



CHERISH SUNSHINE INTERNATIONAL LIMITED

承輝國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 1094)

FORM OF PROXY

Form of proxy for use by shareholders at the annual general meeting (the “Meeting”) of Cherish Sunshine International Limited (the “Company”) to be convened at Unit 705, 7/F, Nam Wo Hong Building, 148 Wing Lok Street, Sheung Wan, Hong Kong on Friday, 25 August 2023 at 10:00 a.m. (or any adjournment thereof)

I/We ^(note a) _____

of _____

being the holder(s) of _____ ^(note b) shares of HK\$0.1 each in the Company hereby appoint the chairman of the Meeting or _____ of _____

to act as my/our proxy ^(note c) at the Meeting of the Company to be held at Unit 705, 7/F, Nam Wo Hong Building, 148 Wing Lok Street, Sheung Wan, Hong Kong on Friday 25 August 2023 at 10:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the notice of the Meeting dated 28 July 2023.

Please put a “✓” in the appropriate boxes to indicate how you wish your vote(s) to be casted on a poll ^(note d).

ORDINARY RESOLUTIONS ^(note e)		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors of the Company for the year ended 31 March 2023.		
2(a).	To re-elect Mr. Shi Qiang as an executive director of the Company.		
2(b).	To re-elect Ms. Liu Qian as a non-executive director of the Company.		
2(c).	To re-elect Mr. Li Shun as a non-executive director of the Company.		
2(d).	To re-elect Ms. Deng Hua as an independent non-executive director of the Company.		
2(e).	To elect Ms. Yang Xiaoyan as an independent non-executive director of the Company.		
3.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
4.	To re-appoint Crowe (HK) CPA Limited as the auditors of the Company for the year ending 31 March 2024 and to authorise the board of directors of the Company to fix the auditors’ remuneration.		
5.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the issued shares of the Company as at the date of passing this resolution.		
6.	To give a general mandate to the directors of the Company to issue additional shares of the Company not exceeding 20% of the issued shares of the Company as at the date of passing this resolution.		
7.	To extend the general mandate granted to the directors of the Company to issue additional shares of the Company by the aggregate number of the shares repurchased by the Company.		

Dated this _____ day of _____ 2023

Shareholder’s signature _____ ^(notes f to k)

Notes:

- a Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
- b Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- c A proxy need not be a member of the Company. If you wish to appoint some person other than the chairman of the Meeting as your proxy, please delete the words "the chairman of the Meeting or" and insert the name and address of the person appointed proxy in the space provided.
- d If you wish to vote for any of the resolutions set out above, please tick ("✓") the box(es) marked "For". If you wish to vote against any resolutions, please tick ("✓") the box(es) marked "Against". If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- e The description of each resolution herein is by way of summary only. The full text appears in the notice of the Meeting dated 28 July 2023.
- f In the case of a joint holding, this form of proxy may be signed by any joint holder. Where there are joint holders of any share any one of such joint holder may vote, either in person 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 the Meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- g The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its seal or under the hand of an officer or attorney or other person authorised to sign the same.
- h To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or certified copy of such power or authority must be deposited at the office of the Company's branch share registrar in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the Meeting (i.e. by 10:00 a.m. on Wednesday, 23 August 2023) or any adjournment thereof.
- i Any alteration made to this form of proxy should be initialled by the person who signs the form.
- j For the purpose of determining members who are qualified for attending and voting at the Meeting, the register of members of the Company will be closed from Tuesday, 22 August 2023 to Friday, 25 August 2023 (both days inclusive), during which period no transfer of the Shares will be effected. In order to qualify for attending and voting at the Meeting, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong at the above address for registration by no later than 4:00 p.m. on Monday, 21 August 2023.
- k All times and dates specified herein refer to Hong Kong local times and dates.