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**Zheng Li Holdings Limited**  
**正力控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8283)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**PRECAUTIONARY MEASURES FOR THE EGM**

Please refer to page 1 of the circular of the Company dated 11 July 2022 for the measures to be implemented at the Extraordinary General Meeting by the Company against the epidemic to protect the attendees from the risk of infection of the Novel Coronavirus (“COVID-19”), including:

- compulsory body temperature screening
- compulsory wearing of surgical face mask
- no distribution of corporate gifts and no serving of refreshments

**Any person who does not comply with the precautionary measures may be denied entry into the Extraordinary General Meeting venue. The Company wishes to advise Shareholders that you may appoint the Chairman of the Extraordinary General Meeting as your proxy to vote on the relevant resolutions at the Extraordinary General Meeting as an alternative to attending the Extraordinary General Meeting in person.**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of Zheng Li Holdings Limited (the “Company”) will be convened at Room 1706, T7 Building, Yicheng Times Plaza, Jing Hai Si Road, Daxing District, Beijing City, the PRC on Wednesday, 27 July 2022 at 10:00 a.m. to consider and, if thought fit, to pass with or without amendments, the following resolution:

**ORDINARY RESOLUTION**

1. “**THAT** to re-elect:

- (a) Ms. WU Lili as an executive Director and the board (the “**Board**”) of directors (the “**Directors**”) of the Company be and is hereby authorised to fix her remuneration;

- (b) Mr. ZHAO Yanjiao as a non-executive Director and the Board be and is hereby authorised to fix his remuneration; and
- (c) Mr. GAO Yan as an independent non-executive Director and the Board be and is hereby authorised to fix his remuneration.”

### **SPECIAL RESOLUTION**

2. “**THAT** subject to and conditional upon the approval of the Registrar of Companies of the Cayman Islands, the English name of the Company be and is hereby changed from “Zheng Li Holdings Limited” to “Zhongshi Minan Holdings Limited” and the dual foreign name in Chinese of the Company be and is hereby changed from “正力控股有限公司” to “中食民安控股有限公司” with effect from the date of registration as set out in the certificate of incorporation on change of name issued by the Registrar of Companies of the Cayman Islands and any one or more director of the Company be authorised on behalf of the Company to do all such acts and things and execute and deliver all such documents which he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the foregoing and to attend to any registration and/or filing in the Cayman Islands and Hong Kong for and on behalf of the Company.”

By Order of the Board  
**Zheng Li Holdings Limited**  
**WANG Lei**  
*Co-Chairman, Chief Executive Officer and  
Executive Director*

Hong Kong, 11 July 2022

*Registered Office:*  
Windward 3, Regatta Office Park  
P.O. Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

*Principal Place of Business in  
Hong Kong:*  
Room E, 15th Floor  
Leahander Centre  
28 Wang Wo Tsai Street  
Tsuen Wan, New Territories  
Hong Kong

*Notes:*

1. A member of the Company entitled to attend and vote at the EGM shall be entitled to appoint one or if he is a holder of two or more shares of the Company, more than one proxies to attend and vote in his stead. A proxy need not be a member of the Company but must be present in person in the EGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which such proxy is so appointed. Completion and return of the form of proxy will not preclude a member of the Company from attending the EGM and voting in person should he so wish. In such event, his form of proxy will be deemed to have been revoked.

2. Where there are joint registered 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 shall alone be entitled to vote in respect thereof.
3. A form of proxy for the EGM is enclosed. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, must be deposited at the Company's Hong Kong Branch Share Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time for holding the EGM or any adjournment thereof. Delivery of an instrument appointing a proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting to be convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. To ascertain the members' entitlement to attend and vote at the EGM, the transfer books and register of members will be closed from Monday, 25 July 2022 to Wednesday, 27 July 2022 (both days inclusive), during which period no transfer of shares can be registered. In order to be eligible to attend and vote at the EGM, all transfers of shares, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong Branch Share Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on Friday, 22 July 2022.
5. In compliance with Rule 17.47(4) of the GEM Listing Rules, voting on the proposed resolution set out in this notice will be decided by way of a poll.
6. Members of the Company or their proxies shall produce documents of their proof of identity when attending the EGM.
7. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
8. Considering the outbreak of COVID-19, certain measures will be implemented at the EGM with a view to addressing the risk to attendees of infection, including, without limitation (i) all attendees will be required to undergo compulsory body temperature screening; (ii) all attendees will be required to wear a surgical face mask throughout the EGM within the EGM venue (no mask will be provided at the EGM venue); and (iii) no corporate gifts will be distributed and no refreshments will be served. The Company reminds attendees that they should carefully consider the risks of attending the EGM, taking into account their own personal circumstances. For details, all attendees of the EGM should read the section headed "Precautionary Measures for the EGM" on page 1 of the circular of the Company for the EGM dated 11 July 2022.

*As at the date of this notice, the executive Directors are Mr. WANG Lei, Mr. FENG Wei, Mr. CHUA Boon Hou (CAI Wenhao) and Ms. WU Lili; the non-executive Directors are Mr. WANG Bing and Mr. ZHAO Yanjiao; and the independent non-executive Directors are Mr. CHEN Huichun, Mr. ZHAO Wei and Mr. GAO Yan.*

*This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this notice misleading.*

*This notice will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the day of its posting. This notice will also be published on the website of the Company at [www.zhengliholdings.com](http://www.zhengliholdings.com).*