SINO GRANDNESS FOOD INDUSTRY GROUP LIMITED

(Company Registration No. 200706801H)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting ("**EGM**") of Sino Grandness Food Industry Group Limited (the "**Company**") will be held by way of electronic means on 28 July 2022 at 10.00 a.m. (Singapore time) for the purpose of considering and, if thought fit, passing, with or without amendments, the following Ordinary Resolution:

ORDINARY RESOLUTION - THE PROPOSED CHANGE OF AUDITORS OF THE COMPANY

THAT:

(a) the resignation of Foo Kon Tan LLP as auditors of the Company be and is hereby noted and RT LLP, having consented to act, be and is hereby appointed as auditors of the Company in place of Foo Kon Tan LLP, to hold office until the conclusion of the next AGM of the Company at a fee and on such terms as may be agreed by the Directors with RT LLP; and

(b) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including executing all such documents as may be required) as they or he may in their discretion deem necessary, desirable or expedient or in the interests of the Company to give effect to the proposed change of auditors of the Company and/or the transactions authorised by this Ordinary Resolution.

All capitalised terms used in this notice which are not defined herein shall have the meanings ascribed to them in the circular dated 4 July 2022 to shareholders of the Company in relation to the proposed change of auditors of the Company.

By Order of the Board

Huang Yupeng
Chairman and Chief Executive Officer
Singapore, 4 July 2022

Notes:

Shareholders of the Company ("**Shareholders**") should take note of the following arrangements for the EGM.

1. **No attendance in person**: Pursuant to the COVID-19 (Temporary Measures) Act 2020 (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, the Company has the option to hold a virtual meeting, even where the Company is permitted under safe distancing regulations to hold a physical meeting. Due to the current COVID-19 situation and the Company's efforts to minimise physical interactions and keep COVID-19 transmission risk to a minimum, the extraordinary general meeting ("**EGM**") of the Company will be held by way of electronic means. Shareholders of the Company will NOT be allowed to attend the EGM in person.

2. **"Live" webcast and "live" audio feed**: Shareholders of the Company will be able to watch the EGM proceedings through a "live" webcast via their mobile phones, tablets or computers or listen to these proceedings through a "live" audio feed via telephone.

3. **Online Pre-registration required to attend the EGM**: All Shareholders as well as investors who hold shares of the Company ("**Shares**") through the Central Provident Fund ("**CPF**") or Supplementary Retirement Scheme ("**SRS**", and such investors "**CPF/SRS Investors**"), who wish to attend the EGM must pre-register online at https://conveneagm.sg/SinoGrandnessEGM2022 ("**Pre-registration Website**") no later than 10.00 a.m. (Singapore time) on 26 July 2022 for verification purposes. Shareholders who wish to appoint a person or persons (other than the Chairman of the EGM ("**Chairman**")) as a proxy or proxies to attend and vote at the EGM on their behalf must pre-register their proxy(ies) for the EGM.

   Investors who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore ("**Companies Act**")) or depository agents (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore) (together, "**Relevant Intermediaries**", and such investors "**Investors**") (other than CPF/SRS Investors) who wish to attend the EGM should instead approach their Relevant Intermediary as soon as possible in order for the Relevant Intermediary to make the necessary arrangements to pre-register.

   Following successful verification by the Company, a confirmation email which contains unique user credentials and/or instructions on how to join the webcast, and other relevant matters (the "**Confirmation Email**") will be sent to authenticated Shareholders, proxies and Investors who have been pre-registered for the EGM by Wednesday, 10.00 a.m. (Singapore time) on 27 July 2022 at the email specified in their pre-registration details.

   Shareholders, proxies and Investors who do not receive the Confirmation Email by Wednesday, 10.00 a.m. (Singapore time) on 27 July 2022 but have been pre-registered for the EGM by the deadline of Tuesday, 26 July 2022 at 10.00 a.m. (Singapore time), should contact the Company at support@conveneagm.com immediately.

   Submission of Questions: Shareholders and Investors of the Company will not be able to ask questions "live" during the broadcast of the EGM. Shareholders and Investors of the Company may submit questions related to the Proposed Change of Auditors to be tabled for approval at the EGM. All questions, together with the full names, identification numbers, contact numbers, email addresses of the Shareholders and Investors and manner in which they hold Shares in the Company, must be submitted no later than 11.59 p.m. (Singapore time) on 11 July 2022 (the "**Submission Deadline**") via the Pre-registration Website at the URL: https://conveneagm.sg/SinoGrandnessEGM2022 or email support@conveneagm.com. The Company will endeavour to answer all substantial and relevant questions prior to, or at, the EGM. All substantial and relevant questions received by the Company from Shareholders and Investors prior to the deadline of 11 July 2022 at 11.59 p.m. (Singapore time) will be addressed by the Company at least 72 hours prior to the closing date and time for the lodgment of the Proxy Forms (i.e., 26 July 2022 at 10.00 a.m. (Singapore time)). Substantial and relevant questions which are submitted after 11:59 p.m. (Singapore time) on 11 July 2022 will be consolidated and addressed either before the EGM via an announcement on SGXNET or at the EGM.

4. **Voting by Shareholders**: Shareholders who wish to exercise their voting rights at the EGM may:

   (i) (where the Shareholder is an individual) attend and vote "live" at the EGM;

   (ii) (where the Shareholder is an individual or a corporate) appoint proxy(ies) to attend and vote "live" at the EGM on their behalf; and

(iii) (where the Shareholder is an individual or a corporate) appoint the Chairman as proxy to vote on their behalf.

"Live" voting will be conducted during the EGM. **It is important for Shareholders and proxies to have their own web-browser enabled devices ready for voting during the EGM. Examples of web-browser enabled devices include mobile smartphones, laptops, tablets or desktop computers with internet capabilities**.

Shareholders and proxies may cast their votes at the EGM using the login credentials created during pre-registration. Shareholders and proxies should therefore have their Confirmation Email containing their unique user credentials handy for reference. Instructions will be provided at the start of the EGM on how to vote. For the avoidance of doubt, "live" voting is not permissible by the audio-only feed.

5. **Appointment of Proxies**:

(i) Shareholders who wish to appoint proxies to attend the EGM and vote "live" at the EGM on their behalf must do both of the following: (A) complete and submit the Proxy Form in accordance with the instructions below; and (B) pre-register the proxy(ies) at the Pre-Registration Website by Tuesday, 26 July 2022 at 10.00 a.m. (Singapore time).

(ii) As an alternative to "live" voting, Shareholders may also vote at the EGM by appointing the Chairman as proxy to vote on their behalf in respect of all the Shares held by them.

If a Shareholder wishes to appoint a proxy or proxies (including the Chairman) to vote at the EGM on their behalf, duly completed Proxy Forms must be deposited with the Company (A) via post at the office of the Company's share registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #02-00 Singapore 068898, or (B) via electronic mail to sg.is.proxy@sg.tricorglobal.com enclosing a clear scanned completed and signed Proxy Form.

The Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.

Proxy Forms must be received by the Company by **Tuesday, 26 July 2022 at 10.00 a.m. (Singapore time)** (being 48 hours before the time appointed for the holding of the EGM). Proxy Forms can be downloaded from SGXNET (www.sgx.com). In the Proxy Form, a Shareholder should specifically direct the proxy on how he/she is to vote for or vote against (or abstain from voting on) the resolutions to be tabled at the EGM. If no specific direction as to voting is given, the proxy (including the Chairman if he is appointed as proxy) will vote or abstain from voting at his/her discretion. All valid votes cast via proxy on each resolution will be counted. In view of the COVID-19 situation, the Company encourages Shareholders to submit the completed and signed Proxy Form via electronic mail. The Company may reject any instrument appointing a proxy lodged if the Shareholder appointing the proxy is not shown to have Shares entered against his/her/its name in the Depository Register as at 48 hours before the time appointed for holding the EGM as certified by CDP to the Company.

A Shareholder (who is not a Relevant Intermediary)* entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote on his/her/its behalf. A proxy need not be a Shareholder. Any appointment of a proxy by a Shareholder attending the EGM shall be null and void and such proxy shall not be entitled to vote at the EGM. Where a Shareholder appoints two proxies, the appointments shall be invalid unless he/she/it specifies the number of Shares or proportion of his/her/its shareholding to be represented by each proxy. A Shareholder who is a Relevant Intermediary is entitled to appoint more than two proxies to attend and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder appoints two or more proxies, the appointments shall be invalid unless such Shareholder specifies the number of Shares to be represented by each proxy.

6. **Voting by Investors holding Shares through Relevant Intermediaries (including CPF/SRS Investors)**: Investors holding Shares through Relevant Intermediaries (including CPF/SRS Investors) may exercise their votes in the following manner:

(i) vote "live" at the EGM, if they are appointed as proxies by their respective Relevant Intermediaries (including CPF Agent Banks and SRS Operators); or

(ii) specify their voting instructions to/arrange for their votes to be submitted by their respective Relevant Intermediaries (including CPF Agent Banks and SRS Operators).

Investors should not make use of the Proxy Form. Only Investors that have been duly appointed as proxies by their respective Relevant Intermediary may vote "live" at the EGM.

CPF/SRS Investors who wish to exercise their votes should approach their respective CPF Agent Banks/SRS Operators at least 7 working days before the EGM (i.e. by Monday, 18 July 2022 at 5.00 p.m. (Singapore time)).

7. **Voting Results**: An independent scrutineer will be appointed by the Company to direct and supervise the counting and validation of all valid votes cast through "live" voting and through Proxy Forms received as of the above-mentioned deadline. The voting results will be announced during the EGM (and displayed on-screen for the "live" webcast) in respect of the resolutions put to the vote at the EGM. The Company will also issue an announcement on SGXNET on the results of the resolutions put to vote at the EGM.

Documents and Information Relating to the EGM

Documents and information relating to the EGM (including the Notice of EGM, Circular dated 4 July 2022 (the "**Circular**") and the Proxy Form) have been published on SGXNET (www.sgx.com).

Printed copies of the Notice of EGM, the Circular and the Proxy Form will not be sent to Shareholders. In view of the evolving COVID-19 situation, Shareholders are advised to continue to check SGXNET regularly for any updates relating to the EGM.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representatives to attend and vote at the EGM and/or any adjournment thereof, a Shareholder of the Company (i) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of the appointment of proxies for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy 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 Shareholder discloses the personal data of the Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the Shareholder 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 Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Shareholder's breach of warranty.