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# 上海大生農業金融科技股份有限公司

Shanghai Dasheng Agriculture Finance Technology Co., Ltd.

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1103)**

## NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 2023 first extraordinary general meeting (the “**EGM**”) of Shanghai Dasheng Agriculture Finance Technology Co., Ltd. (the “**Company**”) will be held at 23/F, Tower 1, Excellence Century Center, Fuhua 3rd Road, Futian District, Shenzhen, PRC on Wednesday, 31 May 2023 at 2:00 p.m., or any adjournment thereof, for the purposes of considering, and if thought fit, with or without modifications, passing the following special resolution. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 16 May 2023 (the “**Circular**”).

### SPECIAL RESOLUTION

1. To consider and approve the Bankruptcy Restructuring Proposal involving issue of H Shares under Specific Mandate:
  - (a) the Board and the Administrator be and are hereby granted the Specific Mandate to exercise the powers of the Company to allot and issue no more than 200,000,000 H shares (inclusive) pursuant to the terms and conditions set out in the Circular; and
  - (b) the Board, any Director(s) delegated by the Board, the Administrator and any person(s) delegated by the Administrator be and are hereby authorised, for and on behalf of the Company, to complete and do all such acts or things as such Director and the Administrator may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the H Shares Issue (including but not limited to those set out in the Circular) or transactions contemplated thereunder and all other matters incidental thereto or in connection therewith.

By order of the Board  
**Shanghai Dasheng Agriculture Finance  
Technology Co., Ltd.**  
**Lan Huasheng**  
*Chairman*

**Administrator of  
Shanghai Dasheng Agriculture Finance  
Technology Co., Ltd.**

Shanghai, PRC, 16 May 2023

*Notes:*

1. A member of the Company (“**Member**”) entitled to attend and vote at the EGM is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a Member. A proxy form for use at the EGM is enclosed herewith. In the case of joint holders of any Share, only the person whose name appears first in the register of members shall be entitled to receive this notice, to attend and exercise all the voting powers attached to such Share at the EGM, and this notice shall be deemed to be given to all joint holders of such Share.
2. To be valid, the proxy form together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with, in case of holder of H Shares, the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, and in case of holders of Domestic Shares, with the Company’s office at 20F, Building G, Gateway International Plaza, No. 327 Tian Yao Qiao Road, Xuhui District, Shanghai, the PRC, not later than 24 hours before the time appointed for holding the EGM or any adjournment thereof (i.e. by 2:00 p.m. on Tuesday, 30 May 2023). Delivery of the proxy form shall not preclude a Member from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. The registration in the register of Members will be closed from Thursday, 25 May 2023 to Wednesday, 31 May 2023, both days inclusive, during which period no transfer of shares of the Company will be effected. For the identification of Members who are qualified to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for holders of H Shares) and the Company’s office at 20F, Building G, Gateway International Plaza, No. 327 Tian Yao Qiao Road, Xuhui District, Shanghai, the PRC (for holders of Domestic Shares) no later than 4:30 p.m. on Wednesday, 24 May 2023. Shareholders whose names appear on the register of Members on Wednesday, 31 May 2023 will be entitled to attend the EGM.
4. Miscellaneous
  - i. It is expected that the EGM will last for half a day. All attending Shareholders shall arrange for their transportation and accommodation and shall bear all their own expenses in connection with their attendance.
  - ii. Details on the abovementioned resolution to be considered and approved at the EGM are set out in the Circular in respect of the EGM dated 16 May 2023.
  - iii. The address of Computershare Hong Kong Investor Services Limited is:

Shops 1712–1716, 17th Floor, Hopewell Centre  
183 Queen’s Road East, Wan Chai  
Hong Kong  
Tel: (852) 2862 8555  
Fax: (852) 2865 0990
  - iv. The address of the office of the Company is:

20F, Building G  
Gateway International Plaza  
No. 327 Tian Yao Qiao Road  
Xuhui District  
Shanghai  
PRC
5. References to dates and times in this notice are to Hong Kong dates and times.

*As at the date of this notice, the Board comprises two executive Directors: Mr. Lan Huasheng and Mr. Wang Liguo; one non-executive Director: Mr. Lu Tingfu; and three independent non-executive Directors: Mr. Chung Cheuk Ming, Mr. Yang Gaoyu and Mr. Wang Yanlong.*