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凤祥食品

HANDONG FENG IANG CO., II D.

山東鳳祥股份有限公司

of votes cast against the resolution by the Independent Shareholders being not more than 10% of the votes attaching to all the Shares held by the Independent Shareholders, and (iii) minimum valid acceptances of the H Share Offer amounting to not less than 90% of the H Shares held by Independent H Shareholders, the voluntary withdrawal of the listing of the H Shares from the Stock Exchange, be and is hereby approved; and

- (b) any director of the Company be and is hereby authorised to take such other action and execute such documents or deeds as he may consider necessary or desirable for the purpose of implementing the voluntary withdrawal as referred to in paragraph (a) above.”

By order of the board of directors

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Executive director and company secretary

Shandong, the PRC, 28 December 2022

Notes:

Completion and return of the proxy form will not preclude shareholders of the Company from attending and voting in person at the H Share Class Meeting or any of its adjourned meetings should they so wish.

4. H Shareholders or their proxies are required to produce their identification documents when attending the H Share Class Meeting.

5. 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 in respect of the H Share Class Meeting dated 28 December 2022.

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

6. References to dates and times in this notice are to Hong Kong dates and times.

As at the date of this notice, the Board comprises Mr. Liu Zhiguang, Mr. Xiao Dongsheng, Ms. Zhou Jinying and Mr. Shi Lei as executive Directors; Mr. Liu Xuejing and Mr. Zhang Chuanli as non-executive Directors; and Mr. Guo Tianyong, Ms. Zhao Yinglin and Mr. Chung Wai Man as independent non-executive Directors.