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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 THE SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**SGM**”) of Cherish Sunshine International Limited (the “**Company**”) will be held at Room 21A, Aikang Building, Zhangjiagang City, Suzhou, Jiangsu Province, the PRC on Tuesday, 25 October 2022 at 11 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as ordinary resolutions of the Company.

### **ORDINARY RESOLUTIONS**

1. “**THAT**

- (a) conditional upon The Stock Exchange of Hong Kong Limited granting the listing of and permission to deal in an aggregate of 5,055,000 new shares of the Company to satisfy the grant of the awarded shares (the “**Non-connected Awarded Shares**”) to the grantees who are not connected persons of the Company (the “**Non-connected Grantees**”) pursuant to the terms of the share award plan adopted by the Company on 29 April 2022, as amended from time to time (the “**Share Award Plan**”), the directors of the Company (the “**Directors**”) be and are hereby authorised to exercise the powers of the Company to allot and issue the Non-connected Awarded Shares to Tricor Trust (Hong Kong) Limited to hold on trust for the Non-connected Grantees pursuant to the Share Award Plan; and
- (b) any one of the Directors be and is hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the allotment and issue of the Non-connected Awarded Shares to the Non-connected Grantees and the transactions contemplated thereunder.”

2. “**THAT**

- (a) conditional upon The Stock Exchange of Hong Kong Limited granting the listing of and permission to deal in an aggregate of 5,714,000 new shares of the Company to satisfy the grant of the awarded shares (the “**Connected Awarded Shares**”) to the grantees who are connected persons of the Company (the “**Connected Grantees**”) pursuant to the terms of the Share Award Plan, the Directors be and are hereby authorised to exercise

the powers of the Company to allot and issue of the Connected Awarded Shares to Tricor Trust (Hong Kong) Limited to hold on trust for the Connected Grantees pursuant to the Share Award Plan; and

- (b) any one of the Directors be and is hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the proposed allotment and issue of the Connected Awarded Shares to the Connected Grantees and the transactions contemplated thereunder.”
3. “**THAT** the grant of 1,258,000 Connected Awarded Shares pursuant to the Share Award Plan to Ms. Wu Siyuan be and is hereby approved and confirmed.”
  4. “**THAT** the grant of 2,717,000 Connected Awarded Shares pursuant to the Share Award Plan to Ms. Liu Qian be and is hereby approved and confirmed.”
  5. “**THAT** the grant of 1,258,000 Connected Awarded Shares pursuant to the Share Award Plan to Mr. Li Shun be and is hereby approved and confirmed.”
  6. “**THAT** the grant of 306,000 Connected Awarded Shares pursuant to the Share Award Plan to Mr. Li Guanghua be and is hereby approved and confirmed.”
  7. “**THAT** the grant of 175,000 Connected Awarded Shares pursuant to the Share Award Plan to Mr. Li Shipeng be and is hereby approved and confirmed.”

By order of the Board  
**Cherish Sunshine International Limited**  
**Wu Siyuan**  
*Chairman and Chief Executive*

Hong Kong, 6 October 2022

*Notes:*

- a. Any shareholder of the Company 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 of the Company. A shareholder who is the holder of two or more shares of the Company 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 and class of shares in respect of which each such proxy is so appointed.

- b. In order to be valid, a proxy form 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, 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 11 a.m. on Sunday, 23 October 2022) or any adjournment thereof. Delivery of the proxy form shall not preclude a shareholder of the Company from attending and voting in person at the SGM and, in such event, the proxy form shall be deemed to be revoked.
- c. To ascertain shareholders' eligibility to attend and vote at the SGM, the register of members of the Company will be closed from Thursday, 20 October 2022 to Tuesday, 25 October 2022 (both days inclusive) during which period no share transfer will be effected. In order to qualify for attending and voting at the SGM, unregistered holders of shares of the Company 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 b above), for registration no later than 4:00 p.m., on Wednesday, 19 October 2022.
- d. References to time and dates in this Notice are to Hong Kong time and dates.

*As at the date of this notice, the Board comprises two executive Directors, namely Ms. Wu Siyuan (Chairman and Chief Executive) 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, Mr. Jiang Jun and Ms. Deng Hua.*