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KASEN INTERNATIONAL HOLDINGS LIMITED

卡森國際控股有限公司

(An exempted company incorporated in the Cayman Islands with limited liability)

(Stock Code: 496)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Kasen International Holdings Limited (the “Company”) will be held at 9:30 a.m. on Thursday, 30 December 2021 at Building 1, 236 Haizhou Road West, Haining City, Zhejiang Province, China to consider and, if thought fit, approve, with or without modifications, the following resolutions as an ordinary resolutions:

ORDINARY RESOLUTIONS

(1) **“THAT:**

- (a) the master agreement dated 17 November 2021 (the “**2021 HHD Master Agreement**”) entered into between (i) the Company; (ii) Hero Time Ventures Limited (“**Hero Time**”); and (iii) 海寧家值傢俬有限公司 (Haining Home Direct Furniture Company Limited*) (“**Haining Home Direct**”), in relation to the guarantee provided by the Group to Haining Home Direct up to the amount of RMB370.0 million for the period from 1 January 2022 to 31 December 2024 (both days inclusive), subject to the terms and conditions of the 2021 HHD Master Agreement (a copy of the 2021 HHD Master Agreement has been tabled at the meeting and marked “A” signed by the Chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) the directors of the Company be and are hereby authorized to take such actions and execute such documents as they may consider appropriate and expedient to carry out or give effect to or otherwise in connection with or in relation to the 2021 HHD Master Agreement and the transactions contemplated thereunder.”

(2) **“THAT:**

- (a) the master agreement dated 17 November 2021 entered into between (i) the Company; (ii) Mr. Zhu Zhangjin, Ms. Zhu Jiayun, Ms. Zhu Lingren and 海寧靈嘉新材料科技有限公司 (Haining Lingjia New Material Technology Company Limited*) (collectively, the **“CCT Counter Guarantors”**); and (iii) 海寧森德皮革有限公司 (Haining Schinder Leather Company Limited*) and 鹽城市大豐華盛皮革有限公司 (Yancheng Dafeng Huasheng Leather Company Limited*) (collectively, the **“CCT Group”**) in relation to the guarantee provided by the Group to the CCT Group up to the amount of RMB393.0 million for each of the three financial years ending 31 December 2024 (the **“Annual Caps”**) and the counter guarantee provided by the CCT Counter Guarantors to fully indemnify the Company up to the amount of the Annual Caps (the **“2021 CCT Master Agreement”**) (a copy of the 2021 CCT Master Agreement has been tabled at the meeting and marked “A” signed by the Chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) the directors of the Company be and are hereby authorized to take such actions and execute such documents as they may consider appropriate and expedient to carry out or give effect to or otherwise in connection with or in relation to the 2021 CCT Master Agreement and the transactions contemplated thereunder.”

Yours faithfully
By order of the Board
Kasen International Holdings Limited
Zhu Zhangjin
Chairman

13 December 2021

Notes:

1. Every member entitled to attend and vote at the EGM is entitled to appoint one or more persons as his proxy to attend and vote on behalf of himself. A proxy need not be a member of the Company.
2. A form of proxy for the EGM is enclosed. To be valid, a form of proxy, together with the power of attorney or other document of authority, if any, under which the form is signed, or a certified copy thereof, must be deposited with the Company’s Hong Kong branch share registrar in Hong Kong at Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 9:30 a.m. on Tuesday, 28 December 2021, or not less than 48 hours before the time appointed for holding any adjourned meeting (as the case may be).
3. Completion and return of the form of proxy will not preclude the shareholders of the Company from attending and voting in person at the EGM or any adjourned meeting or upon the poll concerned if the shareholders of the Company so wish. In such event, the instrument appointing the proxy shall be deemed to be revoked.

* *The English name referred herein represents management’s best efforts at translating the Chinese name of the company, as no English name has been registered, thus it is for identification purposes only.*

As at the date of this notice, the executive directors of the Company are Mr. Zhu Zhangjin, Ms. Zhou Xiaohong and Mr. Zhu Ruijun, and the independent non-executive directors of the Company are Mr. Du Haibo, Mr. Zhang Yuchuan and Mr. Zhou Lingqiang.