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凤祥食品

SHANDONG FENGXIANG CO., LTD.

山東鳳祥股份有限公司

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

(Stock Code: 9977)

NOTICE OF H SHARE CLASS MEETING

NOTICE IS HEREBY GIVEN that an H shareholder's class meeting (the “**H Share Class Meeting**”) of Shandong Fengxiang Co., Ltd. (山東鳳祥股份有限公司) will be held at 10:00 a.m. on Thursday, 24 July 2025, or immediately following the conclusion of the EGM or any adjournment thereof at 2nd Floor, Fengxiang Gufen Building, Anle Town, Yanggu County, Liaocheng City, Shandong Province, the PRC for the purpose of considering and, if thought fit, passing the following resolution.

Save as defined otherwise, capitalised terms defined in the composite document (the “**Composite Document**”) dated 5 July 2025 jointly issued by the Company and Jingyu Enterprise Development (Shandong) Co., Ltd.* (菁裕企業發展(山東)有限公司) shall have the same meanings when used herein.

AS SPECIAL RESOLUTION

1. (a) To consider and, if thought fit, to approve, confirm and ratify the Merger Agreement dated 11 April 2025 entered into between the Company and the Offeror and the Merger and the transactions contemplated under the Merger Agreement.

- (b) To consider and, if thought fit, to approve that any Director be authorised to do all such acts and things, to sign and execute all such other documents, deeds and instruments, to make applications to the relevant regulatory authorities and to take such steps as he/she may consider necessary, appropriate, expedient and in the interest of the Company to give effect to and in connection with any transactions contemplated under the Merger Agreement.

By order of the Board
Shandong Fengxiang Co., Ltd.
Shi Lei
Executive director and company secretary

Shandong, the PRC, 5 July 2025

As at the date of this notice, the Board comprises Mr. Xiao Dongsheng and Mr. Shi Lei as executive Directors; Mr. Qiu Zhongwei, Mr. Lu Wei, Mr. Zhu Lingjie and Ms. Zhou Ruijia as non-executive Directors; and Ms. Wang Anyi, Ms. Zhao Yinglin and Mr. Chung Wai Man as independent non-executive Directors.

Notes:

- (A) As set out in the Composite Document, the Conditions to the effectiveness of the Merger Agreement include, among other things, the passing of special resolution(s) by way of poll approving the Merger under the Merger Agreement at the H Share Class Meeting to be convened for this purpose, provided that: (a) approval is given by at least 75% of the votes attaching to the H Shares held by the Independent H Shareholders that are cast either in person or by proxy; and (b) the number of votes cast against the resolution(s) is not more than 10% of the votes attaching to all H Shares held by the Independent H Shareholders.
- (B) The Company's register of members will be closed from Monday, 21 July 2025 to Thursday, 24 July 2025 (both dates inclusive), during which no transfer of Shares will be registered. H Shareholders whose names appear on the Company's register of members on Thursday, 24 July 2025 are entitled to attend and vote at the H Share Class Meeting. In order to qualify for attending and voting at the H Share Class Meeting, all transfers of H Shares accompanied by the relevant share certificates must be lodged with the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Friday, 18 July 2025.
- (C) Each H Shareholder who has the right to attend and vote at the H Share Class Meeting (or at any adjournment thereof) is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his behalf at the H Share Class Meeting. A proxy of a Shareholder who has appointed more than one proxy may only vote on a poll.
- (D) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be notarially certified.

- (E) To be valid, 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 appointor, a certified copy of that power of attorney or other authority (such certification to be made by a notary public), must be delivered to the Company's H Share registrar in Hong Kong, 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 H Share Class Meeting or any adjournment thereof.
- (F) If a proxy attends the H Share Class Meeting on behalf of a Shareholder, he should produce his identification document. If the legal representative of a legal person shareholder attends the H Share Class Meeting, such legal representative should produce his identification document and valid documents evidencing his capacity as such legal representative. If a legal person shareholder appoints a representative of the company other than its legal representative to attend the H Share Class Meeting, such representative should produce his identification document and an authorisation instrument affixed with the seal of the legal person shareholder and duly signed by its legal representative (except for a recognised clearing house as defined by relevant ordinances in force from time to time in accordance with Hong Kong laws and its proxies).
- (G) Miscellaneous
- i. It is expected that the H Share Class Meeting will last for half a day. All attending H Shareholders shall arrange for their transportation and accommodation and shall bear all their own expenses in connection with their attendance.
 - ii. Details on the abovementioned resolutions to be considered and approved at the H Share Class Meeting are set out in the Composite Document dated 5 July 2025.
 - iii. The address of Computershare Hong Kong Investor Services Limited is:

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

Liumiao Village
Anle Town
Yanggu County
Liaocheng City
Shandong Province PRC
Tel: (86) 635 713 8018
Fax: (86) 635 713 6002 166

(H) References to dates and times in this notice are to Hong Kong dates and times.

* *For identification purposes only.*