

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



SINO ICT HOLDINGS LIMITED
芯成科技控股有限公司
(Incorporated in Bermuda with limited liability)
(Stock code: 00365)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of Sino ICT Holdings Limited (the “**Company**”) will be held at 9:30 a.m. on Wednesday, 26 May 2021 at Meeting Room 6, 558 Shibo Avenue, Pudong New District, Shanghai, China (or any adjournment thereof), for the purpose of considering, if thought fit, passing the following resolution as ordinary resolution of the Company. Unless otherwise defined, capitalised terms used herein shall have the same meanings as in the circular of the Company dated 10 May 2021 (the “**Circular**”).

ORDINARY RESOLUTION

“**THAT:**

1. (a) the Equity Transfer Agreement dated 1 April 2021 entered into by Unisplendour Investment and Sino IC Leasing, in relation to the Proposed Disposal of 48% equity interest in Sino IC (Shenzhen) Leasing and the transaction contemplated thereunder is hereby approved, confirmed and ratified; and
- (b) any Director be and is hereby authorised to do such acts and things, to sign and execute all such further documents and to take such steps as he may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Equity Transfer Agreement and the transactions contemplated thereunder and all other matters incidental thereto or in connection therewith, and to agree to and make such variations, amendments or waivers of any of the matters relating thereto or in connection therewith.”

Yours faithfully,
On behalf of the Board
Sino ICT Holdings Limited
Du Yang
Chairman

Hong Kong, 10 May 2021

Notes:

- (1) Under the current circumstance of the outbreak of the coronavirus (COVID-19), certain special measure will be implemented by the Company at the special general meeting (the “**SGM**”) in order to reduce the risk of infection, including: (i) compulsory body temperature check/screening; (ii) wearing of surgical face masks throughout the SGM; and (iii) keeping social distancing of at least 1.5 metres. In addition, Shanghai, China, being the location of the SGM, is currently implementing a series of quarantine measures, including, but not limited to, (a) to present the COVID-19 tested negative certification issued 72 hours prior to the scheduled flight departure; and (b) all visitors have to complete a 14 days of concentration observation and leave for destination with a quarantine certificate. Such quarantine measures may be adjusted from time to time and it is recommended that attendees should make reference to the latest policies and/or measures published by the local authorisation before planning their journey. **For the health and safety of Shareholders, it is highly recommended that Shareholders exercise their voting rights at the SGM by appointing the Chairman of the SGM as their proxy and return their proxy forms by the time specified below, instead of physical attending in person at the SGM.**
- (2) A shareholder of the Company entitled to attend and vote at the SGM is entitled to appoint another person as his proxy to attend and, subject to the provisions of the Bye-laws of the Company, vote on his behalf. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf. A proxy need not be a Shareholder of the Company.
- (3) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. If the appointer is a corporation, then the instrument shall be signed under seal or under hand of an officer, attorney or other person authorised in writing.
- (4) In order to be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power or authority, must be deposited at the office of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than forty-eight (48) hours before the time appointed for the holding of the special general meeting or any adjournment thereof in order for such documents to be valid. Completion and return of the form of proxy will not preclude any shareholder from attending and voting in person should he so desire and in such event the instrument appointing a proxy shall be deemed to be revoked.
- (5) For the purposes of determining the entitlements of the shareholders of the Company to attend and vote at the special general meeting, the register of members of the Company will be closed from Friday, 21 May 2021 to Wednesday, 26 May 2021 (both days inclusive), during which period no transfers of Shares will be registered. In order to qualify for the aforesaid entitlements, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Thursday, 20 May 2021.
- (6) As at the date hereof, the Board comprises:

Executive Directors:

Mr. Du Yang

(Chairman)

Mr. Yuan I-Pei

Mr. Xia Yuan

(Chief Executive Officer)

Non-executive Directors:

Mr. Li Yongjun

Mr. Li Jinxian

Independent Non-executive Directors:

Mr. Cui Yuzhi

Mr. Bao Yi

Mr. Ping Fan