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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 Ourgame International Holdings Limited, 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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OURGAME INTERNATIONAL HOLDINGS LIMITED

聯眾國際控股有限公司*

(a company incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 6899)

PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS AND REVISED NOTICE OF ANNUAL GENERAL MEETING

A revised notice convening the Annual General Meeting of Ourgame International Holdings Limited to be held in the Conference Room, 10/F, Tower B Fairmont, No. 1 Building, 33# Community, Guangshun North Street, Chaoyang District, Beijing, China on Tuesday, 30 June 2020 at 10:00 a.m. is set out on pages 12 to 13 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 (<http://www.lianzhong.com>).

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 share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, 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 (i.e. before 10:00 a.m. on Sunday, 28 June 2020) 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.

* *For identification purpose only*

11 June 2020

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DEFINITIONS

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 in the Conference Room, 10/F, Tower B Fairmont, No. 1 Building, 33# Community, Guangshun North Street, Chaoyang District, Beijing, China on Tuesday, 30 June 2020, at 10:00 a.m., to consider and, if appropriate, to approve the resolutions contained in the revised notice of the meeting which is set out on pages 12 to 13 of this circular, or any adjournment thereof
“Articles of Association”	the articles of association of our Company (as amended from time to time) adopted on 12 June 2014
“Audit Committee”	the audit committee of the Company
“Board”	the board of Directors
“Chairman”	the chairman of the Board
“Chief Executive Officer”	the chief executive officer of the Company
“China” or “PRC”	the People’s Republic of China, except where the context requires otherwise, excluding Hong Kong, Macau and Taiwan
“Company” or “our Company”	Ourgame International Holdings Limited, a company incorporated in the Cayman Islands on 4 December 2013
“Controlling Shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company, its subsidiaries and any entities the results of which are consolidated into those of the Company by way of the entering into of the contractual arrangements from time to time, and the expression member of the Group shall be construed accordingly
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	9 June 2020, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular

DEFINITIONS

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Nomination and Corporate Governance Committee”	the nomination and corporate governance committee of the Company
“Remuneration Committee”	the remuneration committee of the Company
“Risk Management Committee”	the risk management committee of the Company
“RMB”	Renminbi, the lawful currency of China
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of our Company with a par value of US\$0.00005 each
“Shareholder(s)”	holder(s) of the Share(s)
“Substantial Shareholder”	has the meaning ascribed to it under the Listing Rules
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US\$”	United States dollars, the lawful currency of the United States



OURGAME INTERNATIONAL HOLDINGS LIMITED

聯眾國際控股有限公司*

(a company incorporated under the laws of the Cayman Islands with limited liability)

(Stock code: 6899)

Executive Director:

Yang Eric Qing

(Chairman and Chief Executive Officer)

Non-executive Directors:

Liu Jiang

Fu Qiang

Chen Xian

Hu Wen

Independent Non-executive Directors:

Lu Zhong

Tyen Kan Hee Anthony

Huang Yong

Registered Office:

PO Box 309, Uglan House

Grand Cayman KY1-1104

Cayman Islands

Head Office:

Room 1002, 10/F

Tower B Fairmont

No. 1 Building

33# Community

Guangshun North Street

Chaoyang District

Beijing, PRC

Principal Place of Business

in Hong Kong:

31/F, Tower Two

Times Square

1 Matheson Street, Hong Kong

11 June 2020

To the Shareholders

Dear Sir/Madam,

**PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS
AND
REVISED NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting.

* *For identification purpose only*

LETTER FROM THE BOARD

2. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

Pursuant to the Articles of Association, Mr. Lu Zhong and Professor Huang Yong (“**Professor Huang**”) will retire as Directors by rotation at the Annual General Meeting.

Mr. Lu Zhong will not offer himself for re-election at the Annual General Meeting, and will retire as an independent non-executive Director, chairman of the Remuneration Committee, and a member of each of the Audit Committee, Nomination and Corporate Governance Committee and Risk Management Committee at the conclusion of the Annual General Meeting.

Being eligible, Professor Huang will offer himself for re-election at the Annual General Meeting. Details of the retiring Director offering himself for re-election at the Annual General Meeting are set out in Appendix I to this circular.

In considering and approving such re-election, the Nomination Committee has taken into account a wide range of diversity perspectives including, but not limited to, skills, experience and background, geographical and industry experience, ethnicity, gender, knowledge and length of service, as set out in the board diversity policy of the Company.

The Nomination Committee has assessed and reviewed the written confirmation of the independence of Professor Huang who offered himself for re-election at the Annual General Meeting, based on the independence criteria as set out in Rule 3.13 of the Listing Rules, and is satisfied that he remains independent.

The Nomination Committee has also considered that the strong legal background of Professor Huang will continue to bring contribution to the development of the Company. In addition, Professor Huang has provided in-depth insights to the Board and demonstrated his abilities to provide independent, balanced and impartial views to the Company’s affairs.

As such, the Board proposes Professor Huang to stand for re-election as Director at the Annual General Meeting.

3. NOMINATION OF DIRECTORS BY REGISTERED SHAREHOLDER

Subject to the requirements under the Listing Rules and the Articles of Association, a Shareholder may nominate a person to stand for election as a Director.

Pursuant to Article 16.4 of the Articles of Association, a registered Shareholder has served a written notice to the company secretary of the Company nominating Mr. Li Yangyang (“**Mr. Li**”) as an executive Director and Chairman, Mr. Gao Hong (“**Mr. Gao**”) as an executive Director, and Mr. Ma Shaohua (“**Mr. Ma**”) and Mr. Lu Jingsheng (“**Mr. Lu**”) as independent non-executive Directors (together, the “**Nominated Directors**”). As such, the Company proposes to elect Mr. Li as an executive Director and Chairman, Mr. Gao as an executive Director, and Mr. Ma and Mr. Lu as independent non-executive Directors. The personal particulars of the Nominated Directors are set out in Appendix II to this circular.

LETTER FROM THE BOARD

4. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The revised notice of the Annual General Meeting is set out on pages 12 to 13 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 except where the chairman of such meeting, in good faith, decides to allow a resolution relating purely to a procedural or administrative matter to be voted on by a show of hands pursuant to the Listing Rules. An announcement on the poll vote results will be published by the Company after the Annual General Meeting in the manner prescribed under 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 the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.lianzhong.com>). 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 certified copy of that power of attorney or authority at the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, 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 (i.e. before 10:00 a.m. on Sunday, 28 June 2020) 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.

5. REPRESENTATION

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

6. RECOMMENDATION

The Directors consider that the proposed re-election and appointment of Directors 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.

Yours faithfully,
Ourgame International Holdings Limited
Yang Eric Qing
Chairman and Chief Executive Officer

The following are the particulars of the retiring Director proposed to be re-elected at the Annual General Meeting:

Professor Huang Yong (黃勇)

Professor Huang Yong, aged 57, was appointed as an independent non-executive Director on 17 December 2019. Professor Huang is a law professor at the School of Law of the University of International Business and Economics (“UIBE”), Ph.D. Supervisor, Head of the Department of Economic Law, and director of the Competition Law Centre of UIBE. Concurrently, he is also a member of the Expert Advisory Board of the State Council Anti-monopoly Commission and standing director of Chinese Economic Law Research Society.

Professor Huang is mainly engaged in teaching and research in the areas of economic law and international economic law, and teaches in courses including competition law and economic law. As an expert in competition law, he participated fully in the enactment process of the Anti-trust Law of the PRC. Professor Huang has published several monographs including Research on International Competition Law, the Anti-trust Law Classic Cases and Commentaries and the Anti-unfair Competition Law Classic Cases and Commentaries. Professor Huang has also published nearly one hundred academic papers in the SSCI core journals of the United States of America, domestic CSSCI core journals and other newspapers and periodicals.

Professor Huang received an LL.B from Peking University, and LL.M. and Ph.D. in law degrees from UIBE.

As at the Latest Practicable Date, Professor Huang had no interest in the Shares.

Save as disclosed above, Professor Huang (i) does not hold any other position with any members of the Group; (ii) has no relationship with any Director, senior management of the Company, Substantial Shareholder or Controlling Shareholder or other members of the Group; (iii) is not interested in other Shares within the meaning of Part XV of the SFO; and (iv) did not hold any directorships in other listed public companies in the last three years.

Professor Huang has signed a service contract with the Company for a period of three years subject to the relevant provisions of retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association. Under the terms of Professor Huang’s service contract, Professor Huang is entitled to a fixed director’s fee of HK\$250,000 per annum.

Save for the information disclosed above, there are no other matters concerning Professor Huang that need to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, nor are there any other matters and information that need to be brought to the attention of the Shareholders or required to be disclosed pursuant to any of the requirements under Rule 13.51 of the Listing Rules.

The following are the particulars of the Nominated Directors nominated by a registered Shareholder to be elected at the Annual General Meeting:

1. MR. LI YANGYANG (李揚揚)

Mr. Li Yangyang, aged 41, holds a bachelor degree in business administration and a Master of Business Administration, both from UIBE. Since 2014, he has served as the chairman of the board of directors of World Business Services Union (更生行集團) and Choi Shun Investment Limited. In 2008, he integrated Zhejiang Dongyang Elephant Media Co., Ltd (浙江東陽大象傳媒有限公司), Beijing Elephant Guozhong Advertising Co., Ltd. (北京大象國眾廣告有限公司) and Beijing Elephant Zhiyuan Cultural Media Co., Ltd. (北京大象至元文化傳媒有限公司) into Elephant Media Group (大象傳媒集團) and served as the chairman of the board of directors of Elephant Media Group. In 2003, he founded Business Media China Group (商媒中國廣告及會展有限公司), which listed on the Frankfurt Stock Exchange (Stock Code: 525040) in 2005, and served as its chief executive officer. In 2001, he served as Assistant President of China Great Wall Industry Corporation (中國航天長城工業總公司).

As at the Latest Practicable Date, Mr. Li (i) is deemed to be interested in 58,958,000 Shares; (ii) is deemed to be interested in 221,653,555 Shares whose transaction has not been completed; and (iii) in addition, can exercise the voting rights attached to 36,235,351 Shares.

Save as disclosed above, Mr. Li (i) does not hold any other position with any members of the Group; (ii) has no relationship with any Director, senior management of the Company, Substantial Shareholder or Controlling Shareholder or other members of the Group; (iii) is not interested in other Shares within the meaning of Part XV of the SFO; and (iv) did not hold any directorships in other listed public companies in the last three years.

Upon the approval of the appointment of Mr. Li as an executive Director and the Chairman at the Annual General Meeting, Mr. Li will sign a service agreement with the Company for a period of three years subject to the relevant provisions of retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association. The remuneration of Mr. Li will be duly considered and determined by the Remuneration Committee following his election to the Board.

Save for the information disclosed above, there are no other matters concerning Mr. Li that need to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, nor are there any other matters and information that need to be brought to the attention of the Shareholders or required to be disclosed pursuant to any of the requirements under Rule 13.51 of the Listing Rules.

2. MR. GAO HONG (高宏)

Mr. Gao Hong, aged 53, graduated from UIBE and Seton Hall University in succession, majoring in sports management. Since 2001, he has been the founder & chief executive officer of iRENA Group Co, Ltd., president of China Region of the International Association of Venue Managers Co., Ltd., a member of the All-China Sports Federation and the vice chairman of Beijing Association of Sports Leisure Industry.

As at the Latest Practicable Date, Mr. Gao had no interest in the Shares.

Save as disclosed above, Mr. Gao (i) does not hold any other position with any members of the Group; (ii) has no relationship with any Director, senior management of the Company, Substantial Shareholder or Controlling Shareholder or other members of the Group; (iii) is not interested in other Shares within the meaning of Part XV of the SFO; and (iv) did not hold any directorships in other listed public companies in the last three years.

Upon the approval of the appointment of Mr. Gao as an executive Director at the Annual General Meeting, Mr. Gao will sign a service agreement with the Company for a period of three years subject to the relevant provisions of retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association. The remuneration of Mr. Gao will be duly considered and determined by the Remuneration Committee following his election to the Board.

Save for the information disclosed above, there are no other matters concerning Mr. Gao that need to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, nor are there any other matters and information that need to be brought to the attention of the Shareholders or required to be disclosed pursuant to any of the requirements under Rule 13.51 of the Listing Rules.

3. MR. MA SHAOHUA (馬少華)

Mr. Ma Shaohua, aged 40, holds a bachelor of law degree from North Jiaotong University and a master of public administration degree from the Party School of the CPC Central Committee. Since 2018, he has worked at Legend Holding Company.

As at the Latest Practicable Date, Mr. Ma had no interest in the Shares.

Save as disclosed above, Mr. Ma (i) does not hold any other position with any members of the Group; (ii) has no relationship with any Director, senior management of the Company, Substantial Shareholder or Controlling Shareholder or other members of the Group; (iii) is not interested in other Shares within the meaning of Part XV of the SFO; and (iv) did not hold any directorships in other listed public companies in the last three years.

APPENDIX II	PERSONAL PARTICULARS OF DIRECTORS NOMINATED BY REGISTERED SHAREHOLDER FOR ELECTION
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Upon the approval of the appointment of Mr. Ma as an independent non-executive Director at the Annual General Meeting, Mr. Ma will sign an appointment letter with the Company for a period of three years subject to the relevant provisions of retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association. The remuneration of Mr. Ma will be duly considered and determined by the Remuneration Committee following his election to the Board.

Save for the information disclosed above, there are no other matters concerning Mr. Ma that need to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, nor are there any other matters and information that need to be brought to the attention of the Shareholders or required to be disclosed pursuant to any of the requirements under Rule 13.51 of the Listing Rules.

4. MR. LU JINGSHENG (陸京生)

Mr. Lu Jingsheng, aged 41, holds a bachelor of economics degree in international business administration from UIBE, and has the qualifications of American Certified Public Accountant, Chinese Certified Public Accountant and fund practice, as well as ACCA member of British Certified Public Accountant. Since June 2018, he has served as the financial director of Beijing International Advertising & Communication Group. From February 2013 to June 2018, he served as a director of Zhejiang Sunriver Culture Co., Ltd (浙江祥源文化股份有限公司) and the responsible person for the Beijing region of Xiamen XTone Animation Co., Ltd. (廈門翔通動漫有限公司). From October 2001 to October 2010, he served as the audit manager at the audit department of Deloitte Touche Tohmatsu Certified Public Accountants Co., Ltd. Beijing Branch and a senior auditor at the audit department of Deloitte's Boston Branch in the United States.

As at the Latest Practicable Date, Mr. Lu had no interest in the Shares.

Save as disclosed above, Mr. Lu (i) does not hold any other position with any members of the Group; (ii) has no relationship with any Director, senior management of the Company, Substantial Shareholder or Controlling Shareholder or other members of the Group; (iii) is not interested in other Shares within the meaning of Part XV of the SFO; and (iv) did not hold any directorships in other listed public companies in the last three years.

Upon the approval of the appointment of Mr. Lu as an independent non-executive Director at the Annual General Meeting, Mr. Lu will sign an appointment letter with the Company for a period of three years subject to the relevant provisions of retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association. The remuneration of Mr. Lu will be duly considered and determined by the Remuneration Committee following his election to the Board.

Save for the information disclosed above, there are no other matters concerning Mr. Lu that need to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, nor are there any other matters and information that need to be brought to the attention of the Shareholders or required to be disclosed pursuant to any of the requirements under Rule 13.51 of the Listing Rules.



OURGAME INTERNATIONAL HOLDINGS LIMITED

聯眾國際控股有限公司*

(a company incorporated under the laws of the Cayman Islands with limited liability)

(Stock code: 6899)

Revised notice is hereby given that an annual general meeting (the “**Annual General Meeting**”) of Ourgame International Holdings Limited (the “**Company**”) will be held in the Conference Room, 10/F, Tower B Fairmont, No. 1 Building, 33# Community, Guangshun North Street, Chaoyang District, Beijing, China on Tuesday, 30 June 2020 at 10:00 a.m. for the following purposes:

1. To receive the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2019.
2. To consider and approve the re-election of Professor Huang Yong as an independent non-executive director of the Company.
3. To consider and approve the appointment of Mr. Li Yangyang as an executive director and chairman of the board of directors of the Company.
4. To consider and approve the appointment of Mr. Gao Hong as an executive director of the Company.
5. To consider and approve the appointment of Mr. Ma Shaohua as an independent non-executive director of the Company.
6. To consider and approve the appointment of Mr. Lu Jingsheng as an independent non-executive director of the Company.
7. To authorize the board of directors of the Company (the “**Board**”) to fix the respective directors’ remuneration.
8. To re-appoint Grant Thornton Hong Kong Limited as the auditor of the Company and to authorize the Board to fix its remuneration.

By order of the Board
Ourgame International Holdings Limited
Yang Eric Qing
Chairman and Chief Executive Officer

Hong Kong, 11 June 2020

REVISED NOTICE OF ANNUAL GENERAL MEETING

Notes:

- (1) All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. 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 a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.
- (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 certified copy of that power of attorney or authority, must be deposited at the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting (i.e. before 10:00 a.m. on Sunday, 28 June 2020) 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 Tuesday, 23 June 2020 to Tuesday, 30 June 2020, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Monday, 22 June 2020.
- (5) Due to the constantly evolving COVID-19 pandemic situation in Hong Kong, the Company may be required to change the Annual General Meeting arrangements at short notice. Shareholders should check the website of the Company at www.lianzhong.com and/or the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for future announcements and updates on the Annual General Meeting arrangements.

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