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凤祥食品

SHANDONG FENGXIANG CO., LTD.

山東鳳祥股份有限公司

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

(Stock Code: 9977)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 28 FEBRUARY 2023**

Shandong Fengxiang Co., Ltd. (the “**Company**”) is pleased to announce that the extraordinary general meeting of the Company (the “**EGM**”) was held at 3rd Floor, GMK Building, Xiangguang ECO-Industrial Park, Yanggu County, Liaocheng City, Shandong Province, the People’s Republic of China (the “**PRC**”) on Tuesday, 28 February 2023.

Reference is made to the circular of the Company dated 13 February 2023 (the “**Circular**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Circular.

As at the date of the EGM, the total number of issued Shares of the Company was 1,400,000,000, comprising 1,045,000,000 Domestic Shares and 355,000,000 H Shares, which was the total number of shares entitling the Shareholders to attend and vote for or against the resolution proposed at the EGM.

Shareholders and authorised proxies who attended the EGM held an aggregate of 1,270,519,505 Shares with voting rights, representing approximately 90.75% of the entire issued Shares of the Company as at the date of EGM. There was no restriction on any Shareholders casting votes on the resolution proposed at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolution proposed at the EGM pursuant to Rule 13.40 of the Listing Rules. No party has stated his/her/its intention in the Circular that he/she/it would vote against the proposed resolution or that he/she/it would abstain from voting on the resolution at the EGM.

The holding of the EGM is in compliance with the requirements of the Company Law of the People’s Republic of China and the Articles of Association. Mr. Shi Lei, the executive Director, the secretary to the Board and the joint company secretary, presided over the EGM. All Directors attended the EGM in person or by electronic means. Two Shareholder representatives and a Supervisor representative of the Company, lawyer from Fangda Partners and a representative from Computershare Hong Kong Investor Services Limited (the H share registrar of the Company) jointly acted as the vote counters and scrutineers for the vote-taking and vote-calculating at the EGM.

The poll results of the resolution proposed at the EGM are as follows:

| Special Resolution | | Number of votes (%) | | |
|--------------------|--|-------------------------|-----------|-----------|
| | | For | Against | Abstain |
| 1 | <p>(a) the proposed amendments to the articles of association of the Company (details of which are set out under the paragraph headed “Proposed Amendments to the Articles of Association” in “Letter from the Board” of the Circular) (the “Articles Amendments”), be and are hereby approved and confirmed; and</p> <p>(b) any one or more Directors, the secretary of the Board and its authorised persons be and are hereby authorised to handle all necessary applications, submissions, registrations and filings and other related matters (including revisions to wordings as requested by the relevant regulatory authorities in the PRC) in connection with the Articles Amendments and any of the foregoing.</p> | 1,270,519,505 (100%) | 0 (0%) | 0 (0%) |

As more than two thirds of the votes were cast in favour of resolution (1), the above special resolution (1) was duly passed at the EGM.

Save as the above resolution, the Company has not received any proposal put forward by any Shareholders holding more than 3% of the total issued Shares of the Company.

UPDATE ON THE PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated 10 February 2023 in relation to the Articles Amendments. The Articles Amendments have been approved by the Shareholders at the EGM by way of a special resolution. Details of the Articles Amendments are contained in “Letter from the Board” of the Circular. The Company will apply for a new business licence which will state the revised business scope of the Company.

For the full text of the amended Articles of Association of the Company, please refer to the website of the Stock Exchange (<http://www.hkexnews.hk>) and the Company’s website (<http://www.fengxiang.com>). Shareholders should be aware that the Articles of Association are written in Chinese. The English version is an unofficial translation of its Chinese version and is for reference only. In case of any discrepancies, the Chinese version shall prevail.

By Order of the Board
Shandong Fengxiang Co., Ltd.
Shi Lei

Executive Director and Company Secretary

Shandong, the PRC, 28 February 2023

As at the date of this announcement, the Board comprises Mr. Xiao Dongsheng and Mr. Shi Lei as executive Directors; Mr. Qiu Zhongwei, Mr. Lu Wei, Mr. Zhu Lingjie and Ms. Zhou Ruijia as non-executive Directors; and Ms. Wang Anyi, Ms. Zhao Yinglin and Mr. Chung Wai Man as independent non-executive Directors.