



# Daohe Global Group Limited

## 道和環球集團有限公司

(Incorporated in Bermuda with limited liability)

Stock Code: 915

("Company")

### Shareholders' rights and communication policy

#### 1. Shareholders' rights<sup>1</sup>

The Company has only one class of shares. All shares have the same voting rights and are entitled to the dividend declared. The rights of the members (or shareholders) of the Company ("**shareholders**") are set out in, amongst other things, the bye-laws ("**Bye-laws**") of the Company and the Companies Act 1981 of Bermuda ("**Companies Act**").

##### 1.1 Convening special general meeting on requisition

Shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall have the right, by written requisition to the board ("**Board**") or the secretary of the Company or at the registered office of the Company, to require a special general meeting to be called by the Board for the transaction of any business specified in such requisition pursuant to Section 74 of the Companies Act. Under bye-law 58 of the Bye-laws, such meeting shall be held within two months after the deposit of such requisition. If within 21 days of such deposit the Board fails to proceed to convene such meeting, the requisitionists themselves may do so in accordance with the provisions of Section 74(3) of the Companies Act.

The written requisition requiring a special general meeting to be called can be sent to the Company at the following address:

##### *Head office and principal place of business of the Company*

Suites 1908-12, 19/F., Shui On Centre,  
6-8 Harbour Road, Wanchai, Hong Kong  
Attention: Company Secretary

## **1.2 Proposing resolution at general meeting**

Shareholders may by written requisition request for including a resolution relating to matters in a general meeting by following the requirements and procedures as set out in Sections 79 and 80 of the Companies Act.

Subject to the provisions of the above-mentioned sections of the Companies Act, on the written requisition of members representing not less than one-twentieth of the total voting rights or 100 members, at the expense of the requisitionists unless the Company otherwise resolves, the Company shall give shareholders of the Company notice of any resolution which may properly be moved and is intended to be moved at that meeting and a relevant statement.

## **1.3 Notice of general meetings and “bundling” resolutions**

Pursuant to code provision (“**Code Provision**”) E.1.3 of the Corporate Governance Code and Corporate Governance Report (“**Code**”), the Company will arrange for the notice to shareholders to be sent for annual general meetings at least 20 clear business days before the meeting and to be sent at least 10 clear business days for all other general meetings.

Separate resolutions are proposed at general meetings on each substantial issue, including the election of individual directors. Where bundling the resolutions cannot be avoided, the Company shall explain the reasons and material implications in the notice of the meeting.

## **1.4 Voting by poll**

The rights of shareholders and the procedures for demanding a poll on resolutions at general meetings are contained in Bye-law 66.

In accordance with Rule 13.39(4) of the Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), all resolutions put to vote at general meetings of the Company are taken by way of poll except where the chairman, 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.

Details of the poll voting procedures will be set out in the circular sent to Shareholders prior to each meeting. The chairman of a meeting shall ensure that an explanation is provided of the detailed procedures for conducting a poll and answer any questions from shareholders on voting by poll.

After each general meeting, the poll results will be published on the websites of the Stock Exchange and the Company in the manner prescribed under Rule 13.39(5) of the Listing Rules.

## **2. Shareholders' communication policy<sup>2</sup>**

The Board shall maintain an on-going dialogue with shareholders and in particular, use annual general meetings or other general meetings to communicate with them and encourage their participation. The Company shall also make available all the disclosures submitted to the Stock Exchange and its corporate communications and other corporate publications on the websites of the Stock Exchange and the Company.

The Board will regularly review this policy to ensure its effectiveness to suit the needs of the Company and to comply with the relevant rules and corporate governance code.

### **2.1 Conduct of general meetings**

The general meetings of the Company provide a forum for communication between the shareholders and the Board. Shareholders are encouraged to participate in general meetings or to appoint proxies to attend and vote at meetings for and on their behalf if they are unable to attend the meetings.

The chairman of the Board as well as chairman of the Board committees, being currently the audit committee, the remuneration committee, the nomination committee and the executive committee or in their absence, other members of the respective committees, and where applicable, the independent Board committee member(s), will be available to answer questions at annual general meetings.

The Company will also invite the external auditors to attend the annual general meeting to answer questions about the conduct of the audit, the preparation and content of the auditors' report, the accounting policies and auditor's independence.

## **2.2 Shareholders' enquiries**

Shareholders can send their enquiries about shareholdings, share transfer, registration and payment of dividend to:

### ***Hong Kong branch share registrar and transfer office***

Tricor Standard Limited  
Level 22, Hopewell Centre,  
183 Queen's Road East,  
Hong Kong  
Telephone: (852) 2980 1768  
Facsimile: (852) 2528 3158

Other shareholders' enquiries can be directed to the following address:

### ***Head office and principal place of business of the Company***

Suites 1908-12, 19/F., Shui On Centre,  
6-8 Harbour Road, Wanchai, Hong Kong  
Attention: Chief Financial Officer/ Company Secretary

Email address: [ir@daoheglobal.com.hk](mailto:ir@daoheglobal.com.hk)

Telephone: (852) 3692 2988

Facsimile: (852) 3692 2931

## **2.3 Investor relations**

The Company continues to enhance communications and relationships with its investors. Designated senior management maintains regular dialogue with institutional investors to keep them abreast of the Company's developments. Enquiries from investors are dealt with in an informative and timely manner.

Besides, as to promote effective communication, the Company also maintains a website at [www.daoheglobal.com.hk](http://www.daoheglobal.com.hk), where information and updates on the Company's business developments and operations, corporate governance practices, announcements, circulars and reports released to the Stock Exchange and other information are posted. Information on the Company's website will be updated on a regular basis.

Enquiries on investor relations can be directed to the following address:

***Head office and principal place of business of the Company***

Suites 1908-12, 19/F., Shui On Centre,

6-8 Harbour Road, Wanchai, Hong Kong

Attention: Chief Financial Officer/ Company Secretary

Email address: [ir@daoheglobal.com.hk](mailto:ir@daoheglobal.com.hk)

Telephone: (852) 3692 2988

Facsimile: (852) 3692 2931

*This policy took effect from 1 April 2012 and subsequently updated on 30 April 2016 and 14 December 2017 (contact information)*

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<sup>1</sup> Relevant requirement: Paragraph O of the Code prescribed in Appendix 14 to the Listing Rules

<sup>2</sup> Relevant requirement: Code Provision E.1.4 of Appendix 14 to the Listing Rules