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中國白銀集團  
CHINA SILVER GROUP

**CHINA SILVER GROUP LIMITED**

中國白銀集團有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 815)**

## **NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the “**EGM**”) of China Silver Group Limited (the “**Company**”) will be held at 2:30 p.m. on Friday, 15 December 2017 at 35/F, Central Plaza, Regus Conference Center, 18 Harbour Road, Hong Kong to consider and, if thought fit, to pass the following resolution, with or without modifications, as an ordinary resolution:

### **ORDINARY RESOLUTION**

“**THAT** subject to and conditional upon (among other things) (i) the Listing Committee of The Stock Exchange of Hong Kong Limited granting approval for the listing of, and permission to deal in, all the shares of CS Mall Group Limited in issue and to be issued in connection with the Proposed Spin-Off (as defined in the circular of the Company dated 28 November 2017, the “**Circular**”); and (ii) the obligations of the underwriters under underwriting agreement(s) in respect of the Global Offering (as defined in the Circular) becoming unconditional (including, if relevant, as a result of the waiver of any condition(s) by, or on behalf of, the underwriters) and not being terminated in accordance with the respective term of such agreements or otherwise:

- (a) the Proposed Spin-Off and all relevant documents or agreements in connection therewith or contemplated thereunder, be and is hereby approved; and
- (b) the board of directors of the Company be and is hereby authorised to implement the Proposed Spin-Off including, without limitation, the Distribution (as defined in the Circular) and all incidental matters and to take all actions in connection therewith or arising therefrom relating to the Proposed Spin-Off as they shall think fit.

By order of the Board  
**China Silver Group Limited**  
**Moy Yee Wo Matthew**  
*Company Secretary*

Hong Kong, 28 November 2017

*Notes:*

1. Every member entitled to attend and vote at the above EGM (or at any adjournment thereof) is entitled to appoint another person as his proxy. Any member who holds two or more Shares may appoint more than one proxy. A proxy need not be a member of the Company. The number of proxies appointed by a clearing house (or its nominee) is not subject to the aforesaid limitation.
2. Where there are joint holders of any Share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share will alone be entitled to vote in respect thereof.
3. A form of proxy for use at the EGM is enclosed. 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 notarially certified copy of that power or authority), must be deposited at the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, of Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the EGM (i.e. no later than 2:30 p.m. on Wednesday, 13 December 2017 (Hong Kong time)). Completion and return of the form of proxy will not preclude a member from attending the EGM and voting in person if he so wishes. In the event of a member who has lodged a form of proxy attending the EGM, the form of proxy will be deemed to have been revoked.
4. The register of members of the Company will be closed from Tuesday, 12 December 2017 to Friday, 15 December 2017 (both days inclusive), during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, of Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Monday, 11 December 2017.

*As at the date of this notice, the executive directors of the Company are Mr. Chen Wantian, Mr. Sung Kin Man, Mr. Song Guosheng and Mr. Chen Guoyu; and the independent non-executive directors of the Company are Mr. Guo Bin, Mr. Song Hongbing, Dr. Li Haitao and Dr. Zeng Yilong.*

*\* For identification purpose only*