

SUNMOON FOOD COMPANY LIMITED
(the “Company”)
(Incorporated in Singapore)
Company Registration No. 198304656K

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of the shareholders (“Shareholders”) of SunMoon Food Company Limited (the “Company”) will be held Capri Changi City, meeting room Pod 1, 3 Changi Business Park Central 1, Singapore 486037 on 30 July 2024 at 2:30 p.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 2:00 p.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without modifications, the following Resolutions:

Please note that unless otherwise defined, all capitalised terms used in this Notice bear the same meanings as ascribed to them in the Company’s circular to shareholders via SGXnet.

Resolution 1: Ordinary Resolution

1. Proposed adoption of the employee share option scheme to be named “SunMoon Share Option Scheme 2024”

That the share option scheme to be named “SunMoon Share Option Scheme 2024” (the “Option Scheme 2024”), the rules of which have been set out in Appendix 1 of the Circular, be and is hereby approved and adopted substantially in the form set out in the rules of the Option Scheme 2024, and the Directors of the Company be and are hereby authorised:

- (a) to establish and administer the Option Scheme 2024;
- (b) to modify and/or amend the Option Scheme 2024 from time to time provided that such modifications and/or amendments are effected in accordance with the provisions of the Option Scheme 2024 and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Option Scheme 2024; and
- (c) to offer and grant Option(s) in accordance with the rules of the Option Scheme 2024 and to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of the Option(s) under the Option Scheme 2024.

Resolution 2: Ordinary Resolution

2. Proposed grant of authority to Offer and Grant Option(s) at a Discount under the Option Scheme 2024

That subject to and contingent upon the passing of Resolution 1, the Directors of the Company be and are hereby authorised to offer and grant Option(s) in accordance with the rules of the Option Scheme 2024 with Exercise Prices set at a discount to the Market Price, provided that such discount does not exceed the relevant limits set by Singapore Exchange Securities Trading Limited.

Resolution 3: Ordinary Resolution

3. Proposed adoption of the performance share plan to be named “SunMoon Performance Share Plan 2024” and authorisation of the Grant of Award(s) to Selected Participants

- (a) That the performance share plan to be named “SunMoon Performance Share Plan 2024” (“Share Plan 2024”) the rules of which have been set out in Appendix 2 of the Circular, be and is hereby approved and adopted substantially in the form set out in the rules of the Share Plan 2024; and
- (b) the Board of Directors of the Company be and are hereby authorised:
 - (i) to establish and administer the Share Plan 2024;
 - (ii) to modify/or amend the Share Plan 2024 from time to time provided that such modification and /or amendment is effected in accordance with the provisions of the Share Plan 2024 and to do all such acts and to enter into such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Share Plan 2024; and
 - (iii) to grant Award(s) in accordance with the provisions of the Share Plan 2024 and to allot and issue from time to time such number of fully paid-up new Shares as may be required to be issued pursuant to the vesting of Awards under the Share Plan 2024.

By Order of the Board of Directors

Zhang Ye
Executive Director and Chief Executive Officer
15 July 2024

IMPORTANT: Please read the notes below.

Notes:

1. Participation

The EGM is being convened, and will be held, in a wholly physical format, at Capri Changi City, meeting room Pod 1, 3 Changi Business Park Central 1, Singapore 486037 on Tuesday, 30 July 2024 at 2:30 p.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 2:00 p.m. on the same day and at the same place). There will be no option for shareholders to participate virtually. Printed copies of this Notice of EGM, the Circular and Proxy Form will not be despatched to members. Instead, this Notice of EGM, the Circular and Proxy Form will be made available via publication on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and on the Company’s corporate website at the URL <https://www.sunmoonfood.com/>.

Each of the resolutions to be put to the vote of members at the EGM (and at any adjournment thereof) will be voted on by way of a poll.

Shareholders are encouraged to submit questions in advance to the Company via main@zicoholdings.com. When sending in your questions, please provide the following details for verification purpose:

- (i) Your full name;
- (ii) Your full NRIC/Passport/Company Number;
- (iii) Your contact number and email address; and
- (iv) The manner in which you hold shares in the Company (e.g. via CDP, CPF and/or SRS).

The Company will respond to questions at the EGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

2. Appointment of Proxy(ies)

A Shareholder entitled to attend and vote at the EGM is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where a Shareholder appoints more than one proxy, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy. If no such proportion or percentage is specified, the first named proxy shall be deemed to represent 100% of the shareholding and the second/other named proxy/proxies shall be deemed to be an alternate to the first named. A proxy need not be a Shareholder.

A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. The appointment of proxy must be executed under seal or the hand of its duly authorised officer or attorney in writing.

The instrument appointing a proxy(ies) must be under the hand of the appointor or by his/her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:

- a) if in hard copy by post, be lodged at the registered office of the Company, at 1 Scotts Road, #21-07 Shaw Centre, Singapore 228208; or
- b) if by email, be received by main@zicoholdings.com.

in either case, no later than 2:30 p.m. on 27 July 2024 seventy-two (72) hours before the time appointed for holding the EGM.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

Shareholders are strongly encouraged to submit completed proxy forms electronically via email.

Investors who hold shares through Relevant Intermediaries*, including under the Central Provident Fund Investment Scheme (“**CPF Investors**”) or the Supplementary Retirement Scheme (“**SRS Investors**”), and who wish to appoint the Chairman of the Meeting as their proxy should approach their respective Relevant Intermediaries*, including CPF Agent Banks or SRS Operators, to submit their votes by 2:30 p.m. on 19 July 2024 being not less than seven (7) working days before the time appointed for holding the EGM.

* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act (Chapter 19) of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) of Singapore and who holds shares in that capacity; or

- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36) of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

3. Documents for the EGM

The Notice of EGM, the Circular and Proxy Form will be sent to shareholders solely by electronic means via (i) the SGX's website at <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's URL <https://www.sunmoonfood.com/>. There will NOT be printed copies of these documents sent to shareholders.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company or a Depositor, as the case may be (i) consents to the collection, use and disclosure of the member or Depositor's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member or a Depositor discloses the personal data of the member or Depositor's proxy(ies) and/or representative(s) to the Company (or its agents), the member or Depositor has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member or Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member or Depositor's breach of warranty.