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SINO ICT HOLDINGS LIMITED

芯成科技控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 00365)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of Sino ICT Holdings Limited (the “**Company**”) will be held at 9:30 a.m. on Tuesday, 20 December 2022 at Meeting Room 8, 558 Shibo Avenue, Pudong New District, Shanghai, China (or any adjournment thereof), for the purpose of considering, if thought fit, passing the following resolution as ordinary resolution of the Company. Unless otherwise defined, capitalised terms used herein shall have the same meanings as in the circular of the Company dated 1 December 2022 (the “**Circular**”).

ORDINARY RESOLUTION

“THAT:

1. (a) the Finance Lease Transaction Documents II and the transactions contemplated thereunder are hereby approved, confirmed and ratified; and
- (b) any Director be and is hereby authorised to do such acts and things, to sign and execute all such further documents and to take such steps as he may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Finance Lease Transaction Documents II and the transactions contemplated thereunder and all other matters incidental thereto or in connection therewith, and to agree to and make such variations, amendments or waivers of any of the matters relating thereto or in connection therewith.”

Yours faithfully,
On behalf of the Board
Sino ICT Holdings Limited
Yuan I-Pei
Chairman

Hong Kong, 1 December 2022

Notes:

- (1) Under the current circumstance of the outbreak of the coronavirus (COVID-19), certain special measure will be implemented by the Company at the special general meeting (the “SGM”) in order to reduce the risk of infection, including: (i) compulsory body temperature check/screening; (ii) wearing of surgical face masks throughout the SGM; and (iii) keeping social distancing of at least 1.5 metres. In addition, Shanghai, China, being the location of the SGM, is currently implementing a series of quarantine measures. Such quarantine measures may be adjusted from time to time and it is recommended that attendees should make reference to the latest policies and/or measures published by the local authorisation before planning their journey. **For the health and safety of Shareholders, it is highly recommended that Shareholders exercise their voting rights at the SGM by appointing the Chairman of the SGM as their proxy and return their proxy forms by the time specified blow, instead of physical attending in person at the SGM.**
- (2) A Shareholder of the Company entitled to attend and vote at the SGM is entitled to appoint another person as his proxy to attend and, subject to the provisions of the Bye-laws of the Company, vote on his behalf. A Shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf. A proxy need not be a Shareholder of the Company.
- (3) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. If the appointer is a corporation, then the instrument shall be signed under seal or under hand of an officer, attorney or other person authorised in writing.
- (4) In order to be valid, the form of proxy together with a 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 office of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre,16 Harcourt Road, Hong Kong not less than forty-eight (48) hours before the time appointed for the holding of the SGM or any adjournment thereof in order for such documents to be valid. Completion and return of the form of proxy will not preclude any Shareholder from attending and voting in person should he so desire and in such event the instrument appointing a proxy shall be deemed to be revoked.
- (5) For the purposes of determining the entitlements of the Shareholders of the Company to attend and vote at the SGM, the register of members of the Company will be closed from Thursday, 15 December 2022 to Tuesday, 20 December 2022 (both days inclusive), during which period no transfers of Shares will be registered. In order to qualify for the aforesaid entitlements, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited at 17/F, Far East Finance Centre,16 Harcourt Road, Hong Kong, no later than 4:30 p.m. on Wednesday, 14 December 2022.
- (6) As at the date hereof, the Board comprises:

Executive Directors:

Mr. Yuan I-Pei (*Chairman*)
Mr. Xia Yuan (*Chief Executive Officer*)

Non-executive Directors:

Mr. Li Yongjun
Mr. Li Jinxian

Independent Non-executive Directors:

Mr. Wang Yanxin
Mr. Cui Yuzhi
Mr. Bao Yi
Mr. Ping Fan