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# CHICMAX

## Shanghai Chicmax Cosmetic Co., Ltd. 上海上美化妆品股份有限公司

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 2145)

### NOTICE OF THE ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the “**Annual General Meeting**”) of Shanghai Chicmax Cosmetic Co., Ltd. (the “**Company**”) will be held at Meeting Room, 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, the PRC on Thursday, 30 May 2024 at 2:00 p.m. for the following purposes:

#### ORDINARY RESOLUTIONS

1. To consider and approve the work report of the Board of Directors for the year 2023.
2. To consider and approve the work report of the Supervisory Committee for the year 2023.
3. To consider and approve the annual report of the Company for the year 2023.
4. To consider and approve the final financial report of the Company for the year 2023 and the financial budget report of the Company for the year 2024.
5. To consider and approve the proposed profit distribution plan for the year 2023.
6. To consider and approve the re-appointment of Ernst & Young as the overseas auditor of the Company for the year 2024 and Ernst & Young Hua Ming LLP (Special General Partnership) as the domestic auditor of the Company for the year 2024 and authorise the Board to determine their remuneration.
7. To consider and approve the following candidates as Directors of the second session of the Board of Directors with a term of three years commencing from the date of approval by the Shareholders at the Annual General Meeting:
  - (a) To re-elect Mr. Lyu Yixiong as an executive Director of the second session of the Board of Directors.
  - (b) To re-elect Ms. Luo Yan (羅燕女士) as an executive Director of the second session of the Board of Directors.
  - (c) To re-elect Mr. Feng Yifeng as an executive Director of the second session of the Board of Directors.

- (d) To re-elect Ms. Song Yang as an executive Director of the second session of the Board of Directors.
  - (e) To re-elect Ms. Li Hanqiong as a non-executive Director of the second session of the Board of Directors.
  - (f) To re-elect Mr. Sun Hao as a non-executive Director of the second session of the Board of Directors.
  - (g) To re-elect Mr. Leung Ho Sun Wilson as an independent non-executive Director of the second session of the Board of Directors.
  - (h) To re-elect Ms. Luo Yan (羅妍女士) as an independent non-executive Director of the second session of the Board of Directors.
  - (i) To elect Mr. Li Yang as an independent non-executive Director of the second session of the Board of Directors.
8. To consider and approve the following candidates as shareholder representative Supervisors of the second session of the Supervisory Committee with a term of three years commencing from the date of approval by the Shareholders at the Annual General Meeting:
- (a) To re-elect Mr. Li Tao as a shareholder representative Supervisor of the second session of the Supervisory Committee.
  - (b) To re-elect Ms. Shi Tenghua as a shareholder representative Supervisor of the second session of the Supervisory Committee.
9. To consider and approve the Directors' remuneration plan for the year 2024.
10. To consider and approve the Supervisors' remuneration plan for the year 2024.
11. To consider and approve the application to financial institutions for credits and borrowings and providing guarantees.

By order of the Board  
**Shanghai Chicmax Cosmetic Co., Ltd.**  
上海上美化妝品股份有限公司

**Mr. Lyu Yixiong**

*Chairman of the Board, Executive Director and Chief Executive Officer*

Shanghai, the PRC  
25 April 2024

*Notes:*

1. All resolutions at the Annual General Meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at [www.chicmaxgroup.com](http://www.chicmaxgroup.com) and Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the Annual General Meeting.
2. Any shareholder entitled to attend and vote at the Annual General Meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
3. In order to be valid, the instrument appointing a 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 completed and returned to the Company's H share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H shares), or to the business address of the Company in the PRC, at 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, PRC (for holders of Unlisted Shares) at least 24 hours before the Annual General Meeting (i.e. before 2:00 p.m. on Wednesday, 29 May 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the Annual General Meeting or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the list of shareholders who are entitled to attend the Annual General Meeting, the register of members of the Company will be closed from Monday, 27 May 2024 to Thursday, May 30, 2024, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, unregistered holders of the shares shall ensure all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Friday, 24 May 2024 for registration.
5. For determining the entitlement to the final dividend, the register of members of the Company will be closed from Wednesday, 5 June 2024 to Friday, 7 June 2024, both days inclusive. Shareholders whose name appear on the register of members of the Company on Friday, 7 June 2024 will be entitled to the final dividend. In order to be entitled to the final dividend, all transfer accompanied by relevant share certificates and transfer forms must be lodged with the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4:30 p.m. on Tuesday, 4 June 2024.
6. In case of joint shareholders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
7. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
8. A shareholder or his/her proxy should produce proof of identity when attending the Annual General Meeting.
9. References to date and time in this notice are to Hong Kong dates and time.

*As at the date of this notice, the Board comprises Mr. Lyu Yixiong, Ms. Luo Yan (羅燕), Mr. Feng Yifeng and Ms. Song Yang as executive Directors; Ms. Li Hanqiong and Mr. Sun Hao as non-executive Directors; Mr. Leung Ho Sun Wilson, Ms. Luo Yan (羅妍) and Mr. Liu Yi as independent non-executive Directors.*