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DEKON FOOD AND AGRICULTURE GROUP

四川德康農牧食品集團股份有限公司

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

(Stock Code: 2419)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of Dekon Food and Agriculture Group (the “**Company**”) will be held at 10:00 a.m. on Friday, 10 May 2024 at Conference Room 10, 11/F, Building 2, Chengdu East Aviation Centre, 32 Lingang Road, Shuangliu District, Chengdu, Sichuan Province, the PRC for the purposes of considering and, if thought fit, passing the following resolutions. Unless otherwise is indicated, capitalised terms used herein shall have the same meaning as defined in the circular dated 19 April 2024 issued by the Company (the “**Circular**”).

AS ORDINARY RESOLUTIONS

1. To consider and approve the work report of the Board of Directors for the year ended 31 December 2023;
2. To consider and approve the work report of the Board of Supervisors for the year ended 31 December 2023;
3. To consider and approve the report for final financial accounts of the Group for the year 2023;
4. To consider and approve the annual financial budget of the Group for the year 2024;
5. To consider and approve the 2023 annual report of the Company;
6. To consider and approve the remuneration of Directors and Supervisors of 2024;
7. To consider and approve the re-appointment of KPMG as auditors for the year 2024;

8. To consider and approve the Company's application for credit lines for the Company and its subsidiaries;
9. To consider and approve the provision of guarantee in favour of subsidiaries of the Company and guarantees provided between subsidiaries;

AS SPECIAL RESOLUTIONS

10. To consider and approve the proposed amendments to the articles of association of the Company as set out in the circular of the Company dated 19 April 2024 (the "**Circular**");
11. To grant the Board a general mandate to allot, issue or otherwise deal with new H Shares not exceeding 20% of the total number of Shares in issue as at the date of passing the special resolution as set out in the Circular;
12. To grant the Board a general mandate to repurchase H Shares not exceeding 10% of the total number of H Shares in issue as at the date of passing the special resolution as set out in the Circular, respectively; and

OTHER BUSINESS

13. To listen to the 2023 work report of independent non-executive Directors of the Company.

Details of the above resolutions are set out in the Circular. Unless otherwise stated, terms used in this notice shall have the same meanings as defined in the Circular.

By order of the Board
Dekon Food and Agriculture Group
四川德康農牧食品集團股份有限公司
Wang Dehui

Chairman of the Board and Executive Director

People's Republic of China, 19 April 2024

As at the date of this announcement, the executive directors of the Company are Mr. Wang Dehui, Mr. Wang Degen, Mr. Yao Hailong, Mr. Hu Wei and Mr. Zeng Min; the non-executive director of the Company is Ms. Liu Shan; and the independent non-executive directors of the Company are Mr. Pan Ying, Mr. Zhu Qing and Mr. Fung Che Wai, Anthony.

Notes:

1. All resolutions at the meeting will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands pursuant to the Listing Rules. The chairman of the meeting will therefore demand a poll for every resolution put to vote at the AGM in accordance with the Articles of Association. An announcement on the poll vote results will be made by the Company after the AGM in the manner prescribed under Listing Rule 13.39(5). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
2. For determining the entitlement to attend and vote at the above meeting, the register of members of the Company will be closed from Tuesday, 7 May 2024 to Friday, 10 May 2024, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the AGM, holders of the H Shares whose transfers have not been registered shall deposit all transfer documents accompanied by the relevant share certificates at the Company's H Share Registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Monday, 6 May 2024.
3. A Shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his behalf. A proxy need not be a Shareholder of the Company. Where a Shareholder appoints more than one proxy, his/her proxies can only vote on a poll.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised. If the Shareholder is a corporation, that instrument must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If that instrument is signed by an attorney of a Shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
5. In order to be valid, the form of proxy together with the power of attorney or other authorisation document (if any) must be deposited at the Secretariat of the Board at the Company's principal place of business in the PRC for holders of the Domestic Shares, and at the Company's H Share Registrar in Hong Kong, Tricor Investor Services Limited, for holders of the H Shares not less than 24 hours before the time appointed for the AGM (i.e. not later than 10:00 a.m. on Thursday, 9 May 2024) or any adjournment thereof (as the case may be).
6. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the death or loss of capacity of the appointer, or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of shares in respect of which the proxy is given, provided that no notice in writing of these matters shall have been received by the Company prior to the commencement of the AGM.
7. The address and contact details of the Company's H Share Registrar in Hong Kong, Tricor Investor Services Limited, are as follows:

17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong
Telephone No.: (+852) 2980 1333
Facsimile No.: (+852) 2810 8185

8. The address and contact details of the Company's principal place of business in the PRC are as follows:

Unit 901–909, 9th Floor, Building 2

Chengdu East Aviation Centre

32 Lingang Road

Shuangliu District

Chengdu, Sichuan Province

PRC

Telephone No.: (+86) 028 6258 8239

Facsimile No.: (+86) 028 6258 8308

9. In accordance with the Company's Articles of Association, where two or more persons are registered as the joint holders of any share, only the person whose name appears first in the register of members shall be entitled to receive this notice, to attend and exercise all the voting powers attached to such share at the AGM, and this notice shall be deemed to be given to all joint holders of such share.
10. The AGM is expected to be concluded within half a day. Shareholders (in person or by proxy) attending the AGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the AGM shall produce identity documents.
11. References to time and dates in this notice are to Hong Kong time and dates.