THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This circular, for which the directors ("**Directors**") of Eastroc Beverage (Group) Co., Ltd. (the "**Company**") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited 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 in this circular misleading. All opinions expressed in this circular have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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

If you have sold or otherwise transferred all your shares in the Company, you should at once hand this circular and the accompanying form of proxy to the purchaser(s) or transferee(s) or to the bank, licensed securities dealer, licensed corporation, or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

東鵬飲料

Eastroc Beverage (Group) Co., Ltd.
東鵬飲料(集團)股份有限公司

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

(Stock Code: 09980)

PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS FOR THE FOURTH SESSION OF THE BOARD OF DIRECTORS AND NOTICE OF THE 2026 THIRD EXTRAORDINARY GENERAL MEETING

A letter from the Board is set out on pages 3 to 7 of this circular.

A notice convening the 2026 third extraordinary general meeting of the Company to be held on Friday, October 9, 2026 at 3:00 p.m. at VIP Meeting Room, 2/F, Building 3, 88 Mingliang Science Park, 142 Zhuguang North Road, Taoyuan Community, Nanshan District, Shenzhen, Guangdong Province, the PRC, is set out on pages EGM-1 to EGM-4 of this circular. Whether or not you are able to attend the meeting, you are requested to complete and return the accompanying form of proxy in accordance with the instructions thereon and return it as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the meeting (i.e. not later than 3:00 p.m. on Thursday, October 8, 2026, Hong Kong time) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting or any adjourned meeting should you so wish.

References to time and dates in this circular are to Hong Kong time and dates.

September 23, 2026

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

"A Share(s)"	ordinary share(s) with a nominal value of RMB1.00 each in the share capital of the Company which are listed on the Shanghai Stock Exchange and traded in RMB
"Articles of Association"	the articles of association of the Company, as amended from time to time
"Board"	the board of Directors
"China" or "PRC"	the People's Republic of China, except where the content or context requires otherwise
"Company"	Eastroc Beverage (Group) Co., Ltd., a joint stock company incorporated in the PRC with limited liability the A Shares and H Shares of which are listed on the Shanghai Stock Exchange (stock code: 605499) and the Hong Kong Stock Exchange (stock code: 09980), respectively
"CSRC"	China Securities Regulatory Commission (中國證券監督管理委員會)
"Director(s)"	the director(s) of the Company
"EGM Notice"	notice convening the Third Extraordinary General Meeting as set out on pages EGM-1 to EGM-4 of this circular
"Extraordinary General Meeting" or "EGM"	the 2026 third extraordinary general meeting of the Company which is scheduled to be held at VIP Meeting Room, 2/F, Building 3, 88 Mingliang Science Park, 142 Zhuguang North Road, Taoyuan Community, Nanshan District, Shenzhen, Guangdong Province, the PRC on Friday, October 9, 2026 at 3:00 p.m., or any adjournment thereof
"Fourth Session of the Board"	the fourth session of the board of directors of the Company

"Group"	the Company and its subsidiaries from time to time
"H Share(s)"	ordinary share(s) with a nominal value of RMB1.00 each in the share capital of the Company which are listed on the Hong Kong Stock Exchange and traded in HKD
"HKD"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Latest Practicable Date"	September 18, 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
"Listing Rules"	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
"Nomination Committee"	the nomination committee of the third session of the Board
"PRC Company Law"	the Company Law of the People's Republic of China, as amended and supplemented from time to time
"RMB"	Renminbi, the lawful currency of the PRC
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, including both A Shares and H Shares
"Shareholder(s)"	holder(s) of the Shares

Eastroc Beverage (Group) Co., Ltd.
東鵬飲料(集團)股份有限公司

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

(Stock Code: 09980)

Executive Directors:
Mr. LIN Muqin *(Chairman)*
Mr. LIN Mugang
Mr. LU Yifu
Ms. JIANG Weiwei
Mr. ZHANG Lei
Mr. LIN Daiji

Independent Non-executive Directors:
Ms. ZHAO Yali
Ms. YOU Xiao
Mr. LI Hongbin
Mr. TAI Kwok Leung, Alexander

Registered Office:
1/F, Building 3
Zhongguan Honghualing Industry Western District
142 Zhuguang North Road
Taoyuan Community
Nanshan District
Shenzhen
Guangdong Province
PRC

Principal Place of Business in Hong Kong:
40th Floor
Dah Sing Financial Centre
248 Queen's Road East
Wanchai
Hong Kong

September 23, 2026

To the Shareholders

Dear Sirs or Madams,

PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS FOR THE FOURTH SESSION OF THE BOARD OF DIRECTORS AND NOTICE OF THE 2026 THIRD EXTRAORDINARY GENERAL MEETING

The purpose of this circular is to provide you with information reasonably necessary to enable you to make a decision as to whether to vote for or against the ordinary resolutions to be proposed at the 2026 Third Extraordinary General Meeting to be held at 3:00 p.m. on Friday, October 9, 2026.

PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS FOR THE FOURTH SESSION OF THE BOARD OF DIRECTORS

Reference is made to the announcements of the Company dated September 23, 2026, in relation to the re-election and election of directors, and election of the employee representative director of the Company. The term of office for the third session of the board of directors (the "**Board**") of Eastroc Beverage (Group) Co., Ltd. (the "**Company**") will expire soon. To meet the requirements of corporate governance and the Company's strategic development, the Company proposes to conduct an early re-election and election of the Board prior to the expiration of such term. In accordance with the PRC Company Law, the Shanghai Stock Exchange Stock Listing Rules, and other applicable laws and regulations, as well as the Articles of Association, the 30th meeting of the third session of the Board reviewed and approved the proposed early re-election and election of non-independent directors and independent directors of the Company.

The Fourth Session of the Board will consist of eleven Directors, including six non-independent Directors, four independent Directors and one employee representative Director. The term of office for each Proposed Director shall be three years commencing from the date of approval at the EGM.

(i) Non-employee Representative Directors

Mr. Zhang Lei, being an executive Director, has indicated that he will not offer himself for re-election as an executive Director of the Company upon expiry of his term as a Director, as he intends to focus his time and efforts on the business operations of the Company. Therefore, effective from the conclusion of the 2026 Third EGM, Mr. Zhang Lei will no longer serve as an executive Director. Mr. Zhang Lei will continue to be the general manager of the digital intelligence construction center and the joint company secretary of the Company. Mr. Zhang Lei has confirmed that he has no disagreement with the Board, and there are no other matters relating to his cessation to act as executive Director that need to be brought to the attention of the Shareholders.

According to the provisions of the Administrative Measures for Independent Directors of Listed Companies (上市公司獨立董事管理辦法) issued by the CSRC, "an independent director shall not hold office at a listed company for more than six years in his/her consecutive tenure". Ms. You Xiao, being an independent non-executive Director, has indicated that she will not offer herself for re-election as an independent non-executive Director of the Company upon expiry of her term, as her tenure would exceed six years if she continued to serve in this position. Therefore, effective from the conclusion of the EGM, Ms. You Xiao will no longer serve as an independent non-executive Director, and the chairperson of the Remuneration and Appraisal Committee of the Board and the chairperson of the Nomination Committee of the Board. Ms. You Xiao has confirmed that she has no disagreement with the Board, and there are no other matters relating to her cessation to act as an independent non-executive Director that need to be brought to the attention of the Shareholders.

Upon review of the qualifications of the director candidates (the "**Proposed Directors**") for the Fourth Session of the Board by the Nomination Committee, the Board has resolved to nominate Mr. Lin Muqin, Mr. Lin Mugang, Ms. Jiang Weiwei and Mr. Lu Yifu for re-election and Mr. Hu Yajun and Mr. Yu Bin for election as non-independent Directors of the Fourth Session of the Board; Mr. Tai Kwok Leung, Alexander, Ms. Zhao Yali and Mr. Li Hongbin for re-election as independent Directors, and Mr. Zhang Ya for election as an independent Director of the Fourth Session of the Board.

The Company held the 30th meeting of the third session of the Board on September 23, 2026, at which the proposals on the early re-election and election of the Board and the nomination of candidates for non-independent Directors of the Fourth Session of the Board and the early re-election of the Board and the nomination of candidates for independent Directors of the Fourth Session of the Board were approved. The resolutions are hereby proposed at the EGM for consideration and approval.

(ii) Employee Representative Director

The Company has convened an employee representative meeting in accordance with the relevant provisions of the PRC Company Law to elect the employee representative Director of the Fourth Session of the Board on September 23, 2026. Such employee representative Director, together with the ten non-employee representative Directors to be elected by the EGM, will constitute the Fourth Session of the Board of the Company.

The Nomination Committee has conducted reviews of the Proposed Directors' qualifications and is of the view that the Proposed Directors meet the qualifications required by the PRC Company Law, the Articles of Association, and other relevant regulations. There are no circumstances under the laws, regulations, normative documents, or the requirements of the CSRC and the Shanghai Stock Exchange that would prevent them from serving as non-independent directors or independent directors of a listed company.

The number of the Proposed Directors above complies with the requirements of the PRC Company Law, the Articles of Association, and other laws and regulations. The total number of directors concurrently serving as senior management members and employee representative director does not exceed half of the total number of directors, and the number of independent directors is not less than one-third of the members of the Board.

Ordinary resolutions will be proposed at the EGM to approve the re-election and election of Directors for the fourth session of the Board. The cumulative voting system will be adopted such that Shareholders will vote separately on the proposed non-independent Directors and proposed independent Directors. To ensure the normal operation of the Board, prior to the approval of the aforesaid matters at the 2026 Third EGM, the third session of the Board will continue to perform its duties in accordance with the PRC Company Law, the Articles of Association and other relevant provisions.

Biographical details of the Proposed Directors required to be disclosed in accordance with Rule 13.51(2) of the Listing Rules are set out in the Appendix I to this circular.

CLOSURE OF REGISTER OF MEMBERS

In order to determine the list of Shareholders who will be entitled to attend and vote at the EGM, the registers of members of the Company will be closed from Tuesday, October 6, 2026 to Friday, October 9, 2026, both days inclusive, during which no transfer of H Shares will be effected. Holders of H Shares whose names appear on the registers of members of the Company on Friday, October 9, 2026 shall be entitled to attend and vote at the EGM. In order for the holders of H Shares to qualify 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, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Monday, October 5, 2026 for registration.

EGM

The EGM Notice is set out on pages EGM-1 to EGM-4 of this circular for the purpose of considering and, if thought fit, passing the ordinary resolutions approving the matters set out above.

Shareholders are advised to read the EGM Notice and to complete and return the form of proxy in accordance with the instructions thereon. Whether or not you are able to attend the EGM (or any adjournment thereof), you are requested to complete and return the form of proxy in accordance with the instructions printed thereon to the Company's Hong Kong H share registrar and transfer office, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible and in any event, no later than 24 hours before the time fixed for holding the EGM (or any adjournment thereof). The appointment of a proxy will not prevent a Shareholder from subsequently attending and voting in person at the EGM if he so wishes. If a Shareholder who has lodged a form of proxy attends the meeting, his form of proxy will be deemed to have been revoked.

Pursuant to Rule 13.39(4) of the Listing Rules, the resolutions to be proposed will be put to vote by way of poll by the Shareholders at the EGM. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, none of the Shareholders has a material interest in the proposed resolutions at the EGM and no Shareholders will be required to abstain from voting on such resolutions to be proposed at the EGM.

An announcement on the poll vote results will be made by the Company after the EGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

RECOMMENDATIONS

The Directors believe that the resolutions proposed for consideration and approval by Shareholders at the EGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that Shareholders vote in favor of the resolutions to be proposed at the EGM as set out in the EGM Notice.

By order of the Board
Eastroc Beverage (Group) Co., Ltd.
Mr. LIN Muqin
Chairman of the Board, Executive Director and
Chief Executive Officer

PROPOSED NON-INDEPENDENT DIRECTORS

Mr. LIN Muqin (林木勤)

Mr. LIN Muqin (林木勤), aged 61, is the chairman of the Board, an executive Director, the chief executive officer of the Company and a Controlling Shareholder of the Company.

Mr. Lin served as a technical department manager at Shenzhen Aolin Natural Beverage Co., Ltd. (深圳奧林天然飲料有限公司) from April 1988 to March 1997. Mr. Lin was the deputy general manager of Eastroc Industrial, our predecessor, from March 1997 to October 2003. Mr. Lin was the chairman and general manager of Eastroc Limited, our predecessor and subsequently, the Company, between October 2003 and April 2019, and has been the chairman of our Board and our chief executive officer since April 2019. Mr. Lin also held other roles in certain of our subsidiaries, including as an executive director of Guangdong Eastroc Vitamin Beverage Co., Ltd. (廣東東鵬維他命飲料有限公司) since November 2011, an executive director of Anhui Eastroc Food & Beverage Co., Ltd. (安徽東鵬食品飲料有限公司) since August 2012, an executive director and general manager of Shenzhen Eastroc Jiexun Supply Chain Management Co., Ltd. (深圳市東鵬捷迅供應鏈管理有限公司) since April 2019, an executive director of Guangdong Dongpeng Beverage Co., Ltd. (廣東東鵬飲料有限公司) since December 2021 and a director of Eastroc Beverage (HongKong) since July 2023. Mr. Lin has been serving as the executive director and general manager of Zhenchanghui Investment (Shenzhen) Co., Ltd. (臻昌匯投資(深圳)有限公司) since May 2023.

Mr. Lin received his master's degree in business administration from Sun Yat-sen University (中山大學) in the PRC in December 2011 and his doctoral degree in business administration from the University of Minnesota in the United States in August 2024.

Mr. Lin Muqin is the elder brother of Mr. Lin Mugang. As of the Latest Practicable Date, Mr. Lin is interested in 339,077,413 A Shares and 371,900 H Shares within the meaning of Part XV of the SFO.

Mr. LIN Mugang (林木港)

Mr. LIN Mugang (林木港), aged 56, is an executive Director, the executive president of the Company and a Controlling Shareholder of the Company. Mr. Lin Mugang was appointed as a Director of the Company (including its predecessor) in October 2003 and was re-designated as an executive Director in April 2025.

After joining the Group in March 2001, Mr. Lin Mugang consecutively served as a manager, deputy general manager, general manager, vice president of the Company (including its predecessor). Mr. Lin Mugang is also currently serving in various management positions in certain of our major subsidiaries, including as a supervisor of Guangzhou Eastroc Food and Beverage Co., Ltd. (廣州市東鵬食品飲料有限公司) since April 2006, executive director of Eastroc Beverage Marketing (Shanghai) Co., Ltd (東鵬飲料市場營銷(上海)有限公司) since June 2020, executive director and general manager of Eastroc Beverage Marketing (Tianjin) Co., Ltd (東鵬飲料市場營銷(天津)有限公司) since January 2024, and executive director and general manager of Eastroc Beverage Marketing (Zhejiang) Co., Ltd (東鵬飲料市場營銷(浙江)有限公司) since January 2024.

Mr. Lin Mugang graduated from Peking University (北京大學) in the PRC with his master's degree in business administration in July 2016.

Mr. Lin Mugang is the younger brother of Mr. Lin Muqin. As at the date of this circular, Mr. Lin Mugang is interested in 35,297,114 A Shares within the meaning of Part XV of the SFO.

Mr. LU Yifu (盧義富)

Mr. LU Yifu (盧義富), aged 53, is an executive Director and vice president of the Company. Mr. Lu was appointed as a Director in February 2024 and was re-designated as an executive Director in April 2025.

From July 2006 to August 2017, he served as a branch general manager at JDB Group (加多寶(中國)飲料有限公司) where he was primarily responsible for the sales work of the branch. From August 2017 to July 2018, Mr. Lu served as a general manager of the marketing department at Xiangpiaopiao Food Co., Ltd. (香飄飄食品股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 603711), where he was primarily responsible for sales management work. Mr. Lu joined the Group in September 2018 as our vice president and general manager of the national marketing headquarter of the Company.

Mr. Lu is also currently serving in various roles in several subsidiaries of the Group currently, including as a supervisor of Eastroc Beverage Marketing (Shanghai) Co., Ltd. (東鵬飲料市場營銷(上海)有限公司) since June 2020, a supervisor of Eastroc Beverage Marketing (Guangdong) Co., Ltd. (東鵬飲料營銷(廣東)有限公司) since November 2022, a supervisor of Shenzhen Dongpeng Beverage Sales Management Co., Ltd. (深圳市東鵬飲料銷售管理有限公司) since July 2023, a supervisor of Eastroc Beverage Marketing (Tianjin) Co., Ltd.(東鵬飲料市場營銷(天津)有限公司) since January 2024 and a supervisor of Eastroc Beverage Marketing (Zhejiang) Co., Ltd. (東鵬飲料市場營銷(浙江)有限公司) since January 2024.

Mr. Lu received his executive master of business administration (EMBA) degree from China Europe International Business School (中歐國際工商學院) in the PRC in September 2025. Mr. Lu graduated from Xiangtan University (湘潭大學) in the PRC with a specialization in chemical engineering in 1995.

As at the date of this circular, Mr. Lu is interested in 625,300 A Shares within the meaning of Part XV of the SFO.

Ms. JIANG Weiwei (蔣薇薇)

Ms. JIANG Weiwei (蔣薇薇), aged 45, is an executive Director and vice president of the Company. Ms. Jiang was appointed as a Director in February 2024 and was redesignated as an executive Director in April 2025.

From January 2012 to June 2015, Ms. Jiang served as a deputy general manager at Guangzhou branch of Charm Communications Inc. (昌榮傳媒股份有限公司).

Ms. Jiang joined the Group in September 2017 as a brand center manager and deputy general manager at Eastroc Limited. She has been our vice president and general manager of the development center of the Company since April 2019.

Ms. Jiang graduated from Anhui University (安徽大學) in the PRC with a major in journalism in June 2002.

As at the date of this circular, Ms. Jiang is interested in 676,000 A Shares within the meaning of Part XV of the SFO.

Mr. HU Yajun (胡亞軍)

Mr. HU Yajun (胡亞軍), aged 55, has served as the general manager of the Company's national direct sales headquarters, and currently serves as the general manager of the Company's overseas business division. Mr. Hu joined the Group in October 2016 and served as a supervisor of the Company from February 2024. He resigned as a supervisor of the Company in April 2025.

Mr. Hu served as a regional sales director at Guangdong Swire Coca-Cola Company (廣東太古可口可樂公司) from October 2001 to July 2007. From July 2007 to February 2014, he served as the sales director for South China and general manager at PepsiCo (China) Investment Co., Ltd. (百事可樂（中國）投資有限公司) and Guangxi Pepsi Bottling Plant (廣西百事裝瓶廠). From February 2014 to October 2016, he served as the general manager of the Guangxi Bama Platinum Spring branch of Shanghai New Development Group (上海新發展集團).

Mr. Hu graduated from South-Central Minzu University (中南民族大學) in the PRC with a bachelor's degree in July 1995.

Mr. YU Bin (余斌)

Mr. YU Bin (余斌), aged 51, served as the national marketing director of the Company from August 2015 to July 2017. Since August 2020, Mr. Yu has served as the head of the Company's human resources centre and the director of the president's office, and currently serves as the general manager of the Company's human resources centre.

Mr. Yu served as the deputy general manager of the sales centre of Xiamen Yinlu Food Group Co., Ltd. (廈門銀鷺食品集團有限公司) from January 2012 to July 2015. From August 2017 to July 2020, he served as the general manager of Xiamen Yudao Industrial Group Co., Ltd. (廈門禹道實業集團有限公司).

Mr. Yu graduated from The Chinese University of Hong Kong, Shenzhen (香港中文大學 (深圳)), where he majored in business administration and obtained a postgraduate qualification.

Each of the proposed non-independent Directors will enter into a service contract with the Company after the approval of his/her appointment. The proposed non-independent Directors shall not receive any directors' fees for their directorship, and where a proposed non-independent Director (including the employee representative Director) also holds other positions in the Group (apart from as a non-independent Director), he/she shall receive salary and emoluments on the basis of his/her position and job responsibilities.

PROPOSED INDEPENDENT DIRECTORS

Mr. TAI Kwok Leung, Alexander (戴國良)

Mr. TAI Kwok Leung, Alexander (戴國良), aged 68, is an independent non-executive Director. Mr. Tai was appointed as an independent non-executive Director in April 2025.

Mr. Tai has extensive accountancy, corporate finance and investment experience in Hong Kong and overseas. Mr. Tai has been an associate member of the Hong Kong Institute of Certified Public Accountants since 1983 and the Institute of Chartered Accountants of New Zealand since 1982, and is currently licensed under the SFO to conduct Type 1 (dealing in securities), Type 4 (advising on securities) and Type 9 (asset management) regulated activities. Mr. Tai was also the partner of the VMS Securities from August 2017 to September 2023, Mr. Tai was the overall management oversight (OMO) of the regulated activities of the VMS group of companies which were involved in securities dealing, corporate finance and asset management until December 2023. Mr. Tai served as the Head of the Corporate Finance Department of Investec Capital Asia Limited ("**Investec Capital**"), and also acted as a managing director of Investec Capital until July 2017.

Mr. Tai was also an independent non-executive director of various companies, including Honghua Group Limited (a company listed on the Hong Kong Stock Exchange, stock code: 0196) from January 2008 to March 2014, Luk Fook Holdings (International) Limited (a company listed on the Hong Kong Stock Exchange, stock code: 0590) from July 2008 to August 2020, First Credit Finance Group Limited (a company listed on the Hong Kong Stock Exchange, stock code: 8215) from September 2010 to April 2013, Anhui Conch Cement Company Limited (a company dually listed on the Hong Kong Stock Exchange, stock code: 0914 and the Shanghai Stock Exchange, stock code: 600585) from May 2013 to May 2019, Jiayuan International Group Limited (in liquidation) (a company previously listed on the Hong Kong Stock Exchange, stock code: 2768) ("**Jiayuan**") from February 2016 to June 2022, Shengjing Bank Co., Ltd. (a company listed on the Hong Kong Stock Exchange, stock code: 2066) from August 2018 to October 2024, and AAG Energy Holdings Limited from August 2018 to August 2023. Mr. Tai has been serving as an independent non-executive director of G&M Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code: 6038) from May 2017, China Star Entertainment Limited (a company listed on the Hong Kong Stock Exchange, stock code: 0326) since January 2023, BExcellent Group Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code: 1775) since July 2024. Mr. Tai has been serving as an executive director of Finet Group Limited (a company listed on the Hong Kong Stock Exchange, stock code: 8317) from January 2024 and an independent director of Qingdao Eoroom Intelligent Technology Co., Ltd. (青島有屋智能家居科技股份有限公司) (a company quoted on the NEEQ, stock code: 874535) from June 2020 to June 2026.

Jiayuan is a limited liability company incorporated in the Cayman Islands whose principal business concerns property development including residential and commercial complexes. Jiayuan was ordered to be wound up by the High Court of The Hong Kong Special Administrative Region on May 2, 2023. Mr. Tai confirmed that there is no wrongful act on his part leading to the liquidation and is not aware of any actual or potential claim that has been or will be made against him as a result of the liquidation, and that his involvement in Jiayuan was part and parcel of his services as an independent non-executive director of Jiayuan and that no misconduct or misfeasance had been involved in the liquidation of Jiayuan.

Mr. Tai graduated from Victoria University of Wellington in New Zealand with a bachelor's degree in Commerce and Administration in 1982.

Ms. ZHAO Yali (趙亞利)

Ms. ZHAO Yali (趙亞利), aged 67, is an independent non-executive Director. Ms. Zhao was appointed as an independent Director in February 2024 and was re-designated as an independent non-executive Director in April 2025.

Prior to joining the Company, Ms. Zhao was previously a legal representative at Beijing Zhongyin Industry & Trade Co., Ltd. (北京中飲工貿公司). From December 2008 to October 2024, Ms. Zhao was a legal representative at Beijing Zhongyin Tianyuan Exhibition Co., Ltd. (北京中飲天元展覽展示有限公司). Ms. Zhao also served as an independent director of SDIC Zhonglu Fruit Juice Co., Ltd. (國投中魯果汁股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600962) from March 2004 to March 2007 and an independent non-executive director of China Huiyuan Juice Group Limited (中國匯源果汁集團有限公司) from September 2006 to January 2019.

Ms. Zhao received her bachelor's degree in light engineering and mechanics from Tianjin University of Science & Technology (天津科技大學) (formerly known as Tianjin Light Technical College (天津輕工學院)) in the PRC in January 1982.

In November 2021, Ms. ZHAO Yali, our independent non-executive Director, was criticized by the Stock Exchange in her capacity as a former independent non-executive director of China Huiyuan Juice Group Limited (中國匯源果汁集團有限公司) ("**China Huiyuan**") for breach of Rule 3.08(f) of the Hong Kong Listing Rules and her undertakings to the Stock Exchange with respect to China Huiyuan not having adequate and effective internal controls to identify certain connected transactions and to ensure its compliance with relevant Hong Kong Listing Rules requirements. Ms. Zhao was required to complete 24 hours of training on regulatory and legal topics and Hong Kong Listing Rule compliance as a pre-requisite of any future appointment as a director of any company listed or to be listed on the Stock Exchange, and Ms. Zhao has complied with the training requirements imposed by the Stock Exchange.

Mr. LI Hongbin (李洪斌)

Mr. LI Hongbin (李洪斌), aged 61, is an independent non-executive Director. Mr. Li was appointed as an independent Director in February 2024 and was re-designated as an independent non-executive Director in April 2025.

Mr. Li has been an associate professor at Sun Yat-sen University (中山大學) in the PRC from June 2000 to January 2025. Mr. Li served as an independent director of Guangzhou Dongling Grain & Oil Co., Ltd. (廣州東凌糧油股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 000893) from June 2002 to April 2014 and an independent director of

Dongguan Mentech Optical & Magnetic Co., Ltd. (東莞銘普光磁股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002902) from May 2018 to April 2024 and an independent director of Guangzhou Tiancom Information Technology Co., Ltd. (廣州天維信息技術股份有限公司) (a company quoted on the NEEQ, stock code: 837919) from April 2021 to November 2024. Mr. Li has also been serving as an independent director of Shenzhen Sunson Intelligent Equipment Co., Ltd. (深圳市盛世智能裝備股份有限公司) (a company quoted on the NEEQ, stock code: 873564) from April 2022 and an independent director of Guangdong Jinxing Health Care Industry Co., Ltd. (廣東景興健康護理實業股份有限公司) from May 2022.

Mr. Li obtained his bachelor's degree in accounting from Hunan University of Finance and Economics (湖南財經學院) in July 1985 and received his master's degree in accounting from Renmin University of China (中國人民大學) in the PRC in July 1988.

Mr. ZHANG Ya (張亞)

Mr. ZHANG Ya (張亞), aged 56, is a lawyer and currently serves as the director and person in charge of Beijing Dongyuan (Shenzhen) Law Firm (北京市東元(深圳)律師事務所). Mr. Zhang served as an officer at the Justice Bureau of Chizhou Prefecture, Anhui Province (安徽省池州地區司法局) from 1993 to 1995. From 1995 to 1996, he served as a practising lawyer at Chizhou Prefecture Law Firm (池州地區律師事務所). From 1996 to 2012, he served as a practising lawyer and partner at Guangdong Renren Law Firm (廣東仁人律師事務所). From 2012 to 2017, he served as the director and a partner of Guangdong Boshang Law Firm (廣東博商律師事務所). He has been serving as the director and person in charge of Beijing Dongyuan (Shenzhen) Law Firm since 2017.

Mr. Zhang obtained his bachelor's degree in criminal justice from Southwest University of Political Science and Law (西南政法大學) in 1993 and his master's degree in law from China University of Political Science and Law (中國政法大學) in 2011. He obtained the PRC Lawyer Qualification Certificate in February 1995 and the qualification to engage in securities-related legal services in February 2000. Mr. Zhang also completed the independent director qualification training for listed companies organised by the Shenzhen Stock Exchange in October 2016.

Each of the proposed independent non-executive Directors will enter into an appointment letter with the Company after the approval of his/her appointment. Each proposed independent non-executive Director shall receive directors' fees of RMB150,000 per year.

Save as disclosed in this circular, each of the Proposed Directors has confirmed that (i) he/she has not held any other directorships in other listed public companies in the past three years, and he/she does not hold any other major appointments or professional qualifications; (ii) he/she does not have any relationships with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company and any of its subsidiaries; (iii) as at the date of this circular, he/she does not hold any interest in the shares of the Company within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance; and (iv) there is no other information that needs to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter relating to the appointment that needs to be brought to the attention of the shareholders of the Company.

As at the date of this circular, each candidate for the independent non-executive Directors has provided written confirmation of his/her independence confirming that he/she (i) satisfies the independence with respect to the factors set out in Rules 3.13(1) to (8) of the Listing Rules; that he/she has no financial or other interests in the business of the Group, past or present, or any connection with any core connected person (as defined in the Listing Rules) of the Company, and that there are no other factors that may affect his/her independence at the time of appointment; (ii) does not participate in the day-to-day management of the Company; and (iii) has no relationship or circumstances that would interfere with his/her exercise of independent judgment. The third session of the Board and the Nomination Committee have evaluated and reviewed the independence of each candidate for the independent non-executive Directors and are of the view that they have met the independence requirements.

Eastroc Beverage (Group) Co., Ltd.
東鵬飲料(集團)股份有限公司

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

(Stock Code: 09980)

NOTICE OF THE 2026 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2026 third extraordinary general meeting (the "**EGM**") of Eastroc Beverage (Group) Co., Ltd. (the "**Company**") will be held on Friday, October 9, 2026 at 3:00 p.m. at VIP Meeting Room, 2/F, Building 3, 88 Mingliang Science Park, 142 Zhuguang North Road, Taoyuan Community, Nanshan District, Shenzhen, Guangdong Province, the PRC to consider and, if thought fit, pass the following resolutions:

By way of ordinary resolutions (cumulative voting):

1. To consider and approve the proposed re-election and election of non-independent directors for the fourth session of the board of directors of the Company (the "**Board**"):

   1.1. To consider and approve the re-election of Mr. LIN Muqin as a non-independent director of the fourth session of the Board;

   1.2. To consider and approve the re-election of Mr. LIN Mugang as a non-independent director of the fourth session of the Board;

   1.3. To consider and approve the re-election of Ms. JIANG Weiwei as a non-independent director of the fourth session of the Board;

   1.4. To consider and approve the re-election of Mr. LU Yifu as a non-independent director of the fourth session of the Board;

   1.5. To consider and approve the election of Mr. HU Yajun as a non-independent director of the fourth session of the Board; and

   1.6. To consider and approve the election of Mr. YU Bin as a non-independent director of the fourth session of the Board.

2. To consider and approve the proposed re-election and election of independent directors for the fourth session of the Board:

   2.1. To consider and approve the re-election of Mr. TAI Kwok Leung, Alexander as an independent director of the fourth session of the Board;

   2.2. To consider and approve the re-election of Ms. ZHAO Yali as an independent director of the fourth session of the Board;

   2.3. To consider and approve the re-election of Mr. LI Hongbin as an independent director of the fourth session of the Board; and

   2.4. To consider and approve the election of Mr. ZHANG Ya as an independent director of the fourth session of the Board.

By order of the Board
Eastroc Beverage (Group) Co., Ltd.
Mr. LIN Muqin
Chairman of the Board, Executive Director and
Chief Executive Officer

Shenzhen, the PRC, September 23, 2026

Notes:

1. In order to determine the H Shareholders' entitlement to attend the EGM, the Register of Members of the Company will be closed from Tuesday, October 6, 2026 to Friday, October 9, 2026 (both days inclusive), during which period no transfer of H Shares will be registered. The H Shareholders whose names appear on the Register of Members on Friday, October 9, 2026 are entitled to attend and vote at the EGM. In order to attend and vote at the EGM, the H Shareholders shall lodge all transfer documents together with the relevant share certificates to Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Monday, October 5, 2026.

2. Each H Shareholder who has the right to attend and vote at the EGM is entitled to appoint one or more proxies, whether a Shareholder or not, to attend and vote on his/her behalf at the EGM. If more than one proxy is appointed by a Shareholder, such proxies shall only exercise the voting rights represented by them by way of poll.

3. The form of proxy must be signed by the Shareholder or his/her attorney duly authorized in writing or, in the case of a legal person, must either be executed under its common seal or under the hand of a legal representative or other attorney duly authorized to sign the same. If the form of proxy is signed by an attorney of the appointer, the power of attorney authorized that attorney to sign, or other document of authorization, must be notarially certified.

4. To be valid, for H Shareholders, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or other authority, must be delivered to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time for holding the EGM or any adjournment thereof in order for such documents to be valid.

5. If a proxy is appointed to attend the EGM on behalf of a Shareholder, he/she should produce his/her identity card and the form of proxy signed by the Shareholder or his/her legal representative or his/her duly authorized attorney, and specify the date of its issuance. If a legal person Shareholder appoints its corporate representative to attend the EGM, such representative should produce his/her identity card and the notarised copy of the resolution passed by the board of directors or other authorities, or other notarised copy of the licence issued by such legal person Shareholder. The form of proxy duly signed and submitted by HKSCC Nominees Limited is deemed to be valid, and it is not necessary for the proxy(ies) appointed by HKSCC Nominees Limited to produce the signed form of proxy when the proxy(ies) attend(s) the EGM. Completion and return of the form of proxy will not preclude a Shareholder from attending in person and voting at the EGM or any adjournment thereof should he/she so wish.

6. Pursuant to the Listing Rules, any vote of Shareholders at a general meeting must be taken by way of poll except where the chairman of the meeting, 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. As such, the resolutions set out in the notice of the EGM will be voted on by poll.

7. Where there are joint registered holders of any share of the Company, only the person whose name stands first on the Register of Members in respect of such share may vote at the EGM, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto.

8. The EGM is not expected to take more than half a day and will be conducted in Mandarin.

9. Please kindly be advised that no gifts or marketable securities will be distributed at the EGM. Shareholders who attend the EGM in person or by proxy shall bear their own transportation, dining and accommodation expenses.

10. Should you have any queries regarding the EGM, please contact Computershare Hong Kong Investor Services Limited at (852) 2862 8555 during business hours from Monday to Friday (excluding public holidays), 9:00 a.m. to 5:00 p.m.

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

12. In respect of the resolutions 1.1 to 1.6 and 2.1 to 2.4 related to the re-election and election of Directors, cumulative voting system shall be adopted. Each Shareholder is entitled to a number of votes equal to the number of resolutions under the relevant group of resolutions for every share held by such Shareholder.

    The total number of votes to which each Shareholder is entitled for the re-election and election of non-independent Directors equals the number of shares held by such Shareholder multiplied by 6. A Shareholder may cast all of his/her votes for a single candidate or distribute them among the six non-independent Director candidates in such proportion as he/she thinks fit, provided that the total number of votes cast shall not exceed the number of shares held by such Shareholder multiplied by 6.

    The total number of votes to which each Shareholder is entitled for the re-election and election of independent Directors equals the number of shares held by such Shareholder multiplied by 4. A Shareholder may cast all of his/her votes for a single candidate or distribute them among the four independent Director candidates in such proportion as he/she thinks fit, provided that the total number of votes cast shall not exceed the number of shares held by such Shareholder multiplied by 4.

No ballot will be cast "For", "Against" or "Abstain" in cumulative voting. Shareholders are requested to fill in the corresponding number of votes in the "Cumulative Voting" column against the name of each candidate. The minimum number of votes that may be allocated to a candidate is zero and the maximum is the total number of votes available under the relevant group of resolutions. Such votes do not need to be integral multiples of the number of shares held by the Shareholder. If a Shareholder marks "✓" in the blank space against the name of each candidate, the Shareholder will be deemed to have cast his/her total number of votes equally among the corresponding candidates.

Where the votes cast for a particular candidate for Director of the Company exceed one-half of the total number of shares held by all Shareholders attending the meeting (before cumulation), such candidate shall be elected or re-elected as a Director of the Company.

As at the date of this notice, the Board of the Company comprises (i) Mr. LIN Muqin, Mr. LIN Mugang, Mr. LU Yifu, Ms. JIANG Weiwei, Mr. ZHANG Lei and Mr. LIN Daiji as executive Directors; and (ii) Ms. ZHAO Yali, Ms. YOU Xiao, Mr. LI Hongbin and Mr. TAI Kwok Leung, Alexander as independent non-executive Directors.