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Sunshine Insurance Group Company Limited

陽光保險集團股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6963)

NOTICE OF THE ANNUAL GENERAL MEETING OF 2023

NOTICE IS HEREBY GIVEN that the annual general meeting of 2023 (the “AGM”) of Sunshine Insurance Group Company Limited (the “Company”) will be held at Sunshine Financial City, Yard 1, Shangtong Avenue, Tongzhou District, Beijing, PRC at 9:30 a.m. on Monday, May 20, 2024 for the purposes of considering, and if thought fit, approving the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board of Directors for 2023
2. To consider and approve the report of the board of Supervisors for 2023
3. To consider and approve the annual report for 2023
4. To consider and approve the final financial report for 2023
5. To consider and approve the profit distribution plan for 2023
6. To consider and approve the appointment of accounting firms for 2024
7. To consider and approve the renewal of liability insurance for Directors, Supervisors and senior management
8. To consider and approve the election of Mr. Xu Ying as an independent non-executive Director of the sixth session of the Board

SPECIAL RESOLUTIONS

9. To consider and approve the amendments to the Articles of Association and the Rules of Procedures
 - 9.1 To consider and approve the amendments to the Articles of Association
 - 9.2 To consider and approve the amendments to the Rules of Procedures of Shareholders' general meeting
 - 9.3 To consider and approve the amendments to the Rules of Procedures of the Board of Directors
 - 9.4 To consider and approve the amendments to the Rules of Procedures of the Board of Supervisors
10. To consider and approve the grant of general mandate to the Board to issue additional H Shares
11. To consider and approve the grant of general mandate to the Board to repurchase H Shares

AS REPORTING DOCUMENT

1. To review the performance report of the Directors for 2023
2. To review the performance report of the independent Directors for 2023
3. To review the performance report of the Supervisors for 2023
4. To review the special report on the overall status of related party transactions for 2023
5. To review the assessment report on internal transactions for 2023

By order of the Board
Sunshine Insurance Group Company Limited
陽光保險集團股份有限公司
SHU Gaoyong
Joint Company Secretary

Hong Kong, April 26, 2024

Notes:

1. Closure of register of members

In order to determinate the list of Shareholders who are entitled to attend the AGM, the register of members of the Company will be closed from Tuesday, May 14, 2024 to Monday, May 20, 2024, both days inclusive, during which period no transfer of Shares will be effected. Holders of H Shares whose names appear on the register of members of the Company on Monday, May 20, 2024 shall be entitled to attend and vote at the AGM. For unregistered holders of H Shares of the Company who intend to attend the AGM, all transfer documents accompanied by the relevant Share certificates must be lodged with the Company's H 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 no later than 4:30 p.m. on Monday, May 13, 2024 for registration.

In order to confirm the list of Shareholders who are entitled to receive the 2023 final dividend, the register of members of the Company will be closed from Friday, May 24, 2024 to Tuesday, May 28, 2024, both days inclusive, during which period no transfer of Shares will be effected. To be eligible for the 2023 final dividend (subject to shareholders' approval), unregistered holders of H Share of the Company must lodge all transfer documents accompanied by the relevant Share certificates with the Company's H 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 no later than 4:30 p.m. on Thursday, May 23, 2024 for registration.

2. Proxy

A Shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in his stead. A proxy need not be a Shareholder of the Company but must attend the AGM in person to represent the relevant Shareholder. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized. In order to be valid, the proxy form together with the notarized power of attorney or other authorization document (if any) must be deposited at the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for holders of H Shares not less than 24 hours before the time fixed for the holding of the AGM (i.e. before 9:30 a.m. on Sunday, May 19, 2024) or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a Shareholder from attending and voting in person at the AGM or any adjournment thereof if he/she so wishes.

3. Voting by poll

According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), any vote of shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution which relates to a procedural or administrative matter to be voted on by a show of hands. As such, the resolutions set out in this notice of AGM will be voted on by way of poll. Results of the poll voting will be published on the website of the Company (www.sinosig.com) and the HKExnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) in accordance with the Listing Rules.

4. Other business

The AGM is expected to last for half a day. Shareholders or their proxies attending the AGM (and any adjournment thereof) shall produce their identity documents. Shareholders or their proxies attending the AGM shall be responsible for their own travelling and accommodation expenses.

As at the date of this notice, the board of directors of the Company comprises Mr. ZHANG Weigong, Mr. ZHAO Zongren, Mr. LI Ke, Mr. PENG Jihai and Mr. WANG Yongwen as executive directors; Mr. CAI Qiwu, Mr. WANG Jingwei, Mr. CHEN Yong, Ms. QIAN Yiqun and Mr. HOU Huisheng as non-executive directors; and Mr. LIU Zhanqing, Mr. GAO Bin, Ms. JIA Ning, Mr. WU Xiaoqiu and Mr. HONG Qi as independent non-executive directors.