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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in doubt** as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in 無錫盛力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited\*) (the “Company”), you should at once hand this circular, together with the accompanying form of proxy and reply slip to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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無錫盛力達科技股份有限公司

**Wuxi Sunlit Science and Technology Company Limited\***

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

**(Stock Code: 1289)**

**REPORT OF THE DIRECTORS FOR THE YEAR 2019,  
REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2019,  
ANNUAL REPORT FOR THE YEAR 2019,  
THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR 2019,  
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2019,  
EXTERNAL AUDITOR'S FEES FOR THE YEAR 2019,  
RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS  
AS THE COMPANY'S EXTERNAL AUDITOR,  
PURCHASE OF DIRECTORS' LIABILITY INSURANCE,  
PURCHASE OF WEALTH MANAGEMENT PRODUCTS  
WITH TEMPORARY IDLE PROCEEDS  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

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A notice convening the annual general meeting of the Company (the “AGM”) to be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, the People's Republic of China (the “PRC”) at 10:00 a.m. on Monday, 29 June 2020 is set out on pages 9 to 11 of this circular. Whether or not you are able to attend and vote at the AGM, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon to the H Share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of H Shares), or to the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of Domestic Shares) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjourned meeting should you so wish.

\* *For identification purposes only*

29 April 2020

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## DEFINITIONS

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*In this circular, the following expressions have the meanings set out below unless the context requires otherwise.*

“AGM”	the annual general meeting of the Company to be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC at 10:00 a.m. on Monday, 29 June 2020, or any adjournment thereof
“AGM Notice”	the notice of the AGM as set out on pages 9 to 11 of this circular
“Articles of Association”	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
“Board”	the board of Directors
“Company”	無錫盛力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited*), a joint stock company incorporated in the PRC with limited liability
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	the domestic share(s) in the share capital of the Company with a par value of RMB1.00 each, which are subscribed for in Renminbi by investors inside the PRC
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign invested share(s) in the share capital of the Company with a par value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollar and listed on The Stock Exchange of Hong Kong Limited
“H Share Registrar”	Union Registrars Limited
“HKD” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	21 April 2020, being the latest practicable date prior to printing of this circular for the purpose of ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“PRC”	The People’s Republic of China which, for the purpose of this circular, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan

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## DEFINITIONS

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“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Share(s)”	the Domestic Share(s) and the H Share(s)
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company

For ease of reference, the names of the PRC-incorporated companies and entities as well as PRC applicable laws and regulations have been included in this circular in both the Chinese and English languages. In the event of any inconsistency, the Chinese names shall prevail.



無錫盛力達科技股份有限公司

**Wuxi Sunlit Science and Technology Company Limited\***

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

**(Stock Code: 1289)**

*Executive Directors:*

Mr. Zhang Degang (*Chairman*)

Mr. Zhang Deqiang

*Non-executive Directors:*

Ms. Zhang Jinghua

Mr. Gao Feng

*Independent non-executive Directors:*

Mr. Liu Chaojian

Mr. Ho Yuk Ming, Hugo

Mr. Gao Fuping

*Registered office and*

*headquarters in the PRC:*

1 Yanxin Road East

Huishan Economic Development Zone

Wuxi

Jiangsu Province

PRC

*Principal place of business*

*in Hong Kong:*

33rd Floor

Shui On Centre

6-8 Harbour Road

Wanchai

Hong Kong

29 April 2020

*To the Shareholders,*

Dear Sir/Madam,

**REPORT OF THE DIRECTORS FOR THE YEAR 2019,  
REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2019,  
ANNUAL REPORT FOR THE YEAR 2019,  
THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR 2019,  
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2019,  
EXTERNAL AUDITOR'S FEES FOR THE YEAR 2019,  
RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS  
AS THE COMPANY'S EXTERNAL AUDITOR,  
PURCHASE OF DIRECTORS' LIABILITY INSURANCE,  
PURCHASE OF WEALTH MANAGEMENT PRODUCTS  
WITH TEMPORARY IDLE PROCEEDS  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

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## LETTER FROM THE BOARD

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### INTRODUCTION

The purpose of this circular is to give you the AGM Notice and provide you with relevant information to enable you to make informed decision on whether to vote for or against the resolutions to be proposed at the AGM for (among others) the following issues, to be approved by way of ordinary resolutions and special resolution:

#### ORDINARY RESOLUTIONS

- (1) Report of the Directors for the year 2019;
- (2) Report of the board of Supervisors for the year 2019;
- (3) Annual report of the Company for the year 2019;
- (4) The Group's audited consolidated financial statements for the year 2019;
- (5) Profit distribution plan for the year 2019;
- (6) External auditor's fees for the year 2019;
- (7) Re-appointment of PricewaterhouseCoopers as the Company's external auditor;  
and
- (8) Purchase of Directors' liability insurance.

#### SPECIAL RESOLUTION

- (9) Purchase of wealth management products with temporary idle proceeds.

#### **(1) DIRECTORS' REPORT FOR THE YEAR 2019**

An ordinary resolution will be proposed at the AGM to approve the report of the Directors for the year 2019, the text of which is set out in the Company's annual report dated 29 April 2020.

#### **(2) REPORT OF THE BOARD OF SUPERVISORS FOR THE YEAR 2019**

An ordinary resolution will be proposed at the AGM to approve the report of the board of Supervisors for the year 2019, the text of which is set out in the Company's annual report dated 29 April 2020.

#### **(3) ANNUAL REPORT FOR THE YEAR 2019**

An ordinary resolution will be proposed at the AGM to approve the annual report of the Company for the year 2019 dispatched on 29 April 2020.

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## LETTER FROM THE BOARD

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### **(4) THE GROUP'S AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR 2019**

An ordinary resolution will be proposed at the AGM to approve the Group's audited consolidated financial statements for the year ended 31 December 2019, the text of which is set out in the Company's annual report dispatched on 29 April 2020.

### **(5) PROFIT DISTRIBUTION PLAN FOR THE YEAR 2019**

Pursuant to the Articles of Association, an ordinary resolution will be proposed at the AGM to approve the Company's profit distribution plan for the year 2019.

In view of the Company's financial performance and future continuous development, the Board proposed not to recommend the payment of a final dividend for the year ended 31 December 2019. The Board has decided to retain funds for daily operation.

### **(6) EXTERNAL AUDITOR'S FEES FOR THE YEAR 2019**

An ordinary resolution will be proposed at the AGM to approve, confirm and ratify the fees paid or payable to the external auditor of the Company, PricewaterhouseCoopers, for the year ended 31 December 2019.

During the year ended 31 December 2019, the remuneration paid or payable to PricewaterhouseCoopers in respect of the audit service provided to the Group was approximately RMB1.49 million (after tax).

### **(7) RE-APPOINTMENT OF PRICEWATERHOUSECOOPERS AS THE COMPANY'S EXTERNAL AUDITOR**

An ordinary resolution will be proposed at the AGM to consider and approve the re-appointment of PricewaterhouseCoopers as the Company's external auditor for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine its remuneration.

### **(8) PURCHASE OF DIRECTORS' LIABILITY INSURANCE**

The Company intends to purchase liability insurance for the Directors in compliance with the requirements of the corporate governance code in Appendix 14 to the Listing Rules, in order to avoid the risk of litigation arising from the performance of their respective functions and protecting the Company against the risk of litigation.

The Board will propose at the AGM for the approval of continuing the purchase of Directors' liability insurance and to authorise the Board to determine all relevant issues including, without limitation, insurance institutions, terms of insurance and insured amount, and to authorise the chairman of the Board or other person(s) authorised by the Board to sign the relevant insurance documents.

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## LETTER FROM THE BOARD

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### **(9) PURCHASE OF WEALTH MANAGEMENT PRODUCTS WITH TEMPORARY IDLE PROCEEDS**

At the annual general meeting of the Company held on 12 June 2019, the Board has been authorised by the Company to exercise the investment decision of the utilisation of the temporary idle proceeds and, within one year from the approval at such meeting, to exercise the decision-making power regarding purchase of wealth management products within the cap of RMB35 million and sign relevant legal documents. Such authority will expire at the AGM.

To continue to enhance the efficiency of utilisation of the Group's temporary idle proceeds, the Company intends to continue to apply part of the temporary idle proceeds, on the condition that the construction of the committed projects and planned usage of proceeds for such construction will not be affected, to the purchase of wealth management products issued by financial institutions that offer high level of safety and limited liquidity with principal preservation terms for the increase of capital gains in order to enhance the utilisation and effect of the Company's temporary idle proceeds, thereby further increase the overall income of the Company and seek better investment returns for the benefits of the Company and the Shareholders as a whole. The proposed wealth management products to be invested are summarised below:

#### **(I) Varieties of entrusted wealth management products**

The varieties to be invested are investment wealth management products that offer high level of safety with principal preservation terms. The investment products shall not be pledged, and designated clearing accounts (if applicable) of the products shall not be deposited with non-proceeds or for usage otherwise.

#### **(II) Investment cap**

The amount of a single purchase of wealth management products by the Group or unexpired wealth management products held at any time shall not exceed RMB35 million in aggregate. Rolling purchase can be made within the abovementioned cap.

#### **(III) Term of investment**

Term of purchase of wealth management products with temporary idle proceeds shall not exceed 12 months.

#### **(IV) Source of funding and manner of implementation**

Funding for purchase of wealth management products shall be solely limited to temporary idle proceeds of the Company from the listing of the H Shares on the Stock Exchange. Within the range of cap as mentioned above, it is proposed that the Board shall be authorised at the AGM to exercise such investment decision and the Board shall be authorised, within one year commencing from the approval at the AGM, to exercise the decision-making power regarding purchase of wealth management products within the abovementioned cap and sign relevant legal documents.



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## LETTER FROM THE BOARD

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### (10) THE AGM

#### **Notice of the AGM**

The AGM will be held at 10:00 a.m. on Monday, 29 June 2020 at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC. The notice of the AGM is set out on pages 9 to 11 of this circular.

#### **Closure of register of members**

The register of members of the Company will be closed from Friday, 29 May 2020 to Monday, 29 June 2020, both dates inclusive, the period during which no transfer of Shares will be effected. In order to be qualified to attend and vote at the AGM, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the H Share Registrar at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of the H Shares), or the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of Domestic Shares) no later than 4:00 p.m. on Thursday, 28 May 2020.

#### **Reply slip and proxy form**

If you are eligible and intend to attend the AGM, please complete and return the reply slip in accordance with the instructions printed thereon as soon as possible and in any event on or before Tuesday, 9 June 2020.

Shareholders who intend to attend the AGM by proxy are requested to complete and return the form of proxy, in accordance with the instructions printed thereon as soon as possible and in any event no later than 24 hours before the time appointed for the holding of the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

#### **Voting by poll**

Pursuant to Rule 13.39(4) of the Listing Rules, resolutions to be proposed at the AGM must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The chairman of the AGM will therefore demand a poll for every resolution put to the vote at the AGM. On a poll, every Shareholder present in person or by proxy or (being a corporation) by its duly authorised representative shall have one vote for each Share registered in his or her name in the register of members of the Company. A Shareholder entitled to more than one vote need not use all his or her votes or cast all the votes he or she uses in the same way.

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## LETTER FROM THE BOARD

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### RECOMMENDATION

The Directors considers that all resolutions set out in the AGM Notice for the Shareholders' consideration and approval are in the best interests of the Company and the Shareholders as a whole. As such, the Board recommends the Shareholders to vote in favor of all the resolutions set out in the AGM Notice which are to be proposed at the AGM.

Yours faithfully,  
By order of the Board  
無錫盛力達科技股份有限公司  
**Wuxi Sunlit Science and Technology Company Limited\***  
**Zhang Degang**  
*Chairman*

\* *For identification purposes only*



無錫盛力達科技股份有限公司

**Wuxi Sunlit Science and Technology Company Limited\***

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

**(Stock Code: 1289)**

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the “AGM”) of 無錫盛力達科技股份有限公司 (Wuxi Sunlit Science and Technology Company Limited\*) (the “Company” together with its subsidiaries, the “Group”)) will be held at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, the People’s Republic of China (the “PRC”) at 10:00 a.m. on Monday, 29 June 2020 to consider and, if thought fit, to pass, with or without modifications, the following resolutions of the Company:

**ORDINARY RESOLUTIONS**

1. To receive, consider and approve the report of the board of directors of the Company for the year ended 31 December 2019;
2. To receive, consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2019;
3. To receive, consider and approve the annual report of the Company for the year ended 31 December 2019;
4. To receive, consider and approve the Group’s audited consolidated financial statements for the year ended 31 December 2019;
5. To consider and approve the Company’s profit distribution plan for the year ended 31 December 2019;
6. To consider and approve, confirm and ratify the fees paid or payable to the external auditor of the Company, PricewaterhouseCoopers, for the year ended 31 December 2019;
7. To consider and approve the re-appointment of PricewaterhouseCoopers as the Company’s external auditor for a term until the conclusion of the next annual general meeting of the Company, and to authorise the board of directors of the Company to determine its remuneration; and

\* For identification purposes only

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## NOTICE OF 2019 ANNUAL GENERAL MEETING

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8. To consider and approve the purchase of directors' liability insurance and to authorise (i) the board of directors of the Company to determine all relevant issues including, without limitation, insurance institutions, terms of insurance and insured amount; and (ii) the chairman or other person(s) authorised by the board of directors of the Company to sign all relevant documents.

### SPECIAL RESOLUTION

9. To authorise the board of directors of the Company to exercise the investment decision in relation to the utilisation of the temporary idle proceeds of the Company and for such purpose, the board of directors of the Company be authorised: (i) within one year commencing from the approval of this resolution, to exercise the decision-making power regarding purchase of wealth management products by utilising the temporary idle proceeds, subject to the restriction that the amount of a single purchase of wealth management products by the Group or the unexpired wealth management products held by the Group at any time shall not exceed RMB35 million in aggregate; and (ii) to sign all relevant legal documents.

By order of the Board  
無錫盛力達科技股份有限公司  
**Wuxi Sunlit Science and Technology Company Limited\***  
**Zhang Degang**  
*Chairman*

Hong Kong, 29 April 2020

*Notes:*

1. The register of members of the Company will be closed from Friday, 29 May 2020 to Monday, 29 June 2020, both days inclusive, during which period no transfer of shares of the Company will be effected. The holders of shares of the Company whose names appear on the register of members of the Company on Monday, 29 June 2020 will be entitled to attend and vote at the AGM. In order to be qualified to attend and vote at the AGM, all completed share transfer documents accompanied by the relevant share certificates must be lodged with the H Share registrar of the Company, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (in respect of H shares of the Company, the "H Share(s)"), or the Company's registered office in the PRC at 1 Yanxin Road East, Huishan Economic Development Zone, Wuxi, Jiangsu Province, PRC (in respect of domestic shares of the Company, the "Domestic Share(s)") no later than 4:00 p.m. on Thursday, 28 May 2020.
2. Any shareholder of the Company (the "Shareholder") who is entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his behalf. A proxy need not be a Shareholder.
3. The instrument appointing a proxy must be made in writing and signed under the hand of the appointer or his attorney duly authorised in writing. If any appointer is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.

\* For identification purposes only

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## NOTICE OF 2019 ANNUAL GENERAL MEETING

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4. In order to be valid, the proxy form must be deposited, for the holders of H Shares, to the H Share registrar of the Company, Union Registrars Limited, or for the holders of Domestic Shares, to the Company's registered office in the PRC, not less than 24 hours before the time appointed for holding the AGM (or any adjournment thereof). If the proxy form is signed by a person under a power of attorney or other authorisation instruments, a notarially certified copy of that power of attorney or other authorisation instruments shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjourned meetings should you so wish.
5. Shareholders shall produce their identity documents and supporting documents in respect of shares held when attending the AGM. If any corporate shareholder appoints authorised representative to attend the AGM, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other decision-making bodies of the corporate shareholder or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents when attending the AGM.
6. Shareholders who intend to attend the AGM should complete and return the reply slip in writing to the Company's H Share registrar in Hong Kong (for holders of H Shares) or the registered office of the Company in the PRC (for holders of Domestic Shares) on or before Tuesday, 9 June 2020.
7. The AGM is expected to be held for less than half a day. Shareholders who intend to attend the AGM shall arrange and bear their own travel and accommodation expenses.
8. The name and address of the Company's H Share registrar in Hong Kong is as follows:

Union Registrars Limited  
Suites 3301-04, 33/F.,  
Two Chinachem Exchange Square,  
338 King's Road,  
North Point,  
Hong Kong
9. The registered office of the Company in the PRC is as follows:

1 Yanxin Road East,  
Huishan Economic Development Zone,  
Wuxi,  
Jiangsu Province,  
PRC
10. Where there are joint registered holders of any share(s) of the Company, only the joint shareholder whose name appears first in the register of shareholders of the Company may attend and vote at the AGM, either in person or by proxy, in respect of such share(s) as if he/she were solely entitled thereto.

*As at the date of this notice, the executive directors of the Company are Mr. Zhang Degang and Mr. Zhang Deqiang, the non-executive directors of the Company are Ms. Zhang Jinghua and Mr. Gao Feng and the independent non-executive directors of the Company are Mr. Liu Chaojian, Mr. Ho Yuk Ming, Hugo and Mr. Gao Fuping.*