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# MAOGEPING

BEAUTY

**MAO GEPING COSMETICS CO., LTD.**

**毛戈平化妝品股份有限公司**

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

**(Stock Code: 1318)**

## **NOTICE OF THE 2024 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2024 annual general meeting (the “AGM”) of Mao Geping Cosmetics Co., Ltd. (the “Company”) will be held at 2:30 p.m. on Tuesday, May 13, 2025 at Conference Room 1, 10th Floor, Wanyin Building, Shangcheng District, Hangzhou City, Zhejiang Province, PRC for the purposes of considering and, if thought fit, passing the following resolutions:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the 2024 annual report;
2. To consider and approve the 2024 profit distribution plan;
3. To consider and approve the proposed re-appointment of overseas auditor for the year 2025;
4. To consider and approve the election of non-employee representative Directors for the fourth session of the Board of the Company;
  - 4.01 To propose the appointment of Mr. MAO Geping as an executive Director for the fourth session of the Board of the Company;
  - 4.02 To propose the appointment of Ms. MAO Niping as an executive Director for the fourth session of the Board of the Company;

- 4.03 To propose the appointment of Ms. MAO Huiping as an executive Director for the fourth session of the Board of the Company;
- 4.04 To propose the appointment of Mr. WANG Lihua as an executive Director for the fourth session of the Board of the Company;
- 4.05 To propose the appointment of Ms. SONG Hongquan as an executive Director for the fourth session of the Board of the Company;
- 4.06 To propose the appointment of Mr. GU Jiong as an independent non-executive Director for the fourth session of the Board of the Company;
- 4.07 To propose the appointment of Mr. HUANG Hui as an independent non-executive Director for the fourth session of the Board of the Company;
- 4.08 To propose the appointment of Mr. LI Hailong as an independent non-executive Director for the fourth session of the Board of the Company;
- 5. To consider and approve the remuneration of the Directors and senior management for 2025.

### **SPECIAL RESOLUTIONS**

- 6. To consider and approve the proposed amendments to the Articles of Association;
- 7. To consider and approve the grant of a general mandate to the Board to issue H shares.

By order of the Board  
**Mao Geping Cosmetics Co., Ltd.**  
**MAO Geping**

*Chairman of the Board and Executive Director*

Hong Kong, April 22, 2025

*As of the date of this notice, the board of directors of the Company comprises: (i) Mr. MAO Geping, Ms. WANG Liqun, Ms. MAO Niping, Ms. MAO Huiping, Mr. WANG Lihua and Ms. SONG Hongquan as executive directors; and (ii) Mr. GU Jiong, Mr. HUANG Hui and Mr. LI Hailong as independent non-executive directors.*

*Notes:* Details of the resolutions are set out in the circular of the Company dated April 22, 2024 (the “**Circular**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

**1. Closure of register for H Shares and eligibility for attending and voting at the AGM**

For the purpose of determining the entitlement of the holders of H Shares to attend and vote at the AGM, the register of holders of H shares of the Company will be closed from Thursday, May 8, 2025 to Tuesday, May 13, 2025 (both days inclusive), during which period no transfer of H shares of the Company will be registered. Shareholders of the Company whose names appear on the register of members of the Company on May 13, 2025 will be entitled to attend and vote at the AGM. Holders of H shares of the Company who intend to attend the AGM must deliver their transfer documents together with the relevant share certificates to Computershare Hong Kong Investor Services Limited, the registrar of H shares of the Company, at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, by no later than 4:30 p.m. on May 7, 2025.

**2. Proxy**

Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in their stand. A proxy needs not be a Shareholder.

The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorized attorney(s). If the proxy form is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.

For holders of H Shares, the proxy form together with the power of attorney or other authorization document (if any) must be lodged with the Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong; and for holders of Unlisted Shares, the form of proxy should be returned to the Company’s head office and principal place of business in the PRC at Room 1001, Wanyin Building, Shangcheng District, Hangzhou, Zhejiang, by personal delivery or by post, as soon as possible but in any event not less than 24 hours before the time fixed for holding the AGM (i.e. no later than 2:30 p.m. on Monday, May 12, 2025) or any adjournment thereof (as the case may be) in order to be valid. Whether or not you are able to attend the AGM, you are advised to read the notice of the AGM and to complete and return the proxy form in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the AGM or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending the AGM and voting in person if you so wish.

**3. Address and telephone number of the Company's head office and principal place of business in the PRC**

Address: 10th Floor  
Wanyin Building  
Shangcheng District  
Hangzhou  
Zhejiang Province  
PRC

Telephone: +86 0571-8792 6998

**4. Procedures for voting at the AGM**

Any vote of the Shareholders at the AGM must be taken by poll.

**5. Other business**

Shareholders (in person or by proxy) attending the AGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the AGM shall produce their identity documents.

**6. References to time and dates in this notice are to Hong Kong time and dates.**