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# **Hisense 海信科龙**

## **HISENSE KELON ELECTRICAL HOLDINGS COMPANY LIMITED**

### **海信科龍電器股份有限公司**

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

**(Stock Code: 00921)**

### **SUPPLEMENTAL NOTICE OF EXTRAORDINARY GENERAL MEETING**

Reference is made to the notice of the 2017 second extraordinary general meeting (the “**EGM**”) of Hisense Kelon Electrical Holdings Company Limited (the “**Company**”) dated 3 August 2017 which sets out the venue of and the resolution to be proposed for shareholders’ approval at the EGM to be held on 22 September 2017.

The Company received a written request from Qingdao Hisense Air-conditioning Company Limited, a substantial shareholder of the Company which holds 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 (“**Hisense Air-conditioning**”) on 31 August 2017, pursuant to which, Hisense Air-conditioning requested that two resolutions be proposed at the forthcoming EGM of the Company to be held on 22 September 2017 for the Company’s shareholders’ consideration and approval.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the EGM will be held as originally scheduled at the conference room of the Company’s head office at Shunde District, Foshan City, Guangdong Province, the People’s Republic of China (the “**PRC**”) on 22 September 2017 at 3:00 p.m. to review and, if thought fit, pass the following as ordinary resolutions in addition to the resolution set out in the previous notice of the EGM dated 3 August 2017:

### **ORDINARY RESOLUTIONS**

2. To consider and approve the supplemental agreement to the business framework agreement 1 (業務框架協議(一))<sup>(8)</sup> entered into between the Company and Qingdao Hisense Hitachi Air-Conditioning Systems Co., Ltd.\* (青島海信日立空調系統有限公司) on 31 August 2017, the continuing connected transactions contemplated thereunder and the relevant annual caps; and

3. To consider and approve the election of Mr. Liu Xiao Feng<sup>(9)</sup> as an independent non-executive director of the ninth session of the board of directors of the Company and to fix the level of his remuneration.

By order of the Board of  
**Hisense Kelon Electrical Holdings Company Limited**  
**Tang Ye Guo**  
*Chairman*

Foshan City, Guangdong, the PRC, 31 August 2017

*As at the date of this notice, the Company's directors are Mr. Tang Ye Guo, Mr. Liu Hong Xin, Mr. Lin Lan, Mr. Dai Hui Zhong, Mr. Jia Shao Qian and Mr. Wang Yun Li; and the Company's independent non-executive directors are Mr. Ma Jin Quan, Mr. Xu Xiang Yi and Mr. Wang Xin Yu.*

\* *For identification purpose only*

*Notes:*

- (1) The register of members of H Shares of the Company has been closed from 23 August 2017 (Wednesday) to 22 September 2017 (Friday) (both days inclusive), during which time no share transfers of H Shares will be effected. Holders of domestic shares and H shares of the Company whose names appeared on the register of members of the Company as at the close of business on 22 August 2017 (Tuesday) (including holders of H Shares of the Company who have submitted verified transfer forms on or before Tuesday, 22 August 2017, 4:30 p.m.) are entitled to attend the EGM and to vote in respect of all resolutions to be proposed at this EGM.
- (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) A supplemental proxy form containing the ordinary resolutions numbered 2 and 3 mentioned above will be distributed on 6 September 2017. The original proxy form distributed by the Company together with the notice of the EGM dated 3 August 2017 (the “**original proxy form**”) will remain valid and effective to the fullest extent applicable if correctly completed and lodged with the Company's branch share registrar in Hong Kong.
- (4) To be valid, the original and the supplemental forms of proxy, 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 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 24 hours before the time appointed for holding the EGM.
- (5) If you have validly appointed a proxy to attend and act for you at the EGM but do not duly complete and deliver the supplemental proxy form, your proxy appointed under the original proxy form will be entitled to vote at the discretion on the ordinary resolutions numbered 2 and 3 set out in this supplemental notice of the EGM. If you do not duly complete and deliver the original proxy form for the EGM but have duly completed and delivered the supplemental proxy form and validly appointed a proxy to attend and act for you at the EGM, your proxy appointed under the supplemental proxy form will be entitled to vote at the discretion on ordinary resolution numbered 1 set out in the notice of the EGM dated 3 August 2017.

(6) 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 resolution set out in this notice will be voted on by way of poll. Voting results will be uploaded to the website of the Company at [www.kelon.com](http://www.kelon.com) and the website of The Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after conclusion of the EGM.

(7) The registered address of the Company is: No. 8 Ronggang Road, Ronggui Street, Shunde District, Foshan City, Guangdong Province, the PRC.

Postal code: 528303  
Tel: (86) 757 2836 2570  
Fax: (86) 757 2836 1055  
Contact person: Mr. Chen Ning Hui

(8) Information relating to the supplemental agreement to the business framework agreement dated 31 August 2017 as referred to in the ordinary resolution numbered 2 in this supplemental notice of the EGM is contained in the circular of the Company dated 31 August 2017.

(9) Information relating to Mr. Liu Xiao Feng as referred to in the ordinary resolution numbered 3 in this supplemental notice of the EGM is contained in the announcement on proposed appointment of independent non-executive director of the Company dated 31 August 2017 and the circular of the Company dated 31 August 2017.

(10) 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.