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GUOQUAN FOOD (SHANGHAI) CO., LTD.
鍋圈食品(上海)股份有限公司

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

(Stock Code: 2517)

NOTICE OF 2023 ANNUAL GENERAL MEETING

Notice is hereby given that the 2023 Annual General Meeting (the “**AGM**”) of Guoquan Food (Shanghai) Co., Ltd. (鍋圈食品(上海)股份有限公司) (the “**Company**”) will be convened at Function Room 1, 2nd Floor, Shanghai Marriott Hotel Hongqiao, 2270 Hongqiao Road, Changning District, Shanghai, the PRC at 2:00 p.m. on Thursday, June 27, 2024 for the purposes of considering and, if thought fit, approving the following resolutions. For details of resolutions, please refer to the circular dated May 27, 2024 of the Company (the “**Circular**”). Unless otherwise defined, capitalized terms used in this notice shall have the same meanings as defined in the Circular.

ORDINARY RESOLUTIONS

1. To consider and approve the report of the Board of the Company for the year of 2023;
2. To consider and approve the report of the Board of Supervisors of the Company for the year of 2023;
3. To consider and approve the annual report of the Company for the year of 2023;
4. To consider and approve the profit distribution plan of the Company for the year of 2023;
5. To consider and approve the proposal on the re-appointment of the Company's auditor for the year of 2024;

SPECIAL RESOLUTIONS

6. To consider and approve the Share Repurchase Mandate;
7. To consider and approve the Share Issue Mandate; and
8. To consider and approve the amendments to the Articles of Association.

By order of the Board
Guoquan Food (Shanghai) Co., Ltd.

鍋圈食品(上海)股份有限公司

Mr. Yang Mingchao

*Chairperson of the Board, Executive Director
and Chief Executive Officer*

Hong Kong, May 27, 2024

As at the date of this notice, the Board of the Company comprises Mr. Yang Mingchao, Mr. Meng Xianjin, Mr. An Haolei and Ms. Luo Na as executive directors; Mr. Yi Jiayu, Mr. Zeng Xinghai and Mr. Liu Zhengzheng as non-executive directors; Mr. Zeng Xiaosong, Ms. Yu Fang Jing, Mr. Li Jianfeng and Mr. Shi Kangping as independent non-executive directors.

Notes:

1. The register of members of the Company will be closed from Monday, June 24, 2024 to Thursday, June 27, 2024 (both days inclusive) for determining the entitlement of Shareholders to attend and vote at the AGM, during which period no transfers of Shares will be registered. To be eligible to attend and vote at the AGM, all share transfer documents together with 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, Wanchai, Hong Kong (for H Shareholders) or the registered office of the Company, at Room 802, No. 3, Lane 187, Xinghong Road, Minhang District, Shanghai, the PRC (for Shareholder(s) of Domestic Unlisted Shares), not later than 4:30 p.m. on Friday, June 21, 2024. All Shareholders whose names appear on the register of members of the Company on Thursday, June 27, 2024 are entitled to attend and vote at the AGM.
2. A Shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in his/her/its stead. The proxy needs not be a member of the Company. If more than one proxy is appointed, the number and class of Shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.

The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her/its attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its Director(s) 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.

In order to be valid, the proxy form together with the notarized power of attorney or other authorization documents (if any) must be deposited at the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders) or the registered office of the Company, at Room 802, No. 3, Lane 187, Xinghong Road, Minhang District, Shanghai, the PRC (for Shareholder(s) of Domestic Unlisted Shares) not less than 24 hours

before the time fixed for holding the AGM (i.e. before 2:00 p.m. on Wednesday, June 26, 2024) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjournment thereof should they so wish at that time.

3. If the attending Shareholder is a corporation, its legal representative shall present his or her identification document, a valid certificate proving his or her qualification as a legal representative and proof of shareholding; if a proxy is appointed to attend the meeting, such proxy shall present his or her ID card and a written power of attorney issued by the relevant Shareholder in accordance with law.
4. Pursuant to Rule 13.39(4) of the Listing Rules, subject to certain exceptions, all votes of the Shareholders at the general meetings must be taken by poll. Therefore, voting on the resolutions contained in the notice of the 2023 AGM will be conducted by poll.
5. The AGM is expected to last for half a day. Shareholders or their proxies attending the AGM (and any adjournment thereof) shall produce their identity documents. Shareholders or their proxies attending the AGM shall be responsible for their own traveling and accommodation expenses.