



# SOUNDWILL HOLDINGS LIMITED

## 金朝陽集團有限公司\*

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 878)

(股份代號：878)

### NOTIFICATION LETTER 通知信函

30 April 2025

Dear Registered Shareholders,

SOUNDWILL HOLDINGS LIMITED (the "Company")

— Notice of publication of the Scheme Document, Notice of Court Meeting, Proxy Form of Court Meeting, Notice of Special General Meeting and Proxy Form of Special General Meeting in relation to (1) Proposed Privatisation of the Company by the Offeror by way of a Scheme of Arrangement under section 99 of the Companies Act; (2) Proposed Withdrawal of Listing of the Company; and (3) Proposed Special Dividend (the "Current Corporate Communications")

The English and Chinese versions of the Company's Current Corporate Communications are now available on the Company's website at ([www.soundwill.com.hk](http://www.soundwill.com.hk)) and the website of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") at ([www.hkexnews.hk](http://www.hkexnews.hk)) respectively (the "Website Version"). The Company strongly recommends you to access the Website Version of the Current Corporate Communications and all future Corporate Communications<sup>(Note)</sup>. If you have elected to receive the Corporate Communications in printed form, the Current Corporate Communications are enclosed.

If you have difficulty in receiving email notification or gaining access to the Website Version of the Corporate Communications and would like to receive the Current Corporate Communications and all future Corporate Communications in printed form, please complete, sign the enclosed Reply Form and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited ("Branch Share Registrar") at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by post using the provided prepaid mailing label (no stamp is needed if posted in Hong Kong) or by email to [878-ecom@vistra.com](mailto:878-ecom@vistra.com). The Company will promptly upon your request send the Current Corporate Communications to you in printed form free of charge.

It is the responsibility of registered shareholders to provide a functional email address. If you have not provided your email address to the Company or need to update your email address, the Company recommends you to provide your email address by completing, signing the enclosed Reply Form and returning to the Branch Share Registrar at the above-mentioned address by post or by email to [878-ecom@vistra.com](mailto:878-ecom@vistra.com). If the Company does not have your functional email address, until such time that the functional email address is provided to the Branch Share Registrar, you will be unable to receive via email notices of publication of the Website Version of Corporate Communications ("Notice of Publication") and Actionable Corporate Communications in electronic form. As such, the Company would only be able to send you the Notice of Publication and the Actionable Corporate Communications in printed form.

Should you have any queries relating to this notification, please call the Branch Share Registrar's telephone hotline at (852) 2980 1333 from 9:00 a.m. to 6:00 p.m., Monday to Friday (excluding public holidays).

By order of the Board  
SOUNDWILL HOLDINGS LIMITED  
Chan Hing Tat  
Chairman

**Note:** Corporate Communications include any document(s) issued or to be issued by the Company for the information or action of holders of any of its securities or the investing public, including but not limited to (a) the directors' report and its annual accounts together with a copy of the auditors' report and, where applicable, its summary financial report; (b) the interim report and, where applicable, its summary interim report; (c) the quarterly report, if any; (d) a notice of meeting; (e) a listing document; (f) a circular; (g) a proxy form; and (h) Actionable Corporate Communications.

Actionable Corporate Communications refer to any corporate communications that seek instructions from the Shareholders on how they wish to exercise their rights or make elections as Shareholders.

\* For identification purpose only

各位登記股東：

金朝陽集團有限公司(「本公司」)

— 有關(1)建議由要約人根據公司法第99條以協議安排方式將本公司私有化；(2)建議撤銷本公司之上市地位；(3)建議特別股息之計劃文件、法院會議通告、法院會議委任表格、特別股東大會通告及特別股東大會委任表格(統稱「本次企業通訊」)的刊發通知

本公司的本次企業通訊之中、英文版本已分別上載於本公司網站([www.soundwill.com.hk](http://www.soundwill.com.hk))及香港聯合交易所有限公司(「聯交所」)之網站([www.hkexnews.hk](http://www.hkexnews.hk)) (「網站版本」)。我們建議閣下閱覽本公司本次及日後企業通訊(附註)的網站版本。如閣下已選擇收取企業通訊的印刷本，隨函附上本次企業通訊。

如閣下因任何理由無法以電子郵件方式收取或閱覽企業通訊的網站版本及欲索取本次企業通訊及日後企業通訊的印刷本，請填妥及簽署隨附之回條，並以已預付郵費的郵寄標籤寄回本公司之香港股份過戶登記分處(「股份過戶登記分處」)卓佳證券登記有限公司(地址為香港夏慤道16號遠東金融中心17樓)(如在香港投寄毋須貼上郵票)，或電郵至[878-ecom@vistra.com](mailto:878-ecom@vistra.com)。本公司會因應閣下之要求立即寄上企業通訊的印刷本，費用全免。

登記股東有責任提供有效的電子郵件地址。如閣下尚未提供閣下之電子郵件地址予本公司，或需更新閣下之電子郵件地址，本公司建議閣下填妥及簽署隨附之回條，並按上述地址以郵寄方式交回本公司的股份過戶登記分處或以電郵方式發送至[878-ecom@vistra.com](mailto:878-ecom@vistra.com)。如果本公司沒有收到閣下的有效電子郵件地址，閣下將無法透過電子郵件方式收取以電子方式發送的企業通訊網站版本的登載通知(「登載通知」)及可供採取行動的企業通訊。本公司只能以印刷本方式向閣下發送登載通知及可供採取行動的企業通訊之印刷本予閣下，直至股份過戶登記處收到閣下有效的電子郵件地址為止。

倘閣下對本通知有任何查詢，請於星期一至星期五(公眾假期除外)上午9時至下午6時，致電股份過戶登記分處熱線(852) 2980 1333。

承董事會命  
金朝陽集團有限公司  
主席  
陳慶達

二零二五年四月三十日

附註：企業通訊包括本公司發佈或將予發佈以供其任何證券持有人或投資大眾參照或採取行動的任何文件，其中包括但不限於(a)董事會報告，公司年度賬目連同核數師報告以及(如適用)財務摘要報告；(b)中期報告及(如適用)中期摘要報告；(c)季度報告(如有)；(d)會議通告；(e)上市文件；(f)函函；(g)代表委任表格；及(h)可供採取行動的企業通訊。

可供採取行動的企業通訊是指任何涉及要求股東指示其擬如何行使其有關股東權利的企業通訊。

\* 僅供識別

## REPLY FORM 回條

To: **SOUNDWILL HOLDINGS LIMITED**  
(the "Company") (Stock Code: 878)  
(Incorporated in Bermuda with limited liability)  
c/o Tricor Investor Services Limited  
17/F, Far East Finance Centre,  
16 Harcourt Road, Hong Kong

致： 金朝陽集團有限公司  
(「本公司」)(股份代號：878)  
(於百慕達註冊成立之有限公司)  
經卓佳證券登記有限公司  
香港夏慤道16號  
遠東金融中心17樓

Part A I/We would like to receive the Current Corporate Communications and all future Corporate Communications in printed form in the manner indicated below:  
甲部 本人／我們現欲以下列方式收取本次企業通訊及將來所有企業通訊之印刷本：

(Please mark [✓] in **ONLY ONE** of the following boxes 請從下列選擇中，僅在其中一個空格內劃上「✓」號)

- ☐ I/We would like to receive a printed copy **in the English language only**; OR  
本人／我們現欲收取一份英文印刷本；或
- ☐ I/We would like to receive a printed copy **in the Chinese language only**; OR  
本人／我們現欲收取一份中文印刷本；或
- ☐ I/We would like to receive a printed copy **in both the English language and the Chinese language**.  
本人／我們現欲收取英文和中文各一份印刷本。

Part B I/We would like to receive all future Corporate Communications and Actionable Corporate Communications in electronic form via the email address below:  
乙部 本人／我們現欲以以下電郵地址電子郵件方式收取本公司所有將來的企業通訊及可供採取行動的企業通訊的登載通知：

[illegible]

(Please provide the email address in English Capital Letters)  
(請以英文正楷填寫電郵地址)

Name(s) of Shareholder(s):

股東姓名： (Please use BLOCK LETTERS 請用正楷填寫)

Address

地址： (Please use BLOCK LETTERS 請用正楷填寫)

Contact telephone number

Date:

聯絡電話號碼：

日期：

*Notes* 附註：

- Please complete and sign this form and return it by cutting and sticking the prepaid mailing label on an envelope to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited or via email to 878-ecom@vistra.com.
- 請填妥及簽署本表格，並以隨附已預付郵費的郵寄標籤貼於信封上，寄回本公司之香港股份過戶登記處卓佳證券登記有限公司，或電郵至878-ecom@vistra.com。
- Please complete this form clearly. Any form with no indicated choice, with no signature or otherwise incorrectly completed shall be void. If your shares are held in joint names, the shareholder whose name stands first on the register of members of the Company in respect of the joint holding should sign on this form in order to be valid.
- 請清楚填寫本表格。回條上若有未作出選擇，沒有簽名或沒有正確地填寫，均屬無效。如屬聯名股東，則本回條須按本公司股東名冊上聯名持有之股份戶口，由其姓名列於首位的股東簽署，方為有效。
- The above instruction for part A will apply to all future Corporate Communications to be sent to you until you notify otherwise in writing to the Company's branch share registrar in Hong Kong or until expired on the end of each of the financial year of the Company (whichever is earlier). Further request in writing will be required if a shareholder prefers to continue receiving printed copy of future Corporate Communications.
- 上述甲部指示適用於本公司日後向閣下發出之所有企業通訊，直至閣下以合理時間書面通知本公司的香港股份過戶登記處更改有關指示或直至本公司每一個財政年度的結束日到期（以較早者為準）。如果股東希望繼續收到日後的企业通訊的印刷本，則需要做進一步書面請求。
- If both English and Chinese versions of the Corporate Communications are combined into one document, a printed form of the Corporate Communications with both English and Chinese versions will be sent to the Shareholder requesting for a printed form of any version(s) of the Corporate Communications.
- 若企業通訊的英文版本及中文版本合併為一份文件，則企業通訊的英文版本及中文版本的印刷版本將給要求索取任一本企業通訊印刷版本的股東。
- It is the responsibility of the Shareholders to provide email address that is functional. If the Company does not possess the email address of a Shareholder or the email address provided is not functional, such Shareholder will be deemed, until such time when such Shareholder has provided a valid and functional email address to the Share Registrar, to have elected to receive a notice of publication of the Corporate Communications by post.
- 倘若本公司並無股東的電子郵件地址或所提供的電子郵件地址無效，則該股東將被視為已選擇以郵寄方式接收企業通訊網站版的通知，直至該股東向股份過戶登記處（定義如下）提供有效且可用的電子郵件地址為止。
- For the avoidance of doubt, we do not accept any special instructions written on this form.
- 為免產生疑問，在本表格作出的任何額外手寫指示，公司將不予受理。
- Corporate Communications include any document(s) issued or to be issued by the Company for the information or action of holders of any of its securities or the investing public, including but not limited to (a) the directors' report and its annual accounts together with a copy of the auditors' report and, where applicable, its summary financial report; (b) the interim report and, where applicable, its summary interim report; (c) the quarterly report, if any; (d) a notice of meeting; (e) a listing document; (f) a circular; and (g) a proxy form.
- 企業通訊包括本公司發佈或將予發佈以供其任何證券持有人或投資大眾參照或採取行動的任何文件，其中包括但不限於(a)董事會報告，(b)中期報告以及(如適用)財務摘要報告；(c)中期報告；(d)季度報告(如有)；(e)會議通知；(f)上市文件；(f)通函；及(g)代表委任表格。
- Actionable Corporate Communications refer to any corporate communications that seek instructions from the Shareholders on how they wish to exercise their rights or make elections as Shareholders.
- 可供採取行動的企業通訊是指任何涉及要求股東指示其擬如何行使其有關股東權利的企業通訊。

## PERSONAL INFORMATION COLLECTION STATEMENT 收集個人資料聲明

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"). Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this form (the "Purposes"). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its share registrar and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Data Privacy Officer of Tricor Investor Services Limited at the above address.

本章程中所指的「個人資料」與香港法例第486章《個人資料(私隱)條例》中「個人資料(私隱)條例」中「個人資料」的涵義相同。閣下是在向提供個人資料，以用於處理。閣下在本回條上所述的指示(該等指示)。如閣下未能提供足夠資料，本公司可能無法處理。閣下的指示，本公司可將所述的該等用途，將個人資料交還或轉移給公司的附屬公司、股份登記處及/或向本公司提供行政、電腦及其他服務的其他服務供應商，以及其他獲法例授權而要求取得有關資料的人士或其他人士(視上述列出的該等用途而定)有關及需要接收有關資料之人士。個人資料將在適當期間保留作履行所述的該等用途(包括作核實及紀錄用途)。有關查閱及/或更正個人資料的要求可按照《個人資料(私隱)條例》提出，而有關要求須以書面方式寄寄至卓佳證券登記有限公司(地址如上)的個人資料私隱主任。



## Mailing Label 郵寄標籤

Please cut the mailing label and stick it on an envelope  
to return this Request Form to us.  
**No postage is necessary if posted in Hong Kong.**

當閣下寄回本申請表格時，請將郵寄標籤剪貼於信封上。  
如在本港投寄，閣下無需支付郵費或貼上郵票。

**Tricor Investor Services Limited**  
**卓佳證券登記有限公司**  
**Freepost No. 簡便回郵號碼：10 GPO**  
**Hong Kong 香港**