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Tan'Sh

Global Food Group Co., Limited

TANSH Global Food Group Co., Ltd
國際天食集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3666)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of TANSH Global Food Group Co., Ltd (the “**Company**”) will be held at Meeting Room, 16th Floor, Bldg. A, Hongqiao The-Place, No.100 Zunyi Road, Changning District, Shanghai, the PRC on Monday, 7 March 2022, at 2:00 p.m. for the purpose of considering and, if thought fit, passing the following special resolutions:

SPECIAL RESOLUTIONS

1. “**THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from “TANSH Global Food Group Co., Ltd” to “Shanghai XNG Holdings Limited”, and the dual foreign name of the Company in Chinese of “上海小南国控股有限公司” be adopted in place of its existing dual foreign name “國際天食集團有限公司” (the “**Proposed Change of Company Name**”) with effect from the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands confirming the new name has been registered, and that any one of the directors of the Company (the “**Directors**”) be and he/she is hereby authorised to do all such acts and things and execute such further documents and take all steps which, in his/her opinion, may be necessary, desirable or expedient, including under seal where appropriate, to implement and give effect to the aforesaid Proposed Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”
2. “**THAT** subject to the passing of the resolution numbered 1 above, and the new Company name being entered into the register of companies by the Registrar of Companies in the Cayman Islands, the memorandum of association and the articles of association of the Company be amended in the manner as set out in the circular of the Company dated 11 February 2022 (the “**Circular**”); and the fourth amended and restated memorandum of association and the fourth amended and restated articles of association of the Company, a copy of which has been produced to the meeting marked “A” and signed by the chairman of the extraordinary general meeting for the purpose of identification, which consolidates all the proposed amendments mentioned in the

Circular, be approved and adopted in substitution for and to the exclusion of the existing memorandum of association and the existing articles of association of the Company with immediate effect and that any one of the Directors be and he/she is hereby authorised to do all such acts and things and execute all such documents and take all steps which, in his/her opinion, may be necessary, desirable or expedient, including under seal where appropriate, to implement and give effect to the adoption of the fourth amended and restated memorandum of association and the fourth amended and restated articles of association of the Company and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By Order of the Board
TANSH Global Food Group Co., Ltd
Gu Dorson
Chairman

Shanghai, the People’s Republic of China, 11 February 2022

Registered office:
Cricket Square, Hutchins Drive
PO Box 2681, Grand Cayman
KY1-1111
Cayman Islands

Headquarters:
Room 1601-05, 16/F, Building A
No.100 Zunyi Road
Changning District, Shanghai
The People’s Republic of China

Principal place of business in Hong Kong:
Room 2001, 20/F
Tower Two, Lippo Centre
89 Queensway
Hong Kong

Notes:

Considering the outbreak of the coronavirus epidemic (the “COVID-19 outbreak”), certain measures will be implemented at the Extraordinary General Meeting with a view to addressing the risk to attendees of infection, including, without limitation, (i) all attendees being required to (a) undergo compulsory body temperature check; (b) complete a health declaration, which may be used for contact tracing, if required; and (c) wear surgical masks prior to admission to the Extraordinary General Meeting venue; (ii) attendees who are subject to health quarantine prescribed by the Government not being admitted to the Extraordinary General Meeting venue; (iii) all attendees being required to wear surgical masks throughout the Extraordinary General Meeting; (iv) each attendee being assigned a designated seat at the time of registration to ensure social distancing; and (v) no refreshment packs or coffee/tea being provided. The Company reminds attendees that they should carefully consider the risks of attending the Extraordinary General Meeting, taking into account their own personal circumstances. The Company will keep the evolving COVID-19 outbreak situation under review and may implement additional measures which it will announce closer to the date of the Extraordinary General Meeting.

- (i) A shareholder entitled to attend and vote at the above meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her; a proxy need not be a shareholder of the Company.
- (ii) In the case of joint holders of any share any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the extraordinary general meeting the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

- (iii) In order to be valid, a form of proxy must be deposited at the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (iv) The transfer books and register of members of the Company will be closed from 2 March 2022 to 7 March 2022, both days inclusive, in order to determine the entitlement of Shareholders to attend the EGM, during which period no share transfers can be registered. All transfers accompanied by the relevant share certificates must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 1 March 2022.

As at the date of this notice, the executive Directors are Mr. GU Dorson and Ms. PING Guoqin; the non-executive Directors are Ms. WANG Huili and Ms. WU Wen; and the independent non-executive Directors are Mr. LUI Wai Ming, Mr. ZHANG Zhenyu and Ms. LI Yuping.