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Sunshine Insurance Group Company Limited

阳光保险集团股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6963)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2023

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting of 2023 (the “**EGM**”) of Sunshine Insurance Group Company Limited (the “**Company**”) will be held at Yard 1, Shangtong Avenue, Tongzhou District, Beijing, PRC at 4:00 p.m. on Thursday, April 6, 2023 for the purposes of considering, and if thought fit, approving the following resolutions:

ORDINARY RESOLUTIONS

1. The resolution on the election of directors of the sixth session of the Board
 - 1.1 To consider and approve the election of Mr. ZHANG Weigong as an executive director of the sixth session of the Board
 - 1.2 To consider and approve the election of Mr. ZHAO Zongren as an executive director of the sixth session of the Board
 - 1.3 To consider and approve the election of Mr. LI Ke as an executive director of the sixth session of the Board
 - 1.4 To consider and approve the election of Mr. PENG Jihai as an executive director of the sixth session of the Board
 - 1.5 To consider and approve the election of Mr. WANG Yongwen as an executive director of the sixth session of the Board
 - 1.6 To consider and approve the election of Mr. CAI Qiwu as a non-executive director of the sixth session of the Board

- 1.7 To consider and approve the election of Mr. WANG Jingwei as a non-executive director of the sixth session of the Board
- 1.8 To consider and approve the election of Mr. CHEN Yong as a non-executive director of the sixth session of the Board
- 1.9 To consider and approve the election of Ms. QIAN Yiqun as a non-executive director of the sixth session of the Board
- 1.10 To consider and approve the election of Mr. LIU Zhanqing as an independent non-executive director of the sixth session of the Board
- 1.11 To consider and approve the election of Mr. GAO Bin as an independent non-executive director of the sixth session of the Board
- 1.12 To consider and approve the election of Ms. JIA Ning as an independent non-executive director of the sixth session of the Board
- 1.13 To consider and approve the election of Mr. WU Xiaoqiu as an independent non-executive director of the sixth session of the Board
- 1.14 To consider and approve the election of Mr. HONG Qi as an independent non-executive director of the sixth session of the Board
2. The resolution on the election of supervisors of the sixth session of the Board of Supervisors
 - 2.1 To consider and approve the election of Ms. ZHANG Di as the shareholder supervisor of the sixth session of the Board of Supervisors
 - 2.2 To consider and approve the election of Ms. WANG Zhe as the external supervisor of the sixth session of the Board of Supervisors

SPECIAL RESOLUTIONS

3. The resolution on the application for H Share “Full Circulation” by the Company in respect of domestically unlisted shares
4. The resolution on full authorization granted by the general meeting to the Board and its authorized persons to handle all matters relating to the “Full Circulation” of the Company’s H Shares

Reference is made to the announcement of the Company dated March 16, 2023 in relation to, among other things, the EGM, the first H share class meeting of 2023 of the Company and the closure of register of members. Due to the change of meeting arrangement, the Company decided to change the

venue of the meetings from “Sunshine Financial Center, Building 1, Yard 33, Jinghui Street, Chaoyang District, Beijing, PRC” to “Yard 1, Shangtong Avenue, Tongzhou District, Beijing, PRC”. Save for the above, there is no change in the contents of such announcement.

By order of the Board
Sunshine Insurance Group Company Limited
陽光保險集團股份有限公司
DONG Yingqiu
Joint Company Secretary

Hong Kong, March 22, 2023

Notes:

1. Closure of register of members and eligibility for attending and voting at the EGM

The register of members of the Company will be closed from Friday, March 31, 2023 to Thursday, April 6, 2023, both days inclusive, during which period no transfer of shares will be effected. Holders of H shares whose names appear on the register of members of the Company on Thursday, April 6, 2023 shall be entitled to attend and vote at the EGM. For unregistered holders of H shares of the Company who intend to attend the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Thursday, March 30, 2023 for registration.

2. Proxy

A shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company but must attend the EGM in person to represent the relevant shareholder. The instrument appointing a proxy must be in writing under the hand of a shareholder or his attorney duly authorised in writing. If the shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorized attorney. If that instrument is signed by an attorney of the shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized. In order to be valid, the proxy form together with the notarized power of attorney or other authorization document (if any) must be deposited at the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for holders of H shares not less than 24 hours before the time fixed for the holding of the EGM (i.e. before 4:00 p.m. on Wednesday, April 5, 2023) or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a shareholder from attending and voting in person at the EGM or any adjournment thereof if he so wishes.

3. Voting by poll

According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), any vote of shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution which relates to a procedural or administrative matter to be voted on by a show of hands. As such, the resolutions set out in this notice of EGM will be voted on by way of poll. Results of the poll voting will be published on the website of the Company (www.sinosig.com) and the HKExnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) in accordance with the Listing Rules.

4. Other business

The EGM is expected to last for half a day. Shareholders or their proxies attending the EGM (and any adjournment thereof) shall produce their identity documents. Shareholders or their proxies attending the EGM shall be responsible for their own travelling and accommodation expenses.

As at the date of this notice, the board of directors of the Company comprises Mr. ZHANG Weigong, Mr. ZHAO Zongren, Mr. LI Ke, Mr. PENG Jihai and Mr. WANG Yongwen as executive Directors, Mr. WANG Jingwei and Mr. YUAN Mouzhen as non-executive Directors, Mr. MA Guangyuan, Mr. LIU Zhanqing, Mr. WANG Jianxin, Mr. GAO Bin and Ms. JIA Ning as independent non-executive Directors.