## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in 無錫盛力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited\*) (the "Company"), you should at once hand this circular, together with the accompanying form of proxy and reply slip to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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# 無錫盛力達科技股份有限公司 Wuxi Sunlit Science and Technology Company Limited\*

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

(Stock Code: 1289)

REPORT OF THE DIRECTORS FOR THE YEAR 2021,
REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2021,
ANNUAL REPORT FOR THE YEAR 2021,
THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR 2021,

PROFIT DISTRIBUTION PLAN FOR THE YEAR 2021,
EXTERNAL AUDITOR'S FEES FOR THE YEAR 2021,
RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS
AS THE COMPANY'S EXTERNAL AUDITOR,
PURCHASE OF DIRECTORS' LIABILITY INSURANCE,
PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND

NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of the Company (the "AGM") to be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, the People's Republic of China (the "PRC") at 10:00 a.m. on Friday, 17 June 2022 is set out on pages 12 to 14 of this circular. Whether or not you are able to attend and vote at the AGM, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon to the H Share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of H Shares), or to the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of Domestic Shares) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjourned meeting should you so wish.

<sup>\*</sup> For identification purposes only

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## **DEFINITIONS**

In this circular, the following expressions have the meanings set out below unless the context requires otherwise.

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"AGM"	the annual general meeting of the Company to be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC at 10:00 a.m. on Friday, 17 June 2022, or any adjournment thereof
"AGM Notice"	the notice of the AGM as set out on pages 12 to 14 of this circular
"Articles of Association"	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
"Board"	the board of Directors
"Company"	無錫盛力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited*), a joint stock company incorporated in the PRC with limited liability
"Director(s)"	the director(s) of the Company
"Domestic Share(s)"	the domestic share(s) in the share capital of the Company with a par value of RMB1.00 each, which are subscribed for in Renminbi by investors inside the PRC
"Group"	the Company and its subsidiaries
"H Share(s)"	the overseas listed foreign invested share(s) in the share capital of the Company with a par value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollar and listed on The Stock Exchange of Hong Kong Limited
"H Share Registrar"	Union Registrars Limited
"HKD" or "HK\$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Latest Practicable Date"	25 April 2022, being the latest practicable date prior to printing of this circular for the purpose of ascertaining certain information in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time

the nomination committee of the Board

"Nomination

Committee"

## **DEFINITIONS**

"PRC" The People's Republic of China which, for the purpose of this

circular, excludes Hong Kong, Macau Special Administrative

Region of the PRC and Taiwan

"RMB" or "Renminbi" Renminbi, the lawful currency of the PRC

"Share(s)" the Domestic Share(s) and the H Share(s)

"Shareholder(s)" holder(s) of the Shares

"Stock Exchange" The Stock Exchange of Hong Kong Limited

"Supervisor(s)" the supervisor(s) of the Company

For ease of reference, the names of the PRC-incorporated companies and entities as well as PRC applicable laws and regulations have been included in this circular in both the Chinese and English languages. In the event of any inconsistency, the Chinese names shall prevail.



# 無錫盛力達科技股份有限公司

# Wuxi Sunlit Science and Technology Company Limited\*

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

(Stock Code: 1289)

Executive Directors:

Mr. Zhang Degang (Chairman)

Mr. Zhang Deqiang

Non-executive Director:

Ms. Zhang Jinghua

*Independent non-executive Directors:* 

Mr. Leung Yiu Cho

Mr. Yu Jianfeng

Mr. Zhong Ruifeng

Registered office and headquarters in the PRC:

1 Yanxin Road East

Huishan Economic Development Zone

Wuxi

Jiangsu Province

**PRC** 

Principal place of business

in Hong Kong:

Suite 2703, 27th Floor

Shui On Centre

6-8 Harbour Road

Wanchai

Hong Kong

29 April 2022

To the Shareholders,

Dear Sir/Madam,

REPORT OF THE DIRECTORS FOR THE YEAR 2021,
REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2021,
ANNUAL REPORT FOR THE YEAR 2021,
THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS

THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR 2021,

PROFIT DISTRIBUTION PLAN FOR THE YEAR 2021,
EXTERNAL AUDITOR'S FEES FOR THE YEAR 2021,
RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS
AS THE COMPANY'S EXTERNAL AUDITOR,
PURCHASE OF DIRECTORS' LIABILITY INSURANCE,
PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND

NOTICE OF ANNUAL GENERAL MEETING

### INTRODUCTION

The purpose of this circular is to give you the AGM Notice and provide you with relevant information to enable you to make informed decision on whether to vote for or against the resolutions to be proposed at the AGM for (among others) the following issues, to be approved by way of ordinary resolutions and special resolution:

### ORDINARY RESOLUTIONS

- (1) Receiving, considering and approving the report of the Directors for the year 2021;
- (2) Receiving, considering and approving the report of the board of Supervisors for the year 2021;
- (3) Receiving, considering and approving the annual report of the Company for the year 2021;
- (4) Receiving, considering and approving the Group's audited consolidated financial statements for the year 2021;
- (5) Considering and approving profit distribution plan for the year 2021;
- (6) Considering and approving external auditor's fees for the year 2021;
- (7) Considering and approving re-appointment of PricewaterhouseCoopers as the Company's external auditor;
- (8) Considering and approving appointment of Ms. Feng Lili as an executive Director of the Company; and
- (9) Considering and approving purchase of Directors' liability insurance.

## SPECIAL RESOLUTION

(10) Considering and approving the amendments to the Articles of Association.

## (1) DIRECTORS' REPORT FOR THE YEAR 2021

An ordinary resolution will be proposed at the AGM to receive, consider and approve the report of the Directors for the year 2021, the text of which is set out in the Company's annual report dated 29 April 2022.

### (2) REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2021

An ordinary resolution will be proposed at the AGM to receive, consider and approve the report of the board of Supervisors for the year 2021, the text of which is set out in the Company's annual report dated 29 April 2022.

## (3) ANNUAL REPORT FOR THE YEAR 2021

An ordinary resolution will be proposed at the AGM to receive, consider and approve the annual report of the Company for the year 2021 dispatched on 29 April 2022.

# (4) THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR 2021

An ordinary resolution will be proposed at the AGM to receive, consider and approve the Group's audited consolidated financial statements for the year ended 31 December 2021, the text of which is set out in the Company's annual report dispatched on 29 April 2022.

## (5) PROFIT DISTRIBUTION PLAN FOR THE YEAR 2021

Pursuant to the Articles of Association, an ordinary resolution will be proposed at the AGM to approve the Company's profit distribution plan for the year 2021.

In view of the Company's financial performance and future continuous development, the Board proposed not to recommend the payment of a final dividend for the year ended 31 December 2021. The Board has decided to retain funds for daily operation.

### (6) EXTERNAL AUDITOR'S FEES FOR THE YEAR 2021

An ordinary resolution will be proposed at the AGM to approve, confirm and ratify the fees paid or payable to the external auditor of the Company, PricewaterhouseCoopers, for the year ended 31 December 2021.

During the year ended 31 December 2021, the remuneration paid or payable to PricewaterhouseCoopers in respect of the audit service provided to the Group was approximately RMB1,396,000 (after tax).

# (7) RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE COMPANY'S EXTERNAL AUDITOR

An ordinary resolution will be proposed at the AGM to consider and approve the reappointment of PricewaterhouseCoopers as the Company's external auditor for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine its remuneration.

## (8) APPOINTMENT OF EXECUTIVE DIRECTOR

Upon the recommendation of the Nomination Committee, the Board resolved to nominate Ms. Feng Lili as a candidate of the executive Director, where the appointment will be approved at the AGM and will then take immediate effect upon the conclusion of the AGM.

Ms. Feng Lili is not an existing executive Directors or independent non-executive Directors and has agreed to be nominated as the candidate.

## (9) PURCHASE OF DIRECTORS' LIABILITY INSURANCE

The Company intends to purchase liability insurance for the Directors in compliance with the requirements of the corporate governance code in Appendix 14 to the Listing Rules, in order to minimise the Directors' risk of exposure to litigation arising from the performance of their respective functions and protecting the Company against the risk of litigation.

The Board will propose at the AGM for the approval of continuing the purchase of Directors' liability insurance and to authorise the Board to determine all relevant issues including, without limitation, insurance institutions, terms of insurance and insured amount, and to authorise the chairman of the Board or other person(s) authorised by the Board to sign the relevant insurance documents.

## (10) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In order to meet the needs of the Company's development, it is proposed to the Shareholders to consider and approve certain amendments to the Articles of Association at the AGM, details of which are as follows:

### 1. Amend Article 3.5 of the Articles of Association

Original:

Article 3.5 On July 24th 2012, the Company was converted into a joint stock limited company issuing a sum of 96,000,000 ordinary shares which were subscribed for and held by the promoters of the Company. The details of the shareholding are as follows:

No.	Name of Promoters	Number of Shares (0'000 shares)	Proportion of Total Share Capital (%)	Contribution Method
1	Zhang Degang	4,322.1504	45.02	Net asset
2	Zhang Deqiang	2,998.3104	31.23	Net asset
3	Zhang Jinghua	402.7392	4.2	Net asset
4	Shanghai Yudao Tiansui Investment Development Center (Limited Partnership)	480	5.00	Net asset
5	Wuxi Shunxin Investment Enterprise (Limited Partnership)	441.60	4.60	Net asset
6	Huaxuan (Shanghai) Equity Investment Fund Company Limited	192	2.0	Net asset

No.	Name of Promoters	Number of Shares (0'000 shares)	Proportion of Total Share Capital (%)	Contribution Method
7	Zuoli Holdings Group Company Limited	192	2.00	Net asset
8	Shanghai Anfuda Equity Investment Fund Partnership (Limited Partnership)	120	1.25	Net asset
9	Shanghai Fengyao Investment Partnership (Limited Partnership)	115.20	1.20	Net asset
10	Changzhou Jinling Huaruan Venture Capital Partnership (Limited Partnership)	96	1.00	Net asset
11	Shaanxi Xinjian Industrial Development Company Limited	96	1.00	Net asset
12	Shanghai Zhongjing Investment Partnership (Limited Partnership)	96	1.00	Net asset
13	Suzhou Industrial Park Heyuan Northern Light Venture Capital Partnership (Limited Partnership)	48	0.50	Net asset

The date of the contribution was July 19th 2012.

The details of the shareholders of the company's domestic shares and their shareholdings upon transfer of shares are as follows:

No.	Name of Promoters	Number of Shares (0'000 shares)	Proportion of Total Share Capital (%)
1	Zhang Degang	4,322.1504	33.77
2	Zhang Deqiang	2,998.3104	23.42
3	Zhang Jinghua	402.7392	3.15
4	Shanghai Yudao Tiansui Investment Development Center (Limited Partnership)	480	3.75
5	Wuxi Shunxin Investment Enterprise (Limited Partnership)	441.60	3.45
6	Huaxuan (Shanghai) Equity Investment Fund Company Limited	192	1.5
7	Zuoli Holdings Group Company Limited	192	1.5
8	Shanghai Anfuda Equity Investment Fund Partnership (Limited Partnership)	120	0.94
9	Shanghai Fengyao Investment Partnership (Limited Partnership)	115.20	0.9
10	Changzhou Jinling Huaruan Venture Capital Partnership (Limited Partnership)	96	0.75
11	Shanxi Renren Investment Management Company Limited	96	0.75
12	Shanghai Zhongjing Investment Partnership (Limited Partnership)	96	0.75

			Proportion of
		Number of	<b>Total Share</b>
No.	Name of Promoters	Shares	Capital
		(0'000 shares)	(%)
13	Suzhou Industrial Park Heyuan Northern Light	48	0.37
	Venture Capital Partnership (Limited Partnership)		

## Amended to:

Article 3.5 On July 24th 2012, the Company was converted into a joint stock limited company issuing a sum of 96,000,000 ordinary shares which were subscribed for and held by the promoters of the Company. The details of the shareholding are as follows:

No.	Name of Promoters	Number of Shares (0'000 shares)	Proportion of Total Share Capital (%)	Contribution Method
1	Zhang Degang	4,322.1504	45.02	Net asset
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6	Huaxuan (Shanghai) Equity Investment Fund Company Limited	192	2.0	Net asset
7	Zuoli Holdings Group Company Limited	192	2.00	Net asset
8	Shanghai Anfuda Equity Investment Fund Partnership (Limited Partnership)	120	1.25	Net asset
9	Shanghai Fengyao Investment Partnership (Limited Partnership)	115.20	1.20	Net asset
10	Changzhou Jinling Huaruan Venture Capital Partnership (Limited Partnership)	96	1.00	Net asset
11	Shaanxi Xinjian Industrial Development Company Limited	96	1.00	Net asset
12	Shanghai Zhongjing Investment Partnership (Limited Partnership)	96	1.00	Net asset
13	Suzhou Industrial Park Heyuan Northern Light Venture Capital Partnership (Limited Partnership)	48	0.50	Net asset

The date of the contribution was July 19th 2012.

The details of the shareholders of the company's domestic shares and their shareholdings upon transfer of shares are as follows:

No.	Name of Promoters	Number of Shares (0'000 shares)	Proportion of Total Share Capital (%)
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4	Shanghai Yudao Tiansui Investment Development Center (Limited Partnership)	480	3.75
5	Wuxi Shunxin Investment Enterprise (Limited Partnership)	441.60	3.45
6	Huaxuan (Shanghai) Equity Investment Fund Company Limited	192	1.5
7	Zuoli Holdings Group Company Limited	192	1.5
8	Shanghai Anfuda Equity Investment Fund Partnership (Limited Partnership)	120	0.94
9	Shanghai Fengyao Investment Partnership (Limited Partnership)	115.20	0.9
10	Changzhou Jinling Huaruan Venture Capital Partnership (Limited Partnership)	96	0.75
11	Shaanxi Xinjian Industrial Development Company Limited	96	0.75
12	Shanghai Zhongjing Enterprise Management Partnership (Limited Partnership)	96	0.75
13	Suzhou Industrial Park Heyuan Northern Light Venture Capital Partnership (Limited Partnership)	48	0.37

## 2. Amend Article 10.1 of the Articles of Association

## Original:

Article 10.1 The Company shall have a board of directors which is accountable to and report its work to the shareholders' general meeting. The board of directors consists of 7 directors, of which 2 of them are executive directors, 2 is non-executive director and 3 are independent non-executive directors. The board of directors shall have one chairman of the board of directors, but no vice chairman.

### Amended to:

Article 10.1 The Company shall have a board of directors which is accountable to and report its work to the shareholders' general meeting. The board of directors consists of 7 directors, of which 3 are independent non-executive directors. The board of directors shall have one chairman of the board of directors, but no vice chairman.

The Hong Kong and PRC legal advisors of the Company have confirmed that the Amendments to the Articles of Association comply with the provisions of the Listing Rules and are not inconsistent with the laws of the PRC respectively. The Directors also confirmed that there is nothing unusual about the Amendments to the Articles of Association for a company listed in Hong Kong.

## (11) THE AGM

#### Notice of the AGM

The AGM will be held at 10:00 a.m. on Friday, 17 June 2022 at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC. The notice of the AGM is set out on pages 12 to 14 of this circular.

## Closure of register of members

For ascertaining the identity of shareholders who will be eligible to attend and vote at the AGM, the register of members of the Company will be closed from Wednesday, 18 May 2022 to Friday, 17 June 2022, both dates inclusive, the period during which no transfer of Shares will be effected. In order to be qualified to attend and vote at the AGM, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the H Share Registrar at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of the H Shares), or the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of Domestic Shares) no later than 4:00 p.m. on Tuesday, 17 May 2022.

### Reply slip and proxy form

If you are eligible and intend to attend the AGM, please complete and return the reply slip in accordance with the instructions printed thereon as soon as possible and in any event on or before Friday, 27 May 2022.

Shareholders who intend to attend the AGM by proxy are requested to complete and return the form of proxy, in accordance with the instructions printed thereon as soon as possible and in any event no later than 24 hours before the time appointed for the holding of the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

## Voting by poll

Pursuant to Rule 13.39(4) of the Listing Rules, resolutions to be proposed at the AGM must be taken by poll except where the chairman, 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. The chairman of the AGM will therefore demand a poll for every resolution put to the vote at the AGM. On a poll, every Shareholder present in person or by proxy or (being a corporation) by its duly authorised representative shall have one vote for each Share registered in his or her name in the register of members of the Company. A Shareholder entitled to more than one vote need not use all his or her votes or cast all the votes he or she uses in the same way.

#### RECOMMENDATION

The Directors considers that all resolutions set out in the AGM Notice for the Shareholders' consideration and approval are in the best interests of the Company and the Shareholders as a whole. As such, the Board recommends the Shareholders to vote in favor of all the resolutions set out in the AGM Notice which are to be proposed at the AGM.

Yours faithfully,
By order of the Board
無錫盛力達科技股份有限公司
Wuxi Sunlit Science and Technology Company Limited\*
Zhang Degang
Chairman

<sup>\*</sup> For identification purposes only



## 無錫盛力達科技股份有限公司

# Wuxi Sunlit Science and Technology Company Limited\*

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

(Stock Code: 1289)

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "AGM") of 無錫盛 力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited\*) (the "Company" together with its subsidiaries, the "Group")) will be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, the People's Republic of China (the "PRC") at 10:00 a.m. on Friday, 17 June 2022 to consider and, if thought fit, to pass, with or without modifications, the following resolutions of the Company:

#### ORDINARY RESOLUTIONS

- 1. To receive, consider and approve the report of the board of directors of the Company for the year ended 31 December 2021;
- 2. To receive, consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2021;
- 3. To receive, consider and approve the annual report of the Company for the year ended 31 December 2021;
- 4. To receive, consider and approve the Group's audited consolidated financial statements for the year ended 31 December 2021;
- 5. To consider and approve the Company's profit distribution plan for the year ended 31 December 2021;
- 6. To consider and approve, confirm and ratify the fees paid or payable to the external auditor of the Company, PricewaterhouseCoopers, for the year ended 31 December 2021;
- 7. To consider and approve the re-appointment of PricewaterhouseCoopers as the Company's external auditor for a term until the conclusion of the next annual general meeting of the Company, and to authorise the board of directors of the Company to determine its remuneration;
- 8. To consider and approve the appointment of Ms. Feng Lili as executive Director of the Company;

<sup>\*</sup> For identification purposes only

## NOTICE OF 2021 ANNUAL GENERAL MEETING

To consider and approve the purchase of directors' liability insurance and to authorise (i) the board of directors of the Company to determine all relevant issues including, without limitation, insurance institutions, terms of insurance and insured amount; and (ii) the chairman or other person(s) authorised by the board of directors of the Company to sign all relevant documents.

### SPECIAL RESOLUTION

10. To consider and approve the amendments to the Articles of Association.

By order of the Board 無錫盛力達科技股份有限公司 Wuxi Sunlit Science and Technology Company Limited\* **Zhang Degang** 

Chairman

Hong Kong, 29 April 2022

#### Notes:

- 1. The register of members of the Company will be closed from Wednesday, 18 May 2022 to Friday, 17 June 2022, both days inclusive, during which period no transfer of shares of the Company will be effected. The holders of shares of the Company whose names appear on the register of members of the Company on Friday, 17 June 2022 will be entitled to attend and vote at the AGM. In order to be qualified to attend and vote at the AGM, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the H Share registrar of the Company, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of H shares of the Company, the "H Share(s)"), or the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of domestic shares of the Company, the "Domestic Share(s)") no later than 4:00 p.m. on Tuesday, 17 May 2022.
- 2. Any shareholder of the Company (the "Shareholder") who is entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his behalf. A proxy need not be a Shareholder.
- The instrument appointing a proxy must be made in writing and signed under the hand of the appointer or his attorney duly authorised in writing. If any appointer is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.
- In order to be valid, the proxy form must be deposited, for the holders of H Shares, to the H Share registrar of the Company, Union Registrars Limited, or for the holders of Domestic Shares, to the Company's registered office in the PRC, not less than 24 hours before the time appointed for holding the AGM (or any adjournment thereof). If the proxy form is signed by a person under a power of attorney or other authorisation instruments, a notarially certified copy of that power of attorney or other authorisation instruments shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjourned meetings should you so wish.

<sup>\*</sup> For identification purposes only

## NOTICE OF 2021 ANNUAL GENERAL MEETING

- 5. Shareholders shall produce their identity documents and supporting documents in respect of shares held when attending the AGM. If any corporate shareholder appoints authorised representative to attend the AGM, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other decision-making bodies of the corporate shareholder or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents when attending the AGM.
- 6. Shareholders who intend to attend the AGM should complete and return the reply slip in writing to the Company's H Share registrar in Hong Kong (for holders of H Shares) or the registered office of the Company in the PRC (for holders of Domestic Shares) on or before Friday, 27 May 2022.
- 7. The AGM is expected to be held for less than half a day. Shareholders who intend to attend the AGM shall arrange and bear their own travel and accommodation expenses.
- 8. The name and address of the Company's H Share registrar in Hong Kong is as follows:

Union Registrars Limited Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong

9. The registered office of the Company in the PRC is as follows:

1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC

10. Where there are joint registered holders of any share(s) of the Company, only the joint shareholder whose name appears first in the register of shareholders of the Company may attend and vote at the AGM, either in person or by proxy, in respect of such share(s) as if he/she were solely entitled thereto.

As at the date of this notice, the executive directors of the Company are Mr. Zhang Degang and Mr. Zhang Deqiang, the non-executive director of the Company is Ms. Zhang Jinghua and the independent non-executive directors of the Company are Mr. Leung Yiu Cho, Mr. Yu Jianfeng and Mr. Zhong Ruifeng.

The candidates for executive Director recommended by the Board for appointment at the AGM are set out below:

### **EXECUTIVE DIRECTOR**

Ms. Feng Lili (馮麗麗), aged 41, graduated from Nanjing University of Finance & Economics (南京財經大學) majoring in finance and accounting. In 2013, she obtained the 董事會秘書資格證書 (Qualification Certificate of Board Secretary\*) from the Shenzhen Stock Exchange and the 會計專業技術初級資格證書 (Qualification Certificate of Speciality and Technology in Accounting (Elementary)\*) approved and authorised by the Ministry of Human Resources and Social Security of the People's Republic of China and the Ministry of Finance of the People's Republic of China. In 2019, she obtained the 會計專業技術中級資格證書 (Qualification Certificate of Speciality and Technology in Accounting (Intermediate)\*) approved and authorised by the Ministry of Human Resources and Social Security of the PRC and the Ministry of Finance of the PRC. In 2020, she obtained her Certified Management Accountant (CMA) certification.

Ms. Feng was a manager of the Finished Products Department at 揚州紀元紡織有限公司 (Yangzhou Jiyuan Textile Co., Ltd.\*) from 2002 to 2005 and a business manager at 常熟比例床上用品廠 (Changshu Proportion Beddings Factory\*) from 2005 to 2010. She worked at the Management Department of the Company from February 2011 to July 2012 and as a representative for securities matters at the board office of the Company from July 2012 to June 2015. She has been the secretary to the Board of the Company since June 2015 and the financial controller of the Company since November 2019.

If elected, Ms. Feng will enter into a service contract with the Company for a term commencing from 17 June 2022 and ending on the date of the conclusion of the fourth session of the Board of the Company. She will not receive any salary or other remuneration and/or benefits for her role as a Director. Ms. Feng is subject to retirement by rotation in accordance with the Articles of Association of the Company.

As at the Latest Practicable Date, Ms. Feng does not have or is not deemed to have any interests in any shares or underlying shares of the Company or its associated corporations (the "Share(s)") pursuant to Part XV of the Securities and Futures Ordinance ("SFO").

Save as disclose above, (i) Ms. Feng has not held any directorship in other listed companies in Hong Kong or overseas for last three years and other major appointments and professional qualifications; (ii) Ms. Feng does not hold any other positions in the Group; and (iii) Ms. Feng does not have any relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders of the Company (the "Shareholder(s)").

There is no other information that should be disclosed in respect of Ms. Feng pursuant to the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.