
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in Tradelink Electronic Commerce Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee, or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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Tradelink Electronic Commerce Limited

貿易通電子貿易有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 536)

**NOTICE OF ANNUAL GENERAL MEETING
AND PROPOSALS FOR DECLARATION OF FINAL DIVIDEND,
ELECTION OF A DIRECTOR,
RE-ELECTION OF RETIRING DIRECTORS,
RE-APPOINTMENT OF KPMG AS AUDITORS AND
GENERAL MANDATE TO ISSUE SHARES**

A notice convening the annual general meeting (“AGM”) of Tradelink Electronic Commerce Limited (the “Company”) to be held on Friday, 11 May 2018 at 10:00 a.m. at Multi-Function Room, 1/F, Silka Tsuen Wan Hong Kong, 119 Wo Yi Hop Road, Kwai Chung, Kowloon, Hong Kong is set out on pages 11 to 13 of this circular.

The register of members will be closed from Tuesday, 8 May 2018 to Friday, 11 May 2018, both days inclusive, during which period no transfer of shares will be registered to determine the shareholders’ entitlement to attend and vote at the AGM to be held on Friday, 11 May 2018. In order to qualify to attend and vote at the AGM, all duly completed transfer forms accompanied by the relevant share certificates and transfer forms must be lodged with the Company’s share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration, no later than 4:30 p.m. on Monday, 7 May 2018.

Whether you are able to attend the AGM or not, you are advised to read the notice and to complete and return the enclosed form of proxy, in accordance with the instructions printed thereon, to the Company’s share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the AGM. Completion of the form of proxy and its return will not preclude you from attending, and voting at, the AGM if you so wish.

Hong Kong, 10 April 2018



Tradelink Electronic Commerce Limited
貿易通電子貿易有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 536)

Directors:

Chairman and Non-executive Director
Dr. LEE Nai Shee, Harry, S.B.S., J.P.

Non-executive Directors
Dr. LEE Delman
Mr. YING Tze Man, Kenneth

Independent Non-executive Directors
Mr. CHAK Hubert
Mr. CHAU Tak Hay
Ms. CHAN Chi Yan
Mr. CHUNG Wai Kwok, Jimmy
Mr. HO Lap Kee, Sunny, J.P.

Executive Directors
Mr. TSE Kam Keung
Mr. CHENG Chun Chung, Andrew
Ms. CHUNG Shun Kwan, Emily

Registered Office:

11th and 12th Floors,
Tower B, Regent Centre,
63 Wo Yi Hop Road,
Kwai Chung, Hong Kong.

Hong Kong, 10 April 2018

To the Shareholders,

Dear Sir or Madam,

**NOTICE OF ANNUAL GENERAL MEETING
AND PROPOSALS FOR DECLARATION OF FINAL DIVIDEND,
ELECTION OF A DIRECTOR,
RE-ELECTION OF RETIRING DIRECTORS,
RE-APPOINTMENT OF KPMG AS AUDITORS AND
GENERAL MANDATE TO ISSUE SHARES**

LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to provide shareholders (the “**Shareholders**”) of Tradelink Electronic Commerce Limited (the “**Company**”) with information regarding the declaration of a final dividend for the year ended 2017, the proposed election of a director, re-election of retiring directors of the Company, the re-appointment of KPMG as the auditors of the Company and their remuneration and the general mandate proposed to be granted to the directors of the Company (the “**Directors**”) to issue shares. These resolutions will be proposed at the annual general meeting of the Company (“**AGM**”) to be held on Friday, 11 May 2018 at 10:00 a.m. at Multi-Function Room, 1/F, Silka Tsuen Wan Hong Kong, 119 Wo Yi Hop Road, Kwai Chung, Kowloon, Hong Kong.

FINAL DIVIDEND

By the results announcement of the Company dated Friday, 23 March 2018, the board of directors of the Company (the “**Board**”) recommended a final dividend of HK6.3 cents per share. The final dividend of HK6.3 cents per share is subject to Shareholders’ approval at the AGM, and expected to be paid on or about Wednesday, 30 May 2018 to those Shareholders whose names appear on the register of members on Thursday, 17 May 2018.

The register of members will be closed from Thursday, 17 May 2018 to Monday, 21 May 2018, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the final dividend, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration, no later than 4:30 p.m. on Wednesday, 16 May 2018.

PROPOSED ELECTION OF A DIRECTOR

The Board proposes that Mr. YUEN Wing Sang Vincent to be elected as a Non-executive Director of the Company (“**NED**”) by Shareholders at the AGM. The biographical details and other particulars of Mr. YUEN are set out in Appendix I of this circular. Given Mr. YUEN’s strong background, solid and all-round experience in various operations and business areas in the maritime industry, the Board believes that he will be able to make positive and valuable contributions to the Company, in particular the Commercial Services sub-segment, by providing useful advice and support to the Board. Besides, the youthfulness and vitality of our Board can be further enhanced if he is appointed as an NED.

PROPOSED RE-ELECTION OF RETIRING DIRECTORS

In accordance with Article 100 of the Articles of Association of the Company, at each AGM one half of the Directors for the time being (or, if their number is not a multiple of two, then the number nearest to but not greater than one half) shall retire from office. Ms. CHUNG Shun Kwan, Emily, Mr. CHAK Hubert, Mr. CHAU Tak Hay, Mr. CHUNG Wai Kwok, Jimmy and Mr. HO Lap Kee, Sunny, J.P. will retire at the AGM. All retiring

LETTER FROM THE BOARD

Directors, being eligible, will offer themselves for re-election at the AGM. It is proposed that Ms. CHUNG Shun Kwan, Emily, Mr. CHAK Hubert, Mr. CHAU Tak Hay, Mr. CHUNG Wai Kwok, Jimmy and Mr. HO Lap Kee, Sunny, J.P. be re-elected at the AGM.

Pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**SEHK**”), the particulars of these retiring Directors to be re-elected are set out in Appendix I of this circular.

Pursuant to Code Provision A.4.3 of the Corporate Governance Code set out in Appendix 14 of the Listing Rules, any further appointment of an Independent Non-executive Director (“**INED**”) who has served more than nine years should be subject to a separate resolution to be approved by Shareholders.

Mr. CHAK Hubert and Mr. CHAU Tak Hay will have served on the Board as INEDs for more than nine years if each of them is re-elected as an INED in the AGM. In this connection, a separate resolution for each of their re-appointments will be proposed for Shareholders’ approval at the AGM. As far as the Board is aware, Mr. CHAK and Mr. CHAU both have no familial or contractual relationships with any Director, senior management or substantial or controlling shareholders of the Company, and both of them confirmed that they have fully complied with each of the factors for assessing independence set out in Rule 3.13 of the Listing Rules. Thus, the Board considers each of Mr. CHAK and Mr. CHAU to be suitably independent and believes that their valuable knowledge and experience will continue to contribute to the Board.

REMUNERATION OF DIRECTORS

Shareholders are invited to authorize the Board to review and determine the remuneration of the Directors at the AGM.

RE-APPOINTMENT OF KPMG AS AUDITORS OF THE COMPANY AND THEIR REMUNERATION

In relation to agenda item No. 7, KPMG, the auditors of the Company, have offered themselves for re-appointment for the year ending 31 December 2018. The Board supports the re-appointment. Shareholders should note that, in practice, the amount of auditors’ remuneration for the year ending 31 December 2018 cannot be determined at the beginning of the financial year for the reason that auditors’ remuneration for any given year varies by reference to, *inter alia*, the scope and extent of the audit work which is undertaken during that year. Shareholders will be asked to delegate the authority to the Directors to fix the auditors’ remuneration for the year ending 31 December 2018 at the AGM.

GENERAL MANDATE TO ISSUE SHARES

An ordinary resolution will be proposed at the AGM to seek Shareholders’ approval to allot, issue and deal with new shares up to a limit of 20 percent of the total number of shares in the share capital of the Company in issue at the date of the passing such resolution (approximately equivalent to 158,926,744 shares). The total number of issued shares in the

LETTER FROM THE BOARD

Company was 794,633,719 shares on 29 March 2018 (the “**Latest Practicable Date**” being the latest practicable date prior to the bulk printing of this circular for ascertaining certain information contained in this circular).

ANNUAL GENERAL MEETING

The resolutions to be proposed at the AGM are set out in full in the Notice of Annual General Meeting.

After the conclusion of the AGM, the poll results will be published on the respective websites of HKEXnews of the Hong Kong Exchange and Clearing Limited at www.hkexnews.hk and the Company at www.tradelink.com.hk. The result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded or required.

RECOMMENDATION

The Directors (including INEDs) are of the opinion that all the proposed resolutions are in the interests of the Company and the Shareholders as a whole and so recommend the Shareholders to vote in favour of all the resolutions to be proposed at the AGM.

Yours faithfully,
On behalf of the Board
Dr. LEE Nai Shee, Harry, S.B.S., J.P.
Chairman

APPENDIX I

The details (as required by the Listing Rules) of the persons who are eligible and offer themselves for election and re-election as Directors of the Company are as follows:-

PROPOSED CANDIDATE FOR NON-EXECUTIVE DIRECTOR (“NED”)

Mr. YUEN Wing Sang Vincent

Mr. YUEN Wing Sang Vincent, aged 50, has 23 years of experience in the maritime industry. He started his career in Hongkong International Terminals Limited where he held a number of business development, commercial and management positions. Since 2012, Mr. YUEN has been a member of the Hutchison Port Holdings Trust (“**HPH Trust**”) Exco, a committee of executives that determines the strategy for HPH Trust. HPH Trust is the world’s first publicly traded container port business trust listed on the Main Board of the Singapore Exchange. As the Managing Director of Port Services and Logistics Division of HPHT Limited, a wholly-owned subsidiary of HPH Trust, Mr. YUEN leads both Hutchison Logistics (HK) and Asia Port Services. Integrating services from container depot, warehousing and distribution to freight handling, trucking and feeder service, to provide seamless total supply chain solution across sea, air and land networks. Mr. YUEN has a Bachelor of Science in Geology and Geophysics from the University of Hawaii at Manoa and holds a Master of Science in Environmental Engineering from the Hong Kong University of Science and Technology. He is a chartered fellow of the Chartered Institute of Logistics and Transport in Hong Kong.

If Mr. YUEN is elected as an NED of the Company, the Company will enter into a service contract with Mr. YUEN for a term of three years and subject to rotational retirement and re-election requirement at annual general meetings pursuant to Article 100 of the Articles of Association of the Company and the Listing Rules or at such time as may be required by resolution of the Board. The service contract can be terminated by the Company or Mr. YUEN by giving one month’s notice in writing or payment in lieu of notice. Mr. YUEN will be entitled to an annual emolument of HK\$70,000 for serving on the Board with reference to his responsibility with the Company and is subject to revision by the Board under the authority granted by Shareholders at the annual general meetings of the Company. Mr. YUEN does not have any relationship with any Director, senior management or substantial or controlling shareholder(s) of the Company.

As at the Latest Practicable Date, Mr. YUEN does not hold any interests in any shares or share options of the Company and did not have any other interests within the meaning of Part XV of the Securities and Futures Ordinance (the “**SFO**”).

Save as disclosed above, (i) Mr. YUEN has not previously held and is not currently holding any position with the Company or subsidiaries of the Company; (ii) Mr. YUEN has not held any directorship in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date. Mr. YUEN has confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with his election and there is no information that should be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.

APPENDIX I

EXECUTIVE DIRECTOR (“ED”)

Ms. CHUNG Shun Kwan, Emily

Ms. CHUNG Shun Kwan, Emily, aged 61, was appointed a Director on 2 September 2008. She joined the Company in 1992. She is currently the Chief Operations Officer (“COO”) of the Company and is also a Director of the Company’s various subsidiaries and associates. Ms. CHUNG graduated from the University of Hong Kong with a Bachelor of Science degree and a Master of Science degree in Engineering. Prior to joining the Company, Ms. CHUNG worked in the then Government of Hong Kong for over 11 years providing management consultancy services to government bureaux and departments. Since joining the Company in 1992, she has gained over 25 years of solid and diversified experience in the management of various aspects of e-commerce business in both the public and private sectors.

There is an employment contract dated 20 March 2008 between Ms. CHUNG and the Company relating to her appointment as the COO. The contract can be terminated by the Company or Ms. CHUNG by giving one month’s notice or payment in lieu of notice. Since Ms. CHUNG reached retirement age at her 60, her employment contract was extended on 14 July 2016 and 17 July 2017 respectively, each for a 1-year period. As COO of the Company, Ms. CHUNG received an emolument of HK\$3,330,714 for the year ended 31 December 2017 inclusive of salary, discretionary bonus, and provident fund which is commensurate with prevailing market conditions. There is no service contract between the Company and Ms. CHUNG for her appointment as an ED of the Company and she does not receive any emoluments from the Company for serving as an ED of the Company. As a Director of the Company, she has no fixed term of service with the Company but will be subject to rotational retirement and re-election requirement at annual general meetings pursuant to Article 100 of the Articles of Association of the Company. Ms. CHUNG does not have any relationship with any Director, senior management or substantial or controlling shareholder(s) of the Company.

As at the Latest Practicable Date, Ms. CHUNG had 2,994,605 shares of the Company registered in her own name and personal interests in share options to subscribe for 3,100,000 shares of the Company. Such interests are required to be notified to SEHK pursuant to Part XV of the SFO. Other than these shares and share options, Ms. CHUNG does not have any other interest within the meaning of Part XV of the SFO.

Save as disclosed above, (i) Ms. CHUNG has not previously held and is not currently holding any other position with the Company or subsidiaries of the Company; (ii) Ms. CHUNG has not held any directorship in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date. Ms. CHUNG has confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with her re-election and there is no information that should be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.

APPENDIX I

INDEPENDENT NON-EXECUTIVE DIRECTORS (“INED”)

Mr. CHAK Hubert

Mr. CHAK Hubert, aged 57, was appointed a Director of the Company on 21 October 2002. He is currently Director (Finance) of Link Asset Management Limited (“**Link**”) (previously known as The Link Management Limited), the manager of Link Real Estate Investment Trust, which he joined in June 2010 and is responsible for the finance and capital markets functions of Link. Before joining Link, he was an Executive Director of CSI Properties Limited. Mr. CHAK held various senior management positions at PCCW Limited between 1999 and 2007 and was an executive director of Pacific Century Premium Developments Limited until February 2007. He holds a Master of Business Administration Degree and a Bachelor of Science degree in Mechanical Engineering from University of Wales (now known as Cardiff University).

There is no service contract between the Company and Mr. CHAK. He has no fixed term of service with the Company but will be subject to rotational retirement and re-election requirement at annual general meetings pursuant to Article 100 of the Articles of Association of the Company. As an INED of the Company, Mr. CHAK received an emolument of HK\$330,000 in aggregate for serving on the Board and its Audit Committee, Corporate Governance Committee and Investment Committee for the year ended 31 December 2017 which was determined by the Board with reference to his responsibility with the Company. Mr. CHAK does not have any relationship with any Director, senior management or substantial or controlling shareholder(s) of the Company.

As at the Latest Practicable Date, Mr. CHAK had personal interests in share options to subscribe for 1,000,000 shares of the Company. Such interests are required to be notified to SEHK pursuant to Part XV of the SFO. Other than these share options, Mr. CHAK does not have any other interest within the meaning of Part XV of the SFO.

Save as disclosed above, (i) Mr. CHAK has not previously held and is not currently holding any other position with the Company or subsidiaries of the Company; (ii) Mr. CHAK has not held any directorship in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date. Mr. CHAK has confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with his re-election and there is no information that should be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. CHAU Tak Hay

Mr. CHAU Tak Hay, aged 75, was appointed a Director of the Company on 1 September 2009. He was the non-executive Chairman of the Board from 1998 to 2002. Mr. CHAU graduated from The University of Hong Kong in 1967. He served in the Hong Kong Government from 1967 to 2002. Between 1988 and 2002, Mr. CHAU served in a number of principal official positions in the Government, including Secretary for Trade and Industry, Secretary for Commerce and Industry, Secretary for Broadcasting, Culture and Sport, and Secretary for Health and Welfare. Following his departure from the Government, Mr. CHAU was an independent non-executive director of the Hong Kong Main Board listed

APPENDIX I

China Life Insurance Company Limited from 2003 to 2009. He has been an independent non-executive director of the Hong Kong Main Board listed SJM Holdings Limited since 2008; and Wheelock & Company Limited since 2012. Mr. CHAU was awarded the Gold Bauhinia Star by the Hong Kong Government in 2002.

The Company entered into a service contract with Mr. CHAU for a period of three years commencing from 11 May 2017 and expiring on the conclusion of the annual general meeting to be held in 2020. The service contract can be terminated by the Company or Mr. CHAU by giving one month's notice in writing or payment in lieu of notice. The service contract are also subject to rotational retirement and re-election requirement at annual general meetings pursuant to Article 100 of the Articles of Association of the Company and the Listing Rules or at such time as may be required by resolution of the Board. As an INED of the Company, Mr. CHAU received an emolument of HK\$350,000 in aggregate for serving on the Board, the Audit Committee, Remuneration Committee, Corporate Governance Committee and Investment Committee for the year ended 31 December 2017 which was determined by the Board with reference to his responsibility with the Company. Mr. CHAU does not have any relationship with any Director, senior management or substantial or controlling shareholder(s) of the Company.

As at the Latest Practicable Date, Mr. CHAU had personal interests in share options to subscribe for 600,000 shares of the Company. Such interests are required to be notified to SEHK pursuant to Part XV of the SFO. Other than these share options, Mr. CHAU does not have any other interest within the meaning of Part XV of the SFO.

Save as disclosed above, (i) Mr. CHAU has not previously held and is not currently holding any other position with the Company or subsidiaries of the Company; (ii) Mr. CHAU has not held any directorship in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date. Mr. CHAU has confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with his re-election and there is no information that should be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. CHUNG Wai Kwok, Jimmy

Mr. CHUNG Wai Kwok, Jimmy, aged 68, was appointed a Director of the Company on 11 May 2007. He has over 23 years of experience in financial advisory, taxation and management. He was a partner of PricewaterhouseCoopers and retired in June 2005. In October 2005, he joined a professional consulting firm, Russell Bedford Hong Kong Limited (now known as Russell Bedford Hong Kong), as Director-Tax & Business Advisory. Mr. CHUNG is a member of Hong Kong Institute of Certified Public Accountants, the Taxation Institution of Hong Kong and the Association of Chartered Certified Accountants ("ACCA"). He was the President of the Hong Kong branch of ACCA for the year 2005/06. He is currently also an Independent Non-executive Director and Chairman of the Audit Committee of Lee Kee Holdings Limited (listed on the SEHK).

APPENDIX I

Mr. CHUNG had been an Independent Non-executive Director and Chairman of the audit committee of Fitec International Group Limited (listed on the SEHK) and an Independent Non-executive Director of China World Trade Center Company Limited (listed on The Shanghai Stock Exchange), and retired on 4 February 2016 and 23 November 2016 respectively.

There is no service contract between the Company and Mr. CHUNG. He has no fixed term of service with the Company but will be subject to rotational retirement and re-election requirement at annual general meetings pursuant to Article 100 of the Articles of Association of the Company. As an INED of the Company, Mr. CHUNG received an emolument of HK\$370,000 in aggregate for serving on the Board, its Audit Committee, Remuneration Committee, Nomination Committee and Corporate Governance Committee for the year ended 31 December 2017 which was determined by the Board with reference to his responsibility with the Company. Mr. CHUNG does not have any relationship with any Director, senior management or substantial or controlling shareholder(s) of the Company.

As at the Latest Practicable Date, Mr. CHUNG had personal interests in share options to subscribe for 900,000 shares of the Company. Such interests are required to be notified to SEHK pursuant to Part XV of the SFO. Other than these share options, Mr. CHUNG does not have any other interest within the meaning of Part XV of the SFO.

Save as disclosed above, (i) Mr. CHUNG has not previously held and is not currently holding any other position with the Company or subsidiaries of the Company; (ii) Mr. CHUNG has not held any directorship in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date. Mr. CHUNG has confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with his re-election and there is no information that should be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. HO Lap Kee, Sunny, J.P.

Mr. HO Lap Kee, Sunny, J.P., aged 57, was appointed a Director on 13 May 2005. He holds a Bachelor's degree from The University of Hong Kong. Mr. HO is the Executive Director of the Hong Kong Shippers' Council. He has over 23 years' experience in the Shipping and Logistics industry. As he now shapes the thrust of the Shippers' Council mandate as the voice of the Hong Kong shippers, he has considerable experience in aspects of trade and transport of goods. Prior to the Shippers' Council, he was Deputy Managing Director of Swire Shipping (Agencies) Limited and Taikoo Maritime Services Ltd, gaining experience in liner shipping, warehousing and distribution, freight forwarding, container haulage, mid-stream operations, China feeders, transport and logistics services. Mr. HO is a member of the Logistics Development Council, the Logistics Industry Training Advisory Committee, the Town Planning Board and the Private Columbaria Appeal Board. He is also a member of the Transport & Shipping Committee of the Hong Kong General Chamber of Commerce and Logistics Services Advisory Committee of the Hong Kong Trade Development Council. He was appointed a member of the Port Operations Committee and the Dangerous Goods Standing Committee for several years and Chairman of the Hong Kong Liner Shipping Association for 1993–1995. He is the current Chairman of Hong Kong

APPENDIX I

Logistics Management Staff Association, Fellow of the Chartered Institute of Logistics & Transport in Hong Kong and its Immediate Past President, Advisor to the China Council for the Promotion of International Trade of International Trade Guangzhou Sub-Council, and the Shenzhen Ports & Harbour Association. Mr. HO has been elected as a member of the Election Committee for the Chief Executive in 2011 and 2016.

There is no service contract between the Company and Mr. HO. He has no fixed term of service with the Company but will be subject to rotational retirement and re-election requirement at annual general meetings pursuant to Article 100 of the Articles of Association of the Company. As an INED of the Company, Mr. HO received an emolument of HK\$330,000 in aggregate for serving on the Board and its Audit Committee, Nomination Committee and Corporate Governance Committee for the year ended 31 December 2017 which was determined by the Board with reference to his responsibility with the Company. Mr. HO does not have any relationship with any Director, senior management or substantial or controlling shareholder(s) of the Company.

As at the Latest Practicable Date, Mr. HO had personal interests in share options to subscribe for 1,000,000 shares of the Company. Such interests are required to be notified to SEHK pursuant to Part XV of the SFO. Other than these share options, Mr. HO does not have any other interest within the meaning of Part XV of the SFO.

Save as disclosed above, (i) Mr. HO has not previously held and is not currently holding any other position with the Company or subsidiaries of the Company; (ii) Mr. HO has not held any directorship in any other listed public companies in Hong Kong or overseas during the past three years preceding the Latest Practicable Date. Mr. HO has confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with his re-election and there is no information that should be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.



Tradelink Electronic Commerce Limited

貿易通電子貿易有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 536)

Notice is hereby given that the annual general meeting (“AGM”) of Tradelink Electronic Commerce Limited (貿易通電子貿易有限公司) (the “Company”) will be held on Friday, 11 May 2018 at 10:00 a.m. at Multi-Function Room, 1/F, Silka Tsuen Wan Hong Kong, 119 Wo Yi Hop Road, Kwai Chung, Kowloon, Hong Kong for the following purposes:

1. To receive and adopt the audited financial statements of the Company, the directors’ report and the report of the auditors for the year ended 31 December 2017.
2. To declare a final dividend in respect of the year ended 31 December 2017.
3. To elect Mr. YUEN Wing Sang Vincent as a Non-executive Director.
4. To re-elect Ms. CHUNG Shun Kwan, Emily, Mr. CHUNG Wai Kwok, Jimmy and Mr. HO Lap Kee, Sunny, J.P. as Directors.
5. (i) To re-elect Mr. CHAK Hubert as a Director and approve his further appointment as an Independent Non-executive Director of the Company.
(ii) To re-elect Mr. CHAU Tak Hay as a Director and approve his further appointment as an Independent Non-executive Director of the Company.
6. To authorize the Board to fix the remuneration of Directors.
7. To re-appoint KPMG as auditors of the Company and to authorize the Board to fix their remuneration.
8. As special business to consider and, if thought fit, pass with or without amendments, the following resolution as Ordinary Resolution:

THAT a general unconditional mandate be given to the Directors to allot, issue and deal with new shares or securities convertible into shares in the unissued share capital of the Company, including the entering into of any agreements or granting of any options to do any of the foregoing, provided that the total number of shares allotted or agreed to be allotted by the Directors pursuant thereto, otherwise than pursuant to a rights issue, or any allotment of shares in lieu of the whole or part of a dividend on

NOTICE OF ANNUAL GENERAL MEETING

shares in accordance with the Articles of Association of the Company, shall not exceed 20 percent of the Company's total number of shares in issue at the date of this resolution and such mandate shall remain in effect until (i) the conclusion of the next AGM of the Company, (ii) the expiration of the period within which the next AGM of the Company is required by any applicable law or by the Articles of Association of the Company to be held, or (iii) it is revoked or varied by an ordinary resolution of Shareholders of the Company in a general meeting, whichever is the earliest.

By Order of the Board
HO Chi Kin Joseph
Company Secretary

Hong Kong, 10 April 2018

Notes:

1. Any member of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead in accordance with the Articles of Association of the Company. A proxy need not be a member of the Company.
2. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share, shall alone be entitled to vote in respect thereof.
3. The form of proxy and the power of attorney or other authority, if any, under which it is signed (or a notarially certified copy of such power of attorney or authority) must be deposited at the Company's share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time for holding the AGM (or any adjournment thereof), and otherwise the form of proxy shall not be treated as valid. The completion and return of the form of proxy shall not preclude members of the Company from attending and voting in person at the AGM (or any adjourned meeting thereof) should they so wish.
4. At the AGM, the Chairman of the Meeting will put each of the above resolutions to the vote by way of a poll pursuant to rule 13.39(4) of the Listing Rules.
5. The register of members will be closed from Tuesday, 8 May 2018 to Friday, 11 May 2018, both days inclusive, during which period no transfer of shares will be registered to determine the shareholders' entitlement to attend and vote at the AGM to be held on Friday, 11 May 2018. In order to qualify to attend and vote at the AGM, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration, no later than 4:30 p.m. on Monday, 7 May 2018.
6. The register of members will be closed from Thursday, 17 May 2018 to Monday, 21 May 2018 both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the final dividend, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration, no later than 4:30 p.m. on Wednesday, 16 May 2018.

NOTICE OF ANNUAL GENERAL MEETING

7. Concerning agenda item 3 above, Mr. YUEN Wing Sang Vincent has offered himself for election as a Non-executive Director at the AGM. Regarding agenda items 4 and 5 above, Ms. CHUNG Shun Kwan, Emily, Mr. CHUNG Wai Kwok, Jimmy and Mr. HO Lap Kee, Sunny, J.P., Mr. CHAK Hubert and Mr. CHAU Tak Hay will retire as Directors at the AGM and being eligible, have offered themselves for re-election. Details of the above Directors nominated for election and re-election are set out in Appendix I to the accompanied circular dated 10 April 2018.
8. Concerning Ordinary Resolution 8 above, the Directors wish to state that they have no immediate plans to issue any new shares of the Company. Approval is being sought from the members as a general mandate for the purposes of Sections 140 and 141 of the Companies Ordinance (Cap 622) and The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.
9. In the event of any inconsistency between the Chinese translation and the English text hereof, the English text shall prevail.

As at the date of this notice, the Board comprises

Non-executive Directors: Dr. LEE Nai Shee, Harry, S.B.S., J.P. (Chairman), Dr. LEE Delman and Mr. YING Tze Man, Kenneth;

Executive Directors: Mr. TSE Kam Keung, Mr. CHENG Chun Chung, Andrew and Ms. CHUNG Shun Kwan, Emily; and

Independent Non-executive Directors: Mr. CHAK Hubert, Mr. CHAU Tak Hay, Ms. CHAN Chi Yan, Mr. CHUNG Wai Kwok, Jimmy and Mr. HO Lap Kee, Sunny, J.P.