



CHINA YUANBANG PROPERTY HOLDINGS LIMITED

(Company Registration Number: 39247)

(Incorporated in Bermuda on 4 December 2006)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Special General Meeting (the “**SGM**”) of China Yuanbang Property Holdings Limited (“**Company**”) will be held at Meeting Room 303, Level 3, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593 on Wednesday, 8 May 2019 at 10:30am for the purpose of considering and, if thought fit, passing the following resolution:

All capitalised terms used in this Notice of SGM which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the Circular to the Shareholders of the Company dated 22 April 2019.

ORDINARY RESOLUTION

THE PROPOSED CHANGE OF AUDITORS

That:

1. the resignations of BDO Limited and BDO LLP as joint auditors of the Company be and are hereby noted and accepted and that Moore Stephens LLP, having consented to act, be and are hereby appointed auditors of the Company in place of BDO Limited and BDO LLP and to hold office until the conclusion of the next annual general meeting of the Company, at such remuneration and on such terms to be agreed between the Directors of the Company and Moore Stephens LLP (the “**Proposed Change of Auditors**”); and
2. the Directors of the Company and each of them be and are hereby authorised to exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interest of the Company to give effect to the Proposed Change of Auditors.

By Order of the Board

Lin Yeju

Non-Executive Chairman

22 April 2019

Notes:

1. With the exception of CDP (which may appoint more than two proxies), a member of the Company who is entitled to attend and vote at the SGM is entitled to appoint not more than two proxies to attend and vote in his stead. A member who wishes to appoint a proxy to attend and vote on his behalf thereat should complete, sign and return the attached Member Proxy Form in accordance with the instructions printed thereon. A proxy need not be a member of the Company.
2. A Depositor who is an individual and whose name appears in the Depository Register as maintained by CDP as at a time not earlier than forty-eight (48) hours prior to the time fixed for the holding of the SGM, and who is unable to attend the SGM personally and wishes to nominate a person to attend and vote on his behalf thereat as CDP’s proxy and Depositors which are not individuals, should complete, sign and return the attached Depositor Proxy Form in accordance with the instructions printed thereon. An individual Depositor that has nominated a person to attend and vote at the SGM on his behalf as CDP’s proxy may attend and vote in person as CDP’s proxy at the SGM if he so wishes.
3. All proxy forms must be deposited at the office of the Company’s Singapore Share Transfer Agent, B.A.C.S. Private Limited, at 8 Robinson Road #03-00, ASO Building, Singapore 048544 not less than forty-eight (48) hours prior to the time fixed for holding of the SGM.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the SGM and/or any adjournment thereof, a member of the Company:

- (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis of proxies and representatives appointed for the SGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the SGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, the Listing Manual, regulations and/or guidelines (collectively, the “**Purposes**”),
- (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and
- (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.