

THIS CIRCULAR TO SHAREHOLDERS OF XIDELANG HOLDINGS LTD (“XIDELANG” OR THE “COMPANY”) IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately.

Bursa Malaysia Securities Berhad (“**Bursa Securities**”) takes 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. Bursa Securities has not perused the contents of this Circular in relation to the Proposed Amendments (as defined herein) prior to the issuance of this Circular.



XIDELANG HOLDINGS LTD

(Bermuda Company Registration No. 43136)

(Incorporated as an exempted company in Bermuda under the Companies Act 1981 of Bermuda)

(Malaysian Foreign Company Registration No. 200902000038 [995210-W])

(Registered as a foreign company in Malaysia under the Companies Act, 1965 of Malaysia and deemed registered under the Companies Act, 2016 of Malaysia)

CIRCULAR TO SHAREHOLDERS

IN RELATION TO

PROPOSED AMENDMENTS TO THE BYE-LAWS OF THE COMPANY

(“PROPOSED AMENDMENTS”)

AND

NOTICE OF ANNUAL GENERAL MEETING

The Proposed Amendments will be tabled as Special Business at the Eleventh Annual General Meeting (“**11th AGM**”) of the Company, which will be conducted entirely through live streaming from the broadcast venue at Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (“**Broadcast Venue**”) on Wednesday, 30 December 2020 at 10.00 a.m.. Notice of the 11th AGM of the Company is enclosed together with the Form of Proxy in this Circular.

As a shareholder, you are requested to complete, sign and return the enclosed Form of Proxy and deposit it at the Company’s registered office in Malaysia at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, at the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than 48 hours before the time and date indicated below appointed for holding of 11th AGM or any adjournment thereof; if you are not able to attend the 11th AGM. Alternatively, the proxy appointment may also be lodged electronically via Tricor Investor & Issuing House Services Sdn Bhd’s (“**Tricor**”) **TIIH Online** website at <https://tiih.online> not less than 48 hours before the time and date indicated below appointed for holding of 11th AGM or any adjournment thereof.

The Broadcast Venue is strictly for the purpose of complying with the requirement of Chairman of the meeting to be present at the main venue of the meeting. Shareholders or proxies **WILL NOT BE ALLOWED** to attend the 11th AGM in person at the Broadcast Venue on the day of the meeting.

Shareholders or proxies are to attend, speak (including posing questions to the Board of Directors of the Company via real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the 11th AGM using Remote Participation and Voting Facilities provided by Tricor via its TIIH Online website at <https://tiih.online>. Please refer to the Administrative Notes of the 11th AGM as enclosed for further information in relation thereto. The completion and lodgement of the Form of Proxy shall not preclude you from participating at the 11th AGM should you subsequently wish to do so and in such an event, your Form of Proxy shall be deemed to have been revoked.

Last day, date and time for lodging the Form of Proxy : Monday, 28 December 2020, 10.00 a.m.
Day, date and time of the 11th AGM : Wednesday, 30 December 2020, 10.00 a.m.

This Circular is dated 1 December 2020

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

AGM	:	Annual General Meeting of XiDeLang Holdings Ltd (“ XiDeLang ”)
Board	:	The Board of Directors of XiDeLang, for the time being
Bursa Securities	:	Bursa Malaysia Securities Berhad (Registration No.: 200301033577 [635998-W])
CEO	:	Chief Executive Officer
Circular	:	This Circular dated 1 December 2020
CMSA	:	Capital Markets and Services Act 2007 of Malaysia
Director(s)	:	Has the meaning given in Section 2(1) of the CMSA
Listing Requirements	:	Main Market Listing Requirements of Bursa Securities, including any amendment that may be made from time to time
LPD	:	23 November 2020, being the latest practicable date prior to the printing of this Circular
Major Shareholder	:	A person who has an interest or interests in one or more voting shares in a corporation and the number or aggregate number of those shares, is: a) 10% or more of the total number of voting shares in the corporation; or b) 5% or more of the total number of voting shares in the corporation where such person is the largest shareholder of the corporation.
Prevailing Laws	:	Bermuda Companies Act, 1981, Malaysian Companies Act, 2016 and any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities including but not limited to the Listing Requirements
Shareholder(s)	:	Registered holder(s) of XiDeLang Shares
XiDeLang or Company	:	XiDeLang Holdings Ltd (Bermuda Company Registration No. 43136) (Malaysian Foreign Company Registration No. 200902000038 [995210-W]), incorporated in Bermuda as an exempted company under the Companies Act 1981 of Bermuda and registered as a foreign company in Malaysia under the Companies Act, 1965 of Malaysia and deemed registered under the Companies Act, 2016 of Malaysia
XiDeLang Group or Group	:	Collectively, XiDeLang and its subsidiaries

Words importing the singular shall, where applicable, include the plural and vice-versa and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice-versa. Reference to persons shall include corporations, unless otherwise specified. All references to “you” in this Circular are to the Shareholders. Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day in this Circular shall be a reference to Malaysian time, unless otherwise stated. Any discrepancies in the tables between amounts stated and the totals in this Circular are due to rounding.

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(Malaysian Foreign Company Registration No. 200902000038 [995210-W])

(Registered as a foreign company in Malaysia under the Companies Act, 1965 of Malaysia and deemed registered under the Companies Act, 2016 of Malaysia)

Registered Office in Malaysia

Unit 30-01, Level 30, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Malaysia

1 December 2020

Board of Directors:

Ding LiHong (*Executive Chairman*)

Ding PengPeng (*Managing Director / CEO*)

Ding PengWan (*Executive Director / Deputy CEO cum Chief Operating Officer*)

Lin YingYu (*Executive Director*)

Zhu GuoHe (*Senior Independent Non-Executive Director*)

Wong Yoke Nyen (*Independent Non-Executive Director*)

Woon Yeow Thong (*Independent Non-Executive Director*)

To: The Shareholders of XiDeLang Holdings Ltd.

Dear Sir / Madam,

PROPOSED AMENDMENTS TO THE BYE-LAWS OF THE COMPANY

1. INTRODUCTION

The Company had on 27 November 2020 announced its intention to seek the shareholders' approval for the Proposed Amendments to the Bye-Laws of the Company ("**Proposed Amendments**") at the forthcoming AGM of the Company.

The purpose of this Circular is to provide shareholders with the details of the Proposed Amendments and to seek the shareholders' approval for the special resolution pertaining thereto to be tabled at the forthcoming AGM. Notice of the AGM and the Form of Proxy are enclosed together with this Circular.

SHAREHOLDERS OF XIDELANG ARE ADVISED TO READ THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE SPECIAL RESOLUTION PERTAINING TO THE PROPOSED AMENDMENTS.

2. INFORMATION ON THE PROPOSED AMENDMENTS TO THE BYE-LAWS

The details of the Proposed Amendments are set out in **Appendix II** of this Circular.

3. RATIONALE FOR THE PROPOSED AMENDMENTS TO THE BYE-LAWS

The Proposed Amendments is for administrative expediency.

4. EFFECTS OF THE PROPOSED AMENDMENTS TO THE BYE-LAWS

The Proposed Amendments will not have any effect on the issued and paid-up share capital of the Company, earnings of the Group for the financial year ending 30 June 2021, net assets and gearing of the Group, and substantial shareholders' shareholdings in the Company.

5. APPROVALS REQUIRED

The Proposed Amendments is subject to the approval being obtained from the shareholders of XiDeLang at the forthcoming AGM to be convened.

6. INTEREST OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

None of the Directors and major shareholders or persons connected with them has any interest, direct or indirect, in the Proposed Amendments.

7. DIRECTORS' RECOMMENDATION

The Directors have considered all aspects of the Proposed Amendments and are of the opinion that the Proposed Amendments is in the best interest of the Company and its shareholders. Accordingly, the Directors recommend that the shareholders vote in favour of the special resolution pertaining to the Proposed Amendments to be tabled at the forthcoming AGM to be convened.

8. AGM

The 11th AGM, the notice of which is enclosed with this Circular, will be conducted entirely through live streaming from the Broadcast Venue on Wednesday, 30 December 2020 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and, if thought fit, passing the resolution, with or without any modifications, to give effect to the Proposed Amendments.

As a shareholder, you are requested to complete, sign and return the enclosed Form of Proxy and deposit it at the Company's registered office in Malaysia at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, at the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than 48 hours before the time and date appointed for holding of 11th AGM or any adjournment thereof; if you are not able to attend the 11th AGM. Alternatively, the proxy appointment may also be lodged electronically via Tricor's **TIIH Online** website at <https://tiih.online> not less than 48 hours before the time and date appointed for holding of 11th AGM or any adjournment thereof.

The Broadcast Venue is strictly for the purpose of complying with the requirement of Chairman of the meeting to be present at the main venue of the meeting. Shareholders or proxies **WILL NOT BE ALLOWED** to attend the 11th AGM in person at the Broadcast Venue on the day of the meeting.

Shareholders or proxies are to attend, speak (including posing questions to the Board of Directors of the Company via real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the 11th AGM using Remote Participation and Voting Facilities provided by Tricor via its TIIH Online website at <https://tiih.online>. Please refer to the Administrative Notes of the 11th AGM as enclosed for further information in relation thereto. The completion and lodgement of the Form of Proxy shall not preclude you from participating at the 11th AGM should you subsequently wish to do so and in such an event, your Form of Proxy shall be deemed to have been revoked.

9. FURTHER INFORMATION

The resolution pertaining to the Proposed Amendments is enclosed in the Notice of the AGM accompanying this Circular.

Shareholders are advised to refer to the attached **Appendix I** for further information.

Yours faithfully,
For and on behalf of the Board of
XiDeLang Holdings Ltd

DING PENGWAN
Executive Director / Deputy CEO cum Chief Operating Officer

APPENDIX I – FURTHER INFORMATION

1. RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Board. The Directors of XiDeLang collectively and individually accept full responsibility for the completeness, truth and accuracy of the information given in this Circular and confirm that after making all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements contained in this Circular or other facts the omission of which would make any information in this Circular false or misleading.

2. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Malaysian registered office of XiDeLang at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur during normal business hours from Monday to Friday (except public holidays) following the date of this Circular up to and including the date of the AGM:

- (a) the Bye-Laws of XiDeLang; and
- (b) the audited consolidated financial statements of XiDeLang for the financial year ended 31 December 2018 and financial period 1 January 2019 to 30 June 2020, as well as the latest unaudited interim financial report for the financial period ended 30 September 2020.

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APPENDIX II – PROPOSED AMENDMENTS TO THE BYE-LAWS

The details of the Proposed Amendments and the corresponding provisions in the existing Bye-laws of the Company are set out below. The inserted texts are underlined and the deleted texts are being struckthrough for ease of reference. These markings will not be reproduced in the final form of the amended Bye-laws.

Existing	Proposed Amendments
<p>Bye-law 157:</p> <p>(1) Any notice from the Company to a Member shall be given in writing or by cable, telex or by electronic means (including facsimile and electronic mail) and any such notice (where appropriate) any other document may be served or delivered by the Company on or to any Member either personally or by sending it through the post in a prepaid envelope addressed to such Member at his registered address as appearing in the Register or at any other address supplied by him to the Company for the purpose or, as the case may be, by transmitting it by electronic means (including facsimile and electronic mail) to any such address or number supplied by him to the Company for the giving of notice to him, or in accordance with Bye-law 158, or may also be served by advertisement in appointed newspapers (as defined in the Act) or in newspapers published daily and circulating generally in the territory of and in accordance with the requirements of the Designated Stock Exchange.</p>	<p>Bye-law 157:</p> <p>(1) Any notice or document from the Company to a Member shall be given –</p> <p>(a) in <u>writing or hard copy personally</u>, by cable, telex or by electronic means (including facsimile and electronic mail) and any such notice and (where appropriate) any other document may be served or delivered by the Company on or to any Member either personally, or by sending it through the post in a prepaid envelope addressed to such Member at his registered address as appearing in the Register or at any other address supplied by him to the Company for the purpose or, as the case may be, by transmitting it by <u>or</u></p> <p>(b) <u>in any electronic means (including facsimile and without limitation electronic mail) or short messaging service) in the following manner:</u></p> <p>(i) <u>transmitting</u> to any such address or number supplied by him to the Company for the giving of notice to him; or</p> <p>(ii) in accordance with Bye-law 158; or may also be served</p> <p>(iii) <u>servin</u>g by advertisement in appointed newspapers (as defined in the Act) or in newspapers published daily and circulating generally in the territory of and in accordance with the requirements of the Designated Stock Exchange; <u>or</u></p> <p>(iv) <u>using any other electronic platform maintained by the Company or third parties that can host the information in a secure manner for access by Members provided that a notification of the publication or availability of the information or document on the electronic platform has been given via hard copy or any other electronic means to the Members in accordance with this Bye-law 157(1).</u></p>

APPENDIX II – PROPOSED AMENDMENTS TO THE BYE-LAWS (CONT'D)

Existing	Proposed Amendments
<p>Bye-law 158:</p> <p>(1) Where a Member indicates his consent (in a form and manner satisfactory to the Board) to receive information or documents by accessing them on a website rather than by other means, the Board may deliver such information or documents by notifying the Member of their availability and including therein the address of the website, the place on the website where the information or document may be found, and instructions as to how the information or document may be accessed on the website.</p> <p>(2) In the case of information or documents delivered in accordance with Bye-law 158 (1), service shall be deemed to have occurred when (i) the Member is notified in accordance with that bye-law; and (ii) the information or document is published on the website.</p>	<p>Bye-law 158:</p> <p>(1) Where a Member indicates his consent (in a form and manner satisfactory to the Board) to receive The Board may deliver information or documents document to the Member by accessing them publishing the information or <u>document on a website rather than by of the Company provided that a notification of the information or document on the website has been given via hard copy or any other electronic means, the Board may deliver such information or documents by in accordance with Bye-law 157(1), notifying the Member of their availability and including therein the address of the website, the place on the website where the information or document may be found, and instructions as to how the information or document may be accessed on the website.</u></p> <p>(2) In the case of information or documents delivered in accordance with Bye-law 158 (1), service shall be deemed to have occurred when (i) the Member is notified in accordance with that bye-law; and (ii) on the date the information or document is published first made available on the website of the Company provided that the notification on the publication of the information or document on website has been given pursuant to Bye-law 157(1).</p>
<p>Bye-law 159:</p> <p>Any notice or other document:-</p> <p>(a) if served or delivered by post, shall where appropriate be sent by airmail and delivered on the day following that on which the envelope containing the same, properly prepaid and addressed, is put into the post; in proving such service or delivery it shall be sufficient to prove that the envelope or wrapper containing the notice or document was properly addressed and put into the post and a certificate in writing signed by the Secretary or other officer of the Company or other person appointed by the Board that the envelope or wrapper containing the notice or other document was so addressed and put into the post shall be conclusive evidence thereof; and</p>	<p>Bye-law 159:</p> <p>Any notice or other document:-</p> <p>(a) if served or delivered by post, shall where appropriate be sent by airmail and shall be deemed to have been served or delivered on the day following that on which the envelope containing the same, properly prepaid and addressed, is put into the post; in proving such service or delivery it shall be sufficient to prove that the envelope or wrapper containing the notice or document was properly addressed and put into the post and a certificate in writing signed by the Secretary or other officer of the Company or other person appointed by the Board that the envelope or wrapper containing the notice or other document was so addressed and put into the post shall be conclusive evidence thereof; and</p>

APPENDIX II – PROPOSED AMENDMENTS TO THE BYE-LAWS (CONT'D)

Existing	Proposed Amendments
<p>Bye-law 159:</p> <p>-</p>	<p>Bye-law 159:</p> <p>(b) if served or delivered by using electronic platform maintained by the Company or third parties, on the date the information or document is first made available thereon provided that the notification on the publication or availability of the information or document on the relevant electronic platform has been given pursuant to Bye-law 157(1); and</p>
<p>Bye-law 159:</p> <p>(b) if served or delivered in any other manner contemplated by these Bye-laws (save for a notice or document delivered in accordance with Bye-law 158(1)), shall be deemed to have been served or delivered at the time of personal service or delivery or, as the case may be, at the time of the relevant despatch or transmission by electronic means or publication provided that the Company has record of the electronic mail being sent and that no written notification of delivery failure is received by the Company; and in proving such service or delivery a certificate in writing signed by the Secretary or other officer of the Company or other person appointed by the Board as to the fact and time of such service, delivery, despatch, transmission by electronic means or publication shall be conclusive evidence thereof.</p> <p>In the event that service of a notice or document pursuant to Bye-law 159(b) is unsuccessful, the Company must, within two (2) market days from discovery of delivery failure, make alternative arrangements for service by serving notice or document in hard copy in accordance with Bye-law 159(a).</p>	<p>Bye-law 159:</p> <p>(b)(c) if served or delivered in any other manner contemplated by these Bye-laws (save for a notice or document delivered in accordance with Bye-law 158(1) which shall be deemed to have been served or delivered in the manner stipulated under Bye-law 158(2)), shall be deemed to have been served or delivered at the time of personal service or delivery or, as the case may be, at the time of the relevant despatch or transmission by electronic means or publication provided that the Company has record of the electronic mail being sent and that no written notification of delivery failure is received by the Company; and in proving such service or delivery a certificate in writing signed by the Secretary or other officer of the Company or other person appointed by the Board as to the fact and time of such service, delivery, despatch, transmission by electronic means or publication shall be conclusive evidence thereof.</p> <p>In the event that service of a notice or document pursuant to Bye-laws 158(2), 159(b) and 159(c) is unsuccessful, the Company must, within two (2) market days from discovery of delivery failure, make alternative arrangements for service by serving notice or document in hard copy in accordance with Bye-law 159(a).</p>

NOTICE OF THE AGM



XIDELANG HOLDINGS LTD

(Bermuda Company Registration No. 43136)

(Incorporated as an exempted company in Bermuda under the Companies Act 1981 of Bermuda)

(Malaysian Foreign Company Registration No. 200902000038 [995210-W])

(Registered as a foreign company in Malaysia under the Companies Act, 1965 of Malaysia and deemed registered under the Companies Act, 2016 of Malaysia)

NOTICE OF THE ELEVENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Eleventh Annual General Meeting (“11th AGM”) of XiDeLang Holdings Ltd (“XDL” or “the Company”) will be conducted entirely through live streaming from the broadcast venue at Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (“**Broadcast Venue**”) on Wednesday, 30 December 2020 at 10.00 a.m. to transact the following businesses:-

AGENDA

As Ordinary Business:-

1. To receive the Audited Financial Statements of the Company and of the Group and the Reports of the Directors and the Auditors thereon for the financial period from 1 January 2019 to 30 June 2020. *(Please refer to Explanatory Note 1)*
2. To approve the payment of Directors’ fees of RMB586,000 for the financial period from 1 January 2019 to 30 June 2020. *(Ordinary Resolution 1)*
3. To approve the payment of Directors’ Benefits of up to RMB100,000 for the period from 11th AGM until Twelfth Annual General Meeting. *(Ordinary Resolution 2)*
4. To re-elect the following Directors who retire pursuant to Bye-Law 86 of the Company’s Bye-Laws:
 - 4.1 Ding PengPeng *(Ordinary Resolution 3)*

Mr Wong Yoke Nyen, who is retiring pursuant to Bye-Law 86 of the Company’s Bye-Laws will be retiring at the conclusion of this 11th AGM. *(Please refer to Explanatory Note 2)*
5. To re-appoint Messrs Russell Bedford LC & Company, as Auditors of the Company and to authorise the Board of Directors to fix their remuneration. *(Ordinary Resolution 4)*

As Special Business:-

To consider and if thought fit, to pass the following Ordinary Resolutions, with or without modifications:-

6. Proposed Continuation in Office as Independent Non-Executive Directors

- 6.1 “THAT approval be and is hereby given to Mr Zhu GuoHe, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to serve as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting of the Company.” *(Ordinary Resolution 5)
(Please refer to Explanatory Note 3)*
- 6.2 “THAT approval be and is hereby given to Mr Woon Yeow Thong, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to serve as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting of the Company.” *(Ordinary Resolution 6)
(Please refer to Explanatory Note 3)*

7. Authority to Issue Shares

“THAT subject always to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby authorised pursuant to the Company’s Bye-law 12 to issue shares in the Company at any time upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit, PROVIDED THAT the aggregate number of new ordinary shares to be issued during the preceding 12 months pursuant to this resolution does not exceed twenty per centum (20%) of the total issued share capital of the Company and that such authority shall continue to be in force until 31 December 2021, unless revoked or varied by an ordinary resolution by the shareholders of the Company in general meeting AND THAT the Directors are further authorised to do all such things and upon such terms and conditions as the Directors may deem fit and expedient in the best interest of the Company to give effect to the issuance of new ordinary shares under this resolution including making such applications to Bursa Malaysia Securities Berhad for the listing of and quotation for the new ordinary shares to be issued pursuant to this resolution.” *(Ordinary Resolution 7)
(Please refer to Explanatory Note 4)*

8. Proposed Amendments to Bye-Laws of the Company

“THAT the proposed amendments to the Bye-Laws of the Company be and are hereby approved with effect from the date of passing the Special Resolution AND THAT the Directors of the Company be and are hereby authorised to do all things and acts necessary to effect the amendments to the Bye-Laws of the Company.” *(Special Resolution)
(Please refer to Explanatory Note 5)*

9. **Other Matter**

To transact any other business that may be transacted at an annual general meeting of which due notice shall have been given in accordance with the Company's Bye-Laws and Bermuda Companies Act 1981.

BY ORDER OF THE BOARD
XIDELANG HOLDINGS LTD

Secretarius Services Sdn Bhd
Conyers Corporate Services (Bermuda) Limited
Company Secretaries

Kuala Lumpur
1 December 2020

Notes:-

- i. *The Broadcast Venue is strictly for the purpose of complying with the requirement of Chairman of the meeting to be present at the main venue of the meeting. Shareholders or proxies **WILL NOT BE ALLOWED** to attend the 11th AGM in person at the Broadcast Venue on the day of the meeting.*

*Shareholders or proxies are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "**participate**") remotely at the 11th AGM using Remote Participation and Voting Facilities provided by Tricor Investor & Issuing House Services Sdn Bhd ("**Tricor**") via its **TIIH Online** website at <https://tiih.online>. Please refer to the Administrative Notes of the 11th AGM as enclosed for further information in relation thereto.*

- ii. *A member shall be entitled to appoint up to two (2) proxies to attend and vote at the same meeting. A proxy may but need not be a member of the Company. Where a member appoints more than one (1) proxy the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.*
- iii. *Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 of Malaysia, it may appoint at least one (1) proxy in respect of each Securities Account it holds which is credited with ordinary shares of the Company.*
- iv. *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.*
- v. *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, the proxy form must be executed under its Common Seal or under the hand of an office, attorney or other person duly authorised to sign the same.*
- vi. *The instrument appointing a proxy must be deposited at the Company's registered office in Malaysia i.e. Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, at the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200*

Kuala Lumpur not less than forty-eight (48) hours before the time for holding the meeting i.e. on or before 10.00 a.m., Monday, 28 December 2020 or any adjournment thereof. Alternatively, the proxy appointment may also be lodged electronically via Tricor's TIIH Online website at <https://tiih.online> not less than 48 hours before the time and date appointed for holding the 11th AGM or any adjournment thereof.

- vii. *Only members whose names appear in the Record of Depositors as at 22 December 2020 will be entitled to attend and vote at the meeting or appoint proxy (proxies) to attend and vote on their behalf.*

Explanatory Notes:-

1. *Item 1 of the Agenda – Audited Financial Statements for the financial period from 1 January 2019 to 30 June 2020*

The Agenda item is meant for discussion only as the provision of Section 84 of the Bermuda Companies Act, 1981 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.

2. *Item 4 of the Agenda – Retirement of Mr Wong Yoke Nyen*

Mr Wong Yoke Nyen, who is retiring pursuant to Bye-Law 86 of the Company's Bye-Law, has indicated that he does not wish to seek re-election at this 11th AGM of the Company. Hence, he shall cease to be Director of the Company at the conclusion of the 11th AGM.

3. *Item 6 of the Agenda – Ordinary Resolutions 5 and 6*

- (i) *Ordinary Resolution 5 – Proposal for Mr Zhu GuoHe (“Mr Zhu”) to continue in office as Independent Non-Executive Director*

The Board of Directors (“Board”) had via the Nomination Committee conducted an annual performance evaluation and assessment of Mr Zhu and recommended him to continue to serve as Independent Non-Executive Director of the Company based on the following justifications:-

- (a) *He was appointed on 18 August 2009 as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years. As such, he understands the Company's business operations and is able to participate and contribute actively during deliberations or discussions at meetings of the Audit Committee, the Nomination Committee, the Remuneration Committee, the Risk Management Committee and the Board;*
- (b) *His vast experiences and exposure in the areas of advertising industry and advisory services to leading China sports goods companies would enable him to contribute effectively to the Board;*
- (c) *He fulfills the criteria under the definition of independent director as set out in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and therefore, is able to bring independent and objective judgment to the Board;*
- (d) *He has exercised due care during his tenure as Independent Non-Executive Director of the Company and carried out his duties professionally in the interest of the Company and shareholders; and*

- (e) *He has contributed sufficient time and efforts and attended all the meetings of the Audit Committee, the Nomination Committee, the Remuneration Committee, the Risk Management Committee and the Board held during the financial period from 1 January 2019 to 30 June 2020 as well as meeting the Management, as and when required, for informed and balanced decision making.*
- (ii) *Ordinary Resolution 6 – Proposal for Mr Woon Yeow Thong (“Mr Woon”) to continue in office as Independent Non-Executive Director*

The Board of Directors (“Board”) had via the Nomination Committee conducted an annual performance evaluation and assessment of Mr Woon and recommended him to continue to serve as Independent Non-Executive Director of the Company based on the following justifications:-

- (a) *He was appointed on 4 September 2009 as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years. As such, he understands the Company’s business operations and is able to participate and contribute actively during deliberations or discussions at meetings of the Audit Committee, the Nomination Committee, the Remuneration Committee and the Board;*
- (b) *His vast experiences and exposure in the areas of commercial and corporate litigation, in particular corporate insolvency and restructuring would enable him to contribute effectively to the Board;*
- (c) *He fulfills the criteria under the definition of independent director as set out in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and therefore, is able to bring independent and objective judgment to the Board;*
- (d) *He has exercised due care during his tenure as Independent Non-Executive Director of the Company and carried out his duties professionally in the interest of the Company and shareholders; and*
- (e) *He has contributed sufficient time and efforts and attended all the meetings of the Audit Committee, the Nomination Committee, the Remuneration Committee, and the Board held during the financial period from 1 January 2019 to 30 June 2020 as well as meeting the Management, as and when required, for informed and balanced decision making.*

4. *Item 7 of the Agenda – Ordinary Resolution 7*

In view of the Covid-19 pandemic outbreak, the Government of Malaysia had on 18 March 2020 implemented the Movement Control Order (“MCO”) nationwide to curb the spread of the Covid-19 infection in Malaysia. Bursa Malaysia Securities Berhad (“Bursa Securities”) recognised the needs for listed corporations to raise funds quickly and efficiently during the challenging time to ensure the long-term sustainability and interest of the listed corporations and their shareholders. Therefore, an additional relief measure has been granted by Bursa Securities vide its letter dated 16 April 2020 which allows a listed corporation to seek its shareholders’ approval at a general meeting to issue new securities for a higher general mandate under Paragraph 6.03 of the Main Market Listing Requirements of Bursa Securities of not more than 20% of the total number of issued shares (excluding treasury shares) (“20% General Mandate”).

In view thereof, the Proposed Ordinary Resolution 7 is for the purpose of seeking a new shareholders' mandate to empowering the Directors to allot shares in the Company up to a maximum of 20% of the total number of issued shares of the Company for the time being.

The Proposed Ordinary Resolution 7, if passed, will provide additional flexibility to the Directors to undertake fund raising activities, including but not limited to placement of shares for the purposes of funding the Company's current/future investment project(s), working capital, repayment of bank borrowings, operational expenditure and/or acquisition(s) at any time as the Directors may deem fit without having to convene a general meeting.

This authority, unless revoked or varied by the Company in a general meeting, will expire on 31 December 2021.

As at the date of this notice, the Company did not issue any shares pursuant to the 10% General Mandate granted to the Directors at the Tenth Annual General Meeting held on 20 June 2019 as there were no investment(s), acquisition(s) or working capital that require fund raising activity.

The Board of Directors is of the opinion that the 20% General Mandate is in the best interest of the Company and its shareholders as the Company may use this 20% General Mandate within the validity period to meet its financial needs due to the unprecedented uncertainty surrounding the recovery of the Covid-19 pandemic and it will enable the Board to take swift action during the challenging time to ensure long term sustainability and interest of the Company and its shareholders.

5. *Item 8 of the Agenda – Special Resolution*

The Proposed Amendments to Bye-Laws of the Company, if passed, will give authority to amend the Bye-Laws of the Company to be aligned with the Main Market Listing Requirements of Bursa Securities.

For details information on the Proposed Amendments to Bye-Laws of the Company, please refer to the Circular to Shareholders of the Company dated 1 December 2020.

ADMINISTRATIVE NOTES FOR THE AGM

ADMINISTRATIVE GUIDE FOR THE ELEVENTH ANNUAL GENERAL MEETING OF XIDELANG HOLDINGS LTD

Date : 30 December 2020
Time : 10.00 a.m.
Broadcast Venue : Tricor Leadership Room, Unit 32-01, Level 32,
Tower A, Vertical Business Suite, Avenue 3,
Bangsar South, No. 8, Jalan Kerinchi,
59200 Kuala Lumpur, Malaysia

MODE OF MEETING

In view of the COVID-19 outbreak and as part of the safety measures, the Eleventh Annual General Meeting (“AGM”) will be conducted on a **virtual basis through live streaming from the Broadcast Venue and online remote voting**. This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020, including any amendment that may be made from time to time.

The Broadcast Venue is strictly for the purpose of complying with the requirement which requires the Chairman of the meeting to be present at the main venue of the meeting. Shareholder(s) or proxy(ies) or attorney(s) or authorised representative(s) **WILL NOT BE ALLOWED** to attend the AGM in person at the Broadcast Venue on the day of the meeting.

Due to the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our AGM at short notice. Kindly check the Company’s website or announcements for the latest updates on the status of the AGM. The Company will continue to observe the guidelines issued by the Ministry of Health and will take all relevant precautionary measures as advised.

REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the AGM using RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) via its **TIIH Online** website at <https://tiih.online>. Please refer to Procedure for RPV.

A shareholder who has appointed a proxy(ies) or attorney(s) or authorised representative(s) to participate at this AGM via RPV must request his/her proxy(ies) or attorney or authorised representative to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. Please refer to Procedure for RPV.

As the AGM is a fully virtual AGM, shareholders who are unable to participate in this AGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

PROCEDURES FOR RPV

Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) who wish to participate the AGM remotely using the RPV are to follow the requirements and procedures as summarized below:

	Procedure	Action
BEFORE THE AGM DAY		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none">Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services”. Refer to the tutorial guide posted on the homepage for assistance.Registration as a user will be approved within one working day

		<p>and you will be notified via email.</p> <ul style="list-style-type: none"> If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b)	Submit your registration for RPV	<ul style="list-style-type: none"> Registration is open from 1 December 2020, at 10.00 a.m. until 30 December 2020 at 10.00 a.m.. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the AGM to ascertain their eligibility to participate the AGM using the RPV. Login with your user ID and password and select the corporate event: “(REGISTRATION) XDL 11TH AGM”. Read and agree to the Terms & Conditions and confirm the Declaration. Select “Register for Remote Participation and Voting”. Review your registration and proceed to register. System will send an e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the General Meeting Record of Depositors as at 22 December 2020, the system will send you an e-mail to approve your registration for remote participation and the procedures to use the RPV are detailed therein. In the event your registration is not approved, you will also be notified via email. <p><i>(Note: Please ensure to allow sufficient time required for the approval as a new user of TIIH Online as well as the registration for RPV in order that you can login to TIIH Online and participate the AGM remotely).</i></p>
ON THE DAY OF THE AGM		
(c)	Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the AGM at any time from 9.30 a.m. i.e. 30 minutes before the commencement of the AGM on 30 December 2020 at 10.00 a.m..
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAM MEETING) XDL 11TH AGM” to engage in the proceedings of the AGM remotely. If you have any question for the Chairman/ Board, you may use the query box to transmit your question. The Chairman/ Board will endeavor to respond to questions submitted by you during the AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
(e)	Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 10.00 a.m. of 30 December 2020 until a time when the Chairman announces the end of the session. Select the corporate event: “(REMOTE VOTING) XDL 11TH AGM” or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
(f)	End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the closure of the AGM, the live streaming will end.

Note to users of the RPV facilities:

1. Should your registration for RPV be approved we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

Shareholders who appoint proxy(ies) to participate via RPV at the AGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor no later than 28 December 2020 at 10.00 a.m..

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner:

- (i) In hard copy form
In the case of an appointment made in hard copy form, the proxy form must be deposited with the Company's registered office in Malaysia at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
- (ii) By electronic form
The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at <https://tiih.online> (applicable to individual shareholders only). Kindly refer to the Procedure for Electronic Submission of Proxy Form.

Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's registered office in Malaysia at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than 28 December 2020 at 10.00 a.m. to participate via RPV in the AGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Company's registered office in Malaysia at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than 28 December 2020 at 10.00 a.m. to participate via RPV in the AGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.

- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
- (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

PROCEDURE FOR ELECTRONIC SUBMISSION OF PROXY FORM

The procedures to submit your proxy form electronically via Tricor's **TIIH Online** website are summarised below:

	Procedure	Action
a	Register as a User with TIIH Online	<ul style="list-style-type: none"> • Using your computer, please access the website at https://tiih.online. Register as a user under the "e-Services". Please do refer to the tutorial guide posted on the homepage for assistance. • If you are already a user with TIIH Online, you are not required to register again.
b	Proceed with submission of Proxy Form	<ul style="list-style-type: none"> • After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. • Select the corporate event: "Submission of Proxy Form". • Read and agree to the Terms & Conditions and confirm the Declaration • Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. • Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. • Review and confirm your proxy(s) appointment. • Print proxy form for your record.

POLL VOTING

The voting at the AGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting).

Shareholders or proxy(ies) or corporate representative(s) or attorney(s) can proceed to vote on the resolutions at any time from 10.00 a.m. of 30 December 2020 but before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (e) of the above Procedures for RPV for guidance on how to vote remotely from TIIH Online website at <https://tiih.online>.

Upon completion of the voting session for the AGM, the Scrutineers will verify the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Shareholders may submit questions for the Board in advance of the AGM via Tricor's TIIH Online website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than Monday, 28 December 2020. The Board will endeavor to answer the questions received at the AGM.

DOOR GIFT/FOOD VOUCHER

There will be no door gifts or food vouchers for attending the AGM.

NO RECORDING OR PHOTOGRAPHY

Unauthorized recording and photography are strictly prohibited at the AGM

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299

Fax Number : +603-2783 9222

Email : is.enquiry@my.tricorglobal.com

Contact persons : Mr Eric Low +603 2783 9267 /Email: Eric.Low@my.tricorglobal.com

: Encik Sazali +603 2783 9280 /Email: Sazali@my.tricorglobal.com

: Encik Amier Arief +603 2783 9250 /Email: Amier.Arief@my.tricorglobal.com

FORM OF PROXY



XIDELANG HOLDINGS LTD

(Bermuda Company Registration No. 43136)

(Incorporated as an exempted company in Bermuda under the Companies Act 1981 of Bermuda)

(Malaysian Foreign Company Registration No. 200902000038 [995210-W])

(Registered as a foreign company in Malaysia under the Companies Act, 1965 of Malaysia and deemed registered under the Companies Act, 2016 of Malaysia)

FORM OF PROXY

Number of shares held	
CDS Account No.	

Telephone no. (During office hours)

I/We NRIC/ Passport/ Company No.....

(Full Name in Capital Letters)

of.....

(Full Address) being a member(s) of **XIDELANG HOLDINGS LTD** hereby appoint

.....NRIC/ Passport No.(Full Name in

Capital Letters) of

(Full Address) and,.....NRIC/ Passport No.

.....(Full Name in Capital Letters) of

.....

(Full Address)

or the Chairman of the Meeting as my/our proxy/proxies to attend and vote for me/us on my/our behalf at the Eleventh Annual General Meeting (“11th AGM”) of XiDeLang Holdings Ltd (“XDL” or “the Company”) which will be conducted entirely through live streaming from the broadcast venue at Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (“**Broadcast Venue**”) on Wednesday, 30 December 2020 at 10.00 a.m. and at any adjournment thereof. The proxy is to vote in the manner indicated below, with an “X” in the appropriate spaces. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.



NO.	ORDINARY RESOLUTIONS	FOR	AGAINST
1.	Approval of the payment of Directors' Fees of RMB586,000 for the financial period from 1 January 2019 to 30 June 2020.		
2.	Approval of the payment of Benefits of up to RMB100,000 for the period from 11th AGM until Twelfth Annual General Meeting.		
3.	Re-election of Ding PengPeng who retires pursuant to the Company's Bye-Law 86.		
4.	Re-appointment of Messrs Russell Bedford LC & Company as Auditors of the Company and to authorise the Board of Directors to fix their remuneration.		
5.	Retention of Zhu GuoHe as Independent Non-Executive Director of the Company.		
6.	Retention of Woon Yeow Thong as Independent Non-Executive Director of the Company.		
7.	Authority to Issue Shares.		
	SPECIAL RESOLUTION		
8.	Proposed Amendments to Bye-Laws of the Company.		

Dated this day of 2020

.....
Signature of Unit holder/Common Seal

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:-

Proxy	No. of units	Percentage (%)
1		
2		
Total		100

Notes:

- i. *The Broadcast Venue is strictly for the purpose of complying with the requirement of Chairman of the meeting to be present at the main venue of the meeting. Shareholders or proxies **WILL NOT BE ALLOWED** to attend the 11th AGM in person at the Broadcast Venue on the day of the meeting.*

*Shareholders or proxies are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the 11th AGM using Remote Participation and Voting Facilities provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) via its **TIIH Online** website at <https://tiih.online>. Please refer to the Administrative Notes of the 11th AGM as enclosed for further information in relation thereto.*

- ii. A member shall be entitled to appoint up to two (2) proxies to attend and vote at the same meeting. A proxy may but need not be a member of the Company. Where a member appoints more than one (1) proxy the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- iii. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 of Malaysia, it may appoint at least one (1) proxy in respect of each securities account it holds which is credited with ordinary shares of the Company.
- iv. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“**Omnibus Account**”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
- v. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, the proxy form must be executed under its Common Seal or under the hand of an office, attorney or other person duly authorised to sign the same.
- vi. The instrument appointing a proxy must be deposited at the Company’s registered office in Malaysia i.e. Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, at the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the meeting i.e. on or before 10.00 a.m., Monday, 28 December 2020 or any adjournment thereof. Alternatively, the proxy appointment may also be lodged electronically via Tricor’s TIIH Online website at <https://tiih.online> not less than 48 hours before the time and date appointed for holding the 11th AGM or any adjournment thereof.
- vii. Only members whose names appear in the Record of Depositors as at 22 December 2020 will be entitled to attend and vote at the meeting or appoint proxy (proxies) to attend and vote on their behalf.



Fold this flap for sealing

Then fold here

AFFIX
STAMP

Registered Office in Malaysia
XIDELANG HOLDINGS LTD
Unit 30-01, Level 30, Tower A, Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Wilayah Persekutuan
Malaysia

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