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## **CHANGSHOUHUA FOOD COMPANY LIMITED**

### **長壽花食品股份有限公司**

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

**(Stock code: 1006)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (the “EGM”) of Changshouhua Food Company Limited (the “Company”) will be held at 35th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Friday, 25 May 2018 at 10:00 a.m. (or so soon after the conclusion of the annual general meeting of the Company convened to be held on the same date and place at 9:30 a.m.) for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions:

1. **“THAT:**

- (a) the agreement dated 9 February 2018 (the “2018 Master Supply Agreement”) entered into between 山東三星玉米產業科技有限公司(Shandong Sanxing Corn Industry Technology Company Limited\*) (“Corn Industry”), a wholly-owned subsidiary of the Company, and 山東明達熱電有限公司(Shandong Mingda Heat and Electricity Company Limited\*) (“Shandong Mingda”), a copy of which is tabled at the meeting and marked “A” and initialed by the chairman of the meeting for identification purpose, pursuant to which Shandong Mingda agreed to supply steam and/or electricity to Corn Industry for production and operation be and is hereby approved, confirmed and ratified;
- (b) the annual caps under the 2018 Master Supply Agreement as set out in the circular of the Company dated 3 May 2018 (the “Circular”) for the three years ending 31 December 2020 be and are hereby approved and confirmed; and

- (c) any one director of the Company be and is hereby authorised to do all such acts or things and sign all documents deemed necessary by him to be incidental to, ancillary to or in connection with the matters contemplated under the 2018 Master Supply Agreement.”

2. **“THAT:**

- (a) the agreement dated 9 February 2018 (the “2018 Sale and Purchase Agreement”) entered into between Corn Industry and 鄒平三星油脂工業有限公司(Zouping Sanxing Grease Industry Company Limited\*) (“Sanxing Grease”), a copy of which is tabled at the meeting and marked “B” and initialed by the chairman of the meeting for identification purpose, pursuant to which Corn Industry agreed to procure from Sanxing Grease and its subsidiaries crude corn oil of quality standard set out in the 2018 Sale and Purchase Agreement be and is hereby approved, confirmed and ratified;
- (b) the annual caps under the 2018 Sale and Purchase Agreement as set out in the Circular for the three years ending 31 December 2020 be and are hereby approved and confirmed; and
- (c) any one director of the Company be and is hereby authorised to do all such acts or things and sign all documents deemed necessary by him to be incidental to, ancillary to or in connection with the matters contemplated under the 2018 Sale and Purchase Agreement.”

By Order of the Board  
**Changshouhua Food Company Limited**  
**Chan Yuen Ying, Stella**  
*Company Secretary*

Hong Kong, 3 May 2018

\* *for identification purpose only*

*Notes:*

1. A member of the Company entitled to attend and vote at the EGM is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose, seniority will be determined by the order in which names stand in the register of members.
3. In order to be valid, the form of proxy must be signed under the hand of the appointor or of his attorney duly authorized in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney or other person duly authorized, and must be deposited with the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours before the time fixed for the holding of the EGM.
4. For determining the identity of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 18 May 2018 to Friday, 25 May 2018, both days inclusive, during which period no transfer of shares will 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 branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 17 May 2018.
5. As at the date of this notice, the board of directors of the Company consists of eight directors, five of whom are executive directors, namely Mr. Wang Mingxing, Mr. Wang Mingfeng, Mr. Wang Mingliang, Mr. Cheng Wenming and Mr. Huang Da, and three of whom are independent non-executive directors, namely, Mr. Wang Aiguo, Mr. Wang Ruiyuan and Mr. Liu Shusong.