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SHUANGHUA HOLDINGS LIMITED

雙樺控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1241)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting of Shuanghua Holdings Limited (the “**Company**”) will be held at Jasmine Room, 2/F, The Hongta Hotel, a Luxury Collection Hotel, Shanghai, 889 Dong Fang Road, Pudong District, Shanghai, the PRC on Tuesday, 20 July 2021 at 10:30 a.m. for the following purposes:

ORDINARY RESOLUTION

“**THAT:**

- (a) the equity transfer agreement dated 25 May 2021 (the “**Equity Transfer Agreement**”) (a copy of which is tabled at the meeting and marked “A” and initialled by the chairman of the meeting for identification purpose) entered into between Shuanghua New Energy Vehicles Limited (雙樺新能源汽車有限公司) and Shanghai Zeqing Investment Co., Ltd. (上海澤青投資有限公司) in relation to the disposal of 100% of the equity interest in Shanghai Shuanghua Automobile Technology Development Co., Ltd. (上海雙樺汽車科技發展有限公司) by Shuanghua New Energy Vehicles Limited and the transactions contemplated thereunder, be and are hereby confirmed and approved; and
- (b) any one or more directors of the Company (the “**Directors**”) be and is/are hereby authorised to exercise all the powers of the Company to take all steps as he/they may in his/their opinion consider necessary, desirable or expedient to implement and/or give effect to the terms of the Equity Transfer Agreement and the transactions contemplated thereunder (with any amendments to the terms of such agreement which are consistent with the purpose thereof as may be approved by the Directors).”

By order of the Board
Shuanghua Holdings Limited
Zheng Ping
Chairman

Hong Kong, 2 July 2021

Registered Office:
Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
PO Box 2681, Grand Cayman
KY-1111, Cayman Islands

Principal place of business in Hong Kong:
2/F, Eton Tower
8 Hysan Avenue
Causeway Bay
Hong Kong

Notes:

- (1) The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer, attorney or other person duly authorised to sign the same.
- (2) A member of the Company entitled to attend and vote at the extraordinary general meeting convened by the above notice is entitled to appoint one or more proxies to attend and, in the event of a poll, vote on his/her behalf. A proxy need not be a member of the Company but must attend the extraordinary general meeting to represent the member.
- (3) In order to be valid, the form of proxy must be deposited with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong together with any power of attorney or other authority, under which it is signed, or a certified copy of that power or authority, not less than 48 hours before the time for holding the meeting.
- (4) In the case of joint holders of any shares in the Company, any one of such joint holders may vote at the extraordinary general meeting, either in person or by proxy, in respect of such shares as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the meeting, the vote of the senior holder who tenders a vote either in person or by proxy, will be accepted to the exclusion of the votes of the other joint registered holders.
- (5) Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or at any adjourned meeting (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
- (6) The register of members of the Company will be closed from Friday, 16 July 2021 to Tuesday, 20 July 2021, both days inclusive, for the purpose of determining entitlement of the Company's shareholders to attend and vote at the extraordinary general meeting. During this period, no share transfer will be registered. In order to qualify for attending and voting at the extraordinary general meeting, all completed share transfer forms, accompanied by the relevant certificates, must be lodged with the Company's Hong Kong branch 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 not later than 4:30 p.m. on Thursday, 15 July 2021.

As at the date of this notice, the Board consists of three executive Directors, Mr. Zheng Ping, Ms. Zheng Fei and Ms. Tang Lo Nar, one non-executive Director, Ms. Kong Xiaoling, and three independent non-executive Directors, Ms. Guo Ying, Mr. He Binhui and Mr. Chen Lifan.