THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Numans Health Food Holdings Company Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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Numans Health Food Holdings Company Limited
紐曼思健康食品控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2530)

PROPOSED FINAL DIVIDEND; PROPOSED RE-ELECTION OF DIRECTORS; PROPOSED GRANTING OF GENERAL MANDATES TO BUY BACK SHARES AND TO ISSUE SHARES; AND NOTICE OF ANNUAL GENERAL MEETING

The notice convening the Annual General Meeting of Numans Health Food Holdings Company Limited to be held at 24/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Monday, 15 June 2026 at 9:00 a.m. is set out in this circular.

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy for use at the Annual General Meeting in accordance with the instructions printed thereon and return it to the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 9:00 a.m. on Saturday, 13 June 2026) (Hong Kong time) or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the Annual General Meeting if they so wish, and in such event, the form of proxy shall be deemed to be revoked.

This circular together with the form of proxy are also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.numans.cc).

22 May 2026

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In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

"Annual General Meeting" or "AGM"	the annual general meeting of the Company to be held at 24/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Monday, 15 June 2026 at 9:00 a.m. to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 15 to 19 of this circular, or any adjournment thereof
"Articles of Association" or "Articles"	the articles of association of the Company currently in force
"Board"	the board of Directors
"Company"	Numans Health Food Holdings Company Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Issuance Mandate"	a general mandate proposed to be granted to the Directors to allot, issue or deal with additional Shares (including any sale and transfer of treasury shares) of not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 7 of the notice of the Annual General Meeting
"Latest Practicable Date"	18 May 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
"Listing Date"	10 January 2025, on which dealings in the Shares first commenced on the Main Board of the Stock Exchange
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange as amended from time to time

"PRC"	the People's Republic of China which, for the purposes of this circular only, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"SFO"	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong as amended from time to time
"Share(s)"	ordinary share(s) HK$0.001 each in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company
"Share Buy-back Mandate"	a general mandate proposed to be granted to the Directors to buy-back Shares on the Stock Exchange of not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 6 of the notice of the Annual General Meeting
"Shareholder(s)"	holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	The Code on Takeovers and Mergers approved by the Securities and Futures Commission as amended from time to time
"treasury shares"	has the meaning ascribed to it under the Listing Rules

Numans Health Food Holdings Company Limited
紐曼思健康食品控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2530)

Executive Directors:
Mr. Wang Ping *(Chairman, Chief Executive Officer)*
Ms. Cui Juan

Non-executive Director:
Mr. Chan Hok Leung

Independent Non-executive Directors:
Ms. Yim Wing Yee
Mr. Lau Kwok Fai Patrick
Mr. Yu Tsz Ngo

Registered Office:
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Principal Place of Business and Headquarters in the PRC:
Building 8, Lane 706
Wuxing Road
Pudong New Area
Shanghai
the People's Republic of China

Principal Place of Business in Hong Kong:
18th Floor
Nine Queen's Road
Central
Hong Kong

22 May 2026

To the Shareholders

Dear Sir/Madam,

PROPOSED FINAL DIVIDEND; PROPOSED RE-ELECTION OF DIRECTORS; PROPOSED GRANTING OF GENERAL MANDATES TO BUY BACK SHARES AND TO ISSUE SHARES; AND NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting to be held on 15 June 2026.

2. PROPOSED FINAL DIVIDEND

Reference is made to the final results announcement for the year ended 31 December 2025 of the Company dated 30 April 2026. The Board has recommended a final cash dividend for the year ended 31 December 2025 of HK$2.5 cents per Share, which is subject to the approval of Shareholders at the AGM and compliance with the Articles and the Companies Law of the Cayman Islands. An ordinary resolution will be proposed at the AGM to approve the declaration of the final dividend.

3. PROPOSED RE-ELECTION OF DIRECTORS

According to Article 84 of the Articles, at every annual general meeting of the Company, one-third of the Directors for the time being (or, if their number is not a multiple of three (3), the number nearest to but not less than one-third) shall retire from office by rotation provided that every director shall be subject to retirement by rotation at an annual general meeting at least once every three years. A retiring Director shall be eligible for re-election.

Ms. Cui Juan and Mr. Chan Hok Leung shall retire from office by rotation at the AGM, and being eligible, will offer themselves for re-election. Details of the above named Directors who are subject to the re-election at the AGM are set out in Appendix I to this circular in accordance with the relevant requirements of the Listing Rules.

4. PROPOSED RE-APPOINTMENT OF THE AUDITOR

Forvis Mazars CPA Limited will retire as the auditors of the Company at the AGM. An ordinary resolution will be proposed at the AGM to approve the re-appointment of Forvis Mazars CPA Limited as the auditors of the Company for the year ending 31 December 2026, to hold office until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix their remuneration. The estimated audit fee for audit services for the year ending 31 December 2026 shall be approximately HK$1.8 million (excluding out-of-pocket expenses), which was determined between the Company and Forvis Mazars CPA Limited having regard to, among other matters, the business development of the Company, the expected audit scope, audit timetable, and auditors' resources. The estimated audit fee also assumes that there will be no material change in the Group's operations, accounting policies or regulatory environment during the financial year. As Forvis Mazars CPA Limited is relatively familiar with the Group's financial position and affairs, the Board considers that the estimated audit fee is fair and reasonable, taking into account the facts and circumstances known as at the Latest Practicable Date, and that the audit related work in respect of the Group for the year ending 31 December 2026 will be performed more efficiently by Forvis Mazars CPA Limited, which is in the best interests of the Company and the Shareholders as a whole. Unless there is a material change in the basis or assumptions set out above, the final audit fee should not deviate materially from the aforesaid amount. In the event of any material change, the Company will make further disclosure as appropriate.

5. PROPOSED GRANTING OF GENERAL MANDATE TO BUY BACK SHARES

Pursuant to a resolution passed by the Shareholders on 30 May 2025, a general mandate was granted to the Directors to buy back Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to buy back Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Share Buy-back Mandate to the Directors to buy back Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares of the Company (excluding treasury shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 6 of the notice of the Annual General Meeting (i.e. a total of 100,000,000 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting).

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Share Buy-back Mandate is set out in Appendix II to this circular.

6. PROPOSED GRANTING OF GENERAL MANDATE TO ISSUE SHARES

Pursuant to a resolution passed by the Shareholders on 30 May 2025, a general mandate was granted to the Directors to issue Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Issuance Mandate to the Directors to allot, issue or deal with additional Shares of not exceeding 20% of the total number of issued Shares of the Company (excluding treasury shares, if any) as at the date of passing of the proposed ordinary resolution contained in item 7 of the notice of the Annual General Meeting (i.e. a total of 200,000,000 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting). An ordinary resolution to extend the Issuance Mandate by adding the number of Shares bought back by the Company pursuant to the Share Buy-back Mandate will also be proposed at the Annual General Meeting. The Directors wish to state that they have no immediate plans to issue any new Shares pursuant to the Issuance Mandate.

7. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 15 to 19 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must 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. Accordingly, each of the resolutions set out in the notice of Annual General Meeting will be taken by way of poll.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote for every fully paid Share of which he/she is the holder. A Shareholder entitled to more than one vote needs not use all his/her votes or cast all the votes he/she uses in the same way. An announcement on the poll results will be published by the Company after the Annual General Meeting in the manner prescribed under the Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.numans.cc). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, 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 at the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 9:00 a.m. on Saturday, 13 June 2026 (Hong Kong time)) or the adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish, and in such event the form of proxy shall be deemed to be revoked.

8. CLOSURE OF REGISTER OF MEMBERS

For the purposes of determining the shareholders' eligibility to attend and vote at the AGM to be held on Monday, 15 June 2026, the register of members of the Company will be closed from Wednesday, 10 June 2026 to Monday, 15 June 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending the AGM, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar and transfer office in Hong Kong, 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, 9 June 2026. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the AGM is Monday, 15 June 2026.

Subject to the approval of shareholders at the annual general meeting, the proposed final dividend will be payable to shareholders whose names appear on the register of members of the Company on Tuesday, 23 June 2026, being the record date for determination of entitlement to the final dividend. The register of members of the Company will be closed from Monday, 22 June 2026 to Tuesday, 23 June 2026, both days inclusive, during which period no transfer of shares of the Company will be effected. In order to qualify for the proposed final dividend, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong 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 Thursday, 18 June 2026.

9. RECOMMENDATION

The Directors consider that the proposed final dividend, the proposed re-election of retiring Directors and granting of the Share Buy-back Mandate and the Issuance Mandate are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
By Order of the Board
Numans Health Food Holdings Company Limited
Mr. Wang Ping
Chairman of the Board and Executive Director

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

Ms. Cui Juan

Ms. Cui Juan (崔娟女士), aged 54, was appointed as our Director on 27 March 2019. Ms. Cui is mainly responsible for overseeing our overall management and operations, investment strategies and business development, and has approximately 10 years of experience in enterprise operation and management. She has been appointed as a director of Hontat (Shanghai) Nutritional Food Co., Ltd. (瀚達(上海)營養食品有限公司) ("**Hontat Nutritional**") since April 2011 to October 2013, and the legal representative and general manager of Hontat Nutritional since April 2011 to June 2014. She has also been the executive director and legal representative of Gold Nemans since March 2014 and a director of Numans Sales since November 2023. She is the spouse of Mr. Wang Ping.

Ms. Cui's other working experience is set forth in the table below:

Company Name	Principal business activities of the company	Position and responsibilities	Period
Shanghai branch office of Hung & Kit (Holdings) Limited* (香港洪吉控股有限公司上海分公司)	Agency service for American Airlines in the PRC	Ticket Executive (票務主管) and Customer Relationship Manager	From December 2002 to February 2007
Hong Kong Airlines Limited	Airline operation	Sales Supervisor — Group	From November 2008 to March 2017

Ms. Cui completed her Master of Business Administration (MBA) degree at the City University in Malaysia in June 2018.

Interests in Shares

As at the Latest Practicable Date, Ms. Cui is interested in 750,000,000 Shares of the Company by virtue of being the spouse of Mr. Wang Ping who is interested in 750,000,000 Shares through Far-East Fortune Management (China) Company Limited, which is directly owned as to 91% to Mr. Wang Ping and 9% by Ms. Cui Juan. Save as disclosed herein, Ms. Cui Juan did not have any interest in the Shares within the meaning of Part XV of the SFO.

Others

Ms. Cui entered into a service agreement with the Company for a term of three years commencing from 5 December 2024. She is subject to retirement and re-election at the annual general meeting of the Company in accordance with the Articles. She is entitled to

an annual director's fee of HK$300,000, which is determined with reference to her duties and responsibilities with the Company. The Remuneration Committee will review her salary and then make recommendation to the Board.

Save as disclosed above, Ms. Cui does not have any relationship with any existing Directors, Senior Management, substantial Shareholders or controlling Shareholders. Save as disclosed above, she has not held any directorship in other public listed companies in the past three years prior to the Latest Practicable Date. There is no other matter that needs to be brought to the attention of the Shareholders and there is no information relating to Ms. Cui that is required to be disclosed pursuant to any of the requirement of rules 13.51(2) of the Listing Rules.

Mr. Chan Hok Leung

Mr. Chan Hok Leung (陳學良先生), aged 63, was appointed as our non-executive Director on 27 March 2019. Mr. Chan is primarily responsible for advising on corporate and business strategies of our Group.

Mr. Chan has over 30 years of experience in the corporate finance industry, including a regulatory background with in-depth knowledge of the Listing Rules, the GEM Listing Rules and the Takeovers Code. From June 1994 to November 2007, Mr. Chan held various positions at the Securities and Futures Commission of Hong Kong (the "**SFC**"), starting as a manager and serving as director of the corporate finance department prior to his departure in 2007. Mr. Chan held/holds (as the case may be) the following principal positions following his departure from the SFC:

Period	Company name	Position
From November 2009 to October 2016 and from June 2010 to June 2016, respectively	Asian Capital (Corporate Finance) Limited (currently known as Neutral Financial Holding Company Limited) and Asian Capital Holdings Limited (currently known as Kingwisoft Technology Group Company Limited (京華智科技集團有限公司) (stock code: 8295), a company listed on GEM of the Stock Exchange)	Executive director
From January 2017 to January 2019	Cypress House Capital Limited (currently known as First Prosperous Capital Company Limited)	Managing director
From January 2019 to 31 May 2024	China Sunrise Capital Limited (formerly known as First Capital International Finance Limited)	Managing director, investment banking division
Since August 2024	Asian Capital Limited, a licensed corporation registered with the SFC to carry out type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities under the SFO	Licensed person, responsible officer and managing director of its corporate finance division

Mr. Chan has also been serving as a director of Carling Associates Limited since March 1999.

Mr. Chan is currently an independent non-executive director of Bayzed Health Group Inc. (stock code: 2609), a company listed on the Main Board of the Stock Exchange whose subsidiaries are principally engaged in hospital management business and general hospital business in the PRC, since 9 June 2025. Save as disclosed above, Mr. Chan has not held any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, during the past three years.

Mr. Chan was admitted as an associate and a fellow of the Hong Kong Society of Accountants (currently known as the Hong Kong Institute of Certified Public Accountants) in January 1993 and September 1997, respectively.

Mr. Chan holds the following academic qualifications:

— bachelor of commerce and administration degree from the Victoria University of Wellington, New Zealand, awarded in 1988;

— master of business administration degree (with distinction) from the University of Warwick, the United Kingdom, awarded in 2000; and

— master of science degree in hotel and tourism management (with distinction) from the Hong Kong Polytechnic University, awarded in 2009.

Interests in Shares

As at the Latest Practicable Date, Mr. Chan did not have any interest in the Shares within the meaning of Part XV of the SFO.

Others

Mr. Chan entered into a service agreement with the Company for a term of three years commencing from 5 December 2024. He is subject to retirement and re-election at the annual general meeting of the Company in accordance with the Articles. He is entitled to an annual director's fee of HK$420,000, which is determined with reference to his duties and responsibilities with the Company. The Remuneration Committee will review his salary and then make recommendation to the Board.

Save as disclosed above, Mr. Chan does not have any relationship with any existing Directors, Senior Management, substantial Shareholders or controlling Shareholders. Save as disclosed above, he has not held any directorship in other public listed companies in the past three years prior to the Latest Practicable Date. There is no other matter that needs to be brought to the attention of the Shareholders and there is no information relating to Mr. Chan that is required to be disclosed pursuant to any of the requirement of rules 13.51(2) of the Listing Rules.

The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Share Buy-back Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 1,000,000,000 Shares, and the Company did not have any treasury shares.

Subject to the passing of the ordinary resolution set out in item 6 of the notice of the Annual General Meeting in respect of the granting of the Share Buy-back Mandate and on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting, i.e. being 1,000,000,000 Shares, the Directors would be authorized under the Share Buy-back Mandate to buy back a total of 100,000,000 Shares, representing 10% of the total number of Shares in issue (excluding treasury shares, if any) as at the date of the Annual General Meeting, during the period ending on the earliest of (i) the conclusion of the next annual general meeting of the Company; or (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by any applicable laws or the Articles of Association; or (iii) the date on which such authority is varied or revoked by an ordinary resolution of the Shareholders at a general meeting.

2. REASONS FOR SHARE BUY-BACK

The Directors believe that it is in the best interests of the Company and the Shareholders as a whole to seek a general authority from the Shareholders to enable the Company to repurchase the Shares on the Stock Exchange or any other stock exchange on which the Shares are listed. Share repurchase may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such repurchase will benefit the Company and the Shareholders as a whole. If the Company purchases any Shares pursuant to the Share Buy-back Mandate, the Company will either (i) cancel the Shares repurchased and/or (ii) hold such Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time any repurchases of Shares are made.

To the extent that any treasury shares are deposited with Central Clearing and Settlement System ("**CCASS**") pending resale on the Stock Exchange, the Company will adopt appropriate measures to ensure that it does not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those shares were registered in the Company's own name as treasury shares. These measures may include approval by the Board that (i) the Company would not (or would procure its broker not to) give any instructions to HKSCC to vote at general meetings for the treasury shares deposited with CCASS, (ii) in the case of dividends or distributions (if any and where applicable), withdrawing the treasury shares from CCASS, and either re-register them in its own name as treasury shares or cancel them, in each case before the relevant record date for the dividends or distributions; and (iii) take any other appropriate measures to ensure that

it will not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as treasury shares.

3. FUNDING OF SHARE BUY-BACK

The Company may only apply funds legally available for share buy-back in accordance with its Memorandum and Articles of Association, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

4. IMPACT OF SHARE BUY-BACK

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited consolidated financial statements of the Company for the year ended 31 December 2025) in the event that the Share Buy-back Mandate was to be carried out in full at any time during the proposed buy-back period. However, the Directors do not intend to exercise the Share Buy-back Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

5. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares have traded on the Stock Exchange in each of the previous twelve months up to and including the Latest Practicable Date were as follows:

Month	**Highest** *HK$*	**Lowest** *HK$*
2025		
April	0.72	0.60
May	0.67	0.62
June	0.77	0.61
July	0.69	0.65
August	0.70	0.60
September	0.63	0.59
October	0.61	0.55
November	0.62	0.58
December	0.62	0.56
2026		
January	0.65	0.57
February	0.65	0.59
March	0.62	0.56
April	0.59	0.59
May *(up to the Latest Practicable Date)*	0.60	0.51

6. GENERAL

To the best of their knowledge and having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company in the event that the granting of the Share Buy-back Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Share Buy-back Mandate is approved by the Shareholders.

The Directors will exercise the power of the Company to buy-back Shares pursuant to the Share Buy-back Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

The Company has confirmed that neither the explanatory statement nor the proposed share buy back has any unusual features.

7. TAKEOVERS CODE

If as a result of a buy-back of Shares pursuant to the Share Buy-back Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

To the best knowledge of the Company, as at the Latest Practicable Date, Mr. Wang Ping, being the Chairman, the executive Director, the chief executive officer and the controlling Shareholder of the Company (as defined in the Listing Rules) and Ms. Cui Juan, being the executive Director and the controlling Shareholder of the Company (as defined in the Listing Rules) (the spouse of each other), were deemed interested in 750,000,000 Shares representing approximately 75.00% of the issued share capital of the Company. In the event that the Directors exercise the proposed Share Buy-back Mandate in full, the interests in the Company of Mr. Wang and Ms. Cui would be increased to approximately 77.27% of the issued share capital of the Company.

In the opinion of the Directors, such increase would not give rise to the obligation to make a mandatory offer under Rule 26 of the Takeovers Code, but will result in the amount of Shares held by the pubic being reduced to less than 25%. The Listing Rules prohibit a company from making buy-back on the Stock Exchange if the result of the buy-back would be that less than 25% (or such other prescribed minimum percentage as determined by the Stock Exchange) of the issued share capital of the Company would be in public hands. The

Directors have no present intention to exercise the Share Buy-back Mandate to such extent so as to result in triggering takeover obligation or the public holding of Shares would be reduced below 25% of the issued share capital of the Company.

Save as the aforesaid, the Directors are not aware of any consequences which may arise under the Takeovers Code as a result of an exercise of the Share Buy-back Mandate.

8. SHARE BUY-BACK MADE BY THE COMPANY

During the period from the Listing Date to the Latest Practicable Date, the Company had not bought back any of the Shares (whether on the Stock Exchange or otherwise).

Numans Health Food Holdings Company Limited
紐曼思健康食品控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2530)

Notice is hereby given that the Annual General Meeting of Numans Health Food Holdings Company Limited (the "**Company**") will be held at 24/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Monday, 15 June 2026 at 9:00 a.m. for the following purposes:

1. To receive and approve the audited consolidated financial statements of the Company and the reports of the directors of the Company (the "**Directors**") and auditor of the Company for the year ended 31 December 2025.

2. To approve and declare a final dividend of HK$2.5 cents per ordinary share in the issued share capital of the Company for the year ended 31 December 2025 payable to the shareholders whose names appear on the register of members of the Company as at the close of business on 23 June 2026.

3. (a) To re-elect Ms. Cui Juan as an executive Director of the Company.

   (b) To re-elect Mr. Chan Hok Leung as a non-executive Director of the Company.

4. To authorize the board of Directors (the "**Board**") to fix the remuneration of the Directors.

5. To re-appoint Forvis Mazars CPA Limited as auditor of the Company and to authorize the Board to fix its remuneration.

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

   "**THAT**:

   (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the Directors to exercise during the Relevant Period (as defined below) all the powers of the Company to buy-back its shares in accordance with all applicable laws, rules and regulations;

   (b) the total number of shares of the Company to be bought back pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the

date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

(c) for the purposes of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in a general meeting."

7. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the Directors to allot, issue and deal with additional shares in the capital of the Company (including any sale and transfer of treasury shares) and to make or grant offers, agreements and options which might require the exercise of such powers during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;

(b) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined below);

(ii) the exercise of the conversion rights attaching to any convertible securities issued by the Company;

(iii) the exercise of warrants to subscribe for shares of the Company;

(iv) the exercise of options under a share option scheme of the Company; and

(v) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company,

shall not exceed 20% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

(c) for the purposes of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in a general meeting.

"**Rights Issue**" means an offer of shares open for a period fixed by the Directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange)."

8. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT** conditional upon the passing of the resolutions set out in items 6 and 7 of the notice convening this meeting (the "**Notice**"), the general mandate referred to in the resolution set out in item 7 of the Notice be and is hereby extended by the addition to the aggregate number of shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the Directors pursuant to such general mandate of the number of shares bought back by the Company pursuant to the mandate referred to in resolution set out in item 6 of the Notice, provided that such number of shares shall not exceed 10% of the total

number of issued shares of the Company as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution)."

By Order of the Board
Numans Health Food Holdings Company Limited
Mr. Wang Ping
Chairman of the Board and Executive Director

Hong Kong, 22 May 2026

Notes:

1. All resolutions at the meeting 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 Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). 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.

2. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or more than one proxy to attend and on a poll, vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.

3. Where there are joint registered holders of any share of the Company, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he/she was solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

4. In order to be valid, the 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 share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the meeting (i.e. not later than 9:00 a.m. on Saturday, 13 June 2026) (Hong Kong time) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

   For the purposes of determining the shareholders' eligibility to attend and vote at the AGM to be held on Monday, 15 June 2026, the register of members of the Company will be closed from Wednesday, 10 June 2026 to Monday, 15 June 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending the AGM, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar and transfer office in Hong Kong, 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, 9 June 2026. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the AGM is Monday, 15 June 2026.

Subject to the approval of shareholders at the annual general meeting, the proposed final dividend will be payable to shareholders whose names appear on the register of members of the Company on Tuesday, 23 June 2026 being the record date for determination of entitlement to the final dividend. The register of members of the Company will be closed from Monday, 22 June 2026 to Tuesday, 23 June 2026, both days inclusive, during which period no transfer of shares of the Company will be effected. In order to qualify for the proposed final dividend, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong 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 Thursday, 18 June 2026.

5. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises Mr. Wang Ping and Ms. Cui Juan as executive Directors, Mr. Chan Hok Leung as non-executive Director, and Ms. Yim Wing Yee, Mr. Lau Kwok Fai Patrick and Mr. Yu Tsz Ngo as independent non-executive Directors.