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中糧家佳康食品有限公司
COFCO Joycome Foods Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01610)

DESPATCH OF CIRCULAR IN RELATION TO

**(1) CONNECTED TRANSACTION IN RELATION TO THE
SUBSCRIPTION OF SHARES UNDER SPECIFIC MANDATE;
AND**

(2) APPLICATION FOR WHITEWASH WAIVER

References are made to (i) the announcement issued by the Company dated 11 January 2023 in relation to the Share Subscription and the Whitewash Waiver; (ii) the announcement issued by the Company dated 30 January 2023 in relation to the delay in despatch of the Circular; and (iii) the circular dated 17 February 2023 in relation to the Share Subscription and the Whitewash Waiver (the “**Circular**”). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as defined in the Circular.

The Company is pleased to announce that the Circular containing, among other things, (i) details of the Share Subscription (including the Share Subscription Agreement, the transactions contemplated thereunder and the Specific Mandate) and the Whitewash Waiver; (ii) a letter of advice from the Independent Board Committee on the Share Subscription (including the Specific Mandate and the Share Subscription Agreement) and the Whitewash Waiver; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders on the Share Subscription (including the Share Subscription Agreement, the transactions contemplated thereunder and the Specific Mandate) and the Whitewash Waiver; and (iv) a notice of EGM together with the form of proxy will be despatched to the Shareholders on 17 February 2023.

The EGM will be held at 10:30 a.m. on Friday, 10 March 2023 at 24/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong. Details of the EGM are set out in the notice of the EGM to be despatched together with the Circular.

WARNING

Since the Completion is subject to the fulfilment or waiver (as applicable) of the conditions precedent as set out in the Share Subscription Agreement, the Share Subscription may or may not proceed.

The Whitewash Waiver may or may not be granted by the Executive and if granted, will, among others things, be subject to the approval by at least 75% of the votes cast by the Independent Shareholders by way of poll in respect of the Whitewash Waiver and more than 50% of the votes cast by the Independent Shareholders by way of poll in respect of the Share Subscription, respectively, at the EGM. Completion of the Share Subscription is conditional upon, among other things, the Whitewash Waiver being granted by the Executive and approved by the Independent Shareholders.

Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, and are recommended to consult their professional advisers if they are in any doubt about their position and as to actions that they should take.

By order of the Board
COFCO Joycome Foods Limited
Jiang Guojin
Chairman, executive director and general manager

Beijing, PRC, 16 February 2023

As at the date of this announcement, the Board comprises Mr. Jiang Guojin as the chairman of the Board, executive director and general manager, Mr. Ma Dewei and Dr. Zhao Wei as non-executive directors, and Mr. Fu Tingmei, Mr. Li Michael Hankin and Dr. Ju Jiandong as independent non-executive directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.