

SUN HING PRINTING HOLDINGS LIMITED

新興印刷控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1975)

Investment Committee

Terms of Reference

Membership

1. Members of the investment committee (the “**Committee**”) of Sun Hing Printing Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) shall be appointed by the board (the “**Board**”) of directors (the “**Director(s)**”) of the Company and shall consist of not less than three members from amongst the Directors. The Independent Non-Executive Directors will form majority of the Committee.
2. The chairman of the Committee shall be appointed by the Board from time to time.
3. The Group Financial Controller of the Company will be invited to attend the meetings.

Purpose of the Committee

The purpose of the Committee is to assist the Board in:

1. Reviewing investment performance of internally managed funds and advising the Treasury functions of the Company on its investment of cash, cash equivalents, financial assets, margin deposits and cash collateral, taking into account of the necessary constraints on the deployment of the various sources and purposes of the funds to enhance the Group’s investment returns.
2. Overseeing the liquidation progress of the external portfolio; and
3. Reviewing investment policies and recommending changes in considers appropriate for the Board’s approval.

Frequency of meetings

1. The Committee shall meet at least twice a year.
2. The chairman of the Committee may convene additional meetings at his discretion.
3. The quorum of a meeting shall be three members.

Attendance at meetings

The company secretary shall be the secretary of the Committee. The secretary of the Committee or in his absence, his representative or any one member, shall be the secretary of the meetings of the Committee.

Voting

Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes, the chairman of the meeting who shall be the chairman of the Committee shall have a second or casting vote.

Duties, power and functions

The duties, power and functions of the Committee shall be:

1. to review and make recommendations to the Board on key proposals of investment (including mergers and acquisitions, joint venture, equity investments and insurance products with fixed return) and financing projects of the Group for business development and treasury purposes;
2. to review and make recommendations to the Board on other significant investment matters;
3. to review and evaluate the Group's risks exposure from its investment projects as a whole;
4. to review the relevant Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and evaluate whether any proposed investment project has or would attract any disclosure or compliance obligation thereunder;
5. to determine whether the proposed investment projects are in the interests of the Company and its shareholders as a whole;
6. to supervise the implementation of the abovementioned investment projects duly approved by the Board; and
7. to review, study, evaluate or make recommendations on other matters as delegated by the Board.
8. to advise on the investment policies of the Company.
9. to review these terms of reference on at least an annual basis and recommend any changes it considers appropriate for the Board's approval.

Authority

1. The Committee is authorised by the Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.
2. The Committee should be provided with sufficient resources by the Company to perform its duties. Where necessary, the Committee should seek independent professional advice at the Company's expense to perform its responsibilities.
3. The Committee is authorised by the Board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

Reporting procedures

1. The Committee should report to the board on a regular basis. At the next meeting of the Board following a meeting of the Committee, the Chairman of the Committee shall report to the Board on findings and recommendations of the Committee.
2. The secretary or his representative shall circulate the minutes of meetings and reports of the Committee to all members of the Board within a reasonable time after the meeting.

Hong Kong, 28 September 2026