# CHINA STAR FOOD GROUP LIMITED

(Company Registration No. 200718683N)
(Incorporated in the Republic of Singapore)
(the "**Company**")

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting ("**EGM**") of China Star Food Group Limited will be held on 9 November 2022 at 3.00 p.m. by way of electronic means for the purpose of considering and, if thought fit, passing with or without amendment, the special resolution as set out below:

*All capitalised terms used below which are not defined herein shall have the same meaning ascribed to them in the Company's circular dated 18 October 2022 (the "**Circular**").*

**SPECIAL RESOLUTION**

**THE CHANGE OF NAME OF THE COMPANY FROM "CHINA STAR FOOD GROUP LIMITED" TO "ZIXIN GROUP HOLDINGS LIMITED"**

THAT:

(a) subject to the approval of the Accounting and Corporate Regulatory Authority of Singapore, the name of the Company be changed from "China Star Food Group Limited" to "Zixin Group Holdings Limited", and that the name "China Star Food Group Limited" be substituted with "Zixin Group Holdings Limited" wherever the former appears in the Constitution of the Company; and

(b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things (including amending the name of the Company in its Constitution and the adoption of a new common seal with the new name of the Company) as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this special resolution and implement any of the foregoing as they think fit and in the interests of the Company.

By Order of the Board

Lim Kok Meng
Company Secretary
Singapore, 18 October 2022

**Important Notice from the Company on COVID-19:**

Alternative Arrangements

1. The EGM is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.

2. The Company will not be arranging for a physical meeting, and members of the Company will not be able to attend the EGM in person. Printed copies of the Notice of EGM, this Circular and the Proxy Form will NOT be sent to members. Instead, the Notice of EGM, the Circular and the Proxy Form will be made available to members by electronic means via publication on SGXNET and the Company's corporate website at the URL https://www.zixingroup.com.sg/.

3. The Company is arranging for a live webcast and live audio feed of the EGM proceedings (the "**Live Webcast**" and "**Live Audio Stream**") which will take place on 9 November 2022 at 3.00 p.m. in place of a physical EGM. Members will be able to watch or listen to the EGM proceedings through the Live Webcast or the Live Audio Stream. Alternative arrangements have been put in place to allow members to participate in the EGM by:

   (a) observing the proceedings of the EGM via Live Webcast or Live Audio Stream;

   (b) submitting questions relating to the resolutions to be tabled at the EGM in advance of the EGM;

   (c) submitting text-based questions during the Live Webcast;

   (d) appointing proxy(ies) to attend and vote on their behalf at the EGM; and

   (e) participating in the live voting during the Live Webcast.

Registration for attendance at the EGM

4. Members may watch or listen to the EGM proceedings through the Live Webcast or the Live Audio Stream. To do so, members will need to pre-register at https://csfg.availease.com (the "**Registration Link**") by 3.00 p.m. on 7 November 2022 (the "**Registration Deadline**") to enable the Company to verify their status. Following verification, authenticated members will receive an email by 3.00 p.m. on 8 November 2022 and will be able to access the Live Webcast or the Live Audio Stream on the day of the meeting via the Registration Link using their login credentials created during the pre-registration process. Members must not share their login credentials to other persons who are not members of the Company and who are not entitled to attend the EGM. This is also to avoid any technical disruptions or overload to the Live Webcast or the Live Audio Stream. Members who have registered by the Registration Deadline but did not receive an email response by 3.00 p.m. on 8 November 2022 may contact the Company by email to info@zixinshuye.com.

Asking questions prior to and during the EGM

5. All members may, prior to the EGM, submit questions relating to the business of the EGM no later than 11.59 p.m. on 25 October 2022 via either of the following:

   (a) the Registration Link; or

(b) by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632.

6. For verification purposes, members who wish to submit their questions by email are required to indicate their full name (for individuals) / company name (for corporate), NRIC/passport number/Company registration number, email address, contact number, shareholding type and number of shares held together with their submission of questions, to the email(s) provided.

7. The Company will endeavour to address questions on SGXNET and the Company's corporate website which are substantial and relevant on or before 3.00 p.m. on 4 November 2022 (being not less than 72 hours prior to the closing date and time for the lodgement of the Proxy Forms). The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the EGM in respect of substantial and relevant matters.

8. Members who registered and are verified to attend the EGM will be able to ask questions relating to the business of the EGM during the EGM by submitting text-based questions via the Live Webcast under the "Q&A" window/tab and then clicking "Ask a Question" to input queries in the questions text box. For the avoidance of doubt, members will not be able to do so via the Live Audio Stream. Where there are substantially similar questions, the Company will consolidate such questions. Consequently, not all questions may be individually addressed. The Company will endeavour to respond to such queries during the EGM as far as reasonably practicable.

9. Shareholders who wish to appoint a proxy(ies) (other than the chairman of the EGM (the "**Chairman**")) to ask questions "live" at the EGM on their behalf must, in addition to completing and submitting an instrument appointing a proxy(ies), ensure that their proxy(ies) pre-register separately via the Registration Link that will be sent to the appointed proxy(ies) by the Company upon verification of the Proxy Form(s).

10. Shareholders (including CPF/SRS Investors) or, where applicable, their appointed proxy(ies) must access the EGM proceedings via the Live Webcast in order to ask questions "live" at the EGM, and will not be able to do so via the Live Audio Stream.

11. The Company will, within one (1) month after the date of the EGM, publish the minutes of the EGM on SGXNET and the Company's corporate website, and the minutes will include the responses to any clarifications or follow-up questions raised prior to or at the EGM in respect of substantial and relevant matters as referred to above.

Voting at the EGM

12. A member of the Company will not be able to attend the EGM in person. If a member of the Company (whether individual or corporate) wishes to exercise his/her/its voting rights, the member may do so by:

(a) casting the vote remotely in real time via electronic means when attending the EGM by way of the Live Webcast ("**Live-Voting**");

(b) appointing a proxy or proxies to vote on the member's behalf at the EGM by Live-Voting when attending the EGM by way of the Live Webcast; or

(c) by appointing the Chairman as proxy to vote on his/her/its behalf at the EGM.

13. A member entitled to attend and vote at the EGM (who is not a relevant intermediary as defined in Section 181 of the Companies Act) is entitled to appoint one (1) or two (2) proxies to attend and vote in his/her/its stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she/it specifies the proportion of his/her/its shareholding (expressed as a percentage of the whole) to be represented by each proxy.

14. A member who is a relevant intermediary entitled to attend and vote at the EGM is entitled to appoint more than one (1) proxy to attend and vote instead of the member, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than one (1) proxy, it should annex to the Proxy Form the list of proxies, setting out, in respect of each proxy, the name, address, email address, NRIC/passport number and proportion of shareholding (number of Shares and percentage) in relation to which each proxy has been appointed. For the avoidance of doubt, a CPF Agent Bank or SRS Operator who intends to appoint CPF/SRS Investors as its proxies shall comply with this note to the Notice of EGM. The appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed in the Proxy Form.

15. Investors who hold shares through relevant intermediaries as defined in Section 181 of the Companies Act, including CPF/SRS Investors may:

    (a) vote live via electronic means at the EGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have questions regarding their appointment as proxies; or

    (b) appoint the Chairman as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators no later than 5.00 p.m. on 28 October 2022 (being seven (7) working days before the EGM) in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman to vote on their behalf by the cut-off date.

    Such investors (including CPF/SRS Investors) who wish to participate in the EGM should contact the relevant intermediary through which they hold such Shares as soon as possible in order for the necessary arrangements to be made for their participation in the EGM.

16. In appointing the Chairman as proxy, a member of the Company (whether individual or corporate) must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.

17. The instrument appointing a proxy or proxies, duly completed and signed, must be submitted:

    (a) if by email, in PDF form to info@zixinshuye.com; or

    (b) if by post, to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632,

    in either case, by no later than 3.00 p.m. on 7 November 2022, being not less than 48 hours before the time appointed for holding the EGM, and in default the instrument of proxy shall not be treated as valid.

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 before scanning and sending it by email to the email address provided above. Members are strongly encouraged to submit completed proxy forms electronically via email. The accompanying proxy form for the EGM may be accessed on the SGXNET at the URL https://www.sgx.com/securities/company-announcements and at the Company's website via this URL: https://www.zixingroup.com.sg/.

18. A proxy need not be a member of the Company. The Chairman, as proxy, need not be a member of the Company. A corporation which is a member of the Company may authorise by resolutions of its directors or other governing body, such person as it thinks fit to act as its representative at the meeting.

19. The instrument appointing a proxy must be signed by the appointor or his/her attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it shall be executed either under its common seal or under the hand of any officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy, failing which the instrument may be treated as invalid.

20. In the case of members of the Company whose Shares are entered against their names in the Depository Register, the Company shall be entitled to reject any proxy form lodged if such members are not shown to have Shares entered against their names in the Depository Register as at 72 hours before the time appointed for holding the EGM as certified by The Central Depository (Pte) Limited to the Company.

**Important Reminders:**

Due to the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Members are advised to regularly check the Company's website or announcements released on SGXNET for updates on the EGM.

**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, or by attending the EGM, a member of the Company:

1. consents to the collection, use and disclosure of the member'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**");

2. warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member 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

3. agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty. In addition, by attending the EGM and/or adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for any of the Purposes.