
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Ye Xing Group Holdings Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank or stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

Hong Kong Exchange and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

Ye Xing Group Holdings Limited
燁星集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1941)

PROPOSALS FOR RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING

A notice convening an Annual General Meeting of Ye Xing Group Holdings Limited to be held at Room 108, No. 45 Xinrong North Street, Xihongmen, Daxing District, Beijing, PRC on Tuesday, 9 June 2020 at 10:00 a.m. is set out on pages 15 to 17 of this circular.

Whether or not you are able to attend the Annual General Meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and deposit the same at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours (i.e. 10:00 a.m. on Sunday, 7 June 2020) before the time appointed for the holding of the annual general meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the annual general meeting or any adjournment thereof should you so wish.

8 May 2020

CONTENTS

	<i>Page</i>
RESPONSIBILITY STATEMENT	ii
DEFINITIONS	1
LETTER FROM THE BOARD	3
APPENDIX I – DETAILS OF THE DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING	7
NOTICE OF ANNUAL GENERAL MEETING	15

RESPONSIBILITY STATEMENT

This circular, for which the Directors (as defined herein) of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules (as defined herein) for the purpose of giving information with regard to the Company. The Directors (as defined herein), having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this circular misleading.

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“AGM”	the annual general meeting of the Company to be convened and held at Room 108, No. 45 Xinrong North Street, Xihongmen, Daxing District, Beijing, PRC on Tuesday, 9 June 2020 at 10:00 a.m., or any adjustment thereof
“Articles”	the articles of association of the Company, as amended from time to time
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors of the Company
“Company”	Ye Xing Group Holdings Limited (燁星集團控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 26 March 2019
“Company Law”	the Companies Law (2016 Revision) of the Cayman Islands, as amended supplemental or otherwise modified from time to time
“Director(s)”	the director(s) of the Company
“Group”, “we”, “us” or “our”	the Company, its subsidiaries and entities under the Company’s control through contractual arrangements in the PRC
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	5 May 2020, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing”	The Shares of the Company were listed on the Stock Exchange on 13 March 2020
“Listing Date”	13 March 2020, being the date on which the Shares of the Company was listed on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time
“Nomination Committee”	the nomination committee of the Company

DEFINITIONS

“PRC” or “China”	the People’s Republic of China which, for the purpose of this circular, excludes the Hong Kong Special Administrative Region of the People’s Republic of China, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“Prospectus”	the prospectus of the Company dated 28 February 2020 issued by the Company in relation to the listing of its Shares on the Main Board of the Stock Exchange
“SFO”	Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong)
“Share(s)”	ordinary share(s) in the capital of the Company with nominal value of HK\$0.01 each
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$” and “cents”	Hong Kong dollars and cents, the lawful currency of Hong Kong
“%”	per cent.

LETTER FROM THE BOARD

Ye Xing Group Holdings Limited
燁星集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1941)

Executive Directors:

Ms. Wu Guoqing (*Chairman*)
Mr. Zhao Weihao
Ms. Li Yin Ping

Independent Non-Executive Directors:

Mr. Chan Cheong Tat
Mr. Cheung Wai Hung
Ms. Chen Weijie

Registered office:

P. O. Box 1350,
Clifton House,
75 Fort Street,
Grand Cayman,
KY1-1108,
Cayman Islands

Principal place of business in the PRC:

Room 108,
No. 45 Xinrong North Street,
Xihongmen, Daxing District,
Beijing, PRC

Principal place of business in Hong Kong:

Unit 612, 6/F,
CC Wu Building,
302-8 Hennessy Road,
Wan Chai, Hong Kong

8 May 2020

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR RE-ELECTION OF DIRECTORS

INTRODUCTION

The purpose of this circular is to provide you with information in respect of the resolutions to be proposed to seek approval of the Shareholders in respect of, among other matters, the re-election of Directors.

LETTER FROM THE BOARD

RE-ELECTION OF DIRECTORS

The Board currently consists of six Directors, namely Mr. Zhao Weihao, Ms. Wu Guoqing, Ms. Li Yin Ping, Mr. Chan Cheong Tat, Mr. Cheung Wai Hung and Ms. Chen Weijie.

In accordance with Article 112 of the Articles, the Board shall have power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy or as an additional Director but so that the number of Directors so appointed shall not exceed the maximum number determined from time to time by the Shareholders in general meeting. Any Director appointed by the Board to fill a casual vacancy shall hold office only until the first general meeting of the Company after his appointment and be subject to re-election at such meeting. Accordingly, Mr. Zhao Weihao, Ms. Wu Guoqing, Ms. Li Yin Ping, Mr. Chan Cheong Tat, Mr. Cheung Wai Hung and Mr. Chen Weijie will retire from office at the AGM and, being eligible, offer themselves for re-election.

Details of the above-mentioned Directors proposed to be re-elected at the AGM are set out in Appendix I to this circular, which indicates how the Directors to be elected contribute to the diversity of the Board.

Procedure and Process for Nomination of Directors

The Nomination Committee will recommend to the Board for the appointment of a Director including an independent non-executive Director in accordance with the following selection criteria and nomination procedures:

- (a) identify individuals who are suitably qualified to become Board members and select or make recommendations to the Board on the selection of individuals nominated for directorships, having due regard to the Company's Board Diversity Policy, the requirements in the Company's constitution, the Listing Rules and applicable laws and regulations, and the relevant candidates' contributions to the Board in terms of qualifications, skills, experiences, independence and gender diversity;
- (b) assess the independence of independent non-executive Director to determine their eligibility with reference to the factors set out in Rule 3.13 of the Listing Rules and any other factors deemed appropriate by the Nomination Committee or the Board. If a proposed independent non-executive Director will be holding their seventh (or more) listed company directorship, to assess his/her ability to devote sufficient time to the Board matters; and
- (c) develop the criteria for identifying and assessing the qualifications of and evaluating candidates for directorship, including but not limited to evaluating the balance of skills, knowledge and experience on the Board, and in the light of this evaluation prepared a description of the role and capabilities required for a particular appointment.

LETTER FROM THE BOARD

Recommendation of the Nomination Committee

The Nomination Committee has considered Mr. Chan Cheong Tat's extensive experience in taxation, his working profile and other experience and factors as set out in his biographical details in Appendix I to this circular. The Nomination Committee is satisfied that Mr. Chan has the required character, integrity and experience to continuously fulfil his role as an independent non-executive Director effectively. The Board believed that his re-election as the independent non-executive Director would be in the best interests of the Company and its Shareholders as a whole.

The Nomination Committee has considered Mr. Cheung Wai Hung's extensive experience in auditing and accounting, his working profile and other experience and factors as set out in his biographical details in Appendix I to this circular. The Nomination Committee is satisfied that Mr. Cheung has the required character, integrity and experience to continuously fulfil his role as an independent non-executive Director effectively. The Board believed that his re-election as the independent non-executive Director would be in the best interests of the Company and its Shareholders as a whole.

The Nomination Committee has considered Ms. Chen Weijie's extensive experience in investment and corporate finance, her working profile and other experience and factors as set out in his biographical details in Appendix I to this circular. The Nomination Committee is satisfied that Ms. Chen has the required character, integrity and experience to continuously fulfil his role as an independent non-executive Director effectively. The Board believed that his re-election as the independent non-executive Director would be in the best interests of the Company and its Shareholders as a whole.

Furthermore, Mr. Chan Cheong Tat, Mr. Cheung Wai Hung and Ms. Chen Weijie, being independent non-executive Directors eligible for re-election at the AGM, have made an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules. During their appointment, they have demonstrated their ability to provide an independent view to the Company's matters. The Nomination Committee is of the view that they are able to continue to fulfill their roles as independent non-executive Directors and thus recommends them to the Board for it to propose to Shareholders for re-election at the AGM.

ANNUAL GENERAL MEETING

Set out on pages 15 to 17 of this circular is a notice convening the AGM to consider and, if appropriate, to approve, among others, the ordinary resolutions relating to the proposals for the re-election of Directors.

A form of proxy for use at the AGM is enclosed herewith. If you are not able to attend and/or vote at the AGM in person, you are requested to complete the form of proxy and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours (i.e. 10:00 a.m. on Sunday, 7 June 2020) before the time of the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

LETTER FROM THE BOARD

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to procedural or administrative matter to be voted by a show of hands. Accordingly, each of the resolutions put to vote at the AGM will be taken by way of poll.

RECOMMENDATION

The Board considers that the ordinary resolutions in relation to the re-election of Directors to the proposed at the AGM are in the best interests of the Company and the Shareholders. Accordingly, the Board recommends the Shareholders to vote in favour of such resolutions at the AGM.

GENERAL

Your attention is drawn to the information set out in the appendices to this circular. Unless otherwise stated, in case of any inconsistency between the English and the Chinese translation of this circular, the English version shall prevail.

By Order of the Board
Ye Xing Group Holdings Limited
Wu Guoqing
Chairman and executive Director

The particulars of the retiring Directors proposed to be re-elected at the AGM are set out as follows:

EXECUTIVE DIRECTORS

Ms. Wu Guoqing (吳國卿), aged 45, is the executive Director and the Chairman of the Board. She joined the Group on 7 January 2014 as a general manager of Beijing Hongkun, where she was responsible for the overall management, strategic planning and day-to-day business operations. She was appointed as the chairman of the board of directors of Beijing Hongkun on 18 February 2019. Ms. Wu was appointed as a Director on 26 March 2019. She was redesignated as an executive Director on 24 July 2019. Apart from being the chairman of the board of directors of Beijing Hongkun, Ms. Wu is also its legal representative and general manager. She is also the general manager of Beijing Hongkun Property Management. Ms. Wu is responsible for the overall management and business operations of the Group, including formulating strategies and operational plans, supervising the working progress of various departments, and making daily business decisions for our Group.

Ms. Wu has more than 17 years of experience in the property management services industry in the PRC. Prior to joining the Group, she worked at Beijing Vanke Property Service Company Limited* (北京萬科物業服務有限公司), a company principally engaging in providing property management, property agency, property pre-delivery and sales assistance, consulting and real estate brokerage services, from March 2002 to January 2014 with her last position as director (總監), where her major job duties included strategic execution, overseeing property management projects and management of human resources. Before that, Ms. Wu had had work experience in the hotel management industry.

Ms. Wu became the vice president of Hebei Property Management Institute (河北省物業管理行業協會) in January 2018. She was awarded “China’s Property Management Innovative Person in 2017(2017中國物業管理創新力人物)” in 2017 by China Property Management Magazine (《中國物業管理》雜誌社), “China’s Outstanding Property Manager in 2018* (2018中國優秀物業經理人)” in 2018 by EH Consulting (億翰智庫), and “China’s Innovative and Entrepreneurial Leader in 2019 (2019中國創新創業領袖人物)” in 2019 by Xiou Net (希鷗網).

Ms. Wu graduated from Hainan University (海南大學) in Hainan Province, the PRC in December 1995 with her profession in international trade. She was qualified as a certified property manager (物業管理師) by the MOHURD in August 2013.

Ms. Wu as an executive Director has entered into a service contract with the Company for a term of three years, with effect from 17 February 2020. Under the service contract, Ms. Wu is entitled to a director’s remuneration of RMB1,150,000 per annum and discretionary bonus. Ms. Wu’s appointment is subject to the provisions of retirement and rotation of directors under the Company’s articles of association and the applicable Listing Rules. As at the Latest Practicable Date, Ms. Wu is not interested in any shares of the Company within the meaning of Part XV of the SFO. Ms. Wu has no relationships with any directors, senior management or substantial or controlling shareholders of the Company, and does not or has not in the last three years held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas.

APPENDIX I**DETAILS OF THE DIRECTORS PROPOSED TO BE
RE-ELECTED AT THE ANNUAL GENERAL MEETING**

Mr. Zhao Weihao (趙偉豪) (formerly known as Zhao Liang (趙亮)), aged 26, is an executive Director. He joined the Group as a director of Beijing Hongkun on 6 December 2017, where he is responsible for the overall management and day-to-day business operations. He was appointed as a Director on 26 March 2019 and redesignated as an executive Director on 24 July 2019. Mr. Zhao Weihao is responsible for the overall development and major business decisions making of the Group. Mr. Zhao has relevant experience in business administration and the property industry in the PRC. Among others, he held/is holding the following positions in the PRC:

Company name	Period of time	Principal business of the company	Position
Hongkun Weiye	July 2016 to November 2017	Real estate development	Procurement department manager
Wuxi Yongqing Real Estate Company Limited* (無錫永慶房 地產有限公司)	May 2017 to present	Real estate development and provision of real estate brokerage services	Director
Hefei Blu-ray Hongjing Real Estate Company Limited* (合肥藍光宏 景置業有限公司)	June 2017 to present	Real estate development and property leasing	Director
Hongkun Jituan	November 2017 to present	Investment holding of the equity interests in Hongkun Weiye and its subsidiaries	Director
Hongkun Weiye	April 2018 to present	Real estate development	Assistant to president
Shenzhen Municipal Coast Xingtai Real Estate Company Limited* (深圳市海岸興泰置業有限公司)	August 2018 to present	Real estate development, provision of real estate brokerage services, and property leasing	Director
Hongkun Weiye	March 2019 to present	Real estate development	Strategic investment department manager

Mr. Zhao graduated from Boston University in Massachusetts, the United States in September 2016 with a bachelor's degree in economics and computer science.

Mr. Zhao as an executive Director has entered into a service contract with the Company for a term of three years, with effect from 17 February 2020. Under the service contract, Mr. Zhao is entitled to a director's remuneration of HK\$480,000 per annum and discretionary bonus. Mr. Zhao's appointment is subject to the provisions of retirement and rotation of directors under the Company's articles of association and the applicable Listing Rules. As at the Latest Practicable Date, Mr. Zhao is interested in 237,780,000 Shares of the Company within the meaning of Part XV of the SFO. Mr. Zhao has no relationships with any directors, senior management or substantial or controlling shareholders of the Company, and does not or has not in the last three years held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Ms. Li Yin Ping (李燕萍) (also known as Florence Li), aged 43, is an executive Director. She was appointed as a Director on 26 March 2019 and was redesignated as an executive Director on 24 July 2019. She was appointed as a director of Beijing Hongkun on 18 February 2019.

Following her appointment as a director of Beijing Hongkun, she has been actively participating in overseeing our property management services and business development, including reviewing the workflow, procedures and delivery of our property management services, and she provides strategic advice. As an executive Director, Ms. Li also participates in the formulation of business strategy and major decisions of our Group as well as in the deliberation and approval of our Group's administrative expenses, monthly accounts and budgets, and in the recruitment of senior management.

With her experience in finance and capital investment, particularly investment in listed companies, Ms. Li is also involved in strategic planning of our Group's fund raising and capital investment activities, and provides guidance and supervision on financial management and corporate governance of our Group as well as in overall strategic planning and business development of new business opportunities. In particular, for the implementation of the Group's strategic plan to expand the market reach in the PRC to cover at least five additional cities by 2021 through acquisitions of suitable local property management companies, Ms. Li will also be involved in assessing such opportunities once they arise and in ensuring potential acquisition targets fit into our Group's acquisition criteria as determined by the Board.

APPENDIX I	DETAILS OF THE DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING
-------------------	---

Ms. Li has experiences in finance and capital investments. She also had previous work experiences in the financial advisory and insurance industries. Among others, she is holding the following positions in Hong Kong and overseas:

Company name	Place of incorporation	Period of time	Principal business of the company	Position
Top Sing International Company Limited	Hong Kong	October 2013 to present	Trading	Director
Mega Marketing & Media Company Limited	Hong Kong	May 2015 to present	Event marketing and public relations services	Director
Vibes Management Company Limited	Hong Kong	May 2016 to present	Investment holding in listed company in Hong Kong	Director
Pioneer Unicorn Limited	BVI	June 2016 to present	Investment holding in listed company in Hong Kong	Director
Winz Strategy Company Limited	Hong Kong	February 2017 to present	Provision of financial investment consultancy services	Director
Winz Strategy	BVI	April 2017 to present	Investment holding in listed company in Hong Kong	Director

Ms. Li is currently a member of the Federation of HK Guangxi Community Organisations, as well as an executive committee member (常務總理) of 2019 of The Lok Sin Tong Benevolent Society, Kowloon.

Ms. Li obtained a master's degree in business administration (MBA) from European University Business School in January 2017.

Ms. Li as an executive Director has entered into a service contract with the Company for a term of three years, with effect from 17 February 2020. Under the service contract, Ms. Li is entitled to a director's remuneration of HK\$480,000 per annum and discretionary bonus. Ms. Li's appointment is subject to the provisions of retirement and rotation of directors under the Company's articles of association and the applicable Listing Rules. As at the Latest Practicable Date, Ms. Li is interested in 62,220,000 Shares of the Company within the meaning of Part XV of the SFO. Ms. Li has no relationships with any directors, senior management or substantial or controlling shareholders of the Company, and does not or has not in the last three years held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Cheung Wai Hung (張偉雄), aged 38, was appointed as an independent non-executive Director on 17 February 2020. He is responsible for providing independent judgment and advice to the Board.

Mr. Cheung has over 10 years of experience in auditing and accounting industry. Prior to joining the Group, Mr. Cheung worked at Aoba CPA Limited from July 2004 to April 2014 with his last position as audit manager, where he assisted in the audit of various medium-sized and listed companies. Mr. Cheung has been appointed, since April 2014, as the chief financial officer serving Wai Chi Holdings Company Limited, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1305), where he is responsible for the financial management. He has become a member of the risk management committee of Wai Chi Holdings Company Limited since August 2015 and been appointed as the company secretary serving Wai Chi Holdings Company Limited since November 2015. Since August 2018, Mr. Cheung has been appointed as the independent non-executive director and a member of the audit committee of Grand T G Gold Holdings Limited, the shares of which are listed on GEM of the Stock Exchange (stock code: 8299).

Mr. Cheung graduated from The Hong Kong Polytechnic University in Hong Kong in November 2003 with a bachelor's degree in accountancy. He is currently a member of The Hong Kong Institute of Certified Public Accountants, a fellow of the Association of Chartered Certified Accountants and a certified tax adviser with a membership in The Taxation Institute of Hong Kong.

Mr. Cheng as an independent non-executive Director has signed an appointment letter with the Company for a term of one year, with effect from 17 February 2020. Under the appointment letter, Mr. Cheng is entitled to a director's fee of HK\$120,000 per annum. Mr. Cheng's appointment is subject to the provisions of retirement and rotation of directors under the Company's articles of association and the applicable Listing Rules. As at the Latest Practicable Date, Mr. Cheng is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Cheng has no relationships with any directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, Mr. Cheng does not or has not in the last three years held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Mr. Chan Cheong Tat (陳昌達), aged 70, was appointed as an independent non-executive Director on 17 February 2020. He is responsible for providing independent judgment and advice to our Board.

Mr. Chan is the founding shareholder and sole director of C T Tax Consultants Limited since August 2006. Prior to that Mr. Chan had worked in the Inland Revenue Department of Hong Kong for over 32 years. He joined the HKSAR Government as assistant assessor in November 1972 and was promoted to assistant commissioner of the Inland Revenue Department of Hong Kong in September 2003. He retired from the HKSAR Government in April 2005.

APPENDIX I**DETAILS OF THE DIRECTORS PROPOSED TO BE
RE-ELECTED AT THE ANNUAL GENERAL MEETING**

Mr. Chan obtained a master degree in financial management from Central Queensland University of Australia in October 1995 through distance learning. He was admitted as an associate of The Institute of Chartered Secretaries and Administrators (U.K.) in March 1974, a fellow of the Association of Certified Accountants (now known as the Association of Chartered Certified Accountants) in November 1983, a fellow of the Hong Kong Society of Accountants (now known as Hong Kong Institute of Certified Public Accountants) in March 1986, a fellow of the Australian Society of Certified Practising Accountants (now known as CPA Australia) in June 1990, and an associate of The Hong Kong Institute of Company Secretaries (now known as The Hong Kong Institute of Chartered Secretaries) in August 1994.

Mr. Chan Cheong Tat has been or was appointed as an independent non-executive director of the following listed companies in Hong Kong:

Company name	Place of listing and stock code	Period of time
Guangdong Tannery Limited	Main Board of the Stock Exchange (stock code: 1058)	March 2006 to present
Medicskin Holdings Limited	GEM of the Stock Exchange (stock code: 8307)	December 2014 to present
Hyfusin Group Holdings Limited	GEM of the Stock Exchange (stock code: 8512)	July 2018 to present
Dominate Group Holdings Company Limited	GEM of the Stock Exchange (stock code: 8537)	September 2018 to present
Man Sang International Limited	Main Board of the Stock Exchange (stock code: 938)	January 2015 to December 2016
Wasion Group Holdings Limited	Main Board of the Stock Exchange (stock code: 3393)	May 2014 to May 2015
Nobel Jewelry Holdings Limited (now known as Central Development Holdings Limited)	Main Board of the Stock Exchange (stock code: 475)	October 2006 to December 2011

Mr. Chan Cheong Tat as an independent non-executive Director has signed an appointment letter with the Company for a term of one year, with effect from 17 February 2020. Under the appointment letter, Mr. Chen is entitled to a director's fee of HK\$120,000 per annum. Mr. Chen's appointment is subject to the provisions of retirement and rotation of directors under the Company's articles of association and the applicable Listing Rules. As at the Latest Practicable Date, Mr. Chen is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Chen has no relationships with any directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, Mr. Chen does not or has not in the last three years held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Ms. Chen Weijie (陳維洁), aged 39, was appointed as an independent non-executive Director on 17 February 2020. She is responsible for providing independent judgment and advice to our Board.

Ms. Chen has over 10 years of experience in executive management, investment and corporate finance. Since March 2018, Ms. Chen has been appointed as the executive director and responsible officer in Type 6 (advising on corporate finance) regulated activities of Zhonghua Finance Capital Company Limited, a company principally engaging in provision of financial services, where she is responsible for the overall business development and provision of financial advice to listed companies.

Before joining Zhonghua Finance Capital Company Limited, from November 2016 to February 2018, she was appointed as the chief operating officer of Legend Strategy International Holdings Group Company Limited, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1355), where she was in charge of the operation of the listed group in hotel management in the PRC and the day-to-day operations of the listed group (including compliance and finance related matters). Ms. Chen had also worked as senior management for several financial and securities companies including Vision Finance (Securities) Limited from May 2013 to October 2016, China Private Equity Investment Holdings Limited between December 2010 and April 2013, China Fortune Group Limited (currently known as China Fortune Financial Group Limited), the shares of which are listed on the Main Board of the Stock Exchange (stock code: 290) from August 2009 to November 2010, and China Aircraft Leasing Group Holdings Limited, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1848) from August 2008 to August 2009.

Ms. Chen also has some relevant experience in the legal sector. Prior to joining our Group, she worked as an intern at the Intermediate People's Court of Guangzhou, the PRC, from December 2003 to July 2004, and as a paralegal in the corporate finance department at Norton Rose Hong Kong (currently known as Norton Rose Fulbright Hong Kong) from July 2006 to June 2008. She was qualified as a lawyer in the PRC in 2009.

Ms. Chen graduated from Guangdong University of Finance & Economics (previously known as Guangdong Business School* (廣東商學院)) in Guangdong, the PRC in June 2004 with a bachelor's degree in law. She also obtained a master of laws in international business law from City University of Hong Kong in Hong Kong in November 2005. She has been holding a Type 6 licence (advising on corporate finance) granted by the Hong Kong Securities and Investment Institute since July 2013.

Ms. Chen as an independent non-executive Director has signed an appointment letter with the Company for a term of one year, with effect from 17 February 2020. Under the appointment letter, Ms. Chen is entitled to a director's fee of HK\$120,000 per annum. Ms. Chen's appointment is subject to the provisions of retirement and rotation of directors under the Company's articles of association and the applicable Listing Rules. As at the Latest Practicable Date, Ms. Chen is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Ms. Chen has no relationships with any directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, Ms. Chen does not or has not in the last three years held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, there are no information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules (particularly in relation to sub-paragraphs (h) to (v) therein) nor are there any other matters that need to be brought to the attention of the Shareholders in respect of each of the above Directors.

NOTICE OF ANNUAL GENERAL MEETING

Ye Xing Group Holdings Limited
燁星集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1941)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Annual General Meeting of Ye Xing Group Holdings Limited (the “Company”) will be held at Room 108, No. 45 Xinrong North Street, Xihongmen, Daxing District, Beijing, PRC on Tuesday, 9 June 2020 at 10:00 a.m. to transact the following businesses:

1. To receive and consider the audited financial statements and the reports of the directors (the “Directors”) and auditor of the Company and its subsidiaries for the year ended 31 December 2019.
2.
 - i. To re-elect Ms. Wu Guoqing as a Director.
 - ii. To re-elect Mr. Zhao Weihao as a Director.
 - iii. To re-elect Ms. Li Yin Ping as a Director.
 - iv. To re-elect Mr. Cheung Wai Hung as a Director.
 - v. To re-elect Mr. Chan Cheong Tat as a Director.
 - vi. To re-elect Ms. Chen Weijie as a Director.
 - vii. To authorize the board of Directors to fix the remuneration of the Directors.
3. To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorize the Directors to fix its remuneration.

By Order of the Board
Ye Xing Group Holdings Limited
Wu Guoqing

Hong Kong, 8 May 2020

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. For the purpose of determining the identity of the shareholders entitled to attend and vote at the meeting, the register of members of the Company will be closed from Thursday, 4 June 2020 to Tuesday, 9 June 2020, both dates inclusive, during which period no transfer of shares will be effected. All transfers accompanied by the relevant certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 3 June 2020.
2. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
3. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.
4. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney or other person duly authorized, and must be deposited with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours (i.e. 10:00 a.m. on Sunday, 7 June 2020) before the time fixed for holding of the Meeting.
5. With respect to resolution no. 2 of this notice, Mr. Zhao Weihao, Ms. Wu Guoqing and Ms. Li Yin Ping, Mr. Chan Cheong Tat, Mr. Cheung Wai Hung and Ms. Chen Weijie shall retire from office of directorship and shall offer themselves for re-election in accordance with the Articles of Association of the Company. Details of their information which are required to be disclosed under the Listing Rules are set out in the circular of the Company dated 8 May 2020.
6. As at the date of this notice, the Board comprises Mr. Zhao Weihao, Ms. Wu Guoqing and Ms. Li Yin Ping as executive Directors; and Mr. Chan Cheong Tat, Mr. Cheung Wai Hung and Ms. Chen Weijie as independent non-executive Directors.

NOTICE OF ANNUAL GENERAL MEETING

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

The health of our shareholders, staff and stakeholders is of paramount importance to us. In view of the ongoing Novel Coronavirus (COVID-19) pandemic, the Company will implement the following precautionary measures at the Annual General Meeting to protect attending shareholders, staff and stakeholders from the risk of infection:

- (i) Compulsory body temperature checks will be conducted for every shareholder, proxy or other attendee at each entrance of the meeting venue. Any person with a body temperature of over 37.4 degrees Celsius may be denied entry into the meeting venue or be required to leave the meeting venue.
- (ii) The Company encourages each attendee to wear a surgical face mask throughout the meeting and inside the meeting venue, and to maintain a safe distance between seats.
- (iii) No refreshment will be served, and there will be no corporate gift.

In addition, the Company reminds all shareholders that physical attendance in person at the meeting is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the meeting as their proxy to vote on the relevant resolution(s) at the meeting instead of attending the meeting in person, by completing and return the proxy form attached to this document.

If any shareholder chooses not to attend the meeting in person but has any question about any resolution or about the Company, or has any matter for communication with the board of directors of the Company, he/she is welcome to send such question or matter in writing to our registered office or to our email at norman@hongkun.com.cn. If any shareholder has any question relating to the meeting, please contact Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong as follows: -

Tricor Investor Services Limited
Level 54, Hopewell Centre 183 Queen's Road East, Hong Kong
Email: is-enquiries@hk.tricorglobal.com
Tel: (852) 2980 1333
Fax: (852) 2810 8185