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Hisense 海信家電

HISENSE HOME APPLIANCES GROUP CO., LTD.

海信家電集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00921)

**SUPPLEMENTAL NOTICE OF THE
2019 THIRD EXTRAORDINARY GENERAL MEETING**

Reference is made to the notice of the 2019 third extraordinary general meeting (“**EGM**”) of Hisense Home Appliances Group Co., Ltd. (the “**Company**”) dated 28 October 2019 (the “**Original Notice of EGM**”).

The Company has received a written request from Qingdao Hisense Air-conditioning Company Limited* (青島海信空調有限公司), the controlling shareholder of the Company which held 516,758,670 shares of the Company, representing approximately 37.92% of the issued shares of the Company as at the date of this supplemental notice of the EGM, to the board of directors of the Company (the “**Board**”) on 26 November 2019 requesting that the resolutions in respect of the amendments to the articles of association and the rules of procedures of shareholders’ general meeting of the Company be proposed at the EGM for consideration and approval by the shareholders of the Company. Accordingly, this supplemental notice of the EGM is issued to incorporate such an additional proposed resolutions and the resolution set out in the Original Notice of EGM.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the EGM will be held at the conference room of the Company’s head office, Shunde District, Foshan City, Guangdong Province, the People’s Republic of China on Friday, 13 December 2019 at 3 p.m. or any adjournment of such meeting for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the Proposed Change of Auditor (as defined in the circular of the Company dated 28 October 2019) and the grant of authority to the Board to determine the remuneration of the new auditor.
2. To consider and approve the resolution on amendments to the relevant provisions of the rules of procedures of shareholder’s general meeting of the Company.

* For identification purposes only

SPECIAL RESOLUTION

1. To consider and approve the resolution on amendments to the relevant provisions of the articles of association of the Company (the “**Articles of Association**”) and to authorise the Board to deal with the filing, change, registration and other related matters required for the amendments to the Articles of Association for and on behalf of the Company.

By order of the Board
Hisense Home Appliances Group Co., Ltd.
Tang Ye Guo
Chairman

Foshan City, Guangdong, the People’s Republic of China, 26 November 2019

Notes:

- (1) Holders of H shares of the Company intending to attend the EGM shall return the reply slip accompanying the Original Notice of EGM in writing to the registered office of the Company during hours between 8:30 a.m. and 11:00 a.m. or 1:30 p.m. and 4:30 p.m. on every business day on or before Saturday, 23 November 2019. To qualify for attendance at the EGM, all transfers of H shares of the Company together with the relevant share certificates must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Tuesday, 12 November 2019 for registration.
- (2) Shareholders who are entitled to attend and vote at the EGM are entitled to appoint one or more persons (whether or not a shareholder of the Company) as their proxy or proxies to attend and vote on their behalf.
- (3) Holders of H shares of the Company whose names appear on the register of members of the Company as at the close of business on Tuesday, 12 November 2019 (including holders of H Shares of the Company who have submitted verified transfer forms on or before 4:30 p.m. on Tuesday, 12 November 2019) will be entitled to attend the EGM. The register of members of the Company will be closed from Wednesday, 13 November 2019 to Friday, 13 December 2019 (both days inclusive).
- (4) Since the original proxy form which was despatched by the Company to its shareholders (“**Shareholders**”) on 28 October 2019 (“**Original Proxy Form**”) and sent together with the Original Notice of EGM does not contain the proposed resolutions set out in this supplemental notice, a revised proxy form (“**Revised Proxy Form**”) is enclosed with the circular of the Company dated 26 November 2019 (“**Circular**”) of which this supplemental notice forms part.
- (5) To be valid, the Revised Proxy Form, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be deposited with the Company’s branch share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, as soon as possible and in any event not later than 24 hours before the time appointed for holding the EGM or any adjournment of such meeting (as the case may be) (“**Closing Time**”).
- (6) If a Shareholder has already returned the Original Proxy Form in accordance with the instructions printed thereon, he/she/it should note that:
 - (i) If no Revised Proxy Form is returned by the Shareholder, the Original Proxy Form will be treated as a valid proxy form lodged by the Shareholder if duly completed. The proxy appointed under the Original Proxy Form will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM (including the additional proposed resolutions as set out in the Circular and this supplemental notice).

- (ii) If the Revised Proxy Form is returned by the Shareholder at or before the Closing Time in accordance with the instructions printed thereon, the Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder if duly completed, and will revoke and supersede the Original Proxy Form previously lodged by him/her/it.
 - (iii) If the Revised Proxy Form is returned by the Shareholder after the Closing Time, the Revised Proxy Form will be deemed invalid. It will not revoke the Original Proxy Form previously lodged by the Shareholder. The Original Proxy Form will be treated as a valid proxy form lodged by the Shareholder if duly completed. The proxy appointed under the Original Proxy Form will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM (including the additional proposed resolutions as set out in the Circular and this supplemental notice).
- (7) In accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by poll (except those which relate purely to a procedural or administrative matter). As such, the resolutions set out in this supplemental notice will be voted on by way of poll. Voting results will be uploaded to the website of the Company at www.kelon.com and the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk after conclusion of the EGM.
 - (8) The Proposed Amendments to the Articles of Association referred to in the special resolution numbered 1 in this supplemental notice has been published in the announcement of the Company dated 26 November 2019 and the full text are set out on pages 4 to 8 of the Circular.
 - (9) The full text of the Proposed Amendments to the Rules of Procedures of Shareholders' General Meeting (as defined in the Circular) referred to in the ordinary resolution numbered 2 in this supplemental notice are set out on page 9 of the Circular.
 - (10) The registered address of the Company is: No. 8 Ronggang Road, Ronggui Street, Shunde District, Foshan City, Guangdong Province, the People's Republic of China.

Postal code: 528303
Tel: (86) 757 2836 2570
Fax: (86) 757 2836 1055
Contact person: Ms. Wei Fang Yuan
 - (11) References to time and dates in this supplemental notice are to Hong Kong time and dates.
 - (12) The English version of the proposed resolutions as set out in this supplemental notice is for reference only and if there is any conflict between the English and the Chinese versions, the Chinese version shall prevail.

As at the date of this supplemental notice, the Company's executive directors are Mr. Tang Ye Guo, Mr. Jia Shao Qian, Mr. Lin Lan, Mr. Dai Hui Zhong, Mr. Fei Li Cheng and Mr. Wang Yun Li; and the Company's independent non-executive directors are Mr. Ma Jin Quan, Mr. Zhong Geng Shen and Mr. Cheung Sai Kit.