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If you are in any doubt about this circular or as to the action to be taken, you should consult a stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Sun.King Technology Group Limited, you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

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Sun.King Technology Group Limited **賽晶科技集團有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 580)

AMENDMENTS TO EXISTING ARTICLES OF ASSOCIATION, ADOPTION OF NEW ARTICLES OF ASSOCIATION, GRANT OF SHARE OPTIONS AND NOTICE OF EXTRAORDINARY GENERAL MEETING

The notice convening the extraordinary general meeting of Sun.King Technology Group Limited to be held at 9-A, KongGangRongHuiYuan, Yuhua Road, Zone B, Airport Industrial Zone, Shunyi District, Beijing, People's Republic of China (中華人民共和國北京市順義區空港工業區B區裕華路空港融慧園9-A) on Friday, 26 September 2025 at 10:00 a.m. is set out on pages EGM-1 to EGM-3 of this circular. The form of proxy for the extraordinary general meeting is enclosed. The form of proxy is also published on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk. Whether or not you intend to attend the extraordinary general meeting, you are required to complete the form of proxy in accordance with the instructions printed thereon. The form of proxy and (if required by the board of directors of Sun.King Technology Group Limited) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Hong Kong branch share registrar of Sun.King Technology Group Limited, Tricor Investor Services Limited, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the extraordinary general meeting or any adjournment thereof at which the person named in the form of proxy proposes to vote. Delivery of the form of proxy shall not preclude a shareholder from attending and voting in person at the extraordinary general meeting and in such event, the form of proxy shall be deemed to be revoked.

15 August 2025

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DEFINITIONS

In this circular, unless the context otherwise requires, the following terms have the followings meanings:

“associate”	has the meaning ascribed to it under the Listing Rules, and “associates” shall be construed accordingly
“Board”	the board of Directors
“Company”	Sun.King Technology Group Limited (賽晶科技集團有限公司), an exempted company incorporated with limited liability under the laws of the Cayman Islands, the issued shares of which are listed on the Main Board of the Stock Exchange
“core connected person”	has the meaning ascribed to it under the Listing Rules, and “core connected persons” shall be construed accordingly
“Date of Offer”	18 July 2025, which is the date of the Board meeting for proposing the grant of the Share Options to Mr. Xiang Jie and is taken as the date of grant for the purpose of calculating the exercise price in accordance with the Listing Rules
“Directors”	the directors of the Company, and “Director” shall be construed accordingly
“Existing Articles of Association”	the amended and restated articles of association of the Company currently in force
“Extraordinary General Meeting”	the extraordinary general meeting of the Company to be held at 9-A, KongGangRongHuiYuan, Yuhua Road, Zone B, Airport Industrial Zone, Shunyi District, Beijing, PRC (中國北京市順義區空港工業區B區裕華路空港融慧園9-A) on Friday, 26 September 2025 at 10:00 a.m. or any adjournment thereof
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“IGBT”	insulated gate bipolar transistor, and “IGBTs” shall be construed accordingly

DEFINITIONS

“Latest Practicable Date”	8 August 2025, which is the latest practicable date prior to the issue of this circular for the purpose of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“New Articles of Association”	the new set of amended and restated articles of association of the Company incorporating the Proposed Amendments, and proposed to be adopted at the Extraordinary General Meeting
“Notice of Extraordinary General Meeting”	the notice convening the Extraordinary General Meeting as set out on pages EGM-1 to EGM-3 of this circular
“PRC”	the People’s Republic of China, and for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Proposed Amendments”	the amendments proposed to be made to the Existing Articles of Association as detailed in the Appendix to this circular
“Shares”	ordinary shares of nominal value of HK\$0.1 each in the share capital of the Company, and “Share” shall be construed accordingly
“Share Options”	the share options granted or to be granted under the Share Option Scheme, and “Share Option” shall be construed accordingly
“Share Option Scheme”	the share option scheme of the Company, which was adopted on 21 May 2020 and became effective on 3 June 2020, as amended, supplemented or otherwise modified from time to time
“Shareholders”	holders of the Shares, and “Shareholder” shall be construed accordingly
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial Shareholder”	has the meaning ascribed to it under the Listing Rules, and “substantial Shareholders” shall be construed accordingly

DEFINITIONS

“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs, as amended, supplemented or otherwise modified from time to time
“treasury Shares”	has the meaning ascribed to it under the Listing Rules, and “treasury Share” shall be construed accordingly
“%”	per cent

LETTER FROM THE BOARD



Sun.King Technology Group Limited **賽晶科技集團有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 580)

Executive Directors:

Mr. Xiang Jie
Mr. Gong Renyuan
Mr. Yue Zhoumin

Independent non-executive Directors:

Mr. Chen Shimin
Mr. Zhang Xuejun
Mr. Leung Ming Shu
Ms. White Caige

Registered office:

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Headquarters:

9-A, KongGangRongHuiYuan
Yuhua Road
Zone B, Airport Industrial Zone
Shunyi District
Beijing
PRC

Principal place of business in Hong Kong:

31st Floor, Tower Two, Times Square
1 Matheson Street
Causeway Bay
Hong Kong

15 August 2025

To the Shareholders

Dear Sir or Madam,

**AMENDMENTS TO EXISTING ARTICLES OF ASSOCIATION,
ADOPTION OF NEW ARTICLES OF ASSOCIATION,
GRANT OF SHARE OPTIONS
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to give you further information on, among others, the following proposals to be put forward at the Extraordinary General Meeting: (a) the amendments to the Existing Articles of Association; (b) the adoption of the New Articles of Association; and (c) the grant of the Share Options to Mr. Xiang Jie.

AMENDMENTS TO EXISTING ARTICLES OF ASSOCIATION AND ADOPTION OF NEW ARTICLES OF ASSOCIATION

As disclosed in the announcement of the Company dated 18 July 2025, the Company proposes to (a) make the Proposed Amendments to the Existing Articles of Association for the purposes of (i) enabling the Company to hold hybrid and electronic meetings; (ii) permitting electronic voting; (iii) permitting the Company to hold treasury Shares; (iv) aligning with the requirements of the Consultation Conclusions to Proposals to Further Expand the Paperless Listing Regime and Other Rule Amendments published by the Stock Exchange; (v) ensuring compliance with Appendix A1 (Core Shareholder Protection Standards) to the Listing Rules; (vi) enhancing the clarity of certain provisions of the Existing Articles of Association; (vii) updating certain provisions of the Existing Articles of Association to reflect current market standards (e.g. postponement of a general meeting); and (viii) making minor housekeeping edits; and (b) adopt the New Articles of Association incorporating the Proposed Amendments in substitution for, and to the exclusion of, the Existing Articles of Association.

The Proposed Amendments are detailed in the Appendix to this circular. The Proposed Amendments and the proposed adoption of the New Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the Extraordinary General Meeting.

The Shareholders should note that the New Articles of Association are in English. The Chinese translation of any content of the New Articles of Association is for reference purpose only. In case of any inconsistency between the English and Chinese versions of the New Articles of Association, the English version shall prevail.

GRANT OF SHARE OPTIONS

As disclosed in the announcement of the Company dated 18 July 2025, the Company offered to grant the Share Options to Mr. Xiang Jie to subscribe for up to 20,000,000 Shares pursuant to the Share Option Scheme, which, if exercised in full, would represent approximately 1.26% of the number of issued Shares (excluding any treasury Share) as at the Day of Offer. As at the Date of Offer, to the best of the knowledge of the Directors having made all reasonable enquiries, Mr. Xiang was a substantial Shareholder interested in 389,994,347 Shares carrying voting rights (excluding any Share which may be issued to Mr. Xiang upon the exercise of the Share Options granted or to be granted to him), representing approximately 24.48% of the number of issued Shares carrying voting rights (excluding any treasury Share). The Company has not granted to Mr. Xiang any of the Share Options which were offered to him on 23 December 2024 as the resolution approving such proposed grant of Share Options was not passed at the annual general meeting of the Company held on 6

LETTER FROM THE BOARD

June 2025 (please refer to the announcement of the Company dated 23 December 2024, the circular of the Company dated 29 April 2025 and the announcement of the Company dated 6 June 2025 for details). The Company had not granted any Share Option to Mr. Xiang in the 12-month period up to and including the Date of Offer.

Details of the proposed grant of the Share Options to Mr. Xiang Jie are as follows:

Date of Offer:	18 July 2025.
Number of the Share Options proposed to be granted:	20,000,000 Share Options, each entitling Mr. Xiang to subscribe for one Share.
Exercise price of the Share Options:	HK\$1.400 per Share, which is not less than the highest of (a) the closing price of HK\$1.400 per Share as stated in the daily quotations sheet of the Stock Exchange on the Date of Offer; (b) the average closing price of HK\$1.360 per Share as stated in the daily quotations sheets of the Stock Exchange for the five trading days immediately preceding the Date of Offer; and (c) the nominal value of HK\$0.100 per Share.
Closing price of the Shares on the Date of Offer:	HK\$1.400 per Share.
Exercise period of the Share Options:	The Share Options vested according to the paragraph below may be exercised by Mr. Xiang at any time until the expiry of six years from the Date of Offer (the “ Exercise Period ”).
Vesting period of the Share Options:	(a) the Share Options for 25% of the Shares which may be issued upon the exercise of the Share Options so granted shall vest on the date of the first anniversary of the Date of Offer (if such anniversary date is not a business day, then on the business day immediately prior to such anniversary date) (the “ First Vesting Date ”). Mr. Xiang may exercise all or part of such vested Share Options at any time from the First Vesting Date until the expiry of the Exercise Period;

LETTER FROM THE BOARD

- (b) the Share Options for 25% of the Shares which may be issued upon the exercise of the Share Options so granted shall vest on the date of the second anniversary of the Date of Offer (if such anniversary date is not a business day, then on the business day immediately prior to such anniversary date) (the “**Second Vesting Date**”). Mr. Xiang may exercise all or part of such vested Share Options at any time from the Second Vesting Date until the expiry of the Exercise Period;
- (c) the Share Options for 25% of the Shares which may be issued upon the exercise of the Share Options so granted shall vest on the date of the third anniversary of the Date of Offer (if such anniversary date is not a business day, then on the business day immediately prior to such anniversary date) (the “**Third Vesting Date**”). Mr. Xiang may exercise all or part of such vested Share Options at any time from the Third Vesting Date until the expiry of the Exercise Period; and
- (d) the Share Options for the remaining 25% of the Shares which may be issued upon the exercise of the Share Options so granted shall vest on the date of the fourth anniversary of the Date of Offer (if such anniversary date is not a business day, then on the business day immediately prior to such anniversary date) (the “**Fourth Vesting Date**”). Mr. Xiang may exercise all or part of such vested Share Options at any time from the Fourth Vesting Date until the expiry of the Exercise Period.

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Restrictions on the exercise of the Share Options: If as a result of the exercise of the Share Options, (a) the public float as required under the Listing Rules cannot be maintained; or (b) Mr. Xiang and/or the parties acting in concert (as defined in the Takeovers Code) with him will be obliged to make a mandatory general offer for all the Shares and other securities of the Company not already owned by them under Rule 26 of the Takeovers Code, then the Share Options may only be exercised by Mr. Xiang to the extent allowable under the Listing Rules or the Takeovers Code (as the case may be) the result of which will not violate the public float requirement or trigger any obligation to make a mandatory general offer.

Performance targets: There are no performance targets attached to the Share Options.

The remuneration committee of the Board is of the view that performance targets are not necessary for the following reasons: (a) the value of the Share Options is subject to the future price of the Shares, which in turn depends on the performance of the Group; and (b) the vesting period of the Share Options will ensure that the interests of Mr. Xiang and those of the Company are aligned, thus motivating Mr. Xiang to contribute to the development of the Group, which is in line with the purpose of the Share Option Scheme.

Clawback mechanism: The Share Options are subject to the clawback mechanism embedded in the terms of the Share Option Scheme, which provides for the lapse of the Share Options under certain circumstances. For example, the Share Options shall lapse and not be exercisable on the date on which the grantee ceases to be an employee of the Group by reason of a termination of his/her employment on grounds of persistent or serious misconduct.

As Mr. Xiang Jie is an executive Director and a substantial Shareholder, the proposed grant of the Share Options to Mr. Xiang was approved by the independent non-executive Directors in accordance with Rule 17.04(1) of the Listing Rules on the Date of Offer.

Pursuant to Rule 17.03D(1) of the Listing Rules and the terms of the Share Option Scheme, as the proposed grant of the Share Options to Mr. Xiang Jie would result in the Shares issued and to be issued in respect of all the Share Options granted to Mr. Xiang

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(excluding any Share Option lapsed in accordance with the terms of the Share Option Scheme) in the 12-month period up to and including the Date of Offer representing in aggregate over 1% of the Shares in issue (excluding any treasury Share), the proposed grant of the Share Options to Mr. Xiang must be separately approved by the Shareholders in general meeting, i.e. the Extraordinary General Meeting, with Mr. Xiang and his associates abstaining from voting in favour at the Extraordinary General Meeting.

Pursuant to Rule 17.04(3) of the Listing Rules and the terms of the Share Option Scheme, as the proposed grant of the Share Options to Mr. Xiang Jie, who is a substantial Shareholder, would result in the Shares issued and to be issued in respect of all the Share Options granted (excluding any Share Option lapsed in accordance with the terms of the Share Option Scheme) to Mr. Xiang in the 12-month period up to and including the Date of Offer representing in aggregate over 0.1% of the Shares in issue (excluding any treasury Share), the proposed grant of the Share Options to Mr. Xiang must be approved by the Shareholders in general meeting, i.e. the Extraordinary General Meeting, in the manner set out in Rule 17.04(4) of the Listing Rules such that Mr. Xiang, his associates and all core connected persons of the Company shall abstain from voting in favour at the Extraordinary General Meeting.

Major terms of the Share Option Scheme

Set out below are the major terms of the Share Option Scheme relevant to the grant of the Share Options to Mr. Xiang Jie:

(a) Definition

In the Share Option Scheme, references to Shares allotted and/or issued upon the exercise of the Share Options shall include treasury Shares and references to issue and/or allotment of Shares shall include transfer of treasury Shares.

(b) Grant of the Share Options

- (i) An offer shall be made to Mr. Xiang Jie in writing (and unless so made shall be invalid) in such form as the Directors (excluding Mr. Xiang) may from time to time determine, either generally or on a case-by-case basis, specifying the number of the Shares under the Share Options to be granted to Mr. Xiang and the “**Option Period**” (which means, in respect of any particular Share Option to be granted to Mr. Xiang, a period (which may not expire later than 10 years from the Date of Offer) to be determined and notified by the Directors (excluding Mr. Xiang) to Mr. Xiang and, in the absence of such determination, from the Date of Offer to the earlier of (A) the date on which the Share Options lapse under the provisions of the Share Option Scheme; and (B) 10 years from the Date of Offer, within which the Share Options may be exercised subject to the terms of the Share Option Scheme) in respect of which the offer is made and further requiring Mr. Xiang to undertake to hold the Share Options on the terms on which they are

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to be granted and to be bound by the provisions of the Share Option Scheme and shall remain open for acceptance by Mr. Xiang (and by no other person) for a period of up to 21 days from the Date of Offer.

- (ii) An offer shall state, in addition to the matters specified in the preceding paragraph, among others, the minimum period for which the Share Options must be held (which should not be less than 12 months), and the performance target(s) (if any) that must be attained by Mr. Xiang Jie before any Share Option can be exercised.
- (iii) An offer shall have been accepted by Mr. Xiang Jie in respect of all the Shares under the Share Options which are offered to Mr. Xiang when the duplicate letter comprising acceptance of the offer duly signed by Mr. Xiang together with a remittance in favour of the Company of HK\$1.00 by way of consideration for the grant thereof is received by the Company within such time as may be specified in the offer (which shall not be later than 21 days from the Date of Offer). Such remittance shall in no circumstances be refundable.
- (iv) Any offer may be accepted by Mr. Xiang Jie in respect of less than the number of Shares under the Share Options which are offered provided that it is accepted in respect of a board lot for dealings in the Shares on the Stock Exchange or an integral multiple thereof and such number is clearly stated in the duplicate letter comprising acceptance of the offer duly signed by Mr. Xiang and received by the Company together with a remittance in favour of the Company of HK\$1.00 by way of consideration for the grant thereof within such time as may be specified in the offer (which shall not be later than 21 days from the Date of Offer). Such remittance shall in no circumstances be refundable.

(c) *Exercise price*

The exercise price in respect of the Share Options to be granted to Mr. Xiang Jie shall, subject to any adjustments made pursuant to the provisions of the Share Option Scheme, be at the discretion of the Directors (excluding Mr. Xiang), provided that it shall not be less than the highest of:

- (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet for trade in one or more board lots of the Shares on the Date of Offer;
- (ii) the average closing price of the Shares as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the Date of Offer; and
- (iii) the nominal value of the Share.

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(d) Exercise of the Share Options

- (i) The Share Options shall be personal to Mr. Xiang Jie and shall not be transferable or assignable and Mr. Xiang shall not in any way sell, transfer, charge, mortgage, encumber or otherwise dispose of or create any interest whatsoever in favour of any third party over or in relation to any Share Option or enter into any agreement so to do. Any breach of the foregoing by Mr. Xiang shall entitle the Company to cancel any Share Option granted to Mr. Xiang to the extent not already exercised.
- (ii) Unless otherwise determined by the Directors (excluding Mr. Xiang Jie) and stated in the offer to Mr. Xiang, Mr. Xiang is not required to achieve any performance targets before the exercise of any Share Option granted to him.
- (iii) In the event of a resolution being proposed for the voluntary winding-up of the Company during the Option Period, Mr. Xiang Jie may, subject to the provisions of all applicable laws, by notice in writing to the Company at any time not less than two business days before the date on which such resolution is to be considered and/or passed, exercise the Share Options (to the extent not already exercised) either to their full extent or to the extent specified in such notice in accordance with the provisions of the Share Option Scheme and the Company shall allot and issue to Mr. Xiang the Shares in respect of which Mr. Xiang has exercised the Share Options not less than one day before the date on which such resolution is to be considered and/or passed whereupon Mr. Xiang shall accordingly be entitled, in respect of the Shares allotted and issued to him in the aforesaid manner, to participate in the distribution of the assets of the Company available in liquidation *pari passu* with the Shareholders on the day prior to the date of such resolution. Subject thereto, all the Share Options then outstanding shall lapse and determine on the commencement of the winding-up.
- (iv) The Shares to be allotted and issued upon the exercise of the Share Options will be subject to all the provisions of the articles of association of the Company for the time being in force and will rank *pari passu* in all respects with the then existing fully paid Shares in issue on the date on which the Share Options are duly exercised or, if that date falls on a day when the register of members of the Company is closed, the first day of the re-opening of the register of members (the “**Exercise Date**”) and accordingly will entitle the holders thereof to participate in all dividends or other distributions paid or made on or after the Exercise Date other than any dividend or other distribution previously declared or recommended or resolved to be paid or made if the record date therefor shall be before the Exercise Date. A Share allotted and issued upon the exercise of the Share Option shall not carry voting rights until the name of Mr. Xiang Jie has been duly entered on the register of members of the Company as the holder thereof.

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(e) Early termination of the Option Period

The Option Period in respect of any Share Option shall automatically terminate and that Share Option (to the extent unvested, or vested but not already exercised) shall lapse, among others, in respect of a grantee who is an eligible employee, the date on which the grantee ceases to be an eligible employee by reason of a termination of his employment on the grounds that he has been guilty of persistent or serious misconduct, or has committed any act of bankruptcy or has become insolvent or has made any arrangement or composition with his creditors generally, or has been convicted of any criminal offence (other than an offence which in the opinion of the Directors does not bring the grantee or the Group into disrepute).

Reasons for the grant of the Share Options

Mr. Xiang Jie is the founder of the Group and has been an executive Director and a substantial Shareholder since the listing of the Shares on the Stock Exchange on 13 October 2010. As a supplier of power electronic devices and system solutions, the Group's business has been steadily developing and expanding in scale since the listing under the leadership of Mr. Xiang. In the face of the domination of imported products in the power electronic industry's competition landscape, under the business development strategy formulated by Mr. Xiang, the Group accurately grasped the national development policy of the high-end power electronic industry of encouraging domestic enterprises to manufacture power electronic products to replace imported products and focused on the development of high-end power electronic products. In addition to replacing imported anode saturation reactors for current-switching valves in high-voltage direct current power transmission with domestically produced ones before the listing, which enabled the Group to maintain its competitive advantage, the Group subsequently self-developed various products used in the power transmission and distribution network, such as high-voltage power capacitors, capacitors for direct current transmission and intelligent power grid online monitoring systems, which successively passed a series of complex procedures such as power grid quality and reliability verification as well. The income from products applied in the field of power transmission and distribution is the main source of growth of the Group's results. Meanwhile, as a core power device in the power electronic industry, IGBT is also one of the development priorities in the national plan. Facing the current situation of high technical barriers and a large market scale but monopolised by foreign enterprises, Mr. Xiang first proposed the research, development and production of IGBT in the Group and personally established a technical research and development team composed of domestic and European professionals. Up to the present, a series of IGBT products have been developed, including those adopting the seventh-generation micro-trench technology, and have already generated revenue. The global market demand for IGBT is steadily increasing, particularly in the process of IGBT localisation, there is a large room for replacing imported products with domestic products. IGBT projects will become the driving force for the long-term sustainable development of the Group.

On the other hand, Mr. Xiang has been making forward-looking plans for internationalisation for many years to cope with changes in the domestic market. Mr. Xiang personally led the overseas acquisitions and investments of the Group, introducing cutting-edge power electronic technologies and products such as impedance measurement

LETTER FROM THE BOARD

technology, marine solid state direct current circuit breakers, and solid state alternating current switchgears, and adopted multiple channels to expand the overseas market for domestic products. The internationalisation strategy has not only enhanced the diversity and technological competitiveness of the Group's high-end products, but also led to a continuous and significant increase in revenue from overseas markets and projects in recent years.

In recognition of his commitment, support and contribution to the growth of the Group and as an incentive for his continuing commitment and support to the Group in future, the Company offered to grant to Mr. Xiang Jie the Share Options to subscribe for up to 20,000,000 Shares pursuant to the Share Option Scheme on the Date of Offer. In determining the number of Share Options to be offered to Mr. Xiang, the Board (excluding Mr. Xiang) has considered factors such as time commitment, duties and responsibilities of Mr. Xiang at the issuer level as the chairman of the Board and the chairman of the strategy and sustainability committee of the Board, and at the subsidiary level as the director of New Excel Holdings Limited, the director of Sunking Pacific Limited, the director of Sun King Pacific Semiconductor Technology (Hong Kong) Co., Limited, the executive director of Jiashan Sunking Power Equipment Technology Co., Ltd. (嘉善華瑞賽晶電氣設備科技有限公司), the chairman of Sunking Pacific Semiconductor Technology (Zhejiang) Co., Ltd. (賽晶亞太半導體科技(浙江)有限公司), the president of the board of directors of Astrol Electronic AG and the president of the board of directors of SwissSEM Technologies AG; and Mr. Xiang being a key senior management and is crucial to the ongoing development of the Group.

In addition, the acceptance by Mr. Xiang Jie of the Share Options offered by the Company (if such grant of Share Options is approved by the Shareholders in the Extraordinary General Meeting) signifies his confidence in the existing and future development potentials of the Group. With his continuing support and his desire to maintain his majority shareholding interests in the Company by accepting the Share Options offered by the Company (if such grant of Share Options is approved by the Shareholders in the Extraordinary General Meeting), the Board (excluding Mr. Xiang) believes that the grant of the Share Options to Mr. Xiang will help promote the stability and business continuity of the Group which is crucial and beneficial to the further development of the Group.

Further, the Board (excluding Mr. Xiang) is of the view that the grant of the Share Options to Mr. Xiang Jie is an appropriate way to reflect his significant contributions made to the Group as the grant of the Share Options will not impose substantial financial burden on the Group. To the contrary, upon the exercise of any of the Share Options, the financial position of the Company will be improved by the addition of further share capital and working capital to the Company.

The grant of the Share Options to Mr. Xiang Jie was approved on 18 July 2025 by the independent non-executive Directors who were of the view that Mr Xiang was valuable to the Group and should be rewarded for his contributions to the Group.

The independent non-executive Directors consider that the terms of the Share Options to be granted to Mr. Xiang Jie are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

LETTER FROM THE BOARD

Mandate limit on the Share Option Scheme

Pursuant to Rule 17.03B(1) of the Listing Rules and the terms of the Share Option Scheme, the total number of Shares which may be issued in respect of all the Share Options to be granted under the Share Option Scheme must not exceed 10% of the Shares in issue (excluding any treasury Share) as at the date of approval of the Share Option Scheme by the Shareholders in general meeting. Based on the 1,630,831,000 Shares in issue as at the date of approval of the Share Option Scheme, the maximum number of Shares which could be issued upon the exercise of the Share Options is 163,083,100.

The Board (excluding Mr. Xiang Jie) proposed to grant the Share Options to Mr. Xiang to subscribe for up to 20,000,000 Shares, which, together with the 49,700,000 Shares which may be issued upon the exercise of all the Share Options granted and yet to be exercised under the Share Option Scheme, will not exceed the limit of 163,083,100 Shares which may be issued by the Company under the Share Option Scheme.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Set out from pages EGM-1 to EGM-3 of this circular is the Notice of Extraordinary General Meeting containing, among others, the resolutions approving the Proposed Amendments, the adoption of the New Articles of Association and the grant of the Share Options.

In order to establish the identity of the Shareholders who are entitled to attend and vote at the Extraordinary General Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong, no later than 4:30 p.m. on Monday, 22 September 2025. The register of members of the Company will be closed from Tuesday, 23 September 2025 to Friday, 26 September 2025, both days inclusive, during which period no transfer of Shares will be registered. The Shareholders whose names appear on the register of members of the Company at the close of business on Friday, 26 September 2025 are entitled to attend and vote at the Extraordinary General Meeting.

FORM OF PROXY

The form of proxy for the Extraordinary General Meeting is enclosed. The form of proxy is also published on the website of the Stock Exchange at www.hkexnews.hk. Whether or not you intend to attend the Extraordinary General Meeting, you are required to complete the form of proxy in accordance with the instructions printed thereon. The form of proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the Extraordinary General Meeting or any adjournment thereof at which the person named in the form of proxy proposes to vote. Delivery of the form of

LETTER FROM THE BOARD

proxy shall not preclude a Shareholder from attending and voting in person at the Extraordinary General Meeting and in such event, the form of proxy shall be deemed to be revoked.

VOTING

Pursuant to Rule 13.39(4) of the Listing Rules and Article 66(1) of the Existing Articles of Association, any vote of Shareholders at a general meeting of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Pursuant to Article 66 (1) of the Existing Articles of Association, on a poll every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote for every fully paid Share of which he/she/it is the holder. Pursuant to Article 69 of the Existing Articles of Association, a person entitled to more than one vote on a poll need not use all his/her/its votes or cast all the votes he/she/it uses in the same way.

As at the Latest Practicable Date, to the best of the knowledge of the Directors having made all reasonable enquiries, (a) Mr. Xiang Jie was interested in 389,994,347 Shares carrying voting rights (excluding any Share which may be issued to Mr. Xiang upon the exercise of the Share Options granted or to be granted to him), representing approximately 24.48% of the number of issued Shares carrying voting rights (excluding any treasury Share); (b) among the 389,994,347 Shares in which Mr. Xiang was interested, 51,666,000 Shares were directly held by Mr. Xiang and the remaining 338,328,347 Shares were directly held by Max Vision Holdings Limited; (c) Max Vision Holdings Limited was wholly-owned by Jiekun Limited, which was wholly-owned by Sapphire Skye Holdings Limited; and (d) Sapphire Skye Holdings Limited was wholly-owned by Zedra Trust Company (Singapore) Limited, which was the trustee of a private trust of which Mr. Xiang was the settlor and his family members were the beneficiaries.

Pursuant to Rule 17.03D(1) of the Listing Rules and the terms of the Share Option Scheme, the grant of the Share Options to Mr. Xiang Jie must be separately approved by the Shareholders in general meeting, which is proposed to be the Extraordinary General Meeting, with Mr. Xiang and his associates abstaining from voting in favour at the Extraordinary General Meeting. As such, Mr. Xiang and Max Vision Holdings Limited shall abstain from voting in favour of the resolution approving the grant of the Share Options to Mr. Xiang at the Extraordinary General Meeting.

Pursuant to Rule 17.04(3) of the Listing Rules and the terms of the Share Option Scheme, the grant of the Share Options to Mr. Xiang Jie must be approved by the Shareholders in general meeting, which is proposed to be the Extraordinary General Meeting, in the manner set out in Rule 17.04(4) of the Listing Rules such that Mr. Xiang, his associates and all core connected persons of the Company shall abstain from voting in favour at the Extraordinary General Meeting. As at the Latest Practicable Date, Mr. Gong Renyuan and Mr. Yue Zhoumin were executive Directors, Ms. Ren Jie was the spouse of Mr. Gong and Ms. Pan Yu was the spouse of Mr. Yue, and each of them held 15,060,000 Shares, 2,000,000 Shares, 4,300,000 Shares and 700,000 Shares, respectively, representing approximately 0.95%, 0.13%, 0.27% and 0.04% of the number of issued Shares (excluding

LETTER FROM THE BOARD

any treasury Share). As such, Mr. Xiang, Max Vision Holdings Limited, Mr. Gong Renyuan, Mr. Yue Zhoumin, Ms. Ren Jie and Ms. Pan Yu shall abstain from voting in favour of the resolution approving the grant of the Share Options to Mr. Xiang at the Extraordinary General Meeting. Pursuant to Rule 13.40 of the Listing Rules, parties that are required to abstain from voting in favour at the Extraordinary General Meeting pursuant to Rule 17.04 may vote against the resolution at the Extraordinary General Meeting provided that their intention to do so has been stated in this circular. As at the Latest Practicable Date, none of the aforesaid parties who are required to abstain from voting in favour of the resolution approving the grant of the Share Options to Mr. Xiang at the Extraordinary General Meeting pursuant to Rule 17.04(4) of the Listing Rules had notified the Company that they had a present intention to vote against such resolution.

As at the Latest Practicable Date, to the extent that the Company is aware having made all reasonable enquiries, the aforesaid Shareholders who are required to abstain from voting under Rules 17.03D(1) and 17.04(4) of the Listing Rules controlled or were entitled to exercise control over all voting rights in respect of his/its Shares.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Directors consider that the resolution approving the Proposed Amendments and the adoption of the New Articles of Association is in the interests of the Company and the Shareholders as a whole. The Directors (including the independent non-executive Directors) therefore recommend the Shareholders to vote in favour of the aforesaid resolution at the Extraordinary General Meeting.

The Directors (excluding Mr. Xiang Jie) consider that the resolution approving the grant of the Share Options is in the interests of the Company and the Shareholders as a whole. The Directors (including the independent non-executive Directors but excluding Mr. Xiang) therefore recommend the Shareholders to vote in favour of the aforesaid resolution at the Extraordinary General Meeting.

Yours faithfully
By order of the Board
Sun.King Technology Group Limited
Xiang Jie
Chairman

The Proposed Amendments are detailed below:

Article number		Proposed Amendments (shown as markups against the Existing Articles of Association)	
2.	(1)	“Act”	the Companies Act, Cap. 22 ~~(Act 3 of 1961, as consolidated and revised)~~ of the Cayman Islands <u>and any amendments thereto or re-enactments thereof for the time being in force and includes every other law incorporated therewith or substituted therefore.</u>
		“address”	<u>for the purposes of these Articles, “address” includes an electronic address unless the Act or the Listing Rules require a postal address.</u>
		“Central Clearing and Settlement System”	<u>the central clearing and settlement system operated by Hong Kong Securities Clearing Company Limited.</u>
		“close associate”	in relation to any Director, shall have the same meaning as defined in the ~~rules of the Designated Stock Exchange~~ (“Listing Rules”) as modified from time to time, except that for purposes of Article 100 where the transaction or arrangement to be approved by the Board is a connected transaction referred to in the Listing Rules, it shall have the same meaning as that ascribed to “associate” in the Listing Rules.
		“Listing Rules”	<u>the rules and regulations of the Designated Stock Exchange.</u>
		“Notice” or “notice”	<u>written notice unless otherwise specifically stated and as further defined in these Articles and, where the context so requires, shall include any other document (including any “corporate communication” and “actionable corporate communication” within the meaning ascribed thereto under the Listing Rules) or communication to be served, issued, or given by the Company under these Articles or pursuant to applicable laws and regulations, including the Listing Rules and/ or the rules of the competent regulatory authority. For the avoidance of doubt, Notice may be provided in physical or electronic form.</u>

Article number			Proposed Amendments (shown as markups against the Existing Articles of Association)
			<u>“treasury shares”</u> <u>shares repurchased and held by the Company in treasury as authorised by the Act which, for the purpose of these Articles, include shares repurchased by the Company and held or deposited in Central Clearing and Settlement System for sale on The Stock Exchange of Hong Kong Limited.</u>
2.	(2)	(e)	expressions referring to writing shall, unless the contrary intention appears, be construed as including printing, lithography, photography and other modes of representing words or figures in a visible form, and including ~~where the representation takes the form of~~ <u>electronic writing or display (such as digital documents or electronic communications)</u> , provided that both the mode of service of the relevant document or notice and the Member’s election comply with all applicable Statutes, rules and regulations;
		(h)	references to a document <u>(including, but without limitation, a resolution in writing)</u> being <u>signed or executed</u> include references to it being executed under hand or under seal or by electronic signature or by any other method and references to a notice or document include a notice or document recorded or stored in any digital, electronic, electrical, magnetic or other retrievable form or medium and information in visible form whether having physical substance or not;
		(i)	<u>references to the right of a Member to speak at a general meeting shall include the right to raise questions or make statements to the chairman of the meeting, verbally or in written form, by means of electronic facilities. Such a right shall be deemed to have been duly exercised if the questions or statements may be heard or seen by all or only some of the persons present at the meeting (or only by the chairman of the meeting) in which event the chairman of the meeting shall relay the questions raised or the statements made verbatim to all persons present at the meeting, either orally or in writing using electronic facilities;</u>
		(j)	<u>reference to a meeting: (a) shall, where the context is appropriate, include a meeting that has been postponed by the Board pursuant to Article 64, and (b) shall mean a meeting convened and held in any manner permitted by these Articles and any Member or Director attending and participating at a meeting by means of electronic facilities shall be deemed to be present at that meeting for all purposes of the Statutes and these Articles, and attend, participate, attending, participating, attendance and participation shall be construed accordingly;</u>

Article number		Proposed Amendments (shown as markups against the Existing Articles of Association)
	(k)	<u>where a Member is a corporation, any reference in these Articles to a Member shall, where the context requires, refer to a duly authorised representative of such Member;</u>
	(l)	<u>unless the context otherwise requires, any reference to “print”, “printed”, or “printed copy” and “printing” shall be deemed to include electronic versions or electronic copies;</u>
	(m)	<u>any reference to the term “place” within these Articles shall be construed as applicable only in contexts where a physical location is required or relevant. Any reference to a “place” for the delivery, receipt, or payment of monies, whether by the Company or by Members, shall not preclude the use of electronic means for such delivery, receipt, or payment. For the avoidance of doubt, references to a “place” in the context of meetings shall include physical, electronic, or hybrid meeting formats, as permitted by applicable laws and regulations. Notices of meetings, adjournments, postponements, or any other references to a “place” shall be interpreted to include virtual platforms or electronic means of communication where applicable. Where the term “place” is out of context, unnecessary, or not applicable, such reference shall be disregarded without affecting the validity or interpretation of the relevant provision;</u>
	(n)	<u>all voting rights referred to in these Articles shall exclude the voting rights attached to treasury shares; and</u>
	(o)	<u>Section 8 and Section 19 of the Electronic Transactions Act (2003) of the Cayman Islands, as amended from time to time, shall not apply to these Articles to the extent it imposes obligations or requirements in addition to those set out in these Articles.</u>

Article number	Proposed Amendments (shown as markups against the Existing Articles of Association)
3. (2)	Subject to the Act, the Company's Memorandum and Articles of Association and, where applicable, the rules of any Designated Stock Exchange and/or any competent regulatory authority, the Company shall have the power to purchase or otherwise acquire its own shares and such power shall be exercisable by the Board in such manner, upon such terms and subject to such conditions as it in its absolute discretion thinks fit and any determination by the Board of the manner of purchase shall be deemed authorised by these Articles for purposes of the Act. The Company is hereby authorised to make payments in respect of the purchase of its shares out of capital or out of any other account or fund which can be authorised for this purpose in accordance with the Act. <u>Subject to the Act, the Listing Rules and/or the rules of any competent regulatory authority, the Company is further authorised to hold any repurchased, redeemed or surrendered shares as treasury shares without the need for a separate resolution of the Board for each instance.</u>
10. (a)	the necessary quorum (~~other than~~<u>including</u> at an adjourned meeting) shall be two persons (or in the case of a Member being a corporation, its duly authorised representative) holding or representing by proxy not less than one-third in nominal value of the issued shares of that class ~~and at any adjourned meeting of such holders, two holders present in person or (in the case of a Member being a corporation) its duly authorised representative or by proxy (whatever the number of shares held by them) shall be a quorum~~<u>(excluding treasury shares); and</u>
56.	An annual general meeting of the Company shall be held in each financial year other than the financial year of the Company's adoption of these Articles and such annual general meeting must be held within six (6) months after the end of the Company's financial year (unless a longer period would not infringe the rules of the Designated Stock Exchange, if any) at such time and place as may be determined by the Board. ~~Notwithstanding any provisions to the contrary in these Articles, in addition to or in place of a physical meeting, a meeting of Members or any class thereof may be held by means of such telephone, electronic or other communication facilities as to permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and participation in such a meeting shall constitute presence at such meeting. Subject to the provisions of these Articles, the Board shall have the absolute discretion to determine the proceedings of all general meetings.~~

Article number	Proposed Amendments (shown as markups against the Existing Articles of Association)
57.	Each general meeting, other than an annual general meeting, shall be called an extraordinary general meeting. General meetings may be held in any part of the world as may be determined by the Board. <u>Notwithstanding any provisions in these Articles, any general meeting or any class meeting may be held physically, as a hybrid meeting (partially physical and partially electronic) or wholly by electronic means using such telephone, electronic or other communication facilities as to permit all persons participating in the meeting to communicate with each other, and participation in such a meeting shall constitute presence at such meeting. Unless otherwise determined by the Directors, the manner of convening and the proceedings at a general meeting set out in these Articles shall apply, mutatis mutandis, to hybrid or wholly electronic meetings. In the event of any technical difficulties, disruptions, or procedural issues arising during a hybrid or electronic meeting, including but not limited to connectivity problems, platform malfunctions, or disputes regarding the conduct of the meeting, the chairman of the meeting shall have the authority to make any rulings or decisions necessary to address such issues. Any ruling, determination, or decision made by the chairman of the meeting under the scope of this provision shall be final, conclusive, and binding on the Company and all Members.</u>
58.	The Board may whenever it thinks fit call extraordinary general meetings. Any one or more Member(s) holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company <u>(excluding treasury shares)</u> carrying the right of voting at general meetings of the Company, <u>on a one vote per share basis</u>, shall at all times have the right, by written requisition to the Board or the Secretary of the Company, to require an extraordinary general meeting to be called by the Board for the transaction of any business or resolution specified in such requisition; and such meeting shall be held within two (2) months after the deposit of such requisition. If within twenty-one (21) days of such deposit the Board fails to proceed to convene such meeting the requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.

Article number	Proposed Amendments (shown as markups against the Existing Articles of Association)
59. (2)	The notice shall specify the time ~~and place~~ of the meeting ~~and~~, <u>the physical location (if applicable), and in the case of a hybrid or electronic meeting, the electronic platform or means by which Members may attend and participate.</u> It shall also include particulars of resolutions to be considered at the meeting and, in case of special business, the general nature of the business. The notice convening an annual general meeting shall specify the meeting as such. Notice of every general meeting shall be given to all Members other than to such Members as, under the provisions of these Articles or the terms of issue of the shares they hold, are not entitled to receive such notices from the Company, to all persons entitled to a share in consequence of the death or bankruptcy or winding-up of a Member and to each of the Directors and the Auditors. <u>For hybrid or electronic meetings, the Notice shall either include instructions for accessing and participating in the meeting or specify where or how such instructions will be provided to the Members.</u>
64.	~~TPrior to the holding of a general meeting, the Board may postpone, and at a general meeting, the chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting)(without the consent of the meeting) or shall at the direction of the meeting, adjourn the meeting from time to time (or indefinitely) and from place to place as the meeting shall determine, but no business shall be transacted at any adjourned or postponed meeting other than the business which might lawfully have been transacted at the meeting had the adjournment or the postponement not taken place. Notice of a postponement must be given to all Members by any means as the Board may determine.~~ When a meeting is adjourned for fourteen (14) days or more, at least seven (7) clear days' notice of the adjourned meeting shall be given specifying the time and place of the adjourned meeting but it shall not be necessary to specify in such notice the nature of the business to be transacted at the adjourned meeting and the general nature of the business to be transacted. Save as aforesaid, it shall be unnecessary to give notice of an adjournment.

Article number	Proposed Amendments (shown as markups against the Existing Articles of Association)
66. (1)	Subject to any special rights or restrictions as to voting for the time being attached to any shares by or in accordance with these Articles, at any general meeting on a poll every Member present in person or by proxy or, in the case of a Member being a corporation, by its duly authorised representative shall have one vote for every fully paid share of which he is the holder but so that no amount paid up or credited as paid up on a share in advance of calls or instalments is treated for the foregoing purposes as paid up on the share. A resolution put to the vote of a meeting shall be decided by way of a poll save that the chairman of the meeting may in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands in which case every Member present in person (or being a corporation, is present by a duly authorised representative), or by proxy(ies) shall have one vote provided that where more than one proxy is appointed by a Member which is a clearing house (or its nominee(s)), each such proxy shall have one vote on a show of hands. For purposes of this Article, procedural and administrative matters are those that (i) are not on the agenda of the general meeting or in any supplementary circular that may be issued by the Company to its Members; and (ii) relate to the chairman's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing all Members a reasonable opportunity to express their views. <u>Votes (whether on a show of hands or by way of poll) may be cast by such means, electronic or otherwise, as the Directors or the chairman of the meeting may determine.</u>
76.	The instrument appointing a proxy shall be in ~~writing under the hand of~~ such form, <u>including electronic or otherwise, as the Board may determine and in the absence of such determination, shall be in writing, which may include electronic writing, and signed by</u> the appointor or ~~of~~ his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or ~~under the hand of~~ <u>signed by</u> an officer, attorney or other person authorised to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such instrument of proxy on behalf of the corporation without further evidence of the facts.

Article number	Proposed Amendments (shown as markups against the Existing Articles of Association)
83. (3)	The Directors shall have the power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy on the Board or as an addition to the existing Board. Any Director so appointed shall hold office <u>only</u> until the ~~next~~ <u>following</u> ~~first~~ annual general meeting of the Company <u>after his appointment</u> and shall then be eligible for re-election.
100. (1)	A Director shall not vote (nor be counted in the quorum) on any resolution of the Board approving any contract or arrangement or any other proposal in which he or any of his <u>close</u> associates is materially interested, but this prohibition shall not apply to any of the following matters namely:
139.	Any dividend, interest or other sum payable in cash to the holder of shares may be paid by cheque or warrant sent through the post addressed to the holder at his registered address or, in the case of joint holders, addressed to the holder whose name stands first in the Register in respect of the shares at his address as appearing in the Register or addressed to such person and at such address as the holder or joint holders may in writing direct. Every such cheque or warrant shall, unless the holder or joint holders otherwise direct, be made payable to the order of the holder or, in the case of joint holders, to the order of the holder whose name stands first on the Register in respect of such shares, and shall be sent at his or their risk and payment of the cheque or warrant by the bank on which it is drawn shall constitute a good discharge to the Company notwithstanding that it may subsequently appear that the same has been stolen or that any endorsement thereon has been forged. Any one of two or more joint holders may give effectual receipts for any dividends or other moneys payable or property distributable in respect of the shares held by such joint holders. <u>For the avoidance of doubt, any dividend, interest, or other sum payable in cash may also be paid by electronic funds transfer on such terms and conditions as the Directors may determine.</u>
151.	The requirement to send to a person referred to in Article 149 the documents referred to in that article or a summary financial report in accordance with Article 150 shall be deemed satisfied where, in accordance with all applicable Statutes, rules and regulations, including, without limitation, the rules of the Designated Stock Exchange, the Company publishes copies of the documents referred to in Article 149 and, if applicable, a summary financial report complying with Article 150, on the Company's computer network or in any other permitted manner (including by sending any form of electronic communication); ~~and that person has agreed or is deemed to have agreed to treat the publication or receipt of such documents in such manner as discharging the Company's obligation to send to him a copy of such documents.~~

Article number		Proposed Amendments (shown as markups against the Existing Articles of Association)
158.	(1)	Any Notice or document (including any “corporate communication” and “actionable corporate communication”, each term within the meaning ascribed thereto under the rules of the Designated Stock Exchange), whether or not, to be given or issued under these Articles from the Company to a Member shall be in writing or by cable, telex or facsimile transmission message or other form of electronic transmission or electronic communication and any such Notice and document may be served or delivered by the Company on or to any Member either personally or by sending it through the post in a prepaid envelope addressed to such Member at his registered address as appearing in the Register or at any other address supplied by him to the Company for the purpose or, as the case may be, by transmitting it to any such address or transmitting it to any telex or facsimile transmission number or electronic number or address or website supplied by him to the Company for the giving of Notice to him or which the person transmitting the notice reasonably and bona fide believes at the relevant time will result in the Notice being duly received by the Member or may also be served by advertisement in appropriate newspapers in accordance with the requirements of the Designated Stock Exchange or, to the extent permitted by the applicable laws, by placing it on the Company’s website or the website of the Designated Stock Exchange, and giving to the member a notice stating that the notice or other document is available there (a “notice of availability”). The notice of availability may be given to the Member by any of the means set out above other than by posting it on a website. In the case of joint holders of a share all notices shall be given to that one of the joint holders whose name stands first in the Register and notice so given shall be deemed a sufficient service on or delivery to all the joint holders. given or issued by the following means: (a) by serving it personally on the relevant person; (b) by sending it through the post in a prepaid envelope addressed to such Member at his registered address as appearing in the Register or at any other address supplied by him to the Company for the purpose; (c) by delivering or leaving it at such address as aforesaid; (d) by placing an advertisement in appropriate newspapers or other publication and where applicable, in accordance with the requirements of the Designated Stock Exchange;

Article number		Proposed Amendments (shown as markups against the Existing Articles of Association)
	(e)	<u>by sending or transmitting it as an electronic communication to the relevant person at such electronic address as he may provide under Article 158(3) without the need for any additional consent or notification;</u>
	(f)	<u>by publishing it on the Company's website or the website of the Designated Stock Exchange, without the need for any additional consent or notification; or</u>
	(g)	<u>by sending or otherwise making it available to such person through such other means, whether electronically or otherwise, to the extent permitted by and in accordance with the Statutes and other applicable laws, rules and regulations.</u>
	(2)	<u>In the case of joint holders of a share all notices shall be given to that one of the joint holders whose name stands first in the Register and notice so given shall be deemed a sufficient service on or delivery to all the joint holders.</u>
	(3)	<u>Every Member or a person who is entitled to receive notice from the Company under the provisions of the Statutes or these Articles may register with the Company an electronic address to which Notices can be served upon him.</u>
	(4)	<u>Subject to any applicable laws, rules and regulations and the terms of these Articles, any notice, document or publication, including but not limited to the documents referred to in Articles 149, 150, 151 and 158 may be given in the English language only or in both the English language and the Chinese language or, with the consent of or election by any member, in the Chinese language only to such Member.</u>
159.	(b)	<u>if sent by electronic communication, shall be deemed to be given on the day on which it is transmitted from the server of the Company or its agent. A Notice, document or publication placed on either the Company's website or the website of the Designated Stock Exchange, is deemed given or served by the Company to a Member on the day following that on which a notice of availability is deemed served on the Member on the day it first so appears on the relevant website, unless the Listing Rules specify a different date. In such cases, the deemed date of service shall be as provided or required by the Listing Rules;</u>

Article number	Proposed Amendments (shown as markups against the Existing Articles of Association)
(d)	~~may be given to a Member either in the English language or the Chinese language, subject to due compliance with all applicable Statutes, rules and regulations~~<u>if published as an advertisement in a newspaper or other publication permitted under these Articles,</u> ~~shall be deemed to have been served on the day on which the advertisement first so appears.~~
160. (1)	Any Notice or other document delivered or sent <u>in any manner permitted by post to or left at the registered address of any Member</u>~~in pursuance of~~ these Articles shall, notwithstanding that such Member is then dead or bankrupt or that any other event has occurred, and whether or not the Company has notice of the death or bankruptcy or other event, be deemed to have been duly served or delivered in respect of any share registered in the name of such Member as sole or joint holder unless his name shall, at the time of the service or delivery of the Notice or document, have been removed from the Register as the holder of the share, and such service or delivery shall for all purposes be deemed a sufficient service or delivery of such Notice or document on all persons interested (whether jointly with or as claiming through or under him) in the share.
(2)	A Notice may be given by the Company to the person entitled to a share in consequence of the death, mental disorder or bankruptcy of a Member by sending it <u>via electronic means or through the post in a prepaid letter, envelope or wrapper addressed to him by name, or by the title of representative of the deceased, or trustee of the bankrupt, or by any like description, at the electronic or postal address, if any, supplied for the purpose by the person claiming to be so entitled, or (until such an electronic or postal address has been so supplied) by giving the notice in any manner in which the same might have been given if the death, mental disorder or bankruptcy had not occurred.</u>

Article number	Proposed Amendments (shown as markups against the Existing Articles of Association)
161.	For the purposes of these Articles, a facsimile or electronic transmission message purporting to come from a holder of shares or, as the case may be, a Director or alternate Director, or, in the case of a corporation which is a holder of shares from a director or the secretary thereof or a duly appointed attorney or duly authorised representative thereof for it and on its behalf, shall in the absence of express evidence to the contrary available to the person relying thereon at the relevant time be deemed to be a document or instrument in writing signed by such holder or Director or alternate Director in the terms in which it is received. The signature to any notice or document to be given by the Company may be written, printed or ~~made electronically~~ <u>in electronic form</u> .
162.	(2) ~~A~~ <u>Unless otherwise provided by the Act, a resolution that the Company be wound up by the court or be wound up voluntarily shall be a special resolution.</u>
<u>168.</u>	<u>ELECTRONIC INSTRUCTIONS BY MEMBERS</u> <u>To the extent permitted by applicable law and unless otherwise restricted or prohibited by the Listing Rules, the Company shall accept instructions from Members and its securities holders (including meeting attendance indications, proxy appointments, revocations, voting directions, and responses to corporate communications) transmitted by electronic means, subject to reasonable authentication measures as the Board may from time to time determine.</u>

NOTICE OF EXTRAORDINARY GENERAL MEETING



Sun.King Technology Group Limited 賽晶科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 580)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**Extraordinary General Meeting**”) of Sun.King Technology Group Limited (the “**Company**”) will be held at 9-A, KongGangRongHuiYuan, Yuhua Road, Zone B, Airport Industrial Zone, Shunyi District, Beijing, People’s Republic of China (中華人民共和國北京市順義區空港工業區B區裕華路空港融慧園9-A) on Friday, 26 September 2025 at 10:00 a.m. for the following purposes:

SPECIAL RESOLUTION

1. To consider, and if thought fit, pass the following resolution:

“**That:**

- (a) the amendments (the “**Proposed Amendments**”) proposed to be made to the amended and restated articles of association of the Company currently in force (the “**Existing Articles of Association**”) as detailed in the appendix to the circular of the Company dated 15 August 2025 be and are hereby approved;
- (b) the new set of amended and restated articles of association of the Company (the “**New Articles of Association**”) incorporating the Proposed Amendments, a copy of which has been produced to the Extraordinary General Meeting, marked “A” and initialled by the chairman of the Extraordinary General Meeting for identification purpose, be and is hereby approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Existing Articles of Association with immediate effect; and
- (c) any one director of the Company or the company secretary to the Company be and is hereby authorised to do all such acts as he/she deems fit to effect the adoption of the New Articles of Association and to make relevant

NOTICE OF EXTRAORDINARY GENERAL MEETING

registrations and filings in accordance with the relevant requirements of the applicable laws, rules and regulations in the Cayman Islands and Hong Kong.”

ORDINARY RESOLUTION

2. To consider, and if thought fit, pass the following resolution:

“**That** the grant of the share options to Mr. Xiang Jie to subscribe for up to 20,000,000 shares in the Company (the “**Shares**”, each a “**Share**”) for an exercise price of HK\$1.400 per Share under the share option scheme of the Company (the “**Share Option Scheme**”), which was adopted on 21 May 2020 and became effective on 3 June 2020, on such terms as stipulated in the offer letter to Mr. Xiang issued pursuant to the Share Option Scheme be and is hereby approved.”

By order of the Board
Sun.King Technology Group Limited
Xiang Jie
Chairman

Hong Kong, 15 August 2025

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

Headquarters:

9-A
KongGangRongHuiYuan
Yuhua Road
Zone B
Airport Industrial Zone
Shunyi District
Beijing
People’s Republic of China

Principal place of business

in Hong Kong:
31st Floor, Tower Two
Times Square
1 Matheson Street
Causeway Bay
Hong Kong

Notes:

1. Any Shareholder entitled to attend and vote at the Extraordinary General Meeting shall be entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. A proxy need not be a Shareholder.
2. Where there are joint holders of any Share any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at the Extraordinary General Meeting the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
3. The form of proxy for the Extraordinary General Meeting is enclosed. The form of proxy is also published on the website of the Stock Exchange at www.hkexnews.hk. Whether or not you intend to attend the Extraordinary General Meeting, you are required to complete the form of proxy in accordance with the instructions printed thereon. The form of proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the Extraordinary General Meeting or any adjournment thereof at which the person

NOTICE OF EXTRAORDINARY GENERAL MEETING

named in the form of proxy proposes to vote. Delivery of the form of proxy shall not preclude a Shareholder from attending and voting in person at the Extraordinary General Meeting and in such event, the form of proxy shall be deemed to be revoked.

4. In order to establish the identity of the Shareholders who are entitled to attend and vote at the Extraordinary General Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong, no later than 4:30 p.m. on Monday, 22 September 2025. The register of members of the Company will be closed from Tuesday, 23 September 2025 to Friday, 26 September 2025, both days inclusive, during which period no transfer of Shares will be registered. The Shareholders whose names appear on the register of members of the Company at the close of business on Friday, 26 September 2025 are entitled to attend and vote at the Extraordinary General Meeting.

As at the date of this notice, the executive Directors are Mr. Xiang Jie, Mr. Gong Renyuan and Mr. Yue Zhoumin; and the independent non-executive Directors are Mr. Chen Shimin, Mr. Zhang Xuejun, Mr. Leung Ming Shu and Ms. White Caige.