

# **SUN ART**

***Retail Group Limited***

**SUN ART RETAIL GROUP LIMITED**  
(Incorporated in Hong Kong with limited liability)  
(Stock Code: 06808)

## **Communication with Shareholders**

In respect of each substantially separate issue at a General Meeting, a separate resolution shall be proposed by the chairman of that meeting. Sun Art should avoid "bundling" resolutions unless they are interdependent and linked forming one significant proposal. Where the resolutions are "bundled", the Company should explain the reasons and material implications in the notice of meeting. Sun Art shall arrange for the notice to shareholders to be sent in the case of Annual General Meetings at least 20 business days before the meeting and to be sent at least 10 business days before the meeting in the case of all other general meetings.

The chairman of the Board shall attend the Annual General Meeting. He should also invite the chairmen of the audit, remuneration nomination and any other committees to attend. In their absence, the chairman of the Board should invite another member of the committee or failing this his duly appointed delegate, to attend. These persons should be available to answer questions at the Annual General Meeting. The chairman of the independent board committee (if any) should also be available to answer questions at any general meeting to approve a connected transaction or any other transaction that requires independent shareholders' approval. The management of Sun Art should ensure the external auditor attend the Annual General Meeting to answer questions about the conduct of the audit, the preparation and content of the auditors' report, the accounting policies and auditor independence.

The Board should review it on a regular basis to ensure its effectiveness.

Outside of the General Meeting, the Company Secretary is responsible for any investor visits, queries, communication and providing public disclosures of information to investors.

Date: 2 March 2012