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FULLSUN INTERNATIONAL HOLDINGS GROUP CO., LIMITED

福晟國際控股集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00627)

NOTICE OF SCHEME MEETING

Reference is made to the announcement (the “**Announcement**”) of Fullsun International Holdings Group Co., Limited (the “**Company**”) dated 23 March 2023 in relation to the order of the Court made on 23 March 2023 directing, among others, that the Scheme Meeting be convened. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

The Company wishes to announce that the Scheme Meeting will be held at Room 1811, 18/F, V Heun Building, 138 Queen’s Road Central, Central, Hong Kong on Friday, 19 May 2023 at 10:00 a.m. (Hong Kong time). All Creditors are entitled (but not obligated) to attend the Scheme Meeting at such place and time either in person (or, if a corporation, by a duly authorised representative) or by proxy.

Notice of the Scheme Meeting is set out in the annex to this announcement.

By order of the Board

Fullsun International Holdings Group Co., Limited

Pan Haoran

Executive Director and Chief Executive Officer

Hong Kong, 27 April 2023

As at the date of this announcement, the board of directors of the Company comprises two executive directors, namely Mr. Pan Haoran and Mr. Li Jinrong and three independent non-executive directors, namely Mr. Kong Tat Yee, Mr. Yau Pak Yue and Mr. Zheng Zhen.

IN THE HIGH COURT OF THE
HONG KONG SPECIAL ADMINISTRATIVE REGION
COURT OF FIRST INSTANCE
MISCELLANEOUS PROCEEDINGS NO. 2129 OF 2022

IN THE MATTER OF
FULLSUN INTERNATIONAL HOLDINGS GROUP CO., LIMITED
(福晟國際控股集團有限公司)

and

IN THE MATTER OF
SECTIONS 670, 671, 673 AND 674 OF THE COMPANIES ORDINANCE
(CAP. 622 OF THE LAWS OF THE HONG KONG
SPECIAL ADMINISTRATIVE REGION)

NOTICE OF SCHEME MEETING

Unless otherwise specified, terms used in this Notice have the same meanings as in the Explanatory Statement and the Scheme relating to the proposed scheme of arrangement between Fullsun International Holdings Group Co., Limited (the “**Company**”) and the Creditors under section 670 of the Companies Ordinance (Cap. 622).

NOTICE IS HEREBY GIVEN that, by an Order dated 23 March 2023 (the “**Court Order**”) made by the High Court of the Hong Kong Special Administrative Region (“**Court**”) in the above matter, the Court has directed that a Scheme Meeting (the “**Scheme Meeting**”) be convened of the Creditors of the Company for the purpose of considering and, if thought fit, approving (with or without modification or condition approved and imposed by the Court) the Scheme proposed to be made between the Company and the Creditors pursuant to Sections 670, 671, 673 and 674 of the Companies Ordinance (Cap. 622).

The Scheme Meeting will be held at 10:00 a.m. on Friday, 19 May 2023 at Room 1811, 18/F, V Heun Building, 138 Queen's Road Central, Central, Hong Kong with any adjournment as may be appropriate. All Creditors are entitled (but not obligated) to attend the Scheme Meeting at such place and time either in person (or, if a corporation, by a duly authorised representative) or by proxy.

By the Court Order, the Court has appointed Ms. Shirley Lau, Solicitor or failing her, Ms. Melissa Xie, General Manager of the Company, to act as chairlady of the Scheme Meeting and to report the result thereof to the Court.

A copy of the Scheme and a copy of the Explanatory Statement required to be furnished pursuant to Section 671 of the Companies Ordinance (Cap. 622) are incorporated in the Scheme Document of which this Notice forms part. The Scheme Document together with the Form of Proxy and a Notice of Claim for Voting Purpose have been posted to the registered or last known addresses of the Creditors in the books and records of the Company.

The Scheme Document together with the Form of Proxy and a Notice of Claim for Voting Purpose can also be obtained free of charge by any Creditor between the hours of 10 a.m. and 4 p.m. on weekdays (excluding public holidays in Hong Kong) prior to the day appointed for the Scheme Meeting at 35/F., One Pacific Place, 88 Queensway, Hong Kong.

Creditors who intend to attend and vote at the Scheme Meeting must sign and return the Notice of Claim for Voting Purpose to 35/F., One Pacific Place, 88 Queensway, Hong Kong, no later than 5:00 p.m. on 9 May 2023 (i.e. ten (10) days before the date of the Scheme Meeting).

The Creditors may vote in person at the Scheme Meeting or they may appoint another person, whether a Creditor or not, as their proxy to attend and vote in their stead. A corporate Creditor may also appoint a representative to attend and vote at the Scheme Meeting. A Form of Proxy is included in Appendix 9 to the Scheme Document and can be obtained at 35/F., One Pacific Place, 88 Queensway, Hong Kong during usual business hours as stated above. The Form of Proxy must be delivered to 35/F., One Pacific Place, 88 Queensway, Hong Kong, no later than 10:00 a.m. on 17 May 2023 (i.e. two (2) business days before the date of the Scheme Meeting).

Completion and return of the Form of Proxy by a Creditor will not preclude the Creditor from attending and voting in person at the Scheme Meeting, but in such event the Form of Proxy will be deemed to have been revoked.

The Scheme will be subject to subsequent approval and sanction of the Court and to the fulfilment of the conditions set out in Section 6 of the Explanatory Statement.

Dated this 27th day of April 2023

Ms. Shirley Lau

Chairlady of the Scheme Meeting