CIRCULAR DATED 14 MARCH 2018

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.

If you are in any doubt as to the contents of this Circular or the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately.

If you have sold or transferred all your shares in the capital of China Star Food Group Limited (the "**Company**"), you should immediately forward this Circular, the notice of Extraordinary General Meeting and the attached proxy form to the purchaser or transferee or to the bank, stockbroker or agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.

This Circular has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**") for compliance with the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this Circular.

This Circular has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this Circular, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this Circular.

The contact person for the Sponsor is Mr Lance Tan, Director, Continuing Sponsorship (Mailing address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and e-mail: sponsorship@ppcf.com.sg).

CHINA STAR FOOD GROUP LIMITED

中国之星

CHINA STAR FOOD GROUP LIMITED

(Incorporated in Republic of Singapore)
(Company Registration Number: 200718683N)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED CHANGE OF AUDITORS FROM RSM CHIO LIM LLP TO RT LLP.

IMPORTANT DATES AND TIMES

Last date and time for lodgement of Proxy Form	:	27 March 2018 at 10am
Date and time of Extraordinary General Meeting	:	29 March 2018 at 10am
Place of Extraordinary General Meeting	:	4 Robinson Road #04-01, The House of Eden Singapore 048543

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In this Circular, the following definitions apply throughout unless the context otherwise requires or otherwise stated:

"ACRA"	:	Accounting and Corporate Regulatory Authority of Singapore
"AGM"	:	An annual general meeting of the Company
"Audit Committee"	:	The audit committee of the Company comprising, as at LPD, Mr Leow Yong Kin and Ms He Jing
"Audit Partner"	:	Mr Su Chun Keat, the audit engagement partner of RT LLP assigned to lead the audit of the Group
"Board" or "Directors"	:	The board of directors of the Company, as at LPD
"Catalist"	:	The Catalist board of the SGX-ST, being the sponsor-supervised listing platform of the SGX-ST
"Catalist Rules"	:	The SGX-ST Listing Manual Section B: Rules of Catalist, as may be amended, supplemented or modified from time to time
"CDP"	:	The Central Depository (Pte) Limited
"Circular"	:	This circular to Shareholders dated 14 March 2018
"Companies Act"	:	The Companies Act, Chapter 50, of Singapore, as may be amended, supplemented or modified from time to time
"Company"	:	China Star Food Group Limited
"Constitution"	:	The Constitution of the Company, as may be amended, supplemented or modified from time to time
"CPF"	:	The Central Provident Fund
"EGM"	:	The extraordinary general meeting of the Company to be held at 4 Robinson Road, #04-01 The House of Eden, Singapore 048543 on 29 March 2018 at 10am, notice of which is set out on pages 12 to 13 of this Circular
"FY2015"	:	Financial year ended 31 March 2015
"FY2017"	:	Financial year ended 31 March 2017
"FY2018"	:	Financial year ending 31 March 2018
"Group"	:	The Company and its subsidiaries collectively, as at LPD
"LPD"	:	9 March 2018, being the latest practicable date prior to the printing of this Circular
"Notice of EGM"	:	The notice of EGM which is set out on pages 12 to 13 of this Circular
"Notice of Resignation"	:	The notice of resignation issued by RSM Chio Lim LLP dated 19 February 2018 which is set out in Appendix A of this Circular

"Proposed Change of Auditors"	:	The proposed change of auditors of the Company from RSM Chio Lim LLP to RT LLP
"Register of Members"	:	Register of members of the Company
"SGX-ST"	:	Singapore Exchange Securities Trading Limited
"Shares"	:	Ordinary shares in the issued share capital of the Company
"Shareholders"	:	Persons (other than CDP) who are for the time being registered as holders of the Shares in the Register of Members of the Company and Depositors who have Shares entered against their names in the Depository Register
"Sponsor"	:	PrimePartners Corporate Finance Pte. Ltd.
"Substantial Shareholder"	:	A person (including a corporation) who holds, directly or indirectly, an interest or interests in voting Shares in the Company representing not less than 5.0% of all the voting Shares (excluding treasury shares and subsidiary holdings)
"Written Reasons for Resignation"	:	The written statement of RSM Chio Lim LLP's reasons for resignation dated 9 March 2018 which is set out in Appendix A of this Circular
"%" or "per cent."	:	Per centum or percentage

The terms "**Depositor**", "**Depository Agent**" and "**Depository Register**" shall have the meanings ascribed to them, respectively, in Section 81F Securities Futures Act, Chapter 289 of Singapore.

The terms "**treasury shares**" and subsidiary holdings shall have the meaning ascribed to them in Section 4 and Section 21 of the Companies Act respectively. The term "**subsidiary**" shall have the meaning ascribed to it in Section 5 of the Companies Act.

Words importing the singular shall, where applicable, include the plural where the context admits and *vice versa*. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders where the context admits and *vice versa*. References to persons shall, where applicable, include corporations.

Any reference to a time of day and date in this Circular shall be a reference to Singapore time and dates, unless otherwise stated.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word defined under the Companies Act, the Securities and Futures Act, the Catalist Rules or any statutory modification thereof and used in this Circular shall, where applicable, have the same meaning ascribed to it thereunder, as the case may be, unless otherwise provided.

The headings in this Circular are inserted for convenience only and shall be ignored in construing this Circular.

CHINA STAR FOOD GROUP LIMITED
中国之星

CHINA STAR FOOD GROUP LIMITED

(Incorporated in Republic of Singapore)
(Company Registration Number: 200718683N)

Directors:

Mr Liang Chengwang (Executive Chairman and Chief Executive Officer)
Mr Luo Jiachang (Executive Director)
Mr Leow Yong Kin (Lead Independent Director)
Ms He Jing (Independent Director)

Registered Office:

24 Raffles Place
#19-05 Clifford Centre
Singapore 048621

14 March 2018

To: The Shareholders of China Star Food Group Limited

Dear Sir/Madam

PROPOSED CHANGE OF AUDITORS FROM RSM CHIO LIM LLP TO RT LLP

1. INTRODUCTION

The Board is convening an EGM of the Company to be held on 29 March 2018 to seek Shareholders' approval for the proposed change of auditors of the Company from RSM Chio Lim LLP to RT LLP.

The purpose of this Circular is to provide Shareholders with relevant information relating to the above proposal to be tabled at the EGM, and to seek Shareholders' approval in respect of the same at the EGM to be held on 29 March 2018 at 4 Robinson Road, #04-01, The House of Eden, Singapore 048543 at 10am, the notice of which is set out on pages 12 to 13 of this Circular.

The Sponsor and the SGX-ST assume no responsibility for the contents of this Circular, including the accuracy, completeness of correctness of any of the information, statements or opinions made or reports contained in this Circular.

2. THE PROPOSED CHANGE OF AUDITORS

Shareholders' approval is being sought at the EGM for the Proposed Change of Auditors by way of an ordinary resolution.

2.1. Background and Rationale

At the last AGM held on 28 July 2017 in respect of FY2017, RSM Chio Lim LLP were re-appointed as auditors of the Company to hold office until the close of the next AGM. RSM Chio Lim LLP have been the auditors of the Group since FY2016 and was also appointed as the reporting auditors in relation to the reverse takeover of the Company which was approved by Shareholders on 20 July 2015. For the purposes of the aforementioned reverse takeover, RSM Chio Lim LLP has also conducted an audit on the Group's financial statements for the financial years ended 31 March 2012, 31 March 2013, 31 March 2014 and the nine months ended 31 December 2014.

As mentioned in the Company's annual report to Shareholders, the Group has been implementing several new business plans in FY2017 such as the new collaboration with Walmart China and introduction of new product lines. The Group is also undergoing a revamp of its existing distribution networks as it ventures into e-commerce distribution. The Group has also outlined plans to expand into new markets regionally, which involves exploring opportunities to work with distributors and licensed subcontractors within the Asia Pacific region.

Pursuant to the aforementioned developments, the Group is conducting a review of its existing business and corporate structure, including but not limited to its existing corporate governance to enable the Group to address the potential business and financial challenges moving forward. As part of ongoing good corporate governance and as RSM Chio Lim LLP has audited the Group's financial statements since the financial year ended 31 March 2012, the Directors are of the view that a change of auditors would enable the Board to benefit from fresh perspectives which is in line with the Group's new ventures. A renewal of this nature is also indicative of the Company's efforts to ensure that there would be no actual or perceived issues of independence of auditors for good corporate governance. In addition, the Proposed Change of Auditors is also part of the Company's efforts to reduce costs and expenses in a challenging business climate.

The Company has sought audit proposals from several reputable audit firms which would be acceptable to the requirements of the SGX-ST, for deliberation and recommendation by the Audit Committee. The Audit Committee further notes that RT LLP has proposed a lower audit fee than the other audit firms considered by the Board, which will assist the Group in streamlining its corporate expenditure budget for FY2018 and beyond.

The Audit Committee having considered, *inter alia*, the credentials, scope of services and fee proposals is of the view that RT LLP is a cost effective and appropriate candidate as the new auditors of the Company. The Board, taking into account the requirements under Rules 712 and 715 of the Catalist Rules, concurred with the Audit Committee, that RT LLP will be able to meet the audit requirements of the Company, and proposes to appoint RT LLP as the new auditors of the Company in place of RSM Chio Lim LLP for the financial year ending 31 March 2018.

ACRA, by way of its letter dated 14 February 2018 has given approval to the resignation of RSM Chio Lim LLP as auditors of the Company and its Singapore-incorporated subsidiary Zixin International Pte. Ltd. and RSM Chio Lim LLP has, in their letter dated 19 February 2018, given notice to the Directors of their resignation as auditors of the Company and has issued its written reasons for resignation on 9 March 2018. RSM Chio Lim LLP has given professional clearance to RT LLP to act as auditors of the Company on 19 February 2018.

The Directors wish to express their appreciation for the past services rendered by RSM Chio Lim LLP.

On 6 February 2018, RT LLP gave its written consent (pursuant to Section 10 of the Companies Act) to act as auditors of the Company, subject to approval from ACRA, approval from Shareholders being obtained at the EGM for the Proposed Change of Auditors and professional clearance from RSM Chio Lim LLP. The appointment of RT LLP would therefore take effect upon the approval of the Shareholders at the EGM, and if appointed, RT LLP will hold office until the next AGM.

2.2. Compliance with Rule 712 of the Catalist Rules

The Audit Committee has reviewed and deliberated, and after taking into consideration the suitability of RT LLP and compliance with the Catalist Rules, has recommended the Proposed Change of Auditors.

The Board has taken into account the Audit Committee's recommendation and considered the following factors amongst others, in considering the appointment of RT LLP as auditors of the Company:

a) the fee structure, the adequacy of the resources and experience of RT LLP;

b) the audit engagement partner assigned to the audit;

c) RT LLP's other audit engagements;

d) the size and complexity of the Group's operations;

e) the number and experience of supervisory and professional staff assigned to the audit of the Group; and

are thus of the opinion that RT LLP will be able to meet the audit requirements of the Company. RT LLP has confirmed that it is an audit entity registered with ACRA.

In accordance with the requirements of Rule 712(3) of the Catalist Rules:

a) RSM Chio Lim LLP has confirmed in its professional clearance letter dated 19 February 2018 to RT LLP, that they are not aware of any professional reasons why RT LLP, being the new auditors, should not accept appointment as the auditors of the Company;

b) the Company confirms that there were no disagreements with RSM Chio Lim LLP on accounting treatments within the last 12 months from the date of this Circular;

c) the Company confirms that the Company is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in this Circular;

d) the Company confirms that the specific reasons for the Proposed Change of Auditors are disclosed in paragraph 2.1 of this Circular above. The Proposed Change of Auditors is neither due to the dismissal of RSM Chio Lim LLP nor RSM Chio Lim LLP declining to stand for re-appointment; and

e) the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the proposed appointment of RT LLP as its new auditors.

2.3. Compliance with Rule 715 of the Catalist Rules

Subject to Shareholders' approval of the Proposed Change of Auditors, the Board confirms that RT LLP will be the auditors of the Company and of its Singapore-incorporated subsidiary, Zixin International Pte. Ltd.. The component auditor for the Company's subsidiaries incorporated in China will be Pan-China Certified Public Accountants, which is RT LLP's partner audit firm in China of similar professional credentials and standing, and has similar experience in performing audit of listed companies.

2.4. Information on RT LLP

RT LLP is a constituent member of the RT group of companies which provides a full spectrum of comprehensive audit and advisory services, and services in outsourced accounting, payroll, taxation, and business advisory services. RT LLP has extensive experience in performing audits for companies listed on the SGX-ST and other stock exchanges, and has performed engagements in approximately 14 countries. RT LLP has been inspected by ACRA in 2015 as part of the Practice Monitoring Programme and no significant findings were found by ACRA.

2.5. Information on the Audit Partner

The audit partner-in-charge, Mr Su Chun Keat, has more than 19 years of relevant experience in audit and assurance and has performed audit related services for more than 30 companies listed on the SGX-ST. Mr Su also has extensive experience in auditing companies in various industries with operations in China and has a strong relationship with reputable audit firms in China, which the Company is able to leverage on for auditing of its Chinese subsidiaries. The Company further understands that Mr Su has also passed the initial practice review pursuant to the Practice Monitoring Programme implemented by ACRA. He is a practising member of the Institute of Singapore Chartered Accountants and a public accountant registered with ACRA.

2.6. Audit Committee's Recommendation

The Audit Committee has reviewed and deliberated on the Proposed Change of Auditors and recommend the same for approval by the Board, after taking into consideration, the suitability and independence of RT LLP and compliance with the requirements of the Catalist Rules.

3. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

Save for their respective shareholdings in the Company, none of the Directors or Substantial Shareholders have any direct or indirect interest in the Proposed Change of Auditors.

4. DIRECTORS' RECOMMENDATION

The Board, after having considered amongst other things, the background and rationale of the Proposed Change of Auditors and the Audit Committee's recommendation, is of the opinion that the Proposed Change of Auditors is in the best interests of the Company. Accordingly, the Directors recommend that the Shareholders vote in favour of the ordinary resolution relating to the Proposed Change of Auditors at the EGM.

5. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on pages 12 to 13 of this Circular, will be held at 4 Robinson Road, #04-01 The House of Eden, Singapore 048543, on 29 March 2018, at 10am (or any adjournment thereof) for the purpose of considering and, if thought fit, passing with or without modifications, the resolution set out therein.

6. ACTION TO BE TAKEN BY SHAREHOLDERS

Shareholders who are unable to attend the EGM and who wish to appoint a proxy to attend and vote at the EGM on their behalf shall complete and sign the attached proxy form in accordance with the instructions printed thereon and return it to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 not less than 48 hours before the time fixed for the holding of the EGM. The completion and return of the proxy form by a Shareholder will not preclude him from attending the EGM and voting in person in place of his proxy should he subsequently wish to do so.

A Depositor shall not be regarded as a Shareholder of the Company entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register maintained by the CDP at least 72 hours before the EGM.

7. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Change of Auditors, the Group, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading.

Where information in the Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the Circular in its proper form and context.

8. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the registered office of the Company at 24 Raffles Place, #19-05 Clifford Centre, Singapore 048621 during normal business hours from the date of this Circular up to and including the time and date of the EGM:

a) the annual report of the Company for FY2017;

b) the Constitution of the Company;

c) letter of approval from ACRA to RSM Chio Lim LLP dated 14 February 2018;

d) RSM Chio Lim LLP's letter of resignation as auditors dated 19 February 2018;

e) RSM Chio Lim LLP's written reasons for resignation dated 9 March 2018;

f) RSM Chio Lim LLP's letter of professional clearance to RT LLP dated 19 February 2018; and

g) RT LLP's letter of consent to act as auditors of the Company dated 6 February 2018.

Yours faithfully
For and on behalf of the Board of Directors of
CHINA STAR FOOD GROUP LIMITED

Mr Liang Chengwang
Executive Chairman and Chief Executive Officer

APPENDIX A

RSM Chio Lim LLP
8 Wilkie Road, #03-08
Wilkie Edge, Singapore 228095
T +65 6533 7600
F +65 6594 7811
Audit@RSMSingapore.sg
www.RSMSingapore.sg

Our Ref: RSMCL/Resign/9730

19 February 2018

The Board of Directors
China Star Food Group Limited
50 Raffles Place #32-01
Singapore Land Tower
Singapore 048623

Attention : Mr Liang Cheng Wang

Dear Sirs

RESIGNATION AS AUDITORS

We are writing to give you formal notice of our intention to resign as auditors of China Star Food Group Limited. Accordingly, we withdraw our consent to act as auditors of the Company.

We confirm that, in our opinion, there are no circumstances connected with our ceasing to hold office that we consider ought to be brought to the attention of the company's members or the authorities (such as ACRA).

Please take immediate steps to appoint another firm of auditors to fill the vacancy.

Thank you.

Yours faithfully

UEN: TOSLL0008J

RSM Chio Lim LLP is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

Business Advisors to Growing Businesses

APPENDIX A

RSM Chio Lim LLP
8 Wilkie Road, #03-08
Wilkie Edge, Singapore 228095
T +65 6533 7600
F +65 6594 7811
Audit@RSMSingapore.sg
www.RSMSingapore.sg

Our ref: RSMCL/CWK/9730

9 March 2018

The Board of Directors
China Star Food Group Limited
20 Collyer Quay
#09-04
Singapore 049319

Dear Sirs:

Reason for resignation as statutory auditor

We refer to our letter dated 19 February 2018 whereby we gave formal notice to withdraw our consent to act as auditor of China Star Food Group Limited (the "Company") and its Singapore subsidiary, Zixin International Pte Ltd.

The withdrawal our consent to act is as a result of the Company's decision to appoint another firm to be the auditor of the Company for the financial year ending 31 March 2018.

Yours faithfully,

UEN: T09LL0008J

RSM Chio Lim LLP is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

Business Advisors to Growing Businesses

CHINA STAR FOOD GROUP LIMITED
中国之星

CHINA STAR FOOD GROUP LIMITED

(Incorporated in Republic of Singapore)
(Company Registration Number: 200718683N)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of the Company will be held on 29 March 2018 at 10am at 4 Robinson Road, #04-01 The House of Eden, Singapore 048543, for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution:

ORDINARY RESOLUTION – THE PROPOSED CHANGE OF AUDITORS

IT IS RESOLVED that:

(a) the resignation of RSM Chio Lim LLP as auditors of the Company be and is hereby noted and that RT LLP be and is hereby appointed auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company, at such remuneration and on such terms to be agreed between the Directors and RT LLP; and

(b) the Directors or any of them be and is hereby authorised to do exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interest of the Company to give effect to this resolution as they or he may think fit.

By Order of the Board

Mr Liang Chengwang
Executive Chairman and Chief Executive Officer

14 March 2018

Explanatory Notes:

For the purposes of Rule 712(3) of the Singapore Exchange Trading Limited Listing Manual Section B: Rules of Catalist:

a) RSM Chio Lim LLP has confirmed that they is not aware of any professional reasons why RT LLP, being the new auditors, should not accept appointment as the auditors of the Company;

b) the Company confirms that there were no disagreements with RSM Chio Lim LLP on accounting treatments within the last 12 months from the date of this Circular;

c) the Company confirms that the Company is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in this Circular;

d) the Company confirms that the specific reasons for the Proposed Change of Auditors are disclosed in paragraph 2.1 of this Circular. The Proposed Change of Auditors is neither due to the dismissal of RSM Chio Lim LLP nor RSM Chio Lim LLP declining to stand for re-appointment; and

e) the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the proposed appointment of RT LLP as its new auditors.

Notes:

1. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak 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 member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

   "**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.

2. A proxy need not be a member of the Company.

3. If the appointer is a corporation, the instrument appointing a proxy or proxies must be under seal or the hand of its duly authorised officer or attorney.

4. The instrument appointing a proxy or proxies must be deposited at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 not less than 48 hours before the time appointed for the EGM or any adjournment thereof.

5. A Depositor's name must appear on the Depository Register maintained by CDP as at 72 hours before the time fixed for holding the Extraordinary General Meeting in order to be entitled to attend and vote at the Extraordinary General Meeting.

6. The instrument appointing a proxy or proxies must be signed by the appointor or his attorney duly authorised in writing. Where the instruction appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.

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 (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) 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 or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) 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 or service providers), 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) 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.

PROXY FORM

CHINA STAR FOOD GROUP LIMITED

(Incorporated in Republic of Singapore)
(Company Registration Number: 200718683N)

IMPORTANT

1. For investors who have used their Central Provident Fund ("**CPF**") monies to buy shares in the capital of China Star Food Group Limited, this Circular is forwarded to them at the request of their CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF investors who wish to attend the Meeting as an observer must submit their requests through their CPF Approved Nominees within the time frame specified. If they also wish to vote, they must submit their voting instructions to the CPF Approved Nominees within the time frame specified to enable them to vote on their behalf.

I/We _____ (name)

of _____ (address)

being a member/members of China Star Food Group Limited (the "**Company**"), hereby appoint:

Name	**Address**	**NRIC/ Passport Number**	**Proportion of Shareholding**	
			No. of Shares	**%**
and/or (delete as appropriate)				

and/or such other persons as furnished by us in accordance with Note 4 of this proxy form or failing him/her, the Chairperson of the Extraordinary General Meeting (the "**EGM**"), as my/our* proxy/proxies* to attend and vote for me/us on my/our behalf, at the EGM of the Company to be held at 4 Robinson Road, #04-01 The House of Eden, Singapore 048543 on 29 March 2018 at 10am and at any adjournment thereof. I/We* direct my/our* proxy/proxies* to vote for or against the resolution to be proposed at the EGM as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies* will vote or abstain from voting at his/her* discretion, as he/she* will on any other matter arising at the EGM.

(* If you wish to exercise all your votes "For" or "Against", please indicate your vote "For" or "Against" with "X" within the box provided. Alternatively, please indicate the number of votes as appropriate.)

No.	**Ordinary Resolution**	**For***	**Against***
1.	To approve the Proposed Change of Auditors from RSM Chio Lim LLP to RT LLP		

Dated this _____ day of _____ 2018

Total number of Shares held:	
(a) Depository Register	
(b) Register of Shareholders	

_____
Signature(s) of Member(s)
or Common Seal of Corporate Member

* **IMPORTANT: PLEASE READ NOTES OVERLEAF**

PROXY FORM

Notes:

1. Please insert the total number of shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289) you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert the number of Shares. If you have Shares registered in your name in the Depository and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.

2. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak 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 member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

   "**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.

3. Where a member appoints more than one proxy, he shall specify the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy. If no such proportion or number is specified the first named proxy may be treated as representing 100% of the shareholding and any second named proxy as an alternate to the first named.

4. A member who is a relevant intermediary entitled to attend the meeting and vote is entitled to appoint more than two proxies 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 two proxies, the appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed.

5. A proxy need not be a member of the Company.

6. The instrument appointing a proxy or proxies must be deposited at the office of the Company's Share Registrar at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time set for the EGM.

7. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.

8. Where an instrument appointing a proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

9. A corporation which is a member may authorised by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the meeting, in accordance with Section 179 of the Companies Act, Cap. 50.

10. The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time set for the EGM, as certified by The Central Depository (Pte) Limited to the Company.

11. The submission of an instrument or form appointing a proxy by a Shareholder of the Company does not preclude him from attending and voting in person at the EGM if he is able to do so.

12. A Depositor's name must appear in the Depository Register maintained by the Central Depository (Pte) Limited not less than 72 hours before the time appointed for the holding of the EGM in order for him to be entitled to vote at the EGM.

13. Personal data privacy: By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 14 March 2018.