



SINO GOLF HOLDINGS LIMITED

順龍控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00361)

SHAREHOLDERS' COMMUNICATION POLICY

1. Objective

- 1.1 This shareholders' communication policy (the “**Policy**”) sets out the principles adopted by Sino Golf Holdings Limited (the “**Company**”) in relation to communications with shareholders of the Company (the “**Shareholders**”), with the objective of ensuring transparent, accurate and open communications with the Shareholders.

2. General Policy

- 2.1 The board of directors of the Company (the “**Board**”) shall maintain an on-going dialogue with Shareholders and the investment community, and will regularly review this Policy to ensure its effectiveness and to reflect current best practices in communications with Shareholders.
- 2.2 Information is communicated to Shareholders mainly through the Company's annual reports, interim reports and quarterly reports (if any), annual general meetings and other general meetings that may be convened, as well as by making available the disclosures submitted to The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for publication and corporate communications and other corporate publications on the Stock Exchange's website at www.hkexnews.hk and the Company's website at <http://www.sinogolf.com>.

3. Communication Means

Shareholders' enquiries

- 3.1 The contact details of the Company are set out in the Company's website to enable the Shareholders to make any query that they may have with respect to the Company.
- 3.2 Shareholders can direct their enquiries about their shareholdings to the Company's Hong Kong share registrar. Their details are as follows:

Tricor Tengis Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

- 3.3 Shareholders may at any time make a request for the Company's information to the extent such information is publicly available.

Corporate Communications

- 3.4 Corporate Communications have the meaning ascribed thereto in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), which include but are not limited to (i) the directors' report, the annual accounts together with a copy of the auditor's report, (ii) the interim report, (iii) notice of general meeting, (iv) a listing document, (v) a circular and (vi) a form of proxy.
- 3.5 Corporate Communications should be made available to the Shareholders in a timely manner. They should be in plain language and in both English and Chinese versions.
- 3.6 Shareholders are encouraged to provide, among other things, their contact details, in particular, their email address to the Hong Kong share registrar of the Company in order to facilitate timely and effective communications.

Corporate Website

- 3.7 The Company's website (<http://www.sinogolf.com>) provides the Shareholders with the corporate information, such as Corporate Communications and financial highlights of the Company and its subsidiaries (collectively, the "**Group**"). Information on corporate governance of the Group as well as the compositions and functions of the Board and the Board committees is also provided.
- 3.8 The Company publishes its results announcement on the Stock Exchange's and the Company's websites after the results have been approved by the Board. The results announcement contains the performance and results of the Group, details on the recommended dividend payment (if any) and closure of the register of members and any other information required to be disclosed under the Listing Rules from time to time.
- 3.9 Information released by the Company for publication on the website of the Stock Exchange is also posted on the Company's website promptly. Such information includes but is not limited to annual reports, interim reports and quarterly reports (if any), announcements, circulars, notices of general meetings and any other information required to be published under the Listing Rules from time to time.
- 3.10 Press releases and newsletters issued by the Company from time to time (if any) are also available on the Company's website.
- 3.11 Information on the Company's website is updated on a regular basis.

Shareholders' Meetings

- 3.12 General meetings provide an opportunity for constructive communication between the Company and the Shareholders.

- 3.13 Appropriate arrangements for the general meetings shall be put in place to encourage Shareholders' participation.
- 3.14 Notices of annual general meeting ("AGM"), related circulars and forms of proxy will be distributed to the Shareholders at least 20 clear business days (or any other period required under the Listing Rules from time to time) prior to the respective AGM. The circulars will set out details of the proposed resolutions and other relevant information. The forms of proxy shall also be provided to the Shareholders for appointing proxies to attend and vote at the AGM on their behalf.
- 3.15 Board members, in particular, the chairman of the Board committees or their delegates, appropriate senior executives and external auditor shall attend the AGM to answer questions from Shareholders.
- 3.16 Proceedings of the Company's general meetings will be reviewed from time to time to ensure that they are in compliance with the requirements under the articles of association of the Company, the Listing Rules and the applicable laws of the Cayman Islands, and follow good corporate governance practices. Separate resolution on each substantially separate issue will be proposed for voting at the general meeting. The chairman of the general meeting will propose to vote the resolutions (except resolutions which relate purely to procedural or administrative matters) by poll in accordance with the articles of association of the Company. Scrutineer will be appointed for the vote-taking at the general meeting. The voting results will be published on the websites of the Company and of the Stock Exchange subsequent to the close of the general meeting.

4. Investment Market Communications

- 4.1 To facilitate communication between the Company, Shareholders and the investment community, results briefings, conferences, meetings and non-deal roadshows are conducted with Shareholders, potential investors and analysts from time to time.
- 4.2 Directors and employees of the Company who have contacts or dialogues with investors, analysts, media or other interested third parties are required to comply with the disclosure obligations and requirements under the Listing Rules and applicable laws and regulations.

5. Shareholder Privacy

- 5.1 The Company recognizes the importance of Shareholders' privacy and will not disclose Shareholders' information without their consent, unless required by the Stock Exchange, the Securities and Futures Commission of Hong Kong or by applicable laws and regulations to do so.

(If there is any inconsistency between the English and Chinese version, the English version shall prevail.)