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CHERISH SUNSHINE INTERNATIONAL LIMITED

承輝國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 1094)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“**SGM**”) of Cherish Sunshine International Limited (the “**Company**”) will be held at Unit 705, 7/F, Nam Wo Hong Building, 148 Wing Lok Street, Sheung Wan, Hong Kong on Friday, 29 September 2023 at 9:30 a.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. Terms defined in the circular of the Company dated 13 September 2023 bear the same meanings herein unless the context otherwise requires.

ORDINARY RESOLUTION

1. **“To consider and approve**

- (a) the procurement services framework agreement (the “**Procurement Services Framework Agreement**”) dated 14 August 2023 entered into between the Company and Ms. Liu Luoxiu (“**Ms. Liu**”) in relation to the provision of procurement services by the Company and/or its subsidiaries to associates (as defined under the Listing Rules) of Ms. Liu, with regards to procuring equipment and/or materials in EPC (Engineering, Procurement and Construction) projects that are concerned with new energy for a period from the date of passing of this resolution no. 1 and ending on 31 March 2024;
- (b) the proposed annual cap (the “**Proposed Annual Cap**”) for the year ending 31 March 2024 for transactions under the Procurement Services Framework Agreement; and

- (c) any one or more directors of the Company (“**Director**”) be and is/are hereby authorised to sign, seal, execute, perfect, deliver all such documents and to do all such acts or things as he/she/they may in his/her/their discretion consider necessary, expedient or desirable to give effect to the Procurement Services Framework Agreement and the transactions contemplated thereunder, including the Proposed Annual Cap.”

By Order of the Board
Cherish Sunshine International Limited
Wu Siyuan
Chairman

Hong Kong, 13 September 2023

Registered office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Principal place of business in Hong Kong:
Unit 705, 7/F
Nam Wo Hong Building
148 Wing Lok Street
Sheung Wan
Hong Kong

Notes:

1. Any shareholder of the Company (“**Shareholders**”) entitled to attend and vote at the SGM is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a Shareholder. A Shareholder who is the holder of two or more shares of the Company (“**Shares**”) may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed.
2. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of that power or authority, must be deposited at the Company’s Hong Kong Branch Share Registrar (i.e. Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong) as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the SGM (i.e. not later than 9:30 a.m. on Wednesday, 27 September 2023) or any adjournment thereof. Delivery of the form of proxy shall not preclude a Shareholder from attending and voting in person at the SGM and, in such event, the form of proxy shall be deemed to be revoked.
3. In order to qualify for attending and voting at the SGM, unregistered holders of Shares should ensure that all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong Branch Share Registrar, Union Registrars Limited (at its address shown in Note 2 above), for registration no later than 4:00 p.m., on Thursday, 28 September 2023.
4. References to time and dates in this notice are to Hong Kong time and dates.

5. If Typhoon Signal No. 8 or above, or a “black” rainstorm warning or “extreme conditions after super typhoons” announced by the Government of Hong Kong is/are in effect any time after 7:00 a.m. on the date of the SGM, the meeting will be postponed. The Company will publish an announcement on the website of the Company at www.sunshine1094.com and on the website of the Stock Exchange at www.hkexnews.hk to notify Shareholders of the date, time and venue of the rescheduled meeting.
6. In case of discrepancy between the English version and the Chinese version of this notice of the SGM, the English version shall prevail.
7. The resolution proposed to be approved at the SGM will be taken by poll except where the chairman of the SGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. An announcement will be made by the Company on the poll results of the SGM as soon as possible after the meeting.

As at the date hereof, the Board comprises three executive Director, namely Ms. Wu Siyuan, Mr. Shi Qiang and Ms. He Qian; three non-executive Directors, namely Ms. Liu Qian, Mr. Li Shun and Mr. Li Guanghua; and three independent non-executive Directors, namely Mr. Zhong Dengyu, Ms. Yang Xiaoyan and Ms. Deng Hua.