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Yashili International Holdings Ltd

雅士利國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1230)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of Yashili International Holdings Ltd (the “Company”) will be held at 11/F, East Tower, Poly Development Plaza, 832 Yuejiang Road Central, Haizhu District, Guangzhou City, Guangdong Province, the PRC on Monday, 27 June 2022 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution, with or without amendments, as an ordinary resolution of the Company.

Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 8 June 2022.

ORDINARY RESOLUTION

“**THAT:**

- (a) the revision of Annual Caps and the transactions contemplated under the Framework Agreement (including the revised Annual Caps) be and are hereby approved; and
- (b) any one director of the Company or any two directors of the Company, if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such things and exercise all powers which he/they consider(s) necessary, desirable or expedient in connection with the revision of Annual Caps and the Framework Agreement and otherwise in connection with the implementation of the transactions contemplated thereunder, including, without limitation, the execution, amendment, supplement, delivery, waiver, submission and implementation of any further documents or agreements.”

On behalf of the Board
Yashili International Holdings Ltd
雅士利國際控股有限公司
Kwok Wai Cheong, Chris
Company Secretary

Hong Kong, 8 June 2022

Principal place of business in Hong Kong:
Room A, 32nd Floor
COFCO Tower
262 Gloucester Road
Causeway Bay
Hong Kong

Notes:

- (i) Resolutions at the EGM will be taken by poll pursuant to the Company's articles of association and the Listing Rules and the results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
- (ii) Any member of the Company entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the EGM. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed.
- (iii) In order to be valid, the duly completed and signed 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 of attorney or authority, must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the above meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting (in such event, the instrument appointing a proxy shall be deemed to be revoked) or participating in the meeting through the online platform.
- (iv) The register of members of the Company will be closed from Wednesday, 22 June 2022 to Monday, 27 June 2022, both days inclusive and during which period no share transfer will be effected for the purpose of ascertaining shareholders' entitlement to attend and vote at the EGM. In order to be eligible to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4: 30 p.m. on Tuesday, 21 June 2022. The record date for determining eligibility to attend and vote at the EGM will be Monday, 27 June 2022.
- (v) A form of proxy for use at the EGM is enclosed herewith.
- (vi) Shareholders can attend the EGM in person or participate in the EGM through Computershare's e-Meeting System (the "**online platform**"). By logging in the dedicated online platform with a smart phone, tablet or computer with access to the internet, Shareholders can participate in the meeting through the live audio broadcast and submit questions. Details and instructions of the dedicated online platform and the login details are set out in the Company's notification letter sent together with this notice. In order to facilitate the prevention and control of the epidemic and to safeguard the health and safety of the Shareholders, the Company encourages the Shareholders to consider appointing the chairman of the meeting as his/her proxy to vote on the relevant resolution(s) at the meeting and/or participating in the meeting through the online platform, instead of attending the meeting in person.
- (vii) References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the board of directors of the Company comprises: Mr. Jeffrey, Minfang Lu (Chairman), Mr. Qin Peng, Mr. Zhang Ping and Mr. Gu Peiji (alias Philip Gu) as non-executive directors; Mr. Yan Zhiyuan as executive director; and Mr. Mok Wai Bun Ben, Mr. Cheng Shoutai and Mr. Lee Kong Wai Conway as independent non-executive directors.