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Changhong Jiahua Holdings Limited

長虹佳華控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 3991)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of Changhong Jiahua Holdings Limited (the “**Company**”) will be held at 9th Floor, Beijing Changhong Sci-Tech Tower, Building 26, Zone 18, No. 188 West Road, South Fourth Ring Road, Fengtai District, Beijing, China on Friday, 29 December 2023 at 10:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions as ordinary resolutions of the Company.

Unless otherwise defined, capitalized terms used therein shall have the same meanings as those defined in the circular of the Company dated 11 December 2023 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the master supply agreement (the “**2024 Master Supply Agreement**”) dated 14 November 2023 entered into between the Company and Sichuan Changhong Electronics Holding Group Co., Ltd., a copy of which is tabled at the meeting and marked “A” and initialed by the chairman of the meeting for identification purpose, the terms thereof and the continuing connected transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (b) the proposed annual caps of the 2024 Master Supply Agreement as set out in the circular of the Company dated 11 December 2023 be and are hereby approved; and
- (c) any one director of the Company be and is hereby authorized for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the 2024 Master Supply Agreement.”

2. **“THAT**

- (a) the master purchase agreement (the **“2024 Master Purchase Agreement”**) dated 14 November 2023 entered into between the Company and Sichuan Changhong Electronics Holding Group Co., Ltd., a copy of which is tabled at the meeting and marked **“B”** and initialed by the chairman of the meeting for identification purpose, the terms thereof and the continuing connected transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (b) the proposed annual caps of the 2024 Master Purchase Agreement as set out in the circular of the Company dated 11 December 2023 be and are hereby approved; and
- (c) any one director of the Company be and is hereby authorized for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the 2024 Master Purchase Agreement.”

3. **“THAT**

- (a) the financial services agreement (the **“2024 Financial Services Agreement”**) dated 14 November 2023 entered into between the Sichuan Changhong IT Information Products Co., Ltd and Sichuan Changhong Group Finance Co., Ltd, a copy of which is tabled at the meeting and marked **“C”** and initialed by the chairman of the meeting for identification purpose, the terms of the deposit services thereof and the continuing connected transaction of the deposit services contemplated thereunder be and are hereby approved, ratified and confirmed;
- (b) the proposed annual caps for the deposit services under the 2024 Financial Services Agreement as set out in the circular of the Company dated 11 December 2023 be and are hereby approved; and
- (c) any one director of the Company be and is hereby authorized for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the deposit services under the 2024 Financial Services Agreement.”

Yours faithfully,
By order of the Board
Changhong Jiahua Holdings Limited
Zhu Jianqiu
Chairman and Executive Director

Hong Kong, 11 December 2023

Notes:

- i. For the purpose of determining the shareholders of the Company who are entitled to attend and vote at the SGM, the register of members of the Company will be closed from Wednesday, 27 December 2023 to Friday, 29 December 2023 (both days inclusive), during which no transfer of Shares can be registered. In order to qualify for attending and voting at the SGM, all transfer documents should be lodged for registration with the Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited of Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Friday, 22 December 2023.
- ii. Any member of the Company entitled to attend and vote at a meeting of the Company or a meeting of the holder of any class of shares in the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. On a poll, votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member holding two or more shares may appoint more than one proxy to attend on the same occasion.
- iii. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorized.
- iv. 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 notarially certified copy of that power or authority shall be deposited to the Company's branch registrar in Hong Kong, Hong Kong Registrars Limited of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong and in any event not less than 48 hours before the time appointed for the holding of the meeting or adjourned meeting (as the case may be).
- v. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the SGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- vi. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
- vii. Attendants should bear their own travelling, accommodation and other expenses.

As at the date of this notice, the executive directors of the Company are Mr. Zhu Jianqiu, Mr. Zhang Xiaolong, Mr. Zhao Qilin, Mr. Shao Min, Ms. Su Huiqing and Mr. Zhou Jiachao and the independent non-executive directors of the Company are Mr. Jonathan Chan Ming Sun, Mr. Gao Xudong and Mr. Meng Qingbin.