

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.

CHERISH SUNSHINE INTERNATIONAL LIMITED

承輝國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 1094)

DESPATCH OF CIRCULAR

AND

REVISED EXPECTED TIMETABLE IN RELATION TO

(1) INCREASED IN AUTHORISED SHARE CAPITAL

**(2) PROPOSED RIGHTS ISSUE ON THE BASIS OF FIVE (5) RIGHTS
SHARES FOR EVERY EIGHT (8) SHARES HELD ON
THE RECORD DATE;**

**(3) CONNECTED TRANSACTION IN RELATION TO
THE UNDERWRITING AGREEMENT;**

AND

(4) APPLICATION FOR WHITEWASH WAIVER

Reference is made to (i) the announcement of Cherish Sunshine International Limited (the “**Company**”) dated 18 October 2022 (the “**Announcement**”) in relation to, among other things, the Increased in Authorised Share Capital, the Rights Issue, the Placing Agreement, the Underwriting Agreement and the Whitewash Waiver, and (ii) the announcement dated 8 November 2022 (the “**Delay Announcement**”) in relation to, among other things, the delay in despatch of the Circular. Capitalised terms used herein shall have the same meanings as defined in the Announcement unless the context otherwise requires.

REVISED EXPECTED TIMETABLE

As disclosed in the Delay Announcement, the Circular containing, among other things (i) further details of the Increase in Authorised Share Capital, the Rights Issue, the Placing Agreement, the Underwriting Agreement and the Whitewash Waiver; (ii) a letter of recommendations from the Listing Rules IBC in respect of the Rights Issue, the Placing Agreement and the Underwriting Agreement; (iii) a letter of recommendations from the Takeovers Code IBC in respect of the Rights Issue, the Placing Agreement, the Underwriting Agreement and the Whitewash Waiver; (iv) a letter of advice from the Independent Financial Adviser to the Listing Rules IBC, the Takeovers Code IBC and the Independent Shareholders in regard to the aforesaid; (v) other information required under the Listing Rules and the Takeovers Code; and (vi) a notice convening the SGM, is expected to be despatched no later than 8 December 2022.

The expected date of despatch of the Circular, proxy form and the notice of the SGM shall be revised to Wednesday, 30 November 2022, from Friday, 18 November 2022 as disclosed in the Announcement.

The expected timetable for the Rights Issue is accordingly revised as follows:

Events	Time and date
Date of despatch of the Circular, proxy form and the notice of the SGM.	Wednesday, 30 November 2022
Latest time for lodging transfer of Shares to qualify for attendance and voting at the SGM.	4:00 p.m. on Tuesday, 13 December 2022
Closure of register of members of the Company (both days inclusive)	Wednesday, 14 December 2022 to Tuesday, 20 December 2022
Latest time for lodging proxy forms for the SGM.	10:00 a.m. on Sunday, 18 December 2022
Record date for attendance and voting at the SGM.	Tuesday, 20 December 2022

Events	Time and date
Expected time and date of the SGM	10:00 a.m. on Tuesday, 20 December 2022
Announcement of the poll results of the SGM	Tuesday, 20 December 2022
Last day of dealings in the Shares on cum-rights basis relating to the Rights Issue	Wednesday, 21 December 2022
First day of dealings in the Shares on ex-rights basis relating to the Rights Issue	Thursday, 22 December 2022
Latest time for the Shareholders to lodge transfer of the Shares in order to qualify for the Rights Issue	4:00 p.m. on Friday, 23 December 2022
Closure of register of members of the Company for the Rights Issue (both days inclusive)	Wednesday, 28 December 2022 to Wednesday, 4 January 2023
Record date for the Rights Issue	Wednesday, 4 January 2023
Despatch of the Prospectus Documents	Friday, 6 January 2023
First day of dealings in nil-paid Rights Shares (in board lots of 8,000 Shares)	Tuesday, 10 January 2023
Latest time for splitting of nil-paid Rights Shares	4:00 p.m. on Thursday, 12 January 2023
Last day of dealings in nil-paid Rights Shares	Tuesday, 17 January 2023
Latest time for lodging transfer documents of nil-paid Rights Shares in order to qualify for the Compensatory Arrangements	4:00 p.m. on Friday, 20 January 2023
Latest time for acceptance of and payment for the Rights Shares	4:00 p.m. on Friday, 20 January 2023

Events	Time and date
Announcement of the number of Unsubscribed Rights Shares subject to the Compensatory Arrangements.	Friday, 27 January 2023
Commencement of placing of Unsubscribed Rights Shares by the Placing Agent	Monday, 30 January 2023
Latest time of placing of the Unsubscribed Rights Shares by the Placing Agent	4:00 p.m. on Friday, 3 February 2023
Latest time for terminating the Underwriting Agreement and for the Rights Issue to become unconditional	4:00 p.m. on Friday, 3 February 2023
Announcement of results of the Rights Issue	Tuesday, 7 February 2023
Despatch of share certificates for fully-paid Rights Shares and completion of Placing to take place.	on or before Wednesday, 8 February 2023
Refund cheques, if any, to be despatched (if the Rights Issue is terminated)	on or before Wednesday, 8 February 2023
Commencement of dealings in fully-paid Rights Shares (in board lots of 8,000 Shares)	9:00 a.m. on Thursday, 9 February 2023
Payment of Net Gain to relevant No Action Shareholders and Non-Qualifying Shareholders and net proceeds from sale of nil-paid Rights Shares to the relevant Non-Qualifying Shareholders (if any)	Tuesday, 14 February 2023

All times and dates stated in this announcement refer to Hong Kong local times and dates. The expected timetable is indicative only and may be varied. Any changes to the expected timetable will be announced by way of an announcement by the Company as and when appropriate.

WARNING OF THE RISKS OF DEALING IN THE SHARES

Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon, among other things, the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof (a summary of which is set out in the sub-section headed “Termination of the Underwriting Agreement” under the section headed “The Underwriting Agreement” in the Announcement). Accordingly, the Rights Issue may or may not proceed.

Any party who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s). Shareholders and potential investors are advised to exercise caution when dealing in the Shares and the nil-paid Right Shares.

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

Hong Kong, 29 November 2022

As at the date of this announcement, 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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.