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**杉杉品牌運營股份有限公司**

**Shanshan Brand Management Co., Ltd.**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1749)**

**NOTICE OF 2020 SECOND H SHAREHOLDERS' CLASS MEETING**

**NOTICE IS HEREBY GIVEN THAT** the 2020 second H shareholders' class meeting (the **"2020 Second H Shareholders' Class Meeting"**) of Shanshan Brand Management Co., Ltd. (the **"Company"**) will be held at Conference Room, Third floor of Building B1, Shanshan New Energy Base, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang Province, the People's Republic of China (the **"PRC"**) on Friday, 21 August 2020 immediately following the conclusion of the 2020 second extraordinary general meeting of the Company or its adjournment, for the purposes of considering and, if thought fit, passing the following resolution:

**AS SPECIAL RESOLUTION**

To consider and approve the proposed amendments to the articles of association of the Company as set out in Appendix II to the circular of the Company dated 6 July 2020.

By order of the Board

**Shanshan Brand Management Co., Ltd.**

**Yan Jingfen**

*Executive Director and Joint Company Secretary*

Ningbo, the PRC, 6 July 2020

*Registered office:*

238 Yunlin Middle Road, Wangchun Industrial Park  
Ningbo, Zhejiang Province, the PRC

*Principal place of business in Hong Kong:*

31/F., 148 Electric Road, North Point, Hong Kong

*Notes:*

1. Details of the above resolution are set out in Appendix II to the circular dated 6 July 2020.
2. A member of the Company (the “**Member**”) entitled to attend and vote at the 2020 Second H Shareholders’ Class Meeting or its adjournment (as the case may be) is entitled to appoint one (or, if he/she/it holds two or more issued H Shares of RMB1.00 each, more than one) proxy to attend and vote, on a poll, in his stead in accordance with the Articles of Association. A proxy needs not be a Member.
3. A form of proxy for use at the 2020 Second H Shareholders’ Class Meeting is enclosed. If you will not be able to attend the 2020 Second H Shareholders’ Class Meeting in person, you are urged to complete and return the form of proxy in accordance with the instructions printed thereon as soon as possible. Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2020 Second H Shareholders’ Class Meeting or its adjourned meeting if you so wish. In the event that you attend the 2020 Second H Shareholders’ Class Meeting after having returned the completed form of proxy, your form of proxy will be deemed to have been revoked.
4. In order to be valid, a form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the Company’s H share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not later than 24 hours before the time appointed for holding the 2020 Second H Shareholders’ Class Meeting or its adjournment.
5. As stated in the notice of the 2020 second extraordinary general meeting to be held on Friday, 21 August 2020, which has been despatched to the shareholders on Monday, 6 July 2020, the register of Members will be closed from Wednesday, 22 July 2020 to Friday, 21 August 2020, both days inclusive, during which period no transfer of the H Shares will be effected. In order to determine the list of Members who are qualified to attend and vote at the 2020 Second H Shareholders’ Class Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H share registrar and transfer office, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong no later than 4:30 p.m. on Tuesday, 21 July 2020.
6. In the case of joint registered holders of any H Shares, any one of such joint registered holders may vote at the 2020 Second H Shareholders’ Class Meeting, either in person or by proxy, in respect of such H Shares as if he/she/it were solely entitled thereto; but should more than one of such joint registered holders be present at the 2020 Second H Shareholders’ Class Meeting, either in person or by proxy, the vote of that one of them so present, whose name stands first on the register of members in respect of such H Shares shall be accepted to the exclusion of the votes of the other joint registered holder(s).

7. If the H Shareholders intend to attend the 2020 Second H Shareholders' Class Meeting in person or by proxy, they shall complete the enclosed reply slip for the 2020 Second H Shareholders' Class Meeting and return it, by hand or by post, to the Company's H share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, or by fax (+ 852-2890-9350) on or before Saturday, 1 August 2020.
8. The 2020 Second H Shareholders' Class Meeting is expected to last for half a day. Members (or their proxies) attending the 2020 Second H Shareholders' Class Meeting shall bear their own travelling and accommodation expenses. Members or their proxies shall produce their identity documents when they attend the 2020 Second H Shareholders' Class Meeting.

*As at the date of this notice, the executive directors are Mr. Cao Yang, Mr. Luo Yefei and Ms. Yan Jingfen; and the independent non-executive directors are Mr. Au Yeung Po Fung, Mr. Wang Yashan and Mr. Wu Xuekai.*

#### **PRECAUTIONARY MEASURES FOR THE 2020 SECOND H SHAREHOLDERS' CLASS MEETING**

The Company will implement the following measures at the 2020 Second H Shareholders' Class Meeting, including:

- compulsory body temperature checks
- refusal of entry of those with a high temperature
- wearing of face masks throughout the 2020 Second H Shareholders' Class Meeting
- no distribution of corporate gifts and refreshments

**Any person who does not comply with the precautionary measures will be denied entry into the 2020 Second H Shareholders' Class Meeting venue.**