THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in **Foshan Haitian Flavouring and Food Company Ltd.**, you **should at once** hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

FOSHAN HAITIAN FLAVOURING AND FOOD COMPANY LTD.
佛山市海天調味食品股份有限公司
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 3288)

REPURCHASE PLAN FOR A SHARES GRANT OF GENERAL MANDATE TO THE BOARD OF DIRECTORS TO REPURCHASE H SHARES AND NOTICE OF 2026 SECOND EXTRAORDINARY SHAREHOLDERS' MEETING

A notice convening the 2026 second extraordinary shareholders' meeting of Foshan Haitian Flavouring and Food Company Ltd. to be held at 2:30 p.m. on Tuesday, July 14, 2026 at Conference Room, 17/F, No. 29 Jinming Road, Guicheng Subdistrict, Nanhai District, Foshan City, Guangdong Province, the PRC is set out on pages 19 to 20 of this circular.

A form of proxy for use at the 2026 second extraordinary shareholders' meeting is available on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.haday.com). If you intend to appoint a proxy to attend the 2026 second extraordinary shareholders' meeting, you are required to complete and return the form of proxy in accordance with the instructions printed thereon as soon as possible, and in any event not less than 24 hours before the time appointed for holding of the 2026 second extraordinary shareholders' meeting or any adjournment thereof (i.e., before 2:30 p.m. on Monday, July 13, 2026). Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2026 second extraordinary shareholders' meeting or at any adjourned meeting thereof if you so wish, in which case the form of proxy shall be deemed to have been revoked.

June 26, 2026

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

"2026 Second ESM"	the 2026 second extraordinary shareholders' meeting of the Company to be held at 2:30 p.m. on Tuesday, July 14, 2026 at Conference Room, 17/F, No. 29 Jinming Road, Guicheng Subdistrict, Nanhai District, Foshan City, Guangdong Province, the PRC
"A Share Shareholder(s)"	holder(s) of A Share(s)
"A Share(s)"	ordinary shares issued by our Company, with a nominal value of RMB1.00 each, which are listed on the Shanghai Stock Exchange and traded in Renminbi
"Articles of Association"	the Articles of Association of Foshan Haitian Flavouring and Food Company Ltd.
"Board" or "Board of Directors"	the board of directors of our Company
"Company Law"	the Company Law of the People's Republic of China (《中華人民共和國公司法》)
"Company", "our Company" or "Haitian Flavouring"	Foshan Haitian Flavouring and Food Company Ltd. (佛山市海天調味食品股份有限公司), a PRC company established on April 8, 2000, the A Shares of which have been listed on the Shanghai Stock Exchange (stock code: 603288), and the H Shares of which have been listed on the Hong Kong Stock Exchange (stock code: 03288)
"H Share Shareholder(s)"	holder(s) of H Share(s)
"H Share(s)"	ordinary shares issued by our Company, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong Dollars
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Hong Kong Stock Exchange Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

"Latest Practicable Date"	June 24, 2026, being the latest practicable date of ascertaining certain information contained in this circular prior to its publication
"PRC"	the People's Republic of China
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
"Securities Law"	the Securities Law of the People's Republic of China (《中華人民共和國證券法》)
"Share(s)"	A Share(s) and H Share(s)
"Shareholder(s)"	Shareholder(s) of the Company, including A Share Shareholder(s) and H Share Shareholder(s)

FOSHAN HAITIAN FLAVOURING AND FOOD COMPANY LTD.
佛山市海天調味食品股份有限公司
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 3288)

Executive Directors:
Ms. Cheng Xue *(Chairwoman)*
Mr. Guan Jianghua *(President)*
Mr. Huang Wenbiao
Mr. Wen Zhizhou *(Employee representative director)*
Mr. Liao Changhui
Mr. Dai Wen

Independent Non-executive Directors:
Mr. Zhang Kechun
Mr. Qu Wenzhou
Mr. Ding Bangqing

Registered Office, Headquarters and Principal Place of Business in the PRC:
No. 16, Wensha Road
Foshan City
Guangdong Province
PRC

Principal Place of Business in Hong Kong:
40/F, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai
Hong Kong

June 26, 2026

To the Shareholders

Dear Sir or Madam,

REPURCHASE PLAN FOR A SHARES
GRANT OF GENERAL MANDATE TO THE BOARD OF DIRECTORS TO REPURCHASE H SHARES
AND
NOTICE OF 2026 SECOND EXTRAORDINARY SHAREHOLDERS' MEETING

I. INTRODUCTION

Foshan Haitian Flavouring and Food Company Ltd. will hold the 2026 Second ESM at 2:30 p.m. on Tuesday, July 14, 2026 at Conference Room, 17/F, No. 29 Jinming Road, Guicheng Subdistrict, Nanhai District, Foshan City, Guangdong Province, the PRC.

The purpose of this circular is to provide you with the notice of the 2026 Second ESM and to provide you with such information as is reasonably required to enable you to make an informed decision on whether to vote for or against or to abstain from voting on the resolutions to be proposed at the 2026 Second ESM.

II. BUSINESS TO BE CONSIDERED AT THE 2026 SECOND ESM

Special resolutions will be proposed at the 2026 Second ESM to approve: (1) the Resolution Regarding the Repurchase Plan of A Shares; (2) the Resolution Regarding Grant of General Mandate to the Board of Directors to Repurchase H Shares.

1. Repurchase Plan of A Shares

Based on firm confidence in the industry and the Company's sound operations, the Company proposes to implement an A Share repurchase (the "**A Share Repurchase**") for the purposes of cancellation and reduction of registered capital, and future operation of employee stock ownership scheme or equity incentive scheme, thereby to safeguard the overall best interests of the Shareholders, enhance investor confidence while promoting the Company's healthy, stable and long-term development and facilitating the implementation of its strategic objectives. Details of the A Share Repurchase are set out in Appendix I to this circular.

2. Grant of General Mandate to the Board of Directors to Repurchase H Shares

To enable the Company to flexibly repurchase H Shares when appropriate, the Company plans to seek a mandate (the "**H Share Repurchase Mandate**") from the shareholders' meeting to authorize the Board to repurchase a portion of the Company's H Shares at its discretion during the Relevant Period (as defined below).

As at the Latest Practicable Date, the total issued Shares of the Company was 5,851,824,944 Shares, comprising 291,224,400 H Shares with a nominal value of RMB1.00 each and 5,560,600,544 A Shares with a nominal value of RMB1.00 each.

The class of Shares proposed to be repurchased is the issued H Shares of the Company. On the basis of 291,224,400 H Shares in issue as at the Latest Practicable Date, and assuming no H Shares will be allotted and issued or repurchased by the Company on or prior to the date of the 2026 Second ESM, the number of H Shares proposed to be repurchased under the mandate during the Relevant Period shall not exceed 10% of the total number of issued H Shares (excluding treasury shares, if applicable) as at the date of consideration and approval of the resolution granting the H Share Repurchase Mandate at the 2026 Second ESM (i.e., not exceeding 29,122,440 H Shares). The amount of funds to be used under the H Share repurchase shall not exceed HK$500 million (the "**H Share Repurchase**").

It is proposed to seek authorization from the shareholders' meeting for the Board and persons authorized by the Board (Chairperson and the management of the Company) to handle various matters relating to the H Share Repurchase Mandate, including but not limited to:

(i) to repurchase H Shares at an appropriate time within the Relevant Period, including but not limited to determining the specific time, price and number of H Shares to be repurchased;

(ii) to handle relevant reporting and approval matters in accordance with applicable laws, regulations, regulatory documents and other relevant provisions, including but not limited to authorizing, signing, executing, modifying and completing all necessary documents, contracts and agreements related to the H Shares repurchase;

(iii) to authorize the Board and its authorized persons to make corresponding adjustments to the specific plan for the repurchase and other related matters if there is any change in the regulatory authorities' policies on share repurchases or market conditions, except for matters that must be re-voted at the shareholders' meeting as required by relevant laws, administrative regulations and the Articles of Association;

(iv) based on the actual circumstances, to cancel the repurchased H Shares upon completion of the implementation of the share repurchase, to notify creditors and make announcements regarding the reduction of the registered capital of the Company after the shareholders' meeting has passed the resolution on the cancelation of the repurchased shares in accordance with the requirements of the Company Law of the People's Republic of China, to amend the Articles of Association and other data and documents that may involve changes, and to handle matters such as the amendment to the Articles of Association and the change of registered capital;

(v) except for matters involving relevant laws, regulations and the Articles of Association that require a re-vote by the shareholders' meeting, to authorize the Board to decide to continue or terminate the implementation of the H Share Repurchase Mandate based on comprehensive factors such as the actual situation of the Company and the performance of its share price;

(vi) to notify creditors and communicate with creditors;

(vii) to handle other matters not listed above but necessary for the repurchase in accordance with applicable laws, regulations and relevant provisions of the regulatory authorities.

Among the aforementioned authorized matters, except for matters that are explicitly required by relevant laws and regulations or the Articles of Association to be resolved and approved by the Board, other matters shall be authorized by the Board to persons authorized by the Board (the Chairperson and the management of the Company) to specifically handle matters related to the H Shares Repurchase within the scope of the aforementioned authorization.

If the H Share Repurchase Mandate is approved by the Shareholders at the 2026 Second ESM, the H Share Repurchase Mandate shall be valid from the date of approval at the 2026 Second ESM until the earlier of: (1) the conclusion of the first annual shareholders' meeting following the passing of the relevant resolution, at which time the mandate shall lapse unless such meeting passes a resolution for renewal; or (2) the passing of a resolution by the Shareholders at a shareholders' meeting to revoke or amend such mandate (the "**Relevant Period**").

An explanatory statement in respect of the H Share Repurchase is set out in Appendix II to this circular.

III. THE 2026 SECOND ESM

The 2026 Second ESM of Foshan Haitian Flavouring and Food Company Ltd. will be held at 2:30 p.m. on Tuesday, July 14, 2026 at Conference Room, 17/F, No. 29 Jinming Road, Guicheng Subdistrict, Nanhai District, Foshan City, Guangdong Province, the PRC. The register of H Share Shareholders of the Company will be closed from Thursday, July 9, 2026 to Tuesday, July 14, 2026 (both days inclusive), during which period no transfer of H Shares will be registered. Shareholders whose names appear on the register of H Share Shareholders on Tuesday, July 14, 2026 are entitled to attend the 2026 Second ESM and to vote on all resolutions to be proposed thereat. H Share Shareholders who wish to attend the 2026 Second ESM are required to lodge their respective transfer documents with the relevant share certificates at the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, no later than 4:30 p.m. on Wednesday, July 8, 2026.

The form of proxy for use at the 2026 Second ESM is published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.haday.com). To be valid, for H Share Shareholders, their forms of proxy and notarized power of attorney or other authorization documents must be deposited with the H Share registrar of the Company at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time appointed for the holding of the 2026 Second ESM or any adjournment thereof (i.e. by 2:30 p.m. on Monday, July 13, 2026). Completion and return of the form of proxy will not preclude the H Share Shareholders from attending and voting in person at the 2026 Second ESM or any adjournment thereof if they so wish, in which case the form of proxy shall be deemed to have been revoked.

IV. VOTING BY POLL

According to Rule 13.39(4) of the Hong Kong Stock Exchange Listing Rules, any vote of Shareholders at a shareholders' meeting must be taken by poll except where the chairperson, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, voting for all resolutions at the 2026 Second ESM will be taken by way of a poll.

As at the Latest Practicable Date, as far as the Directors are aware after reasonable enquiry, no Shareholder has a material interest in any of the above resolutions, and no Shareholder is required to abstain from voting on the above resolutions at the 2026 Second ESM.

V. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Hong Kong Stock Exchange Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

VI. RECOMMENDATION

The Board is of the view that the resolutions to be proposed at the 2026 Second ESM are in the interests of the Company and its Shareholders as a whole, and recommends that the Shareholders vote in favour of the resolutions to be proposed at the 2026 Second ESM.

Yours faithfully,
The Board of Directors
Foshan Haitian Flavouring and Food Company Ltd.

Plan for the Repurchase of A Shares by Centralised Price Bidding

I. Key Terms of the Repurchase Plan

The key terms of the Repurchase Plan are as follows:

First disclosure date of the Repurchase Plan	June 23, 2026
Implementation period of the Repurchase Plan	Within 12 months after consideration and approval by the shareholders' meeting
Date of the Plan	June 22, 2026
Expected repurchase amount	RMB1.0 billion to RMB2.0 billion
Source of funds for the Repurchase	Internal funds
Maximum repurchase price	RMB53 per Share
Purpose of the Repurchase	✓ Reduction of registered capital ✓ Employee stock ownership scheme or equity incentive scheme ☐ Conversion into the Company's convertible bonds ☐ Maintain the Company's value and Shareholders' interests
Method of repurchase	By way of centralized price bidding
Number of Shares to be repurchased	18,867,924 Shares to 37,735,849 Shares (calculated based on the maximum repurchase price, and the difference is due to rounding, same as below)
Shares repurchased as a percentage of total share capital	0.32%~0.64%

(I) Purpose of the Repurchase

Based on firm confidence in the industry and the Company's sound operations, and to safeguard the overall best interests of the Shareholders, enhance investor confidence while promoting the Company's healthy, stable and long-term development and facilitating the implementation of its strategic objectives, the Company proposes to implement the Repurchase with internal funds for the purposes of reducing registered capital and operating its employee stock ownership scheme or equity incentive scheme in the future.

(II) Class of Shares to be Repurchased

RMB ordinary Shares (A Shares) of the Company.

(III) Method of the Repurchase

Centralized price bidding.

(IV) Implementation Period of the Repurchase

1. The implementation period of the Repurchase shall not exceed 12 months from the date on which the shareholders' meeting considers and approves the Repurchase Plan.

2. The Company will conduct the Repurchase at its discretion based on market conditions during the repurchase period in accordance with the relevant resolution of the shareholders' meeting. The repurchase period shall expire early upon the occurrence of any of the following circumstances or conditions:

    (1) If the total repurchase amount actually used reaches the upper limit during the repurchase period, the Repurchase Plan shall be completed immediately and the repurchase period shall expire early with effect from such date;

    (2) If the total repurchase amount actually used reaches the lower limit during the repurchase period, the Repurchase Plan may expire with effect from the date on which the Company's management decides to terminate the Repurchase Plan;

    (3) If the Board and persons authorized by the Board decide to terminate the Repurchase Plan, the repurchase period shall expire early with effect from the date on which the Board and persons authorized by the Board (Chairperson of the Board and the management of the Company) resolve to terminate the Repurchase Plan.

3. When repurchasing shares through centralized price bidding, the Company shall not conduct such repurchases during the following periods:

    (1) From the date of occurrence of a material event that may have a significant impact on the trading price of the Company's securities and their derivatives, or during the decision-making process, until the date of disclosure in accordance with laws;

    (2) Other circumstances as stipulated by the China Securities Regulatory Commission and the securities regulatory requirements of the place where the Company's shares are listed.

During the implementation period, if the Shares are suspended from trading for 10 or more consecutive trading days due to planning of material events, the Repurchase Plan will be extended after the resumption of trading and disclosed in a timely manner.

(V) Purpose and Quantity of Shares to be Repurchased, Percentage of Total Share Capital and Total Repurchase Amount

The total amount of funds for the Repurchase is RMB1.0 billion to RMB2.0 billion. The Shares repurchased will be used for cancelling and reducing registered capital and implementing employee stock ownership plan or equity incentive, with 70% or more of such Shares to be used for cancelling and reducing registered capital.

Subject to the maximum repurchase price not exceeding RMB53 per Share, and based on the upper limit of the total repurchase amount of RMB2.0 billion, the number of Shares to be repurchased is expected no less than 37,735,849 Shares, representing approximately 0.64% of the Company's existing total share capital in issue. If, based on the lower limit of the repurchase amount of RMB1.0 billion, the number of Shares to be repurchased is expected no less than 18,867,924 Shares, representing approximately 0.32% of the Company's existing total share capital in issue. The actual number of Shares repurchased shall be subject to the number repurchased upon the expiry of the repurchase period.

(VI) Repurchase Price or Price Range and Pricing Principle

The repurchase price for the Repurchase shall not exceed RMB53 per Share, i.e., not being higher than 150% of the average trading price of the Shares in the last 30 trading days before the Board considers and approves the Repurchase Plan. The actual repurchase price shall be determined by the Board and persons authorized by the Board (Chairperson of the Board and the management of the Company), as authorized by the shareholders' meeting, during the repurchase implementation period, taking into account, among others, the price of Shares prevailing in the second market, financial condition and operating condition of the Company.

If the Company implements any ex-dividend or ex-rights matters such as capitalization of capital reserve into share capital, cash dividend, bonus issue, rights issue, stock split or reverse stock split during the repurchase period, the Company will adjust the maximum repurchase price in accordance with the relevant regulations of the China Securities Regulatory Commission and the Shanghai Stock Exchange.

(VII) Source of Funds for the Repurchase

The total amount of funds for the Repurchase, financed by the Company with its internal resources, is no less than RMB1.0 billion (inclusive) and no more than RMB2.0 billion (inclusive).

(VIII) Expected Changes in the Company's Shareholding Structure after the Repurchase

Class of shares	Before the Repurchase		After the Repurchase (based on the lower limit of the Repurchase)		After the Repurchase (based on the upper limit of the Repurchase)	
	Number of Shares	Proportion (%)	Number of Shares	Proportion (%)	Number of Shares	Proportion (%)
Shares subject to trading restriction	0	0.00	0	0.00	0	0.00
Shares not subject to trading restriction (A Shares)	5,560,600,544	95.02	5,547,392,997	95.01	5,534,185,450	95.00
Shares not subject to trading restriction (H Shares)	291,224,400	4.98	291,224,400	4.99	291,224,400	5.00
Total shares	5,851,824,944	100.00	5,838,617,397	100.00	5,825,409,850	100.00

Note: The above changes are preliminary estimates based on the maximum repurchase price of RMB53 per Share and the assumption that 70% of the repurchased A shares are cancelled, with no other factors considered, and are for reference only.

Based on the maximum repurchase price of RMB53 per Share and the minimum total repurchase amount of RMB1 billion, the number of repurchased A Shares is approximately 18,867,924 Shares. Assuming that at least 70% of the repurchased A Shares are cancelled, the number of A Shares proposed to be cancelled is approximately 13,207,547 Shares. After subtracting the number of A Shares proposed to be cancelled from A Shares prior to the repurchase, the number of Shares not subject to trading restriction (A Shares) is approximately 5,547,392,997 Shares.

Based on the maximum repurchase price of RMB53 per Share and the maximum total repurchase amount of RMB2 billion, the number of repurchased A Shares is approximately 37,735,849 Shares. Assuming that at least 70% of the repurchased A Shares are cancelled, the number of A Shares proposed to be cancelled is approximately 26,415,094 Shares. After subtracting the number of A Shares proposed to be cancelled from A Shares prior to the repurchase, the number of Shares not subject to trading restriction (A Shares) is approximately 5,534,185,450 Shares.

The actual number of Shares to be repurchased, the actual number of Shares to be granted to the participants under the incentive scheme and the final number of Shares cancelled shall be subject to the actual implementation.

(IX) Analysis of the Possible Impact of this Repurchase on the Company's Daily Operations, Financial Position, Research and Development, Profitability, Debt Servicing Ability, Future Development and Maintenance of Listing Status

As of March 31, 2026, the Company's total assets were approximately RMB48.379 billion, net assets attributable to shareholders of the listed company were approximately RMB42.022 billion, and monetary funds were approximately RMB21.856 billion. Based on the full utilization of the upper limit of the total repurchase amount of RMB2.0 billion, the repurchase funds would account for approximately 4.13% of the Company's total assets and approximately 4.76% of the net assets attributable to shareholders of the listed company. Given the Company's sound financial condition, this Repurchase will not have any material adverse impact on the Company's operations, profitability, financial position, research and development, debt servicing ability or future development. Upon completion of this Repurchase, there will be no change in control of the Company, nor will the Company's listing status be affected, and the shareholding structure of the Company will continue to satisfy the requirements for a listed company.

(X) Statement on Whether the Company's Directors, Senior Management, Controlling Shareholders, Actual Controllers and Proposers of the Repurchase Have Traded the Company's Shares in the Past Six Months before the Board Resolves to Approve the Repurchase, Whether There is Any Conflict of Interest, Insider Trading or Market Manipulation, and Whether They Have Any Plan to Increase or Decrease Their Shareholdings during the Repurchase Period

None of the Company's Directors, senior management, controlling shareholders or actual controllers conducted any trading of Shares during the past six months before the Board approve the resolution relating to the Repurchase. There is no conflict of interest with the Repurchase Plan, no conduct of insider trading or market manipulation, whether alone or in concert with others; and there is no plan to increase or decrease their shareholdings during the repurchase period.

(XI) Results of Inquiries by the Company to its Directors, Senior Management, Controlling Shareholders, Actual Controllers, Proposers of the Repurchase and Shareholders Holding 5% or More of the Shares Regarding Whether They Have Any Reduction Plan in the Next Three Months and Six Months

Based on the inquiries made by the Company to its Directors, senior management, controlling shareholders, actual controllers and Shareholders holding 5% or more of the Shares, as of the date of the Board's consideration and approval of the Repurchase Plan, none of the Company's Directors, senior management, controlling shareholders, actual controllers and Shareholders holding 5% or more of the Shares have any plan to reduce their shareholdings in the next three months or six months. If any share reduction is implemented during the above periods, the Company will perform its information disclosure obligations in a timely manner in accordance with relevant regulations.

(XII) Arrangements for Cancellation or Transfer of Repurchased Shares in accordance with Laws

Part of the Shares repurchased under the Repurchase are proposed to be cancelled to reduce the Company's registered capital. Upon completion of this Repurchase, the Company will handle the cancellation of the repurchased Shares and other related matters in accordance with relevant laws, administrative regulations and the Articles of Association, and will perform information disclosure obligations in a timely manner.

Part of the Shares repurchased under the Repurchase are proposed to be used for operation of the employee stock ownership scheme or equity incentive scheme. If the Company is unable to grant all of the designated Shares to the participants of the schemes, the un-granted Shares will be dealt with in accordance with the then-effective laws and regulations and the regulatory requirements of the place where the Company's shares are listed.

(XIII) Arrangements to Prevent Prejudice to the Interests of Creditors

The Repurchase will not impair the Company's ability of serving debts or operating on a going concern basis. The Company will perform statutory procedures such as notifying creditors in a timely manner in accordance with the relevant provisions of the Company Law, so as to fully protect the legitimate rights and interests of creditors.

(XIV) Specific Authorizations for Handling Matters Relating to the Repurchase

In order to facilitate the smooth implementation of the Repurchase, it is proposed that the shareholders' meeting authorize the Board and persons authorized by the Board (Chairperson of the Board and the management of the Company) to handle matters relating to the Repurchase, including but not limited to:

(1) To repurchase Shares at its discretion during the repurchase period, including determining the specific method, timing, price, quantity and amount of the Repurchase and the use of the repurchased Shares for the equity incentive scheme;

(2) To establish a special securities account for the Repurchase or other relevant securities accounts;

(3) To handle relevant filings, including but not limited to preparing, amending, authorizing, signing and executing all necessary documents, contracts and agreements relating to the Repurchase;

(4) If the repurchased Shares are required to be cancelled in accordance with relevant laws, regulations and normative documents, to implement the cancellation in accordance with relevant laws and to handle related matters;

(5) To decide to continue, adjust or terminate the implementation of the Repurchase Plan in accordance with relevant regulations (i.e., applicable laws, administrative regulations and relevant policies of regulatory authorities) and based on factors such as market conditions, stock price performance and the Company's actual situation;

(6) Other matters that the Board deems necessary to authorize the management to handle.

The above authorizations shall take effect from the date of approval by the shareholders' meeting until the completion of the above authorized matters.

II. Risks of Uncertainty of the Repurchase Plan

(I) The Repurchase Plan is subject to approval by the shareholders' meeting, indicating a risk that it may not be approved;

(II) There is a risk that the price of Shares may continue to exceed the maximum price disclosed in the Repurchase Plan during the repurchase period, rendering the Repurchase Plan unable to be implemented or only partially implementable;

(III) In the event of material changes in the Company's business operations, financial condition or external objective circumstances, or occurrence of other events that would lead to termination of the Repurchase Plan, there is a risk that the Repurchase Plan may not be implemented successfully or that the Repurchase Plan may be amended or terminated in accordance with relevant regulations;

(IV) Part of the Shares repurchased under this Repurchase are proposed to be cancelled to reduce registered capital of the Company, and there is a risk that the Company's creditors may require the Company to repay debts in advance or provide corresponding guarantees. In addition, part of the Shares are proposed to be used for operation of the employee stock ownership scheme or equity incentive scheme. If the Company fails to use such Shares for the above purposes within the time limit prescribed by laws and regulations, there is a risk that the un-granted Shares may be cancelled;

(V) In the event that regulatory authorities issue new normative documents relating to share repurchases, there is a risk that relevant terms of this Repurchase may need to be adjusted in accordance with the new regulatory requirements during the implementation period.

The Company will make repurchase decisions and implement the Repurchase at the appropriate time based on market conditions during the repurchase period, and will perform the information disclosure obligations in a timely manner based on the progress of the Repurchase. Should any of the above risks arise that prevent the Repurchase Plan from being implemented as planned, the Company will, in accordance with relevant laws and regulations and the Articles of Association, perform the corresponding deliberation and information disclosure procedures to appropriately amend or terminate the Repurchase Plan, if applicable. Investors are advised to pay attention to investment risks.

The following is an explanatory statement as required under the Hong Kong Stock Exchange Listing Rules to provide Shareholders with the information reasonably necessary for them to make an informed decision on whether to vote for or against the resolution(s) proposed at the shareholders' meeting in relation to the grant of the H Share Repurchase Mandate.

1. Total Number and Class of Shares Proposed to be Repurchased

As of the Latest Practicable Date, the total issued Shares of the Company was 5,851,824,944 Shares, comprising 291,224,400 H Shares with a nominal value of RMB1.00 each and 5,560,600,544 A Shares with a nominal value of RMB1.00 each.

The class of Shares proposed to be repurchased is the issued H Shares of the Company. On the basis of 291,224,400 H Shares in issue as at the Latest Practicable Date, and assuming no H Shares will be allotted and issued or repurchased by the Company on or prior to the date of the 2026 Second ESM, the number of H Shares proposed to be repurchased under the mandate during the Relevant Period shall not exceed 10% of the total number of issued H Shares (excluding treasury shares, if applicable) as at the date of consideration and approval of the resolution granting the H Share Repurchase Mandate at the 2026 Second ESM (i.e., not exceeding 29,122,440 H Shares). The amount of funds to be used under the H Share repurchase shall not exceed HK$500 million.

The Directors consider that there would not be a material adverse impact on the working capital and on the gearing position of the Company in the event that the H Share Repurchase Mandate were to be exercised in full at any time during the Relevant Period (as compared with the position disclosed in the latest published audited accounts contained in the annual report of the Company for the year ended December 31, 2025).

Notwithstanding the foregoing, the Directors will not exercise the H Share Repurchase Mandate to such an extent as would have a material adverse impact on the working capital requirements or gearing levels of the Company. The number of H Shares to be repurchased on any occasion and the price and other terms upon which the same are repurchased will be decided by the Board at the relevant time having regard to the circumstances then prevailing, in the best interests of the Company.

2. Reasons for Repurchase

Based on firm confidence in the industry and the steady operations of the Company, in order to safeguard the best interests of the Company's Shareholders, and to enhance investor confidence, the Company proposes to repurchase a portion of its H Shares using its own funds in accordance with relevant regulations, for the purposes of cancelation and reduction of the Company's registered capital, and/or holding them as treasury shares as well as other purposes.

This represents another instance of the Company taking concrete actions to continuously enhance Shareholder returns, building upon the Shareholder Return Plan for the Next Three Years (2025-2027). The Board is of the view that this H Share Repurchase and the general mandate therefor will contribute to the enhancement of Shareholder equity and are in the best interests of the Company and its Shareholders as a whole.

3. Funding of Repurchase

The source of funds under the repurchase will be the Company's own funds, which are legally available for the purpose of Share repurchase in accordance with the Articles of Association and the applicable laws and regulations of the PRC.

4. Status of Repurchased Shares

All Shares to be repurchased by the Company will be handled in accordance with relevant regulations, including the laws and regulations of the PRC and the Hong Kong Stock Exchange Listing Rules. The Company may cancel the Shares repurchased under the H Share Repurchase Mandate and/or hold them as treasury shares, depending on the circumstances at the time of the Share repurchase (such as market conditions, the purpose of the repurchase and its capital management needs). If permitted by the Articles of Association, the Hong Kong Stock Exchange Listing Rules or any other applicable laws and regulations, if the H Shares from the H Share Repurchase are canceled, the registered capital of the Company will be reduced by an amount equal to the aggregate nominal value of such Shares at the time of cancelation.

5. Prices of A Share and H Share

The highest and lowest prices at which the A Shares and H Shares of the Company were traded on the Shanghai Stock Exchange and the Hong Kong Stock Exchange, respectively, during each of the previous 12 months were as follows:

	Per A Share		**Per H Share**	
	Highest price *(RMB)*	**Lowest price** *(RMB)*	**Highest price** *(HKD)*	**Lowest price** *(HKD)*
2025				
June	44.59	37.92	38.00	32.05
July	39.95	38.20	36.80	34.10
August	41.69	37.90	35.98	33.04
September	42.15	38.38	35.96	32.22
October	39.97	37.77	33.36	31.70
November	39.17	36.56	34.40	31.74
December	37.95	35.94	33.90	31.40

	Per A Share		Per H Share	
	Highest price *(RMB)*	**Lowest price** *(RMB)*	**Highest price** *(HKD)*	**Lowest price** *(HKD)*
2026				
January	38.68	34.83	34.12	30.10
February	38.18	35.28	35.40	29.80
March	41.78	35.25	37.42	32.54
April	42.45	38.41	38.38	34.54
May	39.06	34.88	35.72	30.10
June (up to the Latest Practicable Date)	36.28	31.6	32.38	28.46

6. The Takeovers Code

If, as a result of a repurchase of Shares by the Company, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of the Code on Takeovers and Mergers (the "**Takeovers Code**"). Accordingly, a Shareholder or a group of Shareholders acting in concert (depending on the level of increase of such Shareholders' interest) could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

The Directors are not aware of any consequences of any repurchases pursuant to the H Share Repurchase Mandate which would result in any Shareholder or group of Shareholders acting in concert becoming obliged to make a mandatory offer under Rule 26 of the Takeovers Code.

7. Repurchase of Shares by the Company

The Company had not repurchased any Shares (whether on the Stock Exchange or otherwise) in the 6 months preceding the date of this circular.

8. General

To the best of the knowledge of the Company, having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined under the Hong Kong Stock Exchange Listing Rules) has any present intention to sell any Shares to the Company in the event that the proposed repurchase is implemented; no core connected person (as defined under the Hong Kong Stock Exchange Listing Rules) has notified the Company that he/she/it has a present intention to sell any Shares to the Company or has undertaken not to sell any Shares to the Company.

The Directors have no intention to exercise the H Share Repurchase Mandate to an extent that may result in the public shareholding falling below the prescribed percentage under the Hong Kong Stock Exchange Listing Rules.

Where applicable, the Directors shall exercise the powers of the Company to repurchase H Shares of the Company in accordance with the general mandate granted by the Shareholders at the shareholders' meeting authorizing the Board to repurchase H Shares, and pursuant to the Code on Share Buy-backs, the Hong Kong Stock Exchange Listing Rules, applicable PRC laws and the Articles of Association.

The Directors confirm that, as at the Latest Practicable Date, there is no unusual feature in relation to the H Share Repurchase Mandate and the proposed repurchase thereunder.

FOSHAN HAITIAN FLAVOURING AND FOOD COMPANY LTD.
佛山市海天調味食品股份有限公司

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

(Stock code: 3288)

NOTICE OF 2026 SECOND EXTRAORDINARY SHAREHOLDERS' MEETING

NOTICE IS HEREBY GIVEN THAT the 2026 second extraordinary shareholders' meeting (the "**2026 Second ESM**") of Foshan Haitian Flavouring and Food Company Ltd. (the "**Company**" or "**Haitian Flavouring**") will be held at 2:30 p.m. on Tuesday, July 14, 2026 at Conference Room, 17/F, No. 29 Jinming Road, Guicheng Subdistrict, Nanhai District, Foshan City, Guangdong Province, the PRC for considering and, if thought fit, passing, the following resolutions. Unless otherwise defined, terms used in this notice shall have the same meanings as those defined in the circular of the Company dated June 26, 2026 containing details of the following resolutions.

SPECIAL RESOLUTIONS

1. The Resolution Regarding the Repurchase Plan for A Shares

2. The Resolution Regarding the Grant of General Mandate to the Board of Directors to Repurchase H Shares

The Board of Directors
Foshan Haitian Flavouring and Food Company Ltd.

Hong Kong, June 26, 2026

As at the date of this notice, the Board comprises: (i) Ms. CHENG Xue, Mr. GUAN Jianghua, Mr. HUANG Wenbiao, Mr. WEN Zhizhou, Mr. LIAO Changhui and Mr. DAI Wen as executive directors; and (ii) Mr. ZHANG Kechun, Mr. QU Wenzhou and Mr. DING Bangqing as independent non-executive directors.

Notes:

1. Pursuant to Rule 13.39(4) of the Hong Kong Stock Exchange Listing Rules, votes of the Shareholder(s) at the shareholders' meeting shall be taken by poll.

2. In order to determine the Shareholders who are entitled to attend the 2026 Second ESM, the registers of H Share Shareholders of the Company shall be closed from Thursday, July 9, 2026 to Tuesday, July 14, 2026 (both days inclusive), during which period no transfer of H Shares will be registered. Shareholders whose names appear on the register of H Share Shareholders on Tuesday, July 14, 2026 are entitled to attend the 2026 Second ESM and to vote on all resolutions to be proposed thereat. H Share Shareholders who wish to attend the 2026 Second ESM are required to lodge all transfer documents with the relevant share certificates at the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, no later than 4:30 p.m. on Wednesday, July 8, 2026.

3. Any Shareholder entitled to attend and vote at the 2026 Second ESM is entitled to appoint one or more proxies to attend and vote on his/her/its behalf. A proxy need not be a Shareholder. If more than one proxy is appointed, the number and class of shares represented by each proxy should be specified when appointing the proxy.

4. The instruments appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be either under the company seal or under the hand of its director or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.

5. To be valid, the form of proxy for the H Shares Shareholders together with the notarized power of attorney or other authorization document must be deposited at the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the time appointed for the holding of the 2026 Second ESM or any adjournment thereof (i.e. before 2:30 p.m. on Monday, July 13, 2026). Completion and return of the form of proxy will not preclude the H Share Shareholders from attending and voting in person at the 2026 Second ESM or any adjourned meeting if they so wish, in which case the form of proxy will be deemed to have been revoked.

6. The 2026 Second ESM will adopt a combination of both onsite voting and online voting (online voting only applicable to A Share Shareholders) in terms of the mechanism for voting at the meeting.

7. Shareholders or their proxies attending the 2026 Second ESM shall produce the identity documents.

8. The 2026 Second ESM is expected to be concluded within half a day. Shareholders or their proxies attending the meeting are responsible for their own transportation and accommodation expenses.