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CHerish Holdings Limited

東盈控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2113)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of CHerish Holdings Limited (the “**Company**”) will be held at 11:00 a.m. on Thursday, 31 January 2019 at Room 13, 7/F, Nexxus Building, 77 Des Voeux Road Central, Hong Kong for the purposes of considering and, if thought fit, passing the following resolutions:

SPECIAL RESOLUTIONS

1. “**THAT:**

subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands by way of issuing a certificate of incorporation on change of name, the existing English name of the Company be changed from “CHerish Holdings Limited” to “Century Group International Holdings Limited” and the dual foreign name in Chinese of the Company be changed from “東盈控股有限公司” to “世紀集團國際控股有限公司” (the “**Proposed Change of Company Name**”) with effect from the date of the certificate of incorporation on change of name issued by the Registrar of Companies in the Cayman Islands; and any one director of the Company be and is hereby authorized to do all such acts, deeds and things and execute all documents (whether by hand, under common seal or as a deed) as he or she may, in his or her absolute discretion, consider necessary or expedient to give effect to the Proposed Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

2. “**THAT:**

subject to the passing of resolution numbered 1 above, and subject to and conditional upon the Proposed Change of the Company Name becoming effective and with effect from the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands, the amended and restated memorandum of association and articles of association of the Company (the “**Existing M&A**”) be amended by replacing all references to “CHerish Holdings Limited 東盈控股有限公司” with “Century Group International Holdings Limited 世紀集團國際控股有限公司” to reflect the name change of the Company, and the second amended and restated memorandum of association and articles of association of the Company in the form produced to the meeting, a copy of which has been produced to this meeting and

marked “A” and initialed by the chairman of this meeting for the purpose of identification, be approved and adopted in substitution for and to the exclusion of the Existing M&A.”

By Order of the board of the Directors
CHerish Holdings Limited
Zhang Chengzhou
Chairman

Hong Kong, 11 January 2019

Registered Office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head Office and Principal Place of Business:

Office D, 16/F
Kings Wing Plaza 1
No. 3 On Kwan Street
Shek Mun
New Territories
Hong Kong

Notes:

1. Any member of the Company (the “**Member**”) entitled to attend and vote at the EGM (or at any adjournment thereof) shall be entitled to appoint another person as his proxy to attend and vote instead of him. The Member who is holder of two or more shares of the Company may appoint more than one proxy to represent him on vote on his behalf at the EGM. A proxy need not be the Member but must attend the EGM in person to represent you.
2. Where there are joint holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share will alone be entitled to vote in respect thereof.
3. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed (or a certified copy of that power or authority), must be deposited at Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof.
4. The registers of members of the Company will be closed from Monday, 28 January 2019 to Thursday, 31 January 2019 (both days inclusive) during which period no transfer of shares will be effected. In order to be entitled to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged for registration with Tricor Investor Services Limited at the same address stated in above Note 3 not later than 4:30 p.m. on Friday, 25 January 2019.
5. The special resolutions set out in this notice shall be voted on by way of poll.

As at the date of this announcement, the Board comprises Mr. Zhang Chengzhou, Mr. Cao Jun, Mr. Li Xiangzhong, Mr. Tang Man On, Mr. Kwok Hoi Chiu and Ms. Choi Chun Chi Sandy as executive Directors, Mr. Cao Qian as non-executive Director and Mr. Cheung Wai Lun Jacky, Mr. Lee Chi Ming and Mr. Tang Chi Wai as independent non-executive Directors.