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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)

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

Cause No. FSD 229 of 2020

IN THE MATTER OF SECTION 86 OF THE COMPANIES LAW (2020 REVISION)

(AS REVISED)

AND IN THE MATTER OF ORDER 102 OF THE GRAND COURT RULES 1995

(AS REVISED)

AND IN THE MATTER OF CHANGSHOUHUA FOOD COMPANY LIMITED

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an order dated the 19th day of October 2020 (the “**Order**”) made in the above matter, the Grand Court of the Cayman Islands (the “**Court**”) has directed a meeting (the “**Meeting**”) to be convened of the registered holders of the ordinary shares of HK\$0.1 each (“**Shares**”) in the capital of Changshouhua Food Company Limited (the “**Company**”) (other than those directly or indirectly held by SanXing Trade Co., Ltd. (the “**Offeror**”) (the “**Scheme Shares**”) for the purpose of considering and, if thought fit, approving, with or without modification, a scheme of arrangement (the “**Scheme**”) proposed to be made between the Company and the holders of the Scheme Shares as at Scheme Record Date (as defined in the Scheme), and that such Meeting will be held at 10:00 a.m. on Thursday, 19 November 2020 at United Conference Centre, 10/F., United Centre, 95 Queensway, Admiralty, Hong Kong at which place and time all holders of Scheme Shares are requested to attend.

A copy of the Scheme and a copy of the explanatory memorandum (the “**Explanatory Memorandum**”) explaining the effect of the Scheme are incorporated in the composite scheme document of which this Notice forms part (the “**Scheme Document**”), which has been despatched by post to holders of the Scheme Shares. A copy of the Scheme Document can also be obtained by any person entitled to attend the Meeting during usual business hours on any day prior to the day appointed for the said meeting (other than a Saturday, a Sunday or a public holiday in Hong Kong) from the Share Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.

The above-mentioned holders of the Scheme Shares may vote in person at the Meeting or they may appoint one or more persons, whether a member of the Company or not, as their proxy to attend and vote in their stead. A pink form of proxy for use at the Meeting is enclosed with the Scheme Document.

In the case of joint holders of a Scheme Share, the vote of the most senior holder 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 shall be determined by the order in which the names stand in the register of members of the Company in respect of the Scheme Share.

It is requested that forms appointing proxies, together with the letter or power of attorney or other authority (if any) under which they are signed or a notarially certified copy thereof (in the case of a corporation either under its common seal or under the hand of an attorney or a duly authorised officer on its behalf and to the satisfaction of the directors of the Company), be lodged at the Share Registrar as stated above no later than 48 hours before the time appointed for holding the Meeting or any adjournment thereof. Alternatively pink forms of proxy may be handed to the chairman of the Meeting at the Meeting.

Completion and return of the form of proxy will not preclude a holder of the Scheme Shares from attending and voting in person at the Meeting or any adjournment thereof. In the event that an eligible Scheme Shareholder attends and votes at the Meeting or any adjournment thereof after having lodged his form of proxy, his form of proxy shall be revoked by operation of law.

For the purpose of determining the entitlements of holders of Scheme Shares to attend and vote at the Meeting, the register of members of the Company will be closed from Monday, 16 November 2020 to Thursday, 19 November 2020, both days inclusive, and during such period, no transfer of Shares will be effected. In order to qualify to vote at the Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Share Registrar as stated above before 4:30 p.m. (Hong Kong time) on Friday, 13 November 2020.

By the same order, the Court has appointed Mr. REN Zaishun, or failing him, Mr. CHENG Wenming, or failing whom, any other director of the Company at the time of the Court Meeting to act as chairman of the Meeting and has directed the chairman of the Meeting to report the result thereof to the Grand Court.

The Scheme will be subject to the subsequent sanction of the Court as set out in the Explanatory Memorandum contained in the Scheme Document.

By Order of the Court
Changshouhua Food Company Limited
長壽花食品股份有限公司

Dated the 27th day of October 2020.

Registered office:

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

Head office and principal place of business in Hong Kong:

Suites 1106-08, 11th Floor
The Chinese Bank Building
61-65 Des Voeux Road Central
Hong Kong

Notes:

- (i) Unless otherwise defined in this notice or the context otherwise requires, terms defined in the Scheme Document shall have the same meanings when used in this notice.
- (ii) At the Meeting, the Scheme will be voted on by way of poll as required under the Listing Rules and the Takeovers Code.
- (iii) A pink form of proxy for use at the Meeting is enclosed with the Scheme Document.
- (iv) A holder of the Scheme Shares entitled to attend and vote at the Meeting is entitled to appoint one or more persons, whether a member of the Company or not, as his proxy to attend, speak and vote instead of him/her. If more than one proxy is appointed, the number of Scheme Shares in respect of which each such proxy is so appointed must be specified in the relevant form of proxy.
- (v) The pink form of proxy, together with the letter or power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof (in the case of a corporation, either under its common seal or under the hand of an attorney or a duly authorised officer on its behalf and to the satisfaction of the directors of the Company), should be lodged at the Share Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 48 hours before the time appointed for holding the Meeting or any adjournment thereof although it may be handed to the chairman of the Meeting at the Meeting. Completion and return of the pink form of proxy will not preclude a holder of the Scheme Shares from attending and voting in person at the Meeting or any adjournment thereof. In the event that a holder of the Scheme Shares attends and votes at the Meeting after having lodged his form of proxy, his form of proxy shall be revoked by operation of law.
- (vi) In the case of joint holders of a Scheme Share, the vote of the most senior holder 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 shall be determined by the order in which the names stand in the register of members of the Company in respect of the Scheme Share.
- (vii) For the purpose of determining the entitlements of holders of the Scheme Shares to attend and vote at the Meeting, the register of members of the Company will be closed from Monday, 16 November 2020 to Thursday, 19 November 2020, both days inclusive, and during such period, no transfer of Shares will be effected. In order to qualify to attend and vote at the Meeting, all transfers accompanied by the

relevant share certificates must be lodged with the Share Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong before 4:30 p.m. (Hong Kong time) on Friday, 13 November 2020.

- (viii) If a tropical cyclone warning signal No.8 or above is or is expected to be hoisted or a black rainstorm warning signal or "extreme conditions" caused by super typhoons is or is expected to be in force at any time after 7:00 a.m. on the date of the Meeting, the Meeting may be adjourned. The Company may post an announcement on the respective websites of the Hong Kong Exchanges and Clearing Limited and the Company to notify Scheme Shareholders of the date, time and venue of the reconvened meeting.
- (ix) Taking into account the recent development of the epidemic caused by coronavirus disease (COVID-19), the Company will implement the following prevention and control measures at the Meeting to protect holders of the Scheme Shares from the risk of infection:
- a. compulsory body temperature checks will be conducted for every attending holder of the Scheme Shares or proxy at the entrance of the venue. Any person with a body temperature of over 37.3 degrees Celsius will not be admitted to the venue, but such holder of the Scheme Shares or proxy will be able to vote by submitting a voting slip to the scrutineer at the entrance of the venue;
 - b. every attending holder of the Scheme Shares or proxy is required to wear a surgical mask throughout the Meeting; and
 - c. no refreshments will be served at the Meeting. Furthermore, the Company wishes to advise all of the holders of the Scheme Shares, particularly any holders of the Scheme Shares who are subject to quarantine in relation to COVID-19, that they may appoint any person or the chairman of the Meeting as a proxy to attend and vote on any of the resolutions, instead of attending the Meeting in person. The Company will closely monitor and ascertain the regulations and measures introduced or to be introduced by the HKSAR government, and if necessary will make further announcement(s) in case of any update regarding the precautionary measures to be implemented at the Meeting.

As at the date of this notice, the board of directors of the Company comprises: Mr. Wang Mingxing, Mr. Wang Mingliang, Mr. Wang Mingfeng, Mr. Cheng Wenming, Mr. Ren Zaishun as executive Directors; and Mr. Wang Aiguo, Mr. Wang Ruiyuan and Mr. Liu Shusong as independent non-executive Directors.