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COMMON SPLENDOR INTERNATIONAL HEALTH INDUSTRY GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 286)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (“**Meeting**”) of Common Splendor International Health Industry Group Limited (the “**Company**”) will be held at Unit E, 28/F, YHC Tower, 1 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong on Wednesday, 30 October 2019 at 4:00 p.m. for the purpose of considering and, if thought fit, passing with or without modifying the following resolutions as Special Resolutions:

SPECIAL RESOLUTIONS

1. “**THAT** the English name of the Company be changed from “Common Splendor International Health Industry Group Limited” to “Aidigong Maternal & Child Health Limited” and the secondary name in Chinese from “同佳國際健康產業集團有限公司” to “愛帝宮母嬰健康股份有限公司” (collectively, the “**Change of Company Name**”), and that any one director of the Company be and is hereby authorised to do all such acts and things and to sign and execute all such documents and instruments for and on behalf of the Company as he may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company in respect of such change.”
2. “**THAT** subject to and conditional upon the Change of Company Name taking effect, the current memorandum of association and the bye-laws of the Company (the “**Bye-laws**”) be and are hereby amended as follows to reflect the Change of Company Name and the inclusion of provision for appointment of joint chairman (the “**Amendments to the Bye-laws**”):
 1. the memorandum of association of the Company be amended as follows:
 - (i) by replacing all references therein to “G-Prop (Holdings) Limited” with the new English name and secondary name of the Company in Chinese of the Company “Aidigong Maternal & Child Health Limited 愛帝宮母嬰健康股份有限公司”; and

- (ii) by deleting existing paragraph 6 of the memorandum of association of the Company and replacing it with the following:

“6. The authorised share capital of the Company is HK\$800,000,000 divided into shares of HK\$0.01 each. The minimum subscribed share capital of the Company is HK\$100,000.”

- 2. the bye-laws of the Company be amended as follows:

- (i) by replacing all references therein to “G-Prop (Holdings) Limited” with the new English name and secondary name of the Company in Chinese of the Company “Aidigong Maternal & Child Health Limited 愛帝宮母嬰健康股份有限公司”;

- (ii) by deleting the existing bye-law 63 of the bye-laws of the Company in its entirety and replacing it with the following:

“63. The chairman of the Company or if there is more than one chairman, any one of them as may be agreed amongst themselves or failing such agreement, any one of them elected by all the Directors present shall preside as chairman at a general meeting. If at any meeting no chairman is present within fifteen (15) minutes after the time appointed for holding the meeting, or is willing to act as chairman, the deputy chairman of the Company or if there is more than one deputy chairman, any one of them as may be agreed amongst themselves or failing such agreement, any one of them elected by all the Directors present shall preside as chairman. If no chairman or deputy chairman is present or is willing to act as chairman of the meeting, the Directors present shall choose one of their number to act, or if one Director only is present he shall preside as chairman if willing to act. If no Director is present, or if each of the Directors present declines to take the chair, or if the chairman chosen shall retire from the chair, the Members present in person or (in the case of a Member being a corporation) by its duly authorised representative or by proxy and entitled to vote shall elect one of their number to be chairman of the meeting.”

- (iii) by deleting the existing bye-law 119 of the bye-laws of the Company in its entirety and replacing it with the following:

“119. The Board may elect one or more chairman and one or more deputy chairman of its meetings and determine the period for which they are respectively to hold such office. If no chairman or deputy chairman is elected, or if at any meeting no chairman or any deputy chairman is present within five (5) minutes after the time appointed for holding the same, the Directors present may choose one of their number to be chairman of the meeting.

(iv) by deleting the existing bye-law 128 of the bye-laws of the Company in its entirety and replacing it with the following:

“128.(1) Subject to the Statutes, the officers of the Company shall consist of at least one Chairman, a Managing Director, a Secretary and such additional officers as the Board may from time to time determine, all of whom shall be deemed to be officers for the purposes of the Statutes and these Bye-laws.

(2) The officers shall receive such remuneration as the Directors may from time to time determine.”

(v) by deleting the existing bye-law 130 of the bye-laws of the Company in its entirety and replacing it with the following:

“130.Intentionally omitted.”

and that any one director of the Company be and is hereby authorised to do all such acts and things and to sign and execute all such documents and instruments for and on behalf of the Company as he may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Amendments to the Bye-laws.”

ORDINARY RESOLUTION

3. “**THAT** subject to the Amendments to the Bye-Laws becoming effective, to elect Ms. Zhu Yufei (朱昱霏) as the executive Director, the joint chairman of the Board and the chief executive officer chairman of the Company and to authorize the Board to fix her remuneration.”

By Order of the Board
**Common Splendor International
Health Industry Group Limited**
Cheung Wai Kuen
Chairman

Hong Kong, 8 October 2019

Notes:

1. All resolutions (except for procedural and administrative matters) at the meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and 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 another person as his proxy to attend and vote instead of him. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the above meeting. A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

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 branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting 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 or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. Members of the Company whose names appear on the register of members of the Company at 4:30 p.m. on Thursday, 24 October 2019 shall be entitled to attend and vote at the SGM. In order to be entitled to attend and vote at the SGM, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Thursday, 24 October 2019.
5. As at the date of this notice, the Board comprises Mr. Cheung Wai Kuen, Mr. Cheng Hau Yan and Mr. Ye Jiong Xian as executive Directors; Mr. Lin Jiang, Mr. Hou Kai Wen and Mr. Wong Kin Man as non-executive Directors; and Mr. Mai Yang Guang, Mr. Lam Chi Wing and Mr. Wong Yiu Kit, Ernest as independent non-executive Directors.

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