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CHINA SUNSHINE PAPER HOLDINGS COMPANY LIMITED

中國陽光紙業控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2002)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (“EGM”) of China Sunshine Paper Holdings Company Limited (the “**Company**”) will be held at China Sunshine Paper Office Tower, Changle Economic Development Zone, Weifang, Shandong, China, on Tuesday, 5 March 2024 at 10:00 a.m., for the purposes of considering and, if thought fit, passing with or without modification, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT:**

- (a) the terms of the purchase framework agreement entered into between China Ramble Paper Company Limited (中國遠博紙業有限公司) and Xiamen C&D Paper & Pulp Group Co., Ltd.* (廈門建發漿紙集團有限公司) on 2 January 2024 (the “**Purchase Framework Agreement**”), the transactions contemplated under the Purchase Framework Agreement and the proposed annual caps under the Purchase Framework Agreement for the years ending 31 December 2024, 2025 and 2026 as described in the circular of the Company dated 19 February 2024 be and are hereby approved, confirmed and ratified in all respects; and
- (b) any director of the Company be and is hereby authorised to take any step and execute such other documents as they consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Purchase Framework Agreement or the transactions contemplated thereunder.”

2. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT:**

- (a) the terms of the sales framework agreement entered into between Shandong Century Sunshine Paper Group Co., Ltd.* (山東世紀陽光紙業集團有限公司) and Xiamen C&D Paper & Pulp Group Co., Ltd.* (廈門建發漿紙集團有限公司) on 2 January 2024 (the “**Sales Framework Agreement**”), the transactions contemplated under the Sales Framework Agreement and the proposed annual caps under the Sales Framework Agreement for the years ending 31 December 2024, 2025 and 2026 as described in the circular of the Company dated 19 February 2024 be and are hereby approved, confirmed and ratified in all respects; and
- (b) any director of the Company be and is hereby authorised to take any step and execute such other documents as they consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Sales Framework Agreement or the transactions contemplated thereunder.”

By order of the Board
China Sunshine Paper Holdings Company Limited
Wang Dongxing
Chairman and Executive Director

Weifang, Shandong Province, the PRC, 19 February 2024

Notes:

1. The register of members of the Company will be closed from Thursday, 29 February 2024 to Tuesday, 5 March 2024, both days inclusive, during which no transfer of shares of the Company will be registered. The record date for entitlement to attend and vote at the EGM is Tuesday, 5 March 2024. In order to qualify for attending and voting at the EGM, shareholders must ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Center, 183 Queen’s Road East, Hong Kong, no later than 4:30 p.m. on Wednesday, 28 February 2024.
2. Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint another person as his or her proxy to attend and vote on his or her behalf. A shareholder of the Company who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be a shareholder of the Company.
3. Where there are joint registered holders of any shares of the Company, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such shares as if he or she was solely entitled to do so. However, if more than one of such joint holders be present at any EGM personally or by proxy, the joint holder whose name stands first on the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote in respect of such joint holding.

4. In order to be valid, a proxy form in the prescribed form together with the power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, must be lodged with the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 48 hours before the time fixed for holding the annual general meeting or any adjournment of such meeting.

As at the date of this notice, the directors of the Company are:

Executive directors: Mr. Wang Dongxing, Mr. Shi Weixin, Mr. Wang Changhai and Mr. Ci Xiaolei

Non-executive directors: Ms. Wu Rong and Mr. Zhang Xiaohui

Independent non-executive directors: Ms. Zhang Tao, Mr. Wang Zefeng and Ms. Jiao Jie

** For identification purposes only*