FUXING CHINA GROUP LIMITED

(Incorporated in Bermuda)
(Company Registration No. 38973)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Special General Meeting ("**SGM**") of Fuxing China Group Limited (the "**Company**") will be held by way of electronic means on Wednesday, 18 November 2020 at 2.00 p.m., for the purpose of considering and, if thought fit, passing with or without any modifications the following resolution:

ORDINARY RESOLUTION

THE PROPOSED DISPOSAL OF PART OF THE COMPANY'S OFFICE BUILDING IN XIAMEN CITY, FUJIAN PROVINCE, THE PEOPLE'S REPUBLIC OF CHINA, IN WHOLE OR IN PARTS

THAT:

(a) approval be and is hereby given for the disposal in whole or in part of up to approximately 30,523 square metres and 252 carpark lots of the Company's Office Building in Xiamen City, Fujian Province, the People's Republic of China ("**Disposal Property**") for an aggregate consideration of RMB430,290,420 ("**Proposed Disposal**");

(b) the Proposed Disposal and all other transactions contemplated by the legally binding provisional sale and purchase agreements in respect of the Disposal Property entered into between the Company and the purchasers on 6 July 2020 ("**Provisional Agreements**"), be and are hereby approved, in each case on the terms and conditions of the Provisional Agreements, and for the purposes of Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited; and

(c) the Directors and each of them be and are hereby authorised to take such steps and exercise such discretion and do all such acts and things as they or he may deem desirable, necessary or expedient to give effect to the matters referred to in paragraph (a) and (b) above including, without limitation, to negotiate, execute and authorise the release of, in the name of and on behalf of the Company, all such agreements, deeds, undertakings, forms, circulars, announcements, instruments, notices, communications and other documents and things, and to approve any amendment, alteration or modification to any such document.

For and on behalf of the Board

Hong Qing Liang
Executive Chairman and CEO

2 November 2020

Notes:

1. A Member/Depositor entitled to attend and vote at the Special General Meeting ("**Meeting**") must appoint the Chairman of the Meeting to attend and vote in his/her stead. The Chairman of the Meeting, as proxy, need not be a member/depositor of the Company.
2. Due to Government's prevailing regulations to prevent the spread of COVID-19, Members/Depositors shall attend the Meeting **via electronic means only**. If a Member being a Depositor whose name appears in the Depository Register (as defined in Section 81SF of the Securities and Futures Act (Cap 289) of Singapore) wishes to vote at the Meeting, then he/she/it should complete the Depositor Proxy Form appointing the Chairman of the Meeting as proxy and deposit the duly completed Depositor Proxy Form at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623 or sent by email to oilinfxcg@gmail.com at least forty-eight (48) hours before the time appointed for the Meeting.
3. If the Depositor is a corporation, the instrument appointing a proxy must be executed under its common seal or the hand of its duly authorised officer or attorney.

Participation in the Special General Meeting ("SGM") via "live" webcast or "live" audio feed

1. As the SGM will be held by way of electronic means, Members/Depositors will **NOT** be able to attend the SGM in person. All Members/Depositors or their corporate representatives (in the case of Members/Depositors which are legal entities) will be able to participate in the SGM proceedings by accessing a "live" webcast or listening to a "live" audio feed. To do so, Members/Depositors are required to pre-register their participation in the SGM ("**Pre-registration**") via email to oilinfxcg@gmail.com by **2.00 p.m. on 16 November 2020** ("**Registration Deadline**") for verification of their status as Members/Depositors (or the corporate representatives of such Members/Depositors).
2. Upon successful verification, each such Member/Depositor or its corporate representative will receive an email by **5.00 p.m. on 16 November 2020**. The email will contain instructions to access the "live" webcast or "live" audio feed of the SGM proceedings. Members/Depositors or their corporate representatives must not forward the email to other persons who are not Members/Depositors and who are not entitled to participate in the SGM proceedings. Members/Depositors or their corporate representatives who have pre-registered by the Registration Deadline in accordance with paragraph 1 above but do not receive an email by **5.00 p.m. on 16 November 2020** may contact the Company for assistance at +65 9117 5362.

Voting by proxy

3. Members/Depositors may only exercise their voting rights at the SGM via proxy voting (see paragraphs 4 and 5 below).
4. Members/Depositors who wish to vote on any or all of the resolutions at the SGM must appoint the Chairman of the Meeting as their proxy to do so on their behalf, indicating how the Member/Depositor wished to vote for or vote against or abstain from voting on each resolution.
5. The duly executed proxy form must be deposited at the office of the **Singapore Share Transfer Agent at Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623** or sent by email to oilinfxcg@gmail.com not less than forty-eight (48) hours before the time appointed for the holding of the SGM.
6. Please note that Members/Depositors will not be able to vote through the "live" webcast or "live" audio feed and can only vote with their proxy forms which are required to be submitted in accordance with the foregoing paragraphs.
7. CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **2.00 p.m. on 6 November 2020**.

Submission of questions prior to the SGM

8. Members/Depositors may submit questions related to the resolutions to be tabled at the SGM via email to oilinfxcg@gmail.com during Pre-registration and in any case not later than **2.00 p.m. on 11 November 2020** so that they may be addressed before or during the SGM proceedings.
9. The Company shall only address relevant and substantial questions (as may be determined by the Company in its sole discretion) received either before or during the SGM. The Company will publish the minutes of the SGM on SGXNet within one month after the date of SGM.
10. Please note that Members/Depositors will not be able to ask questions at the SGM "live" during the webcast and the audio feed, and therefore it is important for Members/Depositors to pre-register their participation in order to be able to submit their questions in advance of the SGM.

Important reminder

11. **Due to the constantly evolving COVID-19 situation, the Company may be required to change its SGM arrangements at short notice. Members/Depositors are advised to regularly check the Company's announcements released on SGXNet for updates on the SGM. Further, in light of the current COVID-19 measures, which may make it difficult for Members/Depositors to submit completed proxy forms by post, Members/Depositors are strongly encouraged to submit completed proxy forms electronically via email.**

Personal data privacy:

By (a) submitting an instrument appointing the Chairman of the Meeting as proxy to vote at the Special General Meeting and/or any adjournment thereof, or (b) completing the Pre-registration in accordance with this Notice, or (c) submitting any question prior to the Special General Meeting in accordance with this Notice, a Member/Depositor of the Company consents to the collection, use and disclosure of the Member's/Depositor's personal data by the Company (or its agents or service providers) for the following purposes:

(i) the processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the Meeting as a proxy for the Special General Meeting (including any adjournment thereof);

(ii) the processing of the Pre-registration for purposes of granting access to Members/Depositors (or their corporate representatives in the case of Members/Depositors which are legal entities) to observe the Special General Meeting proceedings and providing them with any technical assistance where necessary;

(iii) addressing relevant and substantial questions from Members/Depositors received before the Special General Meeting and if necessary, following up with the relevant Members/Depositors in relation to such questions;

(iv) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Special General Meeting (including any adjournment thereof); and

(v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.