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**CHINA KANGDA FOOD COMPANY LIMITED**

**中國康大食品有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Hong Kong Stock Code (Primary Listing): 834)**

**(Singapore Stock Code (Secondary Listing): P74)**

## **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**SGM**”) of China Kangda Food Company Limited (the “**Company**”) will be held at 2/F The Function Room 3, The Harbourview, 4 Harbour Road, Wanchai, Hong Kong and via video conference to be held at 38 Beach Road #29-11 South Beach Tower Singapore 189767 on Monday, 20 March 2023 at 10:00 a.m., for the purpose of considering and, if thought fit, passing with or without modification the following resolutions as ordinary resolution of the Company:

### **ORDINARY RESOLUTIONS**

**“THAT:**

- (i) the disposals agreements (as defined and described in the circular to the shareholders of the Company dated 24 February 2023 (the “**Circular**”)) (the “**Disposals Agreements**”), a copy of which is tabled at the SGM marked “A” and signed by the Chairman of the meeting for identification purpose, and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified;
- (ii) the framework agreement (as defined and described in the Circular) (the “**Framework Agreement**”), a copy of which is tabled at the SGM marked “B” and signed by the Chairman of the meeting for identification purpose), the transactions contemplated thereunder, and the annual caps contemplated thereunder (the “**Annual Caps**”), be and are hereby approved, confirmed and ratified; and

(iii) any director of the Company be and is hereby authorised to sign, execute, perfect and deliver all such documents and, where necessary, to affix the common seal of the Company on any such document as and when necessary and do all such deeds, acts, matters and things as he may in his discretion consider necessary or desirable for the purposes of or in connection with the implementation of the Disposals Agreements, the Framework Agreement, the transactions contemplated thereunder, and the Annual Caps.”

By Order of the Board  
**CHINA KANGDA FOOD COMPANY LIMITED**

**Fang Yu**

*Chairman, Executive Director and Chief Executive Officer*

Qingdao, PRC 24 February 2023

*As at the date of this notice, the executive Directors are Mr. Fang Yu (Chief Executive Officer and Chairman), Mr. An Fengjun, Mr. Gao Yanxu, Mr. Luo Zhenwu and Mr. Li Wei; and the independent non-executive Directors are Mr. Li Xu, Ms. Hui Wing Man and Mr. Ma Siu Kit.*

*Notes:*

1. A member entitled to attend and vote at the SGM who is a holder of two or more shares may appoint not more than two proxies to attend and vote on his/her behalf and where a member appoints more than one proxy, he shall specify the proportion of his shareholding to be represented by each proxy. A proxy need not be a member of the Company.
2. A member who wishes to appoint a proxy should complete the attached shareholder proxy form. Thereafter, the proxy form must be lodged at the office of the Company’s branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for Hong Kong Shareholders), or the Company’s Singapore Share Transfer Agent, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 (for Singapore Shareholders), not later than forty-eight (48) hours before the time appointed for the SGM (i.e. 10:00 a.m. on Saturday, 18 March 2023).
3. If the member is a corporation, the instrument appointing a proxy must be executed under seal or the hand of its duly authorised officer or attorney.

4. A Depositor whose name appears in the Depository Register of the Company and who is unable to attend personally but wishes to appoint a nominee to attend and vote on his behalf, or if such Depositor is a corporation, should complete the depositor proxy form under seal or the hand of its duly authorised officer or attorney and lodge the same at the office of the Company's Singapore Share Transfer Agent, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 not later than 48 hours before the time appointed for the SGM.
5. In order to determine the list of shareholders of the Company who will be entitled to attend and vote at the SGM to be held on Monday, 20 March 2023, the registers of members of the Company will be closed from Wednesday, 15 March 2023 to Monday, 20 March 2023, both days inclusive, during which period no transfer of shares will be registered. Shareholders whose names appear on the registers of members of the Company on Monday, 20 March 2023 shall be entitled to attend and vote at the SGM. In order for the shareholders to qualify to attend and vote at the SGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Tuesday, 14 March 2023.
6. Where there are joint holders of any shares, any one of such joint holder may vote either in person 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 any meeting the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
7. All resolutions at the SGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules on the Stock Exchange.

**Personal data privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the SGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the SGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the SGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.