 普陀山國際度假有限公司 (Zhejiang Putuo Mountain International Resort Co. Ltd.*) and previously served as a Real estate project manager of 上海潤華投資有限公司 (Shanghai Runhua Investment Co., Ltd.*) from 2008 to 2011. Save as disclosed, Mr. Zhou did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Mr. Zhou entered into a letter of appointment with the Company on 3 July 2015, pursuant to the terms and conditions of which his service term is subject to retirement by rotation in accordance with the Company’s bye-laws. The letter of appointment can be terminated by either party giving to the other party three months’ notice in writing. He is entitled to a fixed director’s fee of HK\$ 10,000 per month respectively, which were determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and his duties and responsibilities within the Group and the prevailing market rate.

As at the Latest Practicable Date, Mr. Zhou does not have any interests in Shares within the meaning of Part XV of the SFO, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. Zhou as a Director.

Mr. Lee Chi Ming (“Mr. Lee”), aged 62, is an independent non-executive Director of the Company and member of each of the Nomination Committee, Remuneration Committee and Audit Committee. He is a fellow member of Association of Chartered Certified Accountants (“ACCA”) and Hong Kong Institute of Certified Public Accountants (“HKICPA”). He graduated from Hong Kong Polytechnic. He also holds a LLB degree from University of London and a master degree in Business Administration from University of Hong Kong. Mr. Lee serves as Council member of the ACCA and a member of the Advisory Committee of the College of Professional and Continuing Education (“CPCE”) of HK Polytechnic University. He was the past president of ACCA, Hong Kong (2003/04) and a Council member of HKICPA (2005). Mr. Lee has over 25 years’ experience in the fields of accounting, regulations and asset management. He held various senior positions with the Securities and Futures Commission (“SFC”), Hong Kong since 1995, as director of Licensing, director of Corporate Planning and director of Finance and Administration. Mr. Lee retired from SFC in July 2014 and joined as director and managing partner of Benington Capital Ltd, an asset management

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company which manages a Greater China focused long-short equity fund for professional investors. In addition, on 30 March 2015, Mr. Lee was appointed as an independent Non-executive Director of Huatai Securities Company Limited (“Huatai”). The appointment was effectively on 30 April after confirmation was obtained from relevant China Securities Regulatory Authority. Huatai is a securities broker dual-listed in Shanghai Stock Exchange (Stock Code: 601688) and Hong Kong Stock Exchange (Stock Code: 6886). Save as disclosed, Mr. Lee did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Mr. Lee entered into a letter of appointment with the Company on 30 December 2014 for a fixed term of three years therefrom (unless otherwise terminated earlier by either party giving to the other party one month’s notice in writing) and he is subject to retirement by rotation in accordance the Company’s bye-laws. He is entitled to a fixed director’s fee of HK\$20,000 per month, which was determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and his duties and responsibilities within the Company and the prevailing market rate.

As at the Latest Practicable Date, Mr. Lee does not have any interests in Shares within the meaning of Part XV of the SFO, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. Lee as a Director.

Mr. Chan Chi Hung, Anthony (“Mr. Chan”), aged 42, was appointed as an independent non-executive director of the Company on 30 December 2014. Mr. Chan is a member of the Audit Committee of the Company. He is an Executive Director of EPI Holdings Limited (“EPI”), an international oil & gas operator (Stock Code: 689). He was appointed on July 2013. Prior to joining EPI, Mr. Chan has held senior management positions at other Hong Kong listed companies. He was the executive director of China Financial Leasing Group Limited (Stock Code: 2312) from April 2007 to July 2013. Mr. Chan has held the position of non-executive director at Build King Holdings Limited (Stock Code: 240) since December 2008. Prior to his managerial career, Mr. Chan was the investment manager of Springfield Financial Advisory Limited, in charge of private equity, fund-of-funds and fixed-income investment portfolios for four years. Mr. Chan started his career as a banker in J.P. Morgan covering Asia ex-Japan region. Mr. Chan is a graduate of University of Minnesota — Twin Cities and Stanford Stanford Graduate School of Business, both in United States. Save as disclosed, Mr. Chan did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Mr. Chan entered into a letter of appointment with the Company on 30 December 2014 for a fixed term of three years therefrom (unless otherwise terminated earlier by either party giving to the other party one month’s notice in writing) and he is subject to retirement by rotation in accordance the Company’s bye-laws. He is entitled to a fixed director’s fee of HK\$20,000 per month, which was determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and his duties and responsibilities within the Company and the prevailing market rate.

As at the Latest Practicable Date, Mr. Chan does not have any interests in Shares within the meaning of Part XV of the SFO, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. Chan as a Director.

Mr. Jiang Hongqing (“Mr. Jiang”), aged 47, was appointed as an independent non-executive director of the Company on 2 February 2015. He is a member of the Remuneration Committee and the Nomination Committee; and the Chairman of the Audit Committee of the Company. Mr. Jiang was appointed as an executive Director and vice chairman of the Hong Kong Life Sciences and Technologies Group Limited (Stock code: 8085) since 1 December 2012. On 22 August 2014, he resigned as the vice chairman but continues to act as executive Director. Mr. Jiang holds a Ph.D. in Engineering majoring in Architectural Design and Theory from South China University of Technology. He also holds a Master of Engineering Degree majoring in Landscape Architecture Design and a Bachelor of Engineering Degree majoring in Urban Planning from Chongqing Institute of Architecture and Engineering. Mr. Jiang had also been studied in Ecole d’ Architecture Paris-la-Seine in Paris, France. He is a Professorate Senior Urban Planner and a Certified Planner of the People’s Republic of China. In addition, Mr. Jiang was also the member of City Ecological Planning and Construction Academic Committee of the Urban Planning Society of China and also was a consultant of Urban Planning Construction and Protection of Ancient City of Lijiang, Yunnan Province. He has extensive experience in planning design, architectural design, landscape architecture design, planning management and project planning. Mr. Jiang was also an executive Director of Birmingham International Holdings Limited (Stock code: 2309) from 30 August 2011 to 20 January 2012. Save as disclosed, Mr. Jiang did not hold any directorship in other listed public companies in the last three years prior to the Latest Practicable Date.

Mr. Jiang entered into a letter of appointment with the Company on 2 February 2015 for a fixed term of three years therefrom (unless otherwise terminated earlier by either party giving to the other party one month’s notice in writing) and he is subject to retirement by rotation in accordance the Company’s bye-laws. He is entitled to a fixed director’s fee of HK\$20,000 per month, which was determined by the Board with reference to the recommendation from the Remuneration Committee of the Company and his duties and responsibilities within the Company and the prevailing market rate.

As at the Latest Practicable Date, Mr. Jiang has direct and deemed interests in 15,000,000 shares in the issued share capital of the Company within the meaning of Part XV of the SFO. Saved as disclosed, Mr. Jiang does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed, there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters which need to be brought to the attention of the Shareholders in relation to the re-election of Mr. Jiang as a Director.

NOTICE OF ANNUAL GENERAL MEETING



SOUTH EAST GROUP LIMITED **(東南國際集團有限公司) ***

(Incorporated in Bermuda with limited liability)
(Stock Code: 726)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of South East Group Limited (the “Company”) will be held at Empire Hotel, 33 Hennessy Road, Wan Chai, Hong Kong on Tuesday, 18 August 2015 at 3:00 p.m. for the following purposes:

ORDINARY RESOLUTIONS

To consider and, if thought fit, pass, with or without modification, the following resolutions as ordinary resolutions of the Company

1. To receive and consider the audited financial statements and the reports of the directors and the auditors of the Company for the year ended 31 March 2015;
2.
 - (i) To re-elect Mr. Mi Hongjun as an executive director of the Company;
 - (ii) To re-elect Mr. Yin Jun as an executive director of the Company;
 - (iii) To re-elect Mr. Yeung Chun Wai, Anthony as an executive director of the Company;
 - (iv) To re-elect Mr. Chen Domingo as an executive director of the Company;
 - (v) To re-elect Ms. Fang Rong as a non-executive director of the Company;
 - (vi) To re-elect Mr. Zhou Feng as a non-executive director of the Company;
 - (vii) To re-elect Mr. Lee Chi Ming as an independent non-executive director of the Company;
 - (viii) To re-elect Mr. Chan Chi Hung, Anthony as an independent non-executive director of the Company;
 - (ix) To re-elect Mr. Jiang Hongqing as an independent non-executive director of the Company; and
 - (x) To authorise the board of directors of the Company to fix the remuneration of directors;
3. To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration;

** For identification purpose only*

NOTICE OF ANNUAL GENERAL MEETING

4. As special business, to consider and, if thought fit, pass, with or without amendments, the following resolution as an Ordinary Resolution:

“**THAT:**

- (a) the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of the Company, be and is hereby generally and unconditionally approved, provided that, otherwise than (i) pursuant to a rights issue where shares are offered to shareholders on a fixed record date in proportion to their then holdings of shares of the Company as at that date (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognized regulatory body or any stock exchange, in any territory outside Hong Kong applicable to the Company); (ii) an issue of shares upon the exercise of rights of subscription or conversion under the terms of any securities which are convertible into shares of the Company; (iii) an issue of shares as scrip dividends pursuant to the bye-laws of the Company from time to time; or (iv) an issue of shares under any option scheme or similar arrangement for the grant or issue to employees of the Company and/or any of its subsidiaries or any other eligible person(s) of shares or rights to acquire shares of the Company, the aggregate nominal amount of share capital issued, allotted or disposed of or agreed conditionally or unconditionally to be issued, allotted or dealt with whether pursuant to an option or otherwise, shall not in total exceed 20 per cent of the nominal amount of share capital of the Company in issue on the date of passing this Resolution and the said approval shall be limited accordingly; and
- (b) for the purpose of this Resolution, “Relevant Period” means the period from the passing of this Resolution until whichever is the earlier of:
 - (i) the conclusion of the next Annual General Meeting of the Company;
 - (ii) the revocation or variation of the authority given under this Resolution by ordinary resolution of the shareholders of the Company in general meeting; and
 - (iii) the expiration of the period within which the next Annual General Meeting of the Company is required by the bye-laws of the Company or any applicable law to be held.”

NOTICE OF ANNUAL GENERAL MEETING

5. As special business, 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, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase its shares on The Stock Exchange of Hong Kong Limited (“Stock Exchange”) or on any other stock exchange on which the shares of the Company may be listed and recognized by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the total nominal amount of shares of the Company to be repurchased by the Company pursuant to the approval in paragraph (a) above shall not exceed 10 per cent of the total nominal amount of the shares of the Company in issue on the date of passing this Resolution and the said approval shall be limited accordingly; and
- (c) for the purpose of this Resolution, “Relevant Period” means the period from the passing of this Resolution until whichever is the earlier of:
 - (i) the conclusion of the next Annual General Meeting of the Company;
 - (ii) the revocation or variation of the authority given under this Resolution by ordinary resolution of the shareholders of the Company in general meeting; and
 - (iii) the expiration of the period within which the next Annual General Meeting of the Company is required by the bye-laws of the Company or any applicable law to be held.”

6. As special business, to consider and, if thought fit, pass, with or without amendments, the following resolution as an Ordinary Resolution:

“THAT, subject to the passing of Resolutions No. 4 and No. 5 set out in the notice convening this meeting, the general mandate granted to the directors of the Company to exercise the powers of the Company to allot and deal with additional shares and to make or grant offers, agreements and options which might or would require the exercise of such power pursuant to Resolution No. 4 set out in the notice convening this meeting, be and is hereby extended by the addition to the total nominal amount of the share capital of the Company which may be allotted or agreed conditionally or unconditionally to be allotted by the directors of the Company pursuant to such general mandate of an amount representing the total nominal amount of shares in the capital of the Company which has been repurchased by the Company under the authority granted pursuant to Resolution No. 5 set out in the notice convening this meeting provided that such amount of shares shall not exceed 10 per cent of the total nominal amount of the share capital of the Company in issue on the date of passing this Resolution.”

NOTICE OF ANNUAL GENERAL MEETING

SPECIAL RESOLUTION

7. As special business, to consider and, if thought fit, pass, with or without modification, the following resolution as a special resolution of the Company:

“**THAT**, subject to and conditional upon the approval of the Registrar of Companies in Bermuda, the English name of the Company be changed from “South East Group Limited” to “China Minsheng Drawin Technology Group Limited” and to adopt the Chinese name of “中民築友科技集團有限公司” as the Company’s secondary name in place of “東南國際集團有限公司” which has been used for identification purpose only. The directors of the Company be and are hereby authorized to do all such acts, and execute such deeds and things as they may, in their absolute discretion, deem fit in order to effect such change of name.”

Yours faithfully
For and on behalf of
South East Group Limited
Mi Hongjun
Executive Director and Chairman

Hong Kong, 15 July 2015

Registered Office:
Canon’s Court
22 Victoria Street
Hamilton HM12
Bermuda

*Principal place of business
in Hong Kong:*
Suites 1001-1004,
10th Floor,
One Pacific Place,
88 Queensway,
Hong Kong

Notes:

- (i) A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint a proxy to attend and, in the event of a poll, vote in his stead. A proxy need not be a member of the Company.
- (ii) In order to be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed or a notorially certified copy of the power of attorney or authority must be deposited with the Company’s 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 for holding the meeting or adjourned meeting.
- (iii) Completion and return of the form of proxy will not preclude a member of the Company from attending and voting in person at the meeting convened or any adjournment thereof and in such event, the authority of the proxy shall be deemed to be revoked.

NOTICE OF ANNUAL GENERAL MEETING

- (iv) In relation to proposed resolution no. 5 above, the Directors wish to state that they will exercise the powers conferred thereby to repurchase Shares in circumstances which they deem appropriate for the benefit of the shareholders of the Company. An explanatory statement containing the information necessary to enable the shareholders to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in Appendix I to this circular.
- (v) Biographical details of the directors proposed for re-election are set out in the Appendix II of this circular, of which this notice forms part.

As at the date of this notice, the Board comprises Mr. Mi Hongjun (Chairman), Mr. Yin Jun (Deputy Chairman), Mr. Yeung Chun Wai, Anthony (Deputy Chairman) and Mr. Chen Domingo as executive Directors; Ms. Fang Rong and Mr. Zhou Feng as non-executive Directors; Mr. Lee Chi Ming, Mr. Chan Chi Hung, Anthony and Mr. Jiang Hongqing as independent non-executive Directors.