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**CPMC HOLDINGS LIMITED**  
**中糧包裝控股有限公司**  
*(incorporated in Hong Kong with limited liability)*  
**(Stock code: 906)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of CPMC Holdings Limited (the “Company”) will be held at 10:00 a.m. on Wednesday, 20 December 2023 at No. 160, Weiken Street, Hangzhou Economic and Technical Development Zone, Hangzhou, Zhejiang Province, the PRC for the purpose of considering and, if thought fit, passing the following resolutions:

**AS ORDINARY RESOLUTIONS**

“**THAT**

1. (i) the supply framework agreement (the “**COFCO Packaging Materials Agreement**”) entered into between the Company and COFCO on 7 November 2023 in relation to the supply of various types and sizes of metal and plastic packaging materials, products including two-piece beverage cans, milk powder cans and related after-sale services by the Group to COFCO Group, a copy of which has been produced to the EGM marked “A” and initialled by the chairman of the EGM for identification purposes, and the relevant annual caps under the COFCO Packaging Materials Agreement as set out in the Company’s circular dated 30 November 2023 be and are hereby confirmed, ratified and approved; and
- (ii) any one or more of the directors of the Company be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms of the COFCO Packaging Materials Agreement and the transactions contemplated thereunder.

2. (i) the conditional framework agreement (the “**ORG Technology Materials Agreement**”) entered into between the Company and ORG Technology on 7 November 2023 in respect of supply of aluminum, printed tinplates, caps, other raw and auxiliary materials and related can production services of such packaging materials by the Group to ORG Technology Group and supply of tinplates, laminated steel, two-piece cans and related can production services of such packaging materials by ORG Technology Group to the Group, a copy of which has been produced to the EGM marked “B” and initialled by the chairman of the EGM for identification purposes, and the relevant annual caps under the ORG Technology Materials Agreement as set out in the Company’s circular dated 30 November 2023 be and are hereby confirmed, ratified and approved; and
- (ii) any one or more of the directors of the Company be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms of the ORG Technology Materials Agreement and the transactions contemplated thereunder.”

By order of the Board  
**CPMC Holdings Limited**  
**Zhang Xin**  
*Chairman and Executive Director*

Hong Kong, 30 November 2023

*Notes:*

1. The register of members of the Company will be closed from Friday, 15 December 2023 to Wednesday, 20 December 2023, both days inclusive, during which no transfers of shares will be registered. In order to qualify for attendance and voting at the EGM, all transfer documents should be lodged for registration with the Company’s share registrar, Computershare Hong Kong Investor Services Limited, Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong at 4:30 p.m. on Thursday, 14 December 2023.
2. Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. Also, Article 65 of the Company’s Articles of Association provides that at any general meeting a resolution put to the vote of a meeting shall be decided by poll. The resolutions set out in this Notice of EGM will be voted on by poll.
3. Any member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote for him. A proxy need not be a member of the Company.

4. A form of proxy for use at the EGM is enclosed. To be valid, the proxy form, together with the power of attorney or other authority (if any) under which it is signed, or a certified copy of that power of attorney or authority, must be deposited at the Company's share registrar, Computershare Hong Kong Investor Services Limited, Floor 17M, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time scheduled for holding the EGM or any adjournment of it.
5. Where there are joint holders of any share, any one of such holders may vote at the EGM, either in person or by proxy, in respect of such shares as if he were solely entitled to vote, but if more than one of such joint holders are present at the EGM in person or by proxy, the person so present whose name stands first in the register of members of the Company in respect of such share shall alone be entitled to vote in respect of it.
6. Completion and return of the form of proxy will not preclude a member from attending the EGM and voting in person at the EGM or any adjourned meeting if he so desires. If a member attends the EGM after having deposited the form of proxy, his form of proxy will be deemed to have been revoked.

*As at the date of this notice, the chairman of the Board and executive Director is Mr. Zhang Xin, the executive Director is Mr. Zhang Ye, the non-executive Directors are Dr. Zhao Wei, Messrs. Meng Fanjie, Zhou Yuan and Shen Tao, and the independent non-executive Directors are Messrs. Cheng Yuk Wo, Pun Tit Shan and Chen Jihua.*