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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**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 stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Core Economy Investment Group Limited, you should at once forward this circular, together with the enclosed proxy form, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**Core Economy Investment Group Limited**

**核心經濟投資集團有限公司**

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

**PROPOSALS INVOLVING  
GENERAL MANDATES TO ISSUE SHARES AND  
TO REPURCHASE SHARES;  
RE-ELECTION OF DIRECTORS;  
PROPOSED CHANGE OF COMPANY NAME  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

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A notice convening an annual general meeting of Core Economy Investment Group Limited (the “Company”) to be held on Tuesday, 28 May 2024 at Portion 2, 12th Floor, The Center, 99 Queen’s Road Central, Hong Kong at 11:00 a.m. is set out on pages 17 to 21 of this circular. Whether or not you propose to attend the annual general meeting, you are requested to complete the accompanying proxy form in accordance with the instructions as indicated thereon and return it to the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the annual general meeting or any adjournment thereof. Completion and return of the proxy form will not preclude you from subsequently attending and voting in person at the annual general meeting or any adjourned meeting should you so wish.

26 April 2024

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## DEFINITIONS

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*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 held at Portion 2, 12th Floor, The Center, 99 Queen’s Road Central, Hong Kong on Tuesday, 28 May 2024 at 11:00 a.m.
“AGM Notice”	the notice convening the AGM set out on pages 17 to 21 of this circular
“Board”	the board of Directors
“Bye-laws”	the amended and restated new bye-laws of the Company currently in force
“Change of Company Name”	the proposed change of the English name of the Company from “Core Economy Investment Group Limited” to “China Sci-Tech Industrial Investment Group Limited” and to adopt “中國科創產業投資集團有限公司” as the Chinese secondary name of the Company to replace its existing Chinese secondary name of “核心經濟投資集團有限公司”
“Company”	Core Economy Investment Group Limited, a company continued into Bermuda with limited liability, with its Shares listed on the Stock Exchange
“Companies Act”	the Companies Act 1981 of Bermuda as amended from time to time
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries (as the same is defined in the Companies Ordinance (Chapter 622 of the Laws of Hong Kong))
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China

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## DEFINITIONS

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“Issue Mandate”	a general mandate to be granted to the Board at the AGM to exercise the powers of the Company to allot and issue Shares not exceeding 20% of the aggregate nominal amount of the entire issued share capital of the Company, being the mandate referred to in resolution no. 5 in the AGM Notice
“Latest Practicable Date”	22 April 2024, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	the nomination committee of the Company
“Repurchase Resolution”	the proposed ordinary resolution as referred to in resolution no. 4 in the AGM Notice
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.02 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs

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LETTER FROM THE BOARD

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**Core Economy Investment Group Limited**

**核心經濟投資集團有限公司**

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

*Executive Directors:*

Mr. SUN Bo (*Chairman*)

Mr. WANG Daming

*Non-executive Directors:*

Mr. YANG Zhicheng (*Deputy Chairman*)

Mr. HE Yu

Ms. YAN Jia

*Independent Non-executive Directors:*

Mr. CHEN Ming

Mr. MOK Ho Ming

Mr. WONG Yan Wai George

*Registered Office:*

Victoria Place

5th Floor

31 Victoria Street

Hamilton HM10

Bermuda

*Head Office and principal place  
of business in Hong Kong:*

Room 1805

18/F, Harbour Centre

25 Harbour Road

Wanchai

Hong Kong

26 April 2024

*To the Shareholders*

Dear Sir or Madam,

**PROPOSALS INVOLVING  
GENERAL MANDATES TO ISSUE SHARES AND  
TO REPURCHASE SHARES;  
RE-ELECTION OF DIRECTORS;  
PROPOSED CHANGE OF COMPANY NAME  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

**INTRODUCTION**

Reference is made to the announcement of the Company dated 19 April 2024 which contained information in relation to the proposed Change of Company Name.

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## LETTER FROM THE BOARD

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The purpose of this circular is to provide you with information relating to (i) the proposed general mandates to issue and repurchase Shares and extend the general mandate to issue Shares by adding to it the amount of Shares repurchased; (ii) the proposed re-election of Directors; and (iii) the proposed Change of Company Name in order to enable you to make an informed decision on whether to vote for or against the resolutions nos. 2, 4 to 7 to be proposed at the AGM.

### **GENERAL MANDATE TO ISSUE SHARES**

At the AGM, ordinary resolutions nos. 5 and 6 of the AGM Notice will be proposed which, if passed, will give the Directors a general mandate to issue new Shares representing up to (i) 20% of the aggregate nominal amount of the entire issued share capital of the Company at the date of passing the resolution plus (ii) the nominal amount of the share capital of the Company repurchased by the Company (under the authority granted pursuant to the Repurchase Resolution) subsequent to the passing of such resolution.

On the basis of a total 288,000,000 Shares in issue as at the Latest Practicable Date and assuming that no other Shares will be issued or repurchased whatsoever between the Latest Practicable Date and the AGM, the Issue Mandate (if granted by the Shareholders at the AGM) will empower the Directors to allot, issue or otherwise deal in up to a maximum of 57,600,000 new Shares, being 20% of the entire issued share capital of the Company as at the Latest Practicable Date.

### **GENERAL MANDATE TO REPURCHASE SHARES**

The ordinary resolution no. 4 of the AGM Notice, if passed, will give the Directors a general and unconditional mandate to exercise the powers of the Company to repurchase Shares up to a maximum of 10% of the aggregate nominal amount of the issued share capital of the Company at the date of passing the resolution at any time until the next annual general meeting of the Company following the passing of the said ordinary resolution or such earlier period as stated in the said ordinary resolution (the “Repurchase Mandate”).

An explanatory statement as required under the Listing Rules to provide the requisite information regarding the Repurchase Mandate is set out in the Appendix I to this circular.

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## LETTER FROM THE BOARD

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### RE-ELECTION OF DIRECTORS

#### Appointment procedure and process

Appointments to the Board are made on merit and candidates are considered against objective criteria, having due regard to the benefits of the diversity of the Board. The Nomination Committee leads the Board appointment process, agrees the criteria for any appointments. At the conclusion of this process, the Nomination Committee will nominate potential candidates for appointment to the Board. In the exercise of its responsibilities, the Nomination Committee regularly reviews the Board's structure, size and composition, including its skills, knowledge, independence and diversity.

#### Board diversity

The proposed re-election of Directors should be considered based on merit having regard to the experience, skills and expertise as well as the overall board diversity. More details about the board diversity are set out in the corporate governance report of the annual report of the Company.

In accordance with Bye-law 99, Mr. WANG Daming, Mr. CHEN Ming and Mr. WONG Yan Wai George will retire from office by rotation at the AGM and, being eligible, will offer themselves for re-election as Directors at the AGM.

In accordance with Bye-law 102(A), Mr. YANG Zhicheng shall hold the office until the AGM and, being eligible, offer himself for re-election as Directors at the AGM.

The Company confirms that it has received from each of the independent non-executive Directors an annual confirmation of his independence pursuant to Rule 3.13 of the Listing Rules and the Company considers the independent non-executive Directors are independent in character and judgment and fulfil the independence guidelines.

Having duly considered Mr. WANG Daming's, Mr. CHEN Ming's, Mr. WONG Yan Wai George's and Mr. YANG Zhicheng's qualifications, skills, experience, age, culture, ethnicity, gender, past contributions and all other relevant factors, the Nomination Committee is of the view that they continue to be suitable candidates to serve on the Board. Further, Mr. CHEN Ming and Mr. WONG Yan Wai George, being independent non-executive Directors, has satisfied all the criteria for independence set out in Rule 3.13 of the Listing Rules and provided annual confirmation of independence to the Company. Both Mr. CHEN Ming and Mr. WONG Yan Wai George have exercised impartial judgments and given independent guidance to the Company during their tenure of offices. The Board considers that they are independent. The Board believes that their re-election as the Directors would be in the best interests of the Company and its Shareholders as a whole.

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## LETTER FROM THE BOARD

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Accordingly, the Board endorsed the recommendations of the Nomination Committee and recommended the retiring Directors, namely Mr. WANG Daming, Mr. CHEN Ming, Mr. WONG Yan Wai George and Mr. YANG Zhicheng to stand for re-election at the AGM. The retiring Directors abstained from voting on the recommendation on their own re-election throughout the nomination processes.

Brief biographical details of the above retiring Directors who are proposed to be re-elected at the AGM are set out in Appendix II to this circular.

### **PROPOSED CHANGE OF COMPANY NAME**

As stated in the announcement of the Company dated 19 April 2024, the Board proposed to change the English name of the Company from “Core Economy Investment Group Limited” to “China Sci-Tech Industrial Investment Group Limited” and to adopt “中國科創產業投資集團有限公司” as the Chinese secondary name of the Company to replace its existing Chinese secondary name of “核心經濟投資集團有限公司”. The stock short names of the Company will be changed consequently.

### **Conditions of the Change of Company Name**

The proposed Change of Company Name will be subject to the following conditions:

1. the passing of a special resolution by the Shareholders at the AGM to approve the Change of Company Name; and
2. the grant of approval for the Change of Company Name by the Registrar of Companies in Bermuda.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date of entry of the new English name and new secondary name of the Company in Chinese in the register of companies maintained by the Registrar of Companies in Bermuda in place of the existing names of the Company. The Registrar of Companies in Bermuda shall issue a certificate of change of name of the Company and a certificate of secondary name of the Company. Thereafter, the Company will carry out the necessary filing procedures with the Registrar of Companies in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). A further announcement will be made when the Change of Company Name becomes effective.

### **Reasons for the Change of Company Name**

The Board considers that the Change of Company Name will better reflect the current status of the Company, its new business plans and direction of future business development. The Board believes that the proposed new name of the Company will provide the Company with a new corporate image which will enable the Group to better identify itself and capture potential business opportunities for its future development. Accordingly, the Board is of the view that the proposed Change of Company Name is in the interests of the Company and the Shareholders as a whole.

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## LETTER FROM THE BOARD

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### **Effect of the Change of Company Name**

The Change of Company Name will not affect any rights of the Shareholders. All existing share certificates of the Company in issue bearing the present name of the Company will, after the Change of Company Name becoming effective, continue to be evidence of title to the shares of the Company and valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for the free exchange of existing share certificates of the Company for new share certificates bearing the new name of the Company. Once the Change of Company Name has become effective, share certificates of the Company will be issued in the new name of the Company.

In addition, subject to the confirmation of the Stock Exchange, the English and Chinese stock short names of the Company for trading of the Shares on the Stock Exchange will also be changed after the Change of Company Name has become effective.

Further announcement(s) will be made by the Company in relation to the poll results of the AGM, and the effective date of the new English and Chinese stock short names of the Company as and when appropriate.

### **AGM**

The AGM Notice which contains, *inter alia*, ordinary resolutions to approve the Issue Mandate, the Repurchase Mandate, the proposed re-election of the Directors, and the special resolution to approve the proposed Change of Company Name is set out on pages 17 to 21 of this circular.

A proxy form for use at the AGM is herewith enclosed, and is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.ceig.hk](http://www.ceig.hk)). Whether or not you propose to attend the AGM, you are requested to complete the proxy form and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions as indicated thereon not later than 48 hours before the time fixed for holding the AGM. Completion and return of the proxy form will not prevent Shareholders from subsequently attending and voting in person at the AGM if they so wish.

### **PROCEDURES BY WHICH A POLL MAY BE DEMANDED**

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting of the Company must be taken by poll. Accordingly, all the proposed resolutions will be put to vote by way of poll at the AGM.

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## LETTER FROM THE BOARD

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### RECOMMENDATION

The Board believes that the Issue Mandate, the Repurchase Mandate, the extension of the Issue Mandate, the proposed re-election of Directors and the proposed Change of Company Name as set out in the AGM Notice are all in the best interests of the Company and the Shareholders as a whole. The Board recommends that the Shareholders vote in favour of the relevant resolutions as set out in the AGM Notice.

### RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

### MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully,  
By order of the Board  
**Core Economy Investment Group Limited**  
**SUN Bo**  
*Chairman*

This appendix serves as an explanatory statement, as required under Rule 10.06(1)(b) and other relevant rules of the Listing Rules to provide requisite information for Shareholders to consider the Repurchase Mandate to be proposed at the AGM.

### **1. Share Capital**

As at the Latest Practicable Date, the entire issued share capital of the Company comprised 288,000,000 Shares.

Subject to the passing of the Repurchase Resolution and on the basis that no further Shares are issued or repurchased by the Company prior to the AGM, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 28,800,000 Shares (representing not more than 10% of the aggregate nominal amount of the entire issued share capital of the Company as at the date of passing the Repurchase Resolution).

### **2. Reasons for Repurchase**

The Directors believe that the Repurchase Mandate is in the best interests of the Company and its Shareholders as a whole. Such repurchase may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets and/or earnings per Share of the Company and will only be made when the Directors believe that such a repurchase will benefit the Company and its Shareholders as a whole.

### **3. Funding of Repurchase**

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the Bye-laws, the Companies Act and any other applicable laws. Such funds legally available for repurchasing Shares include:

- (i) such funds made out of capital paid up on the Shares bought back or funds otherwise available for dividend or distribution and the proceeds of a fresh issue of Shares made for the purpose of the repurchase; and
- (ii) in the case of any premium payable on the repurchase, such funds be provided for out of funds of the Company otherwise available for dividend or distribution or out of the Company's share premium account.

There might be a material adverse impact on the working capital or gearing position of the Company as compared with the position disclosed in the audited accounts contained in the annual report for the year ended 31 December 2023 in the event that the power to repurchase Shares pursuant to the Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

#### 4. Share Prices

The highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the previous twelve months before the Latest Practicable Date, and the current month up to the Latest Practicable Date were as follows:

	Price per Share	
	Highest HK\$	Lowest HK\$
<b>2023</b>		
April	–*	–*
May	0.106	0.083
June	0.126	0.105
July	0.113	0.113
August	0.109	0.109
September	0.122	0.109
October	0.630	0.121
November	0.375	0.142
December	0.430	0.241
<b>2024</b>		
January	0.415	0.245
February	0.400	0.275
March	0.315	0.233
April (up to the Latest Practicable Date)	0.290	0.240

\* There was no trading of shares during the month.

Source: <https://www.hkex.com.hk>

#### 5. General

The Directors will exercise the powers of the Company to make repurchases pursuant to the Repurchase Resolution and in accordance with the Listing Rules and the applicable laws of Bermuda.

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their close associates (as defined in the Listing Rules), has any present intention to sell any Shares to the Company under the Repurchase Mandate if such is approved by the Shareholders.

No core connected person (as defined in the Listing Rules) has notified the Company that he or she or it has a present intention to sell Shares to the Company, or has undertaken not to do so, in the event that the Repurchase Mandate is approved by the Shareholders.

Neither this explanatory statement nor the proposed share repurchase (if any) under the Repurchase Mandate has any unusual features.

## 6. Takeovers Code and Minimum Public Holding

If on the exercise of the power to repurchase Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. As a result, a Shareholder or group of Shareholders acting in concert (as defined in the Takeovers Code) could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, according to the register of the Company kept under section 336 of the SFO, information on the Shareholder who has an interest of 5% or more of the issued share capital of the Company set out below.

Name	Number of Shares held as at the Latest Practicable Date	Percentage of existing shareholding as at the Latest Practicable Date	Approximate percentage of shareholding if the Repurchase Mandate is exercised in full
HK Jin Tai Feng Group Limited <sup>1</sup>	57,950,000	20.12%	22.36%
Zhongqing Keji Shiye Development Limited* (中擘科技實業發展有限公司) <sup>1</sup>	57,950,000	20.12%	22.36%
Ms. LIU Li <sup>1</sup>	57,950,000	20.12%	22.36%
Zhongjin Technology Industrial Co., Limited <sup>2</sup>	39,690,000	13.78%	15.31%
Mr. YANG Zhicheng <sup>2</sup>	39,690,000	13.78%	15.31%
Master Star Holding Group Co. Limited <sup>3</sup>	27,580,000	9.58%	10.64%
Ms. LIU Sihan <sup>3</sup>	27,580,000	9.58%	10.64%
World Century Holding Group Co., Limited <sup>4</sup>	27,520,000	9.56%	10.62%
Ms. ZHU Wenjuan <sup>4</sup>	27,520,000	9.56%	10.62%

*Notes:*

- These shares were held by HK Jin Tai Feng Group Limited. Ms. LIU Li holds 99% of Zhongqing Keji Shiye Development Limited\* (中擘科技實業發展有限公司) which holds 80% of HK Jin Tai Feng Group Limited, which holds the 57,950,000 shares of the Company. By virtue of the SFO, Ms. LIU Li is deemed to be interested in the 57,950,000 Shares.
- These shares were held by Zhongjin Technology Industrial Co., Limited, which was solely and wholly owned by Mr. YANG Zhicheng, who is a non-executive Director and deputy chairman of the Board of the Company. By virtue of the SFO, Mr. YANG Zhicheng is deemed to be interested in the 39,690,000 Shares.

3. These shares were held by Master Star Holding Group Co. Limited, which was solely and wholly owned by Ms. LIU Sihan. By virtue of the SFO, Ms. LIU Sihan is deemed to be interested in the 27,580,000 Shares.
  4. These shares were held by World Century Holding Group Co., Limited, which was solely and wholly owned by Ms. ZHU Wenjuan. By virtue of the SFO, Ms. ZHU Wenjuan is deemed to be interested in the 27,520,000 Shares.
- \* *For identification purpose only*

The Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, cause any Shareholders or group of Shareholders acting in concert to become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. Save as aforesaid, the Directors are not aware of any consequence which would arise under the Takeovers Code as a consequence of any repurchase pursuant to the Repurchase Mandate.

The Directors have no intention to exercise the Repurchase Mandate to such an extent that will result in the number of Shares in hands of public falling below the prescribed minimum percentage of 25% of the entire issued share capital of the Company.

#### **7. Share Repurchase Made By The Company**

The Company had not repurchased any of its Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

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## APPENDIX II            DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION

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The followings are the particulars of retiring Directors who are proposed to be re-elected at the AGM:

**Mr. WANG Daming** (“Mr. WANG”), aged 63, was appointed as an executive Director since 17 May 2002. Mr. WANG holds a Bachelor’s Degree in Economics from the People’s Republic of China (the “PRC”). He was qualified as Assistant Economist, Economist and Senior Economist of the PRC in 1987, 1990 and 1996 respectively.

Mr. WANG currently holds various director position for several fund management companies in the PRC, including China Venture Capital Co., Ltd.\* (中國創投資產管理有限公司) and CVIT (Beijing) Capital Management Co., Ltd.\* (中創工信(北京)資本管理有限公司). He also provides advice on economic matters to government bureaux and departments in different cities including Beijing and acts as guest professors for a number of higher education institutes in the PRC. He has extensive experience in finance and investment fund management and business and general corporate management field.

Save as disclosed above, Mr. WANG did not hold any other positions with the Company or other members of the Company’s group, did not have any other major appointments and professional qualifications and did not hold any other directorships in the last three years in other listed public companies the securities of which are listed on any securities market in Hong Kong or overseas as at the Latest Practicable Date.

Save as disclosed above, Mr. WANG did not have any other relationships with any Directors, senior management, substantial or controlling shareholders of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. WANG has entered into a service contract with the Company. His directorship in the Company shall be for a term of one year commencing from 17 May 2023 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. WANG prior thereto and in compliance with the Listing Rules. Mr. WANG’s directorship is subject to the retirement by rotation and re-election in accordance with the provisions of the Bye-laws. Mr. WANG is entitled to an annual director’s fee of HK\$120,000 for acting as the Director of, and/or committee member(s) of the Company, which is determined by reference to his duties and responsibilities with the Company, the Company’s business performance, profitability and prevailing market conditions and to be authorised by the Shareholders of the Company at the AGM.

Save as disclosed above, Mr. WANG is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed by the Company pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

\* For identification purpose only

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## APPENDIX II                      DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION

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**Mr. CHEN Ming** (“Mr. CHEN”), aged 41, was appointed as an independent non-executive Director since 31 May 2017. He is currently the member of audit committee of the Company. Mr. CHEN obtained a master degree of Business Administration from The Chinese University of Hong Kong in November 2012 and a bachelor degree of Law from Shenzhen University in the PRC in July 2005. He has been qualified as a lawyer in PRC since 2010.

Mr. CHEN has joined Allbright Law Office (錦天城律師事務所) as a professional lawyer since 2009 in Shenzhen, the PRC, and became the partner in 2015. He has been promoted to be the senior partner since March 2017, acting as a legal adviser for different types of companies such as state-owned enterprises, listed companies, financial institutions in PRC. Mr. CHEN has extensive experience in corporate financing and legal fields in PRC.

Save as disclosed above, Mr. CHEN did not hold any other positions with the Company or other members of the Company’s group, did not have any other major appointments and professional qualifications and did not hold any other directorships in the last three years in other listed public companies the securities of which are listed on any securities market in Hong Kong or overseas as at the Latest Practicable Date.

Save as disclosed above, Mr. CHEN did not have any other relationships with any Directors, senior management, substantial or controlling shareholders of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. CHEN has entered into a letter of appointment with the Company. His directorship in the Company shall be for a term of one year commencing from 31 May 2023 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. CHEN prior thereto and in compliance with the Listing Rules. Mr. CHEN’s directorship is subject to the retirement by rotation and re-election at in accordance with the provisions of the Bye-laws. Mr. CHEN is entitled to an annual director’s fee of HK\$120,000 for acting as the Director of, and/or committee member(s) of the Company, which is determined by reference to his duties and responsibilities with the Company, the Company’s business performance, profitability and prevailing market conditions and to be authorised by the Shareholders of the Company at the AGM.

Save as disclosed above, Mr. CHEN is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed by the Company pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

**Mr. WONG Yan Wai George** (“Mr. WONG”), aged 39, was appointed as an independent non-executive Director since 11 April 2017. He is currently (1) the chairman of remuneration committee of the Company; (2) the member of audit committee of the Company; and (3) the member of nomination committee of the Company.

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**APPENDIX II                      DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION**

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Mr. WONG obtained his bachelor degree of Science in Business Management from King's College London, University of London in 2006. He has extensive experience in business and general corporate management field. From November 2009 to March 2016, Mr. WONG was the substantial shareholder and the director of a corporation licensed by the Securities and Futures Commission of Hong Kong to carry out in Type 4 (Advising on securities) and Type 9 (Asset management) regulated activities under the SFO. Since 2008, he has served as the managing director for King Wealth Group Limited involving in the setup, management and maintenance of a paid subscription-based online portal, [www.wongsir.com.hk](http://www.wongsir.com.hk), providing in-depth financial analysis and audio programmes to its subscribers.

Mr. WONG has been appointed as managing director of China Tonghai Financial Media Limited, a subsidiary of China Tonghai International Financial Limited whose shares are listed on the Stock Exchange (Stock Code: 952) from July 2018 to March 2020. He is currently the managing director of Black Forge Limited. He also holds several positions in various charitable organisations and associations including the director of the Elderly HealthCare Foundation Limited and the Charter President of Rotary Club of Golden Bauhinia Hong Kong.

Save as disclosed above, Mr. WONG did not hold any other positions with the Company or other members of the Company's group, did not have any other major appointments and professional qualifications and did not hold any other directorships in the last three years in other listed public companies the securities of which are listed on any securities market in Hong Kong or overseas as at the Latest Practicable Date.

Save as disclosed above, Mr. WONG did not have any other relationships with any Directors, senior management, substantial or controlling shareholders of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Mr. WONG has entered into a letter of appointment with the Company. His directorship in the Company shall be for a term of one year commencing from 11 April 2024 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. WONG prior thereto and in compliance with the Listing Rules. His directorship is subject to the retirement by rotation and re-election in accordance with the provisions of the Bye-laws. Mr. WONG is entitled to an annual director's fee of HK\$120,000 for acting as the Director of, and/or committee member(s) of the Company, which is determined by reference to his duties and responsibilities with the Company, the Company's business performance, profitability and prevailing market conditions and to be authorised by the Shareholders of the Company at the AGM.

Save as disclosed above, Mr. WONG is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed by the Company pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

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## APPENDIX II                      DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION

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**Mr. YANG Zhicheng** (“Mr. YANG”), formally known as YANG Zhichun\* (楊志純), aged 40, was appointed as a non-executive Director and the deputy chairman of the Board since 19 October 2023. He was educated and holds a diploma of Financial Management from The Open University of China in the PRC. Mr. YANG currently is a merchant. Mr. YANG has around five years’ experience in business management. He was a chief strategy officer of Zhongchan Huijin Investment Holding (Shenzhen) Group Limited\* (中產匯金投資控股(深圳)集團有限公司) from 2019 to 2022.

Mr. YANG is the wholly beneficial owner and director of Zhongjin Technology Industrial Co., Limited, which is principally engaged in the provision of consultation services and holds 39,690,000 shares of the Company, representing approximately 13.78% of the existing issued share capital of the Company. As at the Latest Practicable Date, within the meaning of Part XV of the SFO, Mr. YANG is deemed to be interested in the 39,690,000 shares of the Company.

Save as disclosed above, Mr. YANG did not hold any other positions with the Company or other members of the Company’s group, did not have any other major appointments and professional qualifications and did not hold any other directorships in the last three years in other listed public companies the securities of which are listed on any securities market in Hong Kong or overseas as at the Latest Practicable Date.

Save as disclosed above, Mr. YANG does not have any other relationships with any Directors, senior management, substantial or controlling shareholders of the Company nor any interests in the shares of the Company within the meaning of the Part XV of the SFO as at the Latest Practicable Date.

Mr. YANG has entered into a letter of appointment with the Company. His directorship in the Company shall be for a term of one year commencing from 19 October 2023 and shall determine upon expiry subject to renewal by mutual agreement between the Company and Mr. YANG prior thereto and in compliance with the Listing Rules. Mr. YANG’s directorship is subject to the retirement by rotation and re-election in accordance with the provisions of the By-laws. Mr. YANG is entitled to an annual director’s fee of HK\$120,000 for acting as the Director of, and/or holding other positions with the Company, which is determined by reference to his duties and responsibilities with the Company, the Company’s business performance, profitability and prevailing market conditions and to be authorised by the Shareholders of the Company at the AGM.

Save as disclosed above, Mr. YANG is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company nor is there any information to be disclosed by the Company pursuant to any of the requirements under the Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

\* For identification purpose only

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## NOTICE OF ANNUAL GENERAL MEETING

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### **Core Economy Investment Group Limited**

### **核心經濟投資集團有限公司**

*(Continued into Bermuda with limited liability)*

**(Stock Code: 339)**

**NOTICE IS HEREBY GIVEN** that an annual general meeting of Core Economy Investment Group Limited (the “Company”) will be held at Portion 2, 12th Floor, The Center, 99 Queen’s Road Central, Hong Kong on Tuesday, 28 May 2024 at 11:00 a.m. for the following purposes:

As ordinary businesses:

1. To receive and consider the audited financial statements and the reports of the directors of the Company and of the auditor of the Company for the year ended 31 December 2023;
2. To re-elect the retiring directors of the Company and to authorise the board of directors to fix the remuneration of the directors of the Company;
3. To re-appoint LIF & Wong CPA Limited as the auditor of the Company and to authorise the board of directors of the Company to fix its remuneration;

As special businesses:

4. To consider as special business and, if thought fit, pass with or without amendments, the following resolution as an Ordinary Resolution:

**“THAT:**

- (a) subject to paragraph (b) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares of the Company on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) or on any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

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## NOTICE OF ANNUAL GENERAL MEETING

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- (b) the aggregate nominal amount of the shares of the Company which the directors of the Company are authorised to repurchase pursuant to the approval in paragraph (a) above shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this Resolution and the said approval shall be limited accordingly; and
  - (c) for the purpose of this Resolution, “Relevant Period” means the period from the passing of this Resolution until whichever is the earliest of:–
    - (i) the conclusion of the next annual general meeting of the Company;
    - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable laws to be held; or
    - (iii) the date on which the authority set out in this Resolution is revoked, varied or renewed by an ordinary resolution of the shareholders of the Company in general meeting.”
5. To consider as special business and, if thought fit, pass with or without amendments, the following resolution as an Ordinary Resolution:

**“THAT:**

- (a) subject to paragraph (c) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which would or might require the exercise of such power be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) above shall authorise the directors of the Company during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which would or might require the exercise of such powers after the end of the Relevant Period;

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## NOTICE OF ANNUAL GENERAL MEETING

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- (c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the directors of the Company pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) an issue of shares as scrip dividends, pursuant to the bye-laws of the Company from time to time; or (iii) an issue of shares under any option scheme or similar arrangement for the time being adopted for the grant or issue of shares or rights of the Company, shall not exceed 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this Resolution and the said approval shall be limited accordingly; and
- (d) for the purpose of this Resolution, “Relevant Period” means the period from the passing of this Resolution until whichever is the earliest of:–
  - (i) the conclusion of the next annual general meeting of the Company;
  - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws of the Company or any applicable laws to be held; or
  - (iii) the date on which the authority set out in this Resolution is revoked, varied or renewed by an ordinary resolution of the shareholders of the Company in general meeting.

“**Rights Issue**” means an offer of shares open for a period fixed by the directors of the Company to the holders of shares of the Company on the register on a fixed record date in proportion to their then holdings of such shares as at the date (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of, any recognised regulatory body or any stock exchange in, any territory outside Hong Kong applicable to the Company).”

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## NOTICE OF ANNUAL GENERAL MEETING

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6. To consider as special business and, if thought fit, pass with or without amendments, the following resolution as an Ordinary Resolution:

“**THAT** subject to the passing of Ordinary Resolutions set out in items 4 and 5 in the notice convening this meeting, the general mandate granted to the directors of the Company to allot, issue and deal with additional shares pursuant to Ordinary Resolution set out in item 5 in the notice convening this meeting be and is hereby extended by the addition thereto of an amount representing the aggregate nominal amount of shares in the capital of the Company repurchased by the Company under the authority granted pursuant to Ordinary Resolution set out in item 4 in the notice convening this meeting, provided that such amount of shares shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing the said Resolution.”

7. As special business, to consider and, if thought fit, pass the following resolution as a special resolution:

“**THAT**

- (a) subject to and conditional upon the approval of the Registrar of Companies in the Bermuda being obtained, the English name of the Company be changed from “Core Economy Investment Group Limited” to “China Sci-Tech Industrial Investment Group Limited” and to adopt “中國科創產業投資集團有限公司” as the Chinese secondary name of the Company to replace its existing Chinese secondary name of “核心經濟投資集團有限公司” with effect from the date of registration as set out in the certificate of incorporation on change of name and the certificate of secondary name issued by the Registrar of Companies in Bermuda; and
- (b) any one director of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents, including under common seal of the Company where applicable and attend to any necessary registration and filing for and on behalf of the Company, as he/she considers necessary or expedient for the purpose of or in connection with the implementation of or in order to give effect to the change of company name.”

By order of the Board  
**Core Economy Investment Group Limited**  
**SUN Bo**  
*Chairman*

Hong Kong, 26 April 2024

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## NOTICE OF ANNUAL GENERAL MEETING

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*Notes:*

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on behalf of him/her. A proxy need not be a member of the Company.
2. To be valid, a proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. For the purpose of ascertaining shareholders who are entitled to attend and vote at the annual general meeting to be held on Tuesday, 28 May 2024 (or any adjournment thereof), the register of members of the Company will be closed from Thursday, 23 May 2024 to Tuesday, 28 May 2024 (both days inclusive). In order to qualify for the right to attend and vote at the meeting (or any adjournment thereof), all transfers documents accompanied by the relevant share certificates should be lodged with the Company's Hong Kong branch share registrar and transfer office, Tricor Tengis Limited, of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Wednesday, 22 May 2024.
4. If a tropical cyclone warning signal number 8 or above is hoisted, or "extreme conditions after a super typhoon" or black rainstorm warning announced by the Hong Kong Government are in force at or after 8:00 a.m. on the date of the annual general meeting, the annual general meeting will be postponed or adjourned. The Company will publish an announcement on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.ceig.hk](http://www.ceig.hk)) to notify shareholders of the Company of the date, time and venue of the rescheduled meeting.
5. As at the date hereof, the executive directors of the Company are Mr. SUN Bo (Chairman) and Mr. WANG Daming; the non-executive directors of the Company are Mr. YANG Zhicheng (Deputy Chairman), Mr. HE Yu and Ms. YAN Jia; and the independent non-executive directors of the Company are Mr. CHEN Ming, Mr. MOK Ho Ming and Mr. WONG Yan Wai George.