

# **GREAT WALL PAN ASIA HOLDINGS LIMITED**

**(長城環亞控股有限公司)\***

(the “Company”)

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 583)

## **Shareholders’ Communication Policy**

(Adopted on 22 March 2017 and updated on 19 September 2019)

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### **1. PURPOSE AND PRINCIPLE**

- (a) The Company is committed to providing the shareholders of the Company (the “Shareholders”) and other stakeholders (including potential investors) with ready, equal and timely access to balanced and understandable information about the Company (including its financial performance, strategic goals and plans, material developments and governance).
- (b) The board of directors (the “Board”) of the Company should be responsible for:
- maintaining an on-going dialogue with Shareholders and encouraging them to communicate actively with the Company; and
  - establishing this Shareholders’ Communication Policy (the “Policy”) and reviewing the Policy on a regular basis to ensure its effectiveness.
- (c) The Policy aims to:
- promote effective communication with Shareholders and other stakeholders;
  - encourage Shareholders to engage actively with the Company; and
  - enable Shareholders to exercise their rights as shareholders effectively.

### **2. GENERAL POLICY**

The Company recognises its responsibility to look after the interests of its Shareholders. Shareholder relations play an integral part in corporate governance. The Company keeps Shareholders informed of its performance, operations and significant business developments by adopting a transparent and timely corporate disclosure policy which complies with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) (the “Listing Rules”) and provides all Shareholders equal access to such information.

### **3. SOURCE OF COMMUNICATION**

#### **3.1 CORPORATE COMMUNICATION**

“Corporate Communication” as defined under the Listing Rules refers to any document issued or to be issued by the Company for the information or action of holders of any of its securities, including but not limited to the following documents of the Company: (a) the directors’ report, annual accounts together with a copy of the auditor’s report and, where applicable, its summary financial report; (b) the interim report and, where applicable, its summary interim report; (c) a notice of meeting; (d) a listing document; (e) a circular; and (f)

a proxy form. Corporate communication will be provided to Shareholders in plain language and in both English and Chinese versions to facilitate Shareholders' understanding.

### **3.2 ANNOUNCEMENTS AND OTHER DOCUMENTS PURSUANT TO THE LISTING RULES**

The Company shall publish announcements (on inside information, corporate actions and transactions etc.) and other documents (e.g. Memorandum of Association and Bye-laws) on the Stock Exchange's website in a timely manner in accordance with the Listing Rules.

### **3.3 CORPORATE WEBSITE**

Any information or documents of the Company posted on the Stock Exchange's website will also be published on the Company's website (<http://www.gwpaholdings.com/>) under the "Investor Relations" section.

### **3.4 SHAREHOLDERS' MEETINGS**

- (a) The annual general meeting and other general meetings of the Company are primary forum for communication between the Company and its Shareholders.
- (b) The Company shall provide Shareholders with relevant information on the resolutions(s) proposed at a general meeting in a timely manner in accordance with the Listing Rules. The information provided shall be reasonably necessary to enable Shareholders to make an informed decision on the proposed resolution(s).
- (c) Shareholders are encouraged to participate in general meetings or to appoint proxies to attend and vote at the meetings for and on their behalf if they are unable to attend the meetings.
- (d) Where appropriate or required, the Chairman of the Board and other Board members, the chairmen of board committees or their delegates, and the external auditors should attend general meetings of the Company to answer Shareholders' questions (if any).
- (e) For each substantially separate issue at a general meeting, a separate resolution will be proposed by the chairman of that meeting. The Company should avoid "bundling" resolutions unless they are interdependent and linked forming one significant proposal. Where the resolutions are "bundled", the Company should explain the reasons and material implications in the notice of meeting.
- (f) Notices to Shareholders in respect of annual general meetings and other general meetings will be sent in accordance with the requirements under the Listing Rules and other relevant laws and regulations.
- (g) The Chairman of a meeting will ensure that an explanation is provided of the detailed procedures for conducting a poll and will answer any questions from Shareholders on voting by poll.
- (h) The chairman of the independent board committee (if any) should also be available to answer questions at any general meeting to approve a connected transaction or any other transaction that is subject to independent shareholders' approval.

### **3.5 SHAREHOLDERS' ENQUIRIES**

Shareholders are, at any time, welcome to raise questions and request information (to the extent it is publicly available and appropriate to provide) from the Board and management by written enquiries to the Company, for the attention of the Company Secretary, by mail to 21st Floor, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong.

Any such letter from the Shareholders should be marked "Shareholders' Communication" on the envelope.

The Company will not normally deal with verbal or anonymous enquiries.

### **3.6 SHAREHOLDER PRIVACY**

The Company recognises the importance of Shareholders' privacy and will not disclose Shareholders' information without their consent, unless required by law, regulation or a regulator to do so.

### **3.7 REVIEW OF THIS POLICY**

The Board will review this Policy on a regular basis to ensure its effectiveness.

*\* For identification purpose only*