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## **SUNWAY INTERNATIONAL HOLDINGS LIMITED**

**新威國際控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 58)**

### **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** a special general meeting (the “**SGM**”) of Sunway International Holdings Limited (the “**Company**”) will be held at Suite 2418, 24/F, Jardine House, 1 Connaught Place, Central, Hong Kong on Wednesday, 21 July 2021 at 3:00 p.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company:

#### **ORDINARY RESOLUTION**

“**THAT** the disposal (the “**Disposal**”) by the Company and/or its subsidiaries (collectively the “**Group**”) of up to 353,000 shares (“**Approved Sale Shares**”) of US\$0.0001 (“**Vobile Group Shares**”) in the share capital of Vobile Group Limited, a company incorporated in the Cayman Islands with limited liability whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 3738) be and are hereby approved subject to the following conditions:

- (i) the Group shall disposal all or in part(s) of the Approved Sale Shares held by the Group in the open market through the trading system of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”);
- (ii) the mandate for the Disposal will be valid for a period of 12 months from the date of passing of this resolution (unless revoked or varied by ordinary resolution of the shareholders in general meeting of the Company) (the “**Mandate Period**”);
- (iii) the selling price of each Vobile Group Share shall be based on the prevailing market price of Vobile Group Shares at the time of making the Disposal;
- (iv) the minimum selling price of the Disposal shall not be less than HK\$1.79 (exclusive of the transaction costs) per Vobile Group Share;

\* For identification purposes only

- (v) all of the percentage ratios under the Rules Governing the Listing of the Securities on the Stock Exchange for the Disposals are below 75%; and
- (vi) the Disposal(s) shall comply with relevant applicable laws and regulations, including any applicable trading regulations in Hong Kong,

and the directors of the Company (the “**Directors**”) be and are hereby authorized and empowered to determine, decide, execute all such documents, instruments and agreements and to do all such acts and things as they may in their absolute discretion consider necessary, desirable or expedient for the purposes of or in connection with implementing, completing and giving effect to the Disposal and the transactions contemplated thereunder from time to time during the Mandate Period and with full power to authorize any other person to do so in the name of and as the act of the Company during the Mandate Period.”

By Order of the Board  
**Sunway International Holdings Limited**  
**Li Chongyang**  
*Executive Director*

Hong Kong, 2 July 2021

*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place of  
business in Hong Kong:*  
3/F., Mandarin Commercial House  
38 Morrison Hill Road  
Wanchai, Hong Kong

*Notes:*

1. A shareholder entitled to attend and vote at the SGM is entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be a shareholder of the Company.
2. The form of proxy in the case of an individual shall be signed by the appointor or his attorney and in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
3. 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 of the Company in respect of such share shall alone be entitled to vote in respect thereof.
4. If the form of proxy is returned without any indication as to how the proxy shall vote, the proxy will vote or abstain as he thinks fit.
5. If no name is inserted in the space for the name of your proxy on the form of proxy, the chairman of the SGM will act as your proxy.
6. To be valid, 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 branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time for holding the SGM or any adjournment of such meeting.

7. In order to qualify for attending and voting at the SGM, all relevant transfer documents accompanied by the relevant Share certificates must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Thursday, 15 July 2021 for registration.
8. The Chinese version of the notice is for reference only. Should there be any discrepancies, the English version will prevail.
9. As at the date of hereof, the Board comprises three executive Directors, namely, Mr. Fok Po Tin (Chairman), Mr. Li Chongyang and Mr. Law Chun Choi, one non-executive Director, namely, Mr. Lum Pak Sum, and three independent non-executive Directors, namely, Mr. Choi Pun Lap, Mr. Yu Shui Sang Bernard and Mr. Chan Sung Wai.

*Website: <http://www.hk0058.com>*