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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 Guangdong Adway Construction (Group) Holdings Company Limited\* (the “Company”), you should at once hand this circular together with the enclosed form of proxy 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. This circular is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities.

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**GUANGDONG ADWAY CONSTRUCTION (GROUP) HOLDINGS COMPANY LIMITED\***

**廣東愛得威建設(集團)股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 6189)**

**SUPPLEMENTAL CIRCULAR  
IN RELATION TO  
(1) PROPOSED CHANGE OF BUSINESS SCOPE  
(2) PROPOSED FURTHER AMENDMENT TO THE ARTICLES OF  
ASSOCIATION  
(3) PROPOSED ELECTION OF SUPERVISOR  
AT ANNUAL GENERAL MEETING  
AND  
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

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This supplemental circular should be read together with the circular of the Company dated 11 May 2021 and the notice dated 11 May 2021, by which the Company convening an annual general meeting held at conference room, 3rd Floor, Pengyi Garden Building 1, Bagua No. 1 Road, Futian District, Shenzhen, the People's Republic of China at 11:30 a.m. on Friday, 11 June 2021. A supplemental notice of the AGM is set out on pages 8 and 9 of this supplemental circular. A second form of proxy (the “**Second Proxy Form**”) is also enclosed with this supplemental circular.

Shareholders who are entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on their behalves. A proxy need not be a Shareholder. In order to be valid, the Second proxy form for the AGM must be deposited by hand or post, for holders of H shares of the Company, to the H share registrar of the Company, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong and, for holders of domestic shares of the Company, to the headquarters in the PRC of the Company not less than 24 hours before the time for holding the AGM (or any adjournment thereof) for taking the poll. If the Second proxy form is signed by a person under a power of attorney or other authority, a notarial copy of that power of attorney or authority shall be deposited at the same time to the same place as mentioned in the Second proxy form. Completion and return of the Second proxy form will not preclude shareholders from attending and voting in person at the AGM or any, adjourned meetings should they so wish.

\* For identification purposes only

26 May 2021

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**GUANGDONG ADWAY CONSTRUCTION (GROUP) HOLDINGS COMPANY LIMITED\***

**廣東愛得威建設(集團)股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 6189)**

*Executive Directors:*

Mr. YE Yujing (葉玉敬先生)

Mr. YE Jiajun (葉家俊先生)

Ms. YE Xiujin (葉秀近女士)

Mr. YE Guofeng (葉國鋒先生)

Mr. YE Niangting (葉娘汀先生)

*Registered office and principal place  
of business in the PRC:*

3rd Floor, Pengyi Garden Building

1 Bagua No. 1 Road

Futian District

Shenzhen, PRC

*Non-executive Director:*

Ms. LI Yuanfei (黎媛菲女士)

*Principal place of business  
in Hong Kong:*

Room 705, 7F.

*Independent Non-executive Directors:*

Ms. ZHAI Xin (翟昕女士)

Mr. CHEUNG Wai Yeung Michael (張威揚先生)

Mr. LIN Zhiyang (林志揚先生)

OfficePlus@Prince Edward

794-802 Nathan Road

Hong Kong

*To the Shareholders*

Dear Sir or Madam

**SUPPLEMENTAL CIRCULAR  
IN RELATION TO  
(1) PROPOSED CHANGE OF BUSINESS SCOPE  
(2) PROPOSED FURTHER AMENDMENT TO THE ARTICLES OF  
ASSOCIATION  
(3) PROPOSED ELECTION OF SUPERVISOR  
AT ANNUAL GENERAL MEETING  
AND  
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

\* For identification purposes only

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## LETTER FROM THE BOARD

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### 1. INTRODUCTION

This supplemental circular should be read together with the circular of the Company dated 11 May 2021 (the “**Original Circular**”) which contains, *inter alia*, the notice of the AGM (the “**Original Notice**”). Unless otherwise defined, capitalised terms used in this supplemental circular shall have the same meanings as those defined in the Original Circular.

The purpose of this supplemental circular is to provide the Shareholders with information relating to the resolutions proposed after the Latest Practicable Date, which are comprised of the change of business scope, the further amendments to the Articles of the Association and the election of a Supervisor, and to give the Shareholders a supplemental notice of the AGM and the Second Proxy Form.

### 2. PROPOSED CHANGE OF BUSINESS SCOPE

Subsequent to the Latest Practicable Date, with the view to facilitating the strategic development of the Company, the Company decided to incorporate “**Landscape design, landscaping engineering, and landscaping maintenance**” into its business scope. Therefore the business scope of the Company shall be changed into: Grade I Professional Contractor of Building Renovation and Decoration Engineering, Grade I Professional Contractor of Curtain Wall Engineering, Grade I Professional Contractor of Fire Safety Equipment Engineering, Grade I Professional Contractor of Building Intelligent Engineering, Grade II Professional Contractor of Steel Structure Engineering, Grade III General Contractor of Municipal Engineering, Grade III General Contractor of Construction Engineering, Grade A Professional Building Decoration Engineering and Design, Grade A Professional Curtain Wall Engineering and Design, Grade Professional Fire Safety Equipment Engineering and Design, design, installation and maintenance of security prevention systems (the aforesaid scopes of business shall not operate prior to obtaining qualification certificate); development and application in computer software and hardware product technology, intelligence engineering system, solar energy construction technology, energy-saving product technology, fire and security equipment technology, green environmental friendly materials, and construction intelligence products, development, production, manufacture, application and sale of construction and decoration materials, mechanical and electrical equipment, fire safety equipment, environmental-friendly filtration system; sale of air conditioner; lease of self-owned properties; operation of medical equipment business and production of medical equipment; consulting service on design, engineering and advertising; design, installation and management of the clean (ultra-clean) engineering projects. **Landscape design, landscaping engineering, and landscaping maintenance.**

The proposed resolution is subject to the approval of the Shareholders by way of passing a special resolution at the AGM, and the approval of and the registration or the filing with the relevant PRC government authorities.

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## LETTER FROM THE BOARD

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### 3. PROPOSED FURTHER AMENDMENT TO THE ARTICLES OF ASSOCIATION

The proposed further amendment to the Articles of the Association is made as follows to incorporate the fact that the Company expands its business scope after the Latest Practicable Date.

Details of the amendment are set out as below:

#### **“Original**

##### **Article 2.2**

The Company’s scope of business includes Grade I Professional Contractor of Building Renovation and Decoration Engineering, Grade I Professional Contractor of Curtain Wall Engineering, Grade I Professional Contractor of Fire Safety Equipment Engineering, Grade I Professional Contractor of Building Intelligent Engineering, Grade II Professional Contractor of Steel Structure Engineering, Grade III General Contractor of Municipal Engineering, Grade III General Contractor of Construction Engineering, Grade A Professional Building Decoration Engineering and Design, Grade A Professional Curtain Wall Engineering and Design, Grade Professional Fire Safety Equipment Engineering and Design, design, installation and maintenance of security prevention systems (the aforesaid scopes of business shall not operate prior to obtaining qualification certificate); development and application in computer software and hardware product technology, intelligence engineering system, solar energy construction technology, energy-saving product technology, fire and security equipment technology, green environmental friendly materials, and construction intelligence products, development, production, manufacture, application and sale of construction and decoration materials, mechanical and electrical equipment, fire safety equipment, environmental-friendly filtration system; sale of air conditioner; lease of self-owned properties; operation of medical equipment business and production of medical equipment; consulting service on design, engineering and advertising; design, installation and management of the clean (ultra-clean) engineering projects.

The business scope of the Company shall be as approved by the company registration authorities.

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## LETTER FROM THE BOARD

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### Proposed Amendment

#### Article 2.2

The Company's scope of business includes Grade I Professional Contractor of Building Renovation and Decoration Engineering, Grade I Professional Contractor of Curtain Wall Engineering, Grade I Professional Contractor of Fire Safety Equipment Engineering, Grade I Professional Contractor of Building Intelligent Engineering, Grade II Professional Contractor of Steel Structure Engineering, Grade III General Contractor of Municipal Engineering, Grade III General Contractor of Construction Engineering, Grade A Professional Building Decoration Engineering and Design, Grade A Professional Curtain Wall Engineering and Design, Grade Professional Fire Safety Equipment Engineering and Design, design, installation and maintenance of security prevention systems (the aforesaid scopes of business shall not operate prior to obtaining qualification certificate); development and application in computer software and hardware product technology, intelligence engineering system, solar energy construction technology, energy-saving product technology, fire and security equipment technology, green environmental friendly materials, and construction intelligence products, development, production, manufacture, application and sale of construction and decoration materials, mechanical and electrical equipment, fire safety equipment, environmental-friendly filtration system; sale of air conditioner; lease of self-owned properties; operation of medical equipment business and production of medical equipment; consulting service on design, engineering and advertising; design, installation and management of the clean (ultra-clean) engineering projects. **Landscape design, landscaping engineering, and landscaping maintenance.**

The business scope of the Company shall be as approved by the company registration authorities.”

Pursuant to the Articles of Association, any proposed amendment to the Articles of Association is required for consideration and approval by the Shareholders at a general meeting under special resolution. As confirmed by the legal advisers, the proposed amendments to the Articles of Association conform with the requirements of the Listing Rules as well as the PRC Company Law and other applicable laws and regulations of the PRC. The Company also confirms that there is nothing unusual about such proposed amendments for a company listed in Hong Kong.

The proposed resolution is subject to the approval of the Shareholders by way of passing a special resolution at the AGM, and the approval of and the registration or the filing with the relevant PRC government authorities.

#### 4. PROPOSED ELECTION OF SUPERVISOR

Subsequent to the Latest Practicable Date, and as disclosed in the announcement of the Company dated 24 May 2021 in relation to the resignation of Mr. Zu Li as a Supervisor due to the personal career development plan. Immediately after Mr. Zu Li's resignation at the conclusion of the AGM of the Company, subject to the approval by the Shareholders at the AGM, Mr. Li Rui will be appointed as a Supervisor of the Company.

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## LETTER FROM THE BOARD

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The biographical details of Mr. Li Rui, who will stand for appointment as a Supervisor at AGM, are set out in Appendix I to this circular.

Mr. Zu Li confirmed that there is no disagreement with the Board and there are no other matters relating to his resignation that need to be brought to the attention of the Shareholders of the Company.

### 5. SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING AND SECOND PROXY FORM

Since the Original Notice and the form of proxy (the “**First Proxy Form**”) sent together with the Original Circular do not contain the proposed resolutions in relation to the change of business scope, the further amendments to the Articles of the Association and the election of Mr. Li Rui as a Supervisor as set out in this supplemental circular, a supplemental notice of the AGM is set out on page 8 and 9 of this supplemental circular and the Second Proxy Form is enclosed with this supplemental circular to include such proposed resolutions. The Second Proxy Form is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.aidewei.cn](http://www.aidewei.cn)). In order to be valid, the Second Proxy Form for the AGM must be deposited by hand or post, for holders of H shares of the Company, to the H share registrar ( the “**Share Registrar**”) of the Company, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong and, for holders of domestic shares of the Company, to the head office in the PRC of the Company at 3rd Floor, Pengyi Garden Building 1, Bagua No. 1 Road, Futian District, Shenzhen, the People’s Republic of China not less than 24 hours before the time for holding the AGM (“**Closing Time**”) (or any adjournment thereof) for taking the poll. Completion and return of the Second Proxy Form will not preclude the Shareholders from attending the AGM and voting in person if the Shareholders so wish. According to Rule 13.39 of the Listing Rules, save and except for resolutions which relate to procedural or administrative matters, any vote of the Shareholders at a general meeting must be taken by poll.

A Shareholder who has not yet lodged the First Proxy Form with the Share Registrar (H shares) or the Company’s headquarter in PRC (the domestic shares) is requested to lodge the Second Proxy Form if he/she wishes to appoint proxy(ies) to attend the AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with the Share Registrar (H shares) or the Company’s headquarter in PRC (the domestic shares).

A Shareholder who has already lodged the First Proxy Form with the Share Registrar (H shares) or the Company’s headquarter in PRC (the domestic shares) should note that:

- (i) if no Second Proxy Form is lodged with the Share Registrar (H shares) or the Company’s headquarter in PRC (the domestic shares), the First Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Proxy Form and, in respect of the resolutions for the proposed change of business scope, the proposed further amendments to the Articles of the Association and the proposed election of Mr. Li

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## LETTER FROM THE BOARD

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Rui as a Supervisor as set out in the supplemental notice of the AGM and the Second Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution.

- (ii) if the Second Proxy Form is lodged with the Share Registrar (H shares) or the Company's headquarter in PRC (the domestic shares) before the Closing Time, the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the Shareholder if correctly completed.
- (iii) if the Second Proxy Form is either incorrectly completed or is lodged with the Share Registrar (H shares) or the Company's headquarter in PRC (the domestic shares) after the Closing Time, the Second Proxy Form will be invalid. The First Proxy Form shall remain valid and the proxy appointed therein shall be entitled to vote in the manner as mentioned in (i) above.

### 6. RECOMMENDATIONS

In addition to the recommendation contained in the Original Circular, the Directors consider that the change of business scope, the further amendments to the Articles of the Association and the election of Mr. Li Rui as a Supervisor as set out in this supplemental circular are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend that the Shareholders vote in favor of all resolutions to be proposed at the AGM.

Yours faithfully  
By order of the Board  
**Guangdong Adway Construction (Group) Holdings Company Limited\***  
**Mr. Ye Yujing**  
*Chairman, Executive Director and Chief Executive Officer*

Shenzhen, the PRC, 26 May 2021

\* For identification purposes only



## SUPERVISOR

**Mr. Li Rui (李銳) (“Mr. Li”)**, aged 43, obtained a Bachelor degree of metallurgical physical chemistry from Central South University in 2001. Mr. Li worked with CHINA RESOURCES VANGUARD Co. Ltd first as secretary of the board of directors and then as the manager of the marketing department from October 2001 to March 2005, worked with Shenzhen Emoi Lifestyle Co., Ltd first as the manager of the marketing department and then as the sales director from April 2005 to April 2007, and worked with Shenzhen Bond Culture Development Co., Ltd as assistant to chairman (responsible for investment and mergers & acquisition) from April 2007 to April 2011. Mr. Li has served as the chairman of Shenzhen New Classroom Culture Development Co., Ltd since June 2012 to the present, and concurrently as the General Manager of Shenzhen Xuexun Network Co., Ltd since September 2020 to the present.

Save as disclosed above, as at the date of this announcement, to the best of Directors’ knowledge, information and belief having made reasonable enquiry, Mr. Li (i) has not held any directorships in any public companies, the securities of which are listed on any securities market in Hong Kong and/or overseas in the past three years, nor held any other major appointment or professional qualification; (ii) has not held any other positions in the Company or any of its subsidiaries; (iii) does not have any interests in the shares or securities of the Company within the meaning of Part XV of the SFO; and (iv) does not have any relationship with other current Directors, senior management or substantial shareholders or controlling shareholders of the Company. Save as disclosed above, the Company considers that in relation to the appointment of Mr. Li, there is no information which is discloseable pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders.

The Company proposes to enter into a service agreement with Mr. Li for an initial term of three years commencing on the date of AGM (subject to the requirement of retirement contained in the Listing Rules and the Articles of Association of the Company).

Mr. Li is not entitled to any remuneration as a Supervisor of the Company under the service agreement unless otherwise shall be determined by the Board based on the recommendation of the Remuneration Committee with reference to the Company’s remuneration policy.

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## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

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**GUANGDONG ADWAY CONSTRUCTION (GROUP) HOLDINGS COMPANY LIMITED\***

**廣東愛得威建設(集團)股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 6189)**

## **SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

Reference is made to the notice (the “**Original Notice**”) and the circular (the “**Original Circular**”) of annual general meeting of Guangdong Adway Construction (Group) Holdings Company Limited\* (the “**Company**”) dated 11 May 2021, by which the Company convenes an annual general meeting (the “**AGM**”) to be held at the head office 3rd Floor, Pengyi Garden Building 1, Bagua No. 1 Road, Futian District, Shenzhen, the PRC, on Friday, 11 June 2021 at 11:30 a.m. and this supplemental notice shall be read together with the Original Notice and the Original Circular.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the AGM will be held as originally scheduled. In addition to the resolutions set out in the Original Notice, the AGM will be held to consider and, if thought fit, pass the following resolutions:

### **ORDINARY RESOLUTION**

6. To consider and approve the election of Mr. Li Rui as a Supervisor.

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## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

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### SPECIAL RESOLUTIONS

10. To consider and approve the change of the business scope.
11. To consider and approve the amendments to the Articles of Association.

— New addition: Amendments in Article 2.2

By order of the Board  
**Guangdong Adway Construction (Group) Holdings Company Limited\***  
**Mr. Ye Yujing**  
*Chairman, Executive Director and Chief Executive Officer*

Shenzhen, the PRC, 26 May 2021

\* *For identification purposes only*

*Notes:*

- (1) Please refer to the Original Notice for details of the other resolutions to be considered at the 2020 AGM, closure of the register of members of the Company and eligibility for attending the 2020 AGM, proxy and other relevant matters.
- (2) A second form of proxy (the “**Second Proxy Form**”) containing the new ordinary resolution numbered 6, the new special resolution number 10 and the special resolution number 11 with new-added content is enclosed with the supplemental circular of the Company dated 26 May 2021 (the “**Supplemental Circular**”). Please refer to the section headed “Supplemental Notice of Annual General Meeting and Second Proxy Form” on pages 5 and 6 of the Supplemental Circular for arrangements on the completion and submission of the Second Proxy Form.

*As at the date of this notice, the Board of the Company comprises Mr. Ye Yujing, Mr. Ye Jiajun, Ms. Ye Xiujin, Mr. Ye Guofeng, and Mr. Ye Niangting, as Executive Directors; Ms. Li Yuanfei as Non-Executive Director; and Mr. Cheung Wai Yeung Michael, Ms. Zhai Xin, and Mr. Lin Zhiyang, as Independent Non-executive Directors.*