



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)

SUPPLEMENTAL PROXY FORM

For the Annual General Meeting to be held on 5 June 2024 and any adjournment thereof

I/We (Note 1) _____ of (Note 2) _____ being the registered holder(s) of (Note 3) _____ domestic shares/H shares of RMB1.00 each in the share capital of Shandong Fengxiang Co., Ltd. (the "Company") hereby appoint the chairman of the meeting (Note 4) or of (Note 2) _____ to act as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company (the "AGM") to be held at 2nd Floor, Fengxiang Gufen Building, Anle Town, Yanggu County, Liaocheng City, Shandong Province, the People's Republic of China (the "PRC") on Wednesday, 5 June 2024 at 9:30 a.m. and any adjournment thereof and to exercise all rights conferred on proxies under laws, regulations and the articles of association of the Company. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the supplemental circular of the Company dated 22 May 2024 (the "Supplemental Circular").

I/We wish my/our proxy to vote as indicated below in respect of the resolution to be proposed at the AGM, and if no such indication is given, as my/our proxy thinks fit.

Table with 4 columns: SPECIAL RESOLUTIONS, FOR (Note 5), AGAINST (Note 5), ABSTAIN (Note 5). Row 11 details proposed amendments to the 2021 SAS.

SPECIAL RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)	ABSTAIN ^(Note 5)
12.	<p>To consider and approve the proposed amendments to the 2023 SAS:</p> <p>“THAT:</p> <p>(a) to consider and approve the proposed amendments to the 2023 SAS (details of which are set out in Appendix II — Summary of the Principal Terms of the 2023 SAS in the Supplemental Circular).</p> <p>(b) to consider and approve the proposed authorisation to the Board to grant Awards under the 2023 SAS and to allot, issue and deal with H Shares pursuant to the grant of any Awards in accordance with the terms and conditions of the 2023 SAS;</p> <p>(c) any one or more Directors, the secretary of the Board and their authorised persons be and are hereby authorised to execute all such documents and do all such other acts and things as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to effect the 2023 SAS and any of the foregoing; and</p> <p>(d) subject to laws, regulations and requirements of the relevant regulatory authorities which require the approval of Shareholders at the general meeting, to authorise the Board to administer the 2023 SAS and to formulate or amend from time to time the provisions for the administration and implementation of the 2023 SAS in a manner consistent with the terms of the 2023 SAS.”</p>			
13.	<p>To consider and approve the Scheme Mandate Limit for the Relevant Schemes, the number of Shares subject to the Scheme Mandate Limit being 158,261,800 Shares (representing 10% of the issued Shares as at the Amendment Date), and any one or more Directors, the secretary of the Board and their authorised persons be and are hereby authorised to execute all such documents and do all such other acts and things as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to effect the Scheme Mandate Limit and any of the foregoing.</p>			

Date^(Note 6): _____ 2024

Signed^(Note 6): _____

Notes:

1. Please insert full name(s) in **BLOCK CAPITALS**.
2. Please insert full address(es) in **BLOCK CAPITALS**.
3. Please insert the number of shares registered in your name(s) to which this proxy form relates and delete the non-applicable category of shares (domestic shares or H shares). If no number is inserted, this proxy form will be deemed to relate to all shares of the Company registered in your name(s).
4. If a proxy other than the chairman of the meeting is preferred, please strike out the words “the chairman of the meeting or” and insert the full name(s) and address(es) of the proxy (proxies) desired in the space provided. A member may appoint one or more proxies to attend and vote at the meeting in his stead. A proxy needs not be a shareholder of the Company but must attend the AGM in person to represent you. If no name is inserted, the chairman of the meeting will act as your proxy. **Any changes made to this proxy form must be initialed by the person who signs it.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) THE APPROPRIATE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING, PLEASE TICK (“✓”) THE APPROPRIATE BOX MARKED “ABSTAIN”.** The shares abstained will be counted in the calculation of the required majority. If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any resolution properly put to the AGM other than those referred to in the notice of the AGM.
6. This supplemental proxy form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it should execute this supplemental proxy form under its common seal or by the signature(s) of its legal representative(s) or its directors or (a) person(s) authorised to sign on its behalf. In case of joint holders, only the person whose name stands first on the register of members may attend and vote at the AGM, either in person or by proxy.
7. To be valid, this supplemental proxy form, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be completed and delivered to the Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for holders of H shares) or the address of the registered office of the Company at Liumiao Village, Anle Town, Yanggu County, Liaocheng City, Shandong Province, the PRC (for holders of domestic shares) not less than 24 hours before the time appointed for holding the AGM (i.e. not later than 9:30 a.m. on 4 June 2024) or the adjourned meeting (as the case may be).
8. Please refer to the Supplemental Circular of the Company in respect of the AGM dated 22 May 2024 for details of the above resolutions to be proposed at the AGM for consideration and approval.
9. Completion and return of this supplemental proxy form do not affect your right to attend and vote at the AGM in person.
10. References to time and dates in this supplemental proxy form are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the AGM of the Company (the “**Purposes**”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company at Liumiao Village, Anle Town, Yanggu County, Liaocheng City, Shandong Province, PRC or by email to fovofoods@fengxiang.com.