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If you are in doubt as to any aspect about this circular, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitors, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in **DACHAN FOOD (ASIA) LIMITED**, you should at once hand this circular and proxy form enclosed in this document to the purchaser or transferee or to the bank or stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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DACHAN FOOD (ASIA) LIMITED

大成食品(亞洲)有限公司

(the “Company”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3999)

(1) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES

(2) RE-ELECTION OF DIRECTORS

AND

(3) NOTICE OF ANNUAL GENERAL MEETING

A notice convening the hybrid annual general meeting of DaChan Food (Asia) Limited to be held on 29 June 2021, Tuesday, at 2:30 p.m. (Hong Kong time) with the combination of (a) physical meeting at Imperial Room IV Mezzanine Floor – Towers WingRoyal Pacific Hotel 33 Canton Road, China Hong Kong City, Tsim Sha Tsui, Hong Kong; and (b) a virtual meeting online is set out on pages 21 to 25 of this circular.

Whether or not you are able to attend the annual general meeting, please complete the accompanying form of proxy in accordance with the instructions printed on the form and return it to the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding the annual general meeting or any adjournment of such meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the annual general meeting or any adjournment of such meeting should you so wish.

23 April 2021

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“AGM”	the hybrid annual general meeting of the Company to be held on 29 June 2021, Tuesday, at 2:30 p.m. (Hong Kong time) with a combination of (a) a physical meeting at Imperial Room IV Mezzanine Floor – Towers WingRoyal Pacific Hotel 33 Canton Road, China Hong Kong City, Tsim Sha Tsui, Hong Kong and (b) a virtual meeting online for the purpose of considering and, if thought fit, approving the resolutions proposed in the AGM Notice
“AGM Notice”	the notice dated 23 April 2021 for convening the AGM and included in this circular
“Articles”	the articles of association of the Company as amended from time to time
“Audit Committee”	the audit committee of the Company
“Board”	the board of Directors
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Company”	DaChan Food (Asia) Limited (大成食品(亞洲)有限公司), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 3999)
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company (including executive Directors, non-executive Directors and independent non-executive Directors)
“Executive Committee”	the executive committee of the Company
“General Mandate”	a general mandate to the Directors to allot and issue such number of Shares not exceeding 20% of the aggregate number of the issued Shares as at the date of approval of the mandate
“General Extension Mandate”	a general mandate to the Directors to add to the General Mandate any Shares representing the number of Shares repurchased under the Repurchase Mandate

DEFINITIONS

“Great Wall Enterprise”	Great Wall Enterprise Co., Ltd., a joint stock company established under the laws of the Republic of China, the shares of which are listed on the Taiwan Stock Exchange Corporation, and the ultimate controlling shareholder of the Company
“Group”	the Company and its subsidiaries from time to time
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	15 April 2021, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange as amended from time to time
“Nomination Committee”	the nomination committee of the Company
“PRC”	the People’s Republic of China excluding Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan for the purposes of this circular
“Repurchase Mandate”	a general mandate to the Directors to repurchase such number of Shares not exceeding 10% of the aggregate number of the issued Shares as at the date of approval of the mandate
“Remuneration Committee”	the remuneration committee of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
“Share(s)”	ordinary share(s) of HK\$0.1 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

DEFINITIONS

“subsidiary”	any entity which falls within the meaning of the term “subsidiary” as defined in the Listing Rules and the term “subsidiaries” shall be construed accordingly
“Takeovers Code”	The Code on Takeovers and Mergers published by the Securities and Futures Commission of Hong Kong
“US\$”	US dollars, the lawful currency of the United States of America
“%”	per cent

LETTER FROM THE BOARD



DACHAN FOOD (ASIA) LIMITED

大成食品(亞洲)有限公司

(the “Company”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3999)

Executive Directors:

Mr. Wei, Chun-hsien (*Chairman*)

Mr. Han Chia-Yin

Non-Executive Directors:

Mr. Han Chia-Yau

Mr. Harn Jia-Chen

Mr. Han Jia-Hwan

Mr. Chao Tien-Shin

Mr. Wei Anning

Independent Non-executive Directors:

Mr. Way Yung-Do

Mr. Chen Chih

Mr. Ting Yu-Shan

Mr. Hsia, Li-Yan

Registered office:

Windward 3,

Regatta Office Park

PO Box 1350

Grand Cayman KY1-1108

Cayman Islands

*Principal Place of Business
in Hong Kong:*

Suite 1806, Tower 1

The Gateway

25 Canton Road

Tsimshatsui, Kowloon

Hong Kong

23 April 2021

To the Shareholders,

Dear Sir or Madam,

(1) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES
(2) RE-ELECTION OF DIRECTORS
AND
(3) NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information regarding the following proposals to be put forward at the AGM for the Shareholders' consideration and, if thought fit, approval of:

- (a) the granting to the Directors of the General Mandate;

LETTER FROM THE BOARD

- (b) the granting to the Directors of the Repurchase Mandate;
- (c) the granting to the Directors of the General Extension Mandate; and
- (d) the re-election of Directors.

2. VARIOUS MANDATES

On 30 June 2020, resolutions for the General Mandate, the Repurchase Mandate and the General Extension Mandate were passed by the Shareholders and all the aforesaid mandates will lapse at the conclusion of the forthcoming AGM.

(a) General Mandate

An ordinary resolution will be proposed at the AGM to approve the granting of the General Mandate. The new General Mandate, if granted, will allow the Directors to issue and allot further Shares prevailing up to 20% of the aggregate number of the issued Shares as at the date of passing the relevant resolution.

As at the Latest Practicable Date, the total number of issued Shares was 1,016,189,000 Shares, all of which had been fully paid or credited as fully paid. Subject to the passing of the resolution granting the General Mandate and on the basis that no further Shares will be allotted and issued or repurchased from the Latest Practicable Date and up to the date of the AGM, exercise in full of the General Mandate could result in new issue of up to 203,237,800 Shares. There is no present intention for any issuance of Shares pursuant to the General Mandate.

(b) Repurchase Mandate

An ordinary resolution will be proposed at the AGM to approve the granting of the Repurchase Mandate. The new Repurchase Mandate, if granted, will allow the Directors to exercise all the powers of the Company to repurchase its own Shares not exceeding 10% of the aggregate number of issued Shares as at the date of passing the relevant resolution.

Subject to the passing of the proposed resolution granting the Repurchase Mandate and on the basis that there were 1,016,189,000 fully paid-up Shares as at the Latest Practicable Date and no Shares will be issued or repurchased by the Company from the Latest Practicable Date to the date of the AGM, the Company will be allowed under the Repurchase Mandate to repurchase a maximum of 101,618,900 Shares. There is no present intention for any repurchase of Shares pursuant to the Repurchase Mandate.

An explanatory statement required under Rule 10.06(1)(b) of the Listing Rules to be sent to the Shareholders in relation to the Repurchase Mandate is set out in Appendix I to this circular. The explanatory statement contains all the information reasonably necessary for the Shareholders to make an informed decision on whether to approve the relevant resolution at the AGM.

LETTER FROM THE BOARD

(c) General Extension Mandate

It is recommended that the General Extension Mandate be granted to the Directors permitting them, after the grant of the Repurchase Mandate referred to above, to add to the General Mandate such number of Shares repurchased pursuant to the Repurchase Mandate.

The authority conferred on the Directors by the General Mandate, the Repurchase Mandate and the General Extension Mandate would continue to be in force until the earliest of (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required by law or the Articles to be held; and (iii) its revocation or variation by ordinary resolution of the Shareholders in a general meeting.

3. RE-ELECTION OF DIRECTORS

In accordance with Article 108 of the Articles, at each annual general meeting of the Company, not less than one-third of the Directors for the time being, or, if their number is not 3 or a multiple of 3, then the number nearest to but not less than one-third, shall retire from office by rotation and, under code provision A.4.2 of the corporate governance code of the Company, every Director, including those appointed for a specific term, shall be subject to retirement by rotation at least once every 3 years. All retiring Directors shall be eligible for re-election.

Accordingly, the following Directors shall retire from office by rotation at the conclusion of the AGM:

Name	Position
(a) Mr. Han Chia-Yin	Executive Director
(b) Mr. Han Jia-Hwan	Non-executive Director
(c) Mr. Way Yung-Do	Independent Non-executive Director
(d) Mr. Chen Chih	Independent Non-executive Director

In accordance with Article 112 of the Articles, any Director appointed by the Board as an additional Director shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election at the meeting but shall not be taken into account in determining the Directors who are to retire by rotation at the annual general meeting.

LETTER FROM THE BOARD

Accordingly, the following Directors shall hold office only until the AGM and shall be eligible for re-election at the AGM pursuant to Article 112 of the Articles:

Name	Position
(a) Mr. Wei, Chun-hsien	Executive Director
(b) Mr. Hsia, Li-Yan	Independent Non-executive Director

All of the aforesaid Directors, being eligible, will offer themselves for re-election at the AGM.

If re-elected at the AGM, Mr. Han Chia-Yin, Mr. Han Jia-Hwan, Mr. Way Yung-Do, Mr. Chen Chih, Mr. Wei, Chun-hsien, and Mr. Hsia, Li-Yan will all hold office until the conclusion of the annual general meeting of the Company of 2024, subject to (a) the terms under their respective service contract(s) or letter(s) of appointment (as the case may be); and (b) rotation, removal, vacation or termination of their offices as Directors or the disqualification to act as Directors as set out in the Articles, the applicable laws and/or the Listing Rules. The particulars of Directors standing for re-election required to be disclosed under the Listing Rules are set out in Appendix II to this circular.

Recommendations for re-election with respect to the Independent Non-executive Directors subject to retirement by rotation at the AGM

Mr. Way Yung-Do has served on the Board for more than 9 years but he has never held any executive or management position in the Group nor has he throughout such period been under the employment of any member of the Group. Mr. Way Yung-Do has given the annual confirmations of his independence to the Company pursuant to Rule 3.13 of the Listing Rules. In addition, upon the Nomination Committee's assessment of the contributions made by Mr. Way Yung-Do to the Board, given his extensive experience, skills and knowledge, he would still be able to bring fresh perspectives in terms of financial advisory, accounting and auditing to the Board despite his tenure. He is also subject to re-election at regular intervals. Further, the Board is not aware of any circumstances that may influence Mr. Way Yung-Do in exercising his independent judgment. Hence, the Board considers that the long services of Mr. Way Yung-Do would not affect his exercising of independent judgment and that Mr. Way Yung-Do would continue to be independent and in compliance the independence guidelines as set out in the Listing Rules. Apart from acting as an independent non-executive Director, Mr. Way Yung-Do is holding directorships in six companies whose shares are listed on the Taiwan Stock Exchange. Although Mr. Way Yung-Do serves as directors of seven listed companies, he serves as an independent non-executive director in most of the listed companies. Such duties will not prevent him from devoting his time to the Company's affairs. Among the relevant committees where Mr. Way Yung-Do serves as a member, he also serves as the chairman of the Audit Committee. The Company communicates closely with Mr. Way Yung-Do regularly, and will also give a sufficient notice period to Mr. Way Yung-Do before each board and committee meeting to allow him sufficient time to review the relevant documents and ensure that he can perform his duties as an independent non-executive Director despite his multiple directorships. After balancing various factors, the Board is of the view that Mr. Way Yung-Do is competent, professional and good at time management and has extensive knowledge and skills to effectively handle seven or more

LETTER FROM THE BOARD

listed company directorships. For the year ended 31 December 2020, Mr. Way Yung-Do has attended and actively participated in all the Board meetings, Audit Committee meetings, Nomination Committee meetings and Remuneration Committee meetings. Mr. Way Yung-Do has also attended all the general meetings of the Company held in the year 2020. The Board considers Mr. Way Yung-Do has devoted and would be able to devote sufficient time to the Board.

Mr. Chen Chih, who has been serving as an independent non-executive Director for more than 9 years but he has never held any executive or management position in the Group nor has he throughout such period been under the employment of any member of the Group. Mr. Chen Chih has given the annual confirmations of his independence with reference to the factors set out in Rule 3.13 of the Listing Rules. Moreover, upon the Nomination Committee's assessment of the contributions made by Mr. Chen Chih to the Board, given his extensive experience, skills and knowledge in management, he would still be able to bring fresh perspectives in the relevant field to the Board despite his tenure. He is also subject to re-election at regular intervals. Further, the Board is not aware of any circumstances that may influence Mr. Chen Chih in exercising his independent judgment. Hence, the Board considers that the long services of Mr. Chen Chih would not affect his exercising of independent judgment and that Mr. Chen Chih would continue to be independent and in compliance with the independence guidelines as set out in the Listing Rules.

Mr. Hsia, Li-Yan has given the confirmation of his independence to the Company pursuant to Rule 3.13 of the Listing Rules. Further, the Board is not aware of any circumstances that may influence Mr. Hsia, Li-Yan in exercising his independent judgment. The Board considers Mr. Hsia, Li-Yan to be independent in accordance with the independence guidelines as set out in the Listing Rules.

The Board considers that each of Mr. Way Yung-Do, Mr. Chen Chih and Mr. Hsia, Li-Yan would bring to the Board their own perspectives, skills and experience as further described in their biographies in Appendix II to this circular. In addition, based on the board diversity policy adopted by the Board, the Board considers that the strong and diversified education background, experience and practice of each of Mr. Way Yung-Do, Mr. Chen Chih and Mr. Hsia, Li-Yan set out and illustrated in Appendix II to this circular also allow them to contribute to the diversity of the Board.

In view of the aforesaid reasons, the Board believes that Mr. Way Yung-Do, Mr. Chen Chih and Mr. Hsia, Li-Yan should be re-elected at the AGM.

4. ANNUAL GENERAL MEETING

The AGM Notice is set out on pages 21 to 25 of this circular and a form of proxy for use at the AGM is enclosed with this circular.

LETTER FROM THE BOARD

Whether or not you are able to attend the AGM, please complete the accompanying form of proxy in accordance with the instructions printed on the form and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible and in any event not later than 48 hours before the time appointed for holding the AGM or any adjournment of such meeting. Completion and return of the form of proxy shall not preclude you from attending and voting at the AGM or any adjournment of such meeting should you so desire.

5. HYBRID AGM

This year, the Company will conduct a hybrid AGM using Tricor e-Meeting System, which allows Shareholders to participate the AGM online in a convenient and efficient way from anywhere with an internet connection. Shareholders will be able to view the live video broadcast and participate in voting and submit questions in written form to the AGM via their mobile phones, tablet, or computers. The live broadcast option can also broaden the reach of the AGM to Shareholders who do not wish to attend physically due to concerns on attending large scale events under the current COVID-19 situation, or for other overseas Shareholders who are unable to attend in person.

6. COVID-19 CIRCUMSTANCES

Although Shareholders are welcome to attend the AGM physically in person if they so wish, the Company strongly recommends Shareholders to attend the AGM via the online option in view of the current development of COVID-19. The Company will also be undertaking the following precautionary measures to safeguard the health and well-being of Shareholders (or their proxies) who are attending the AGM in person, including temperature screening, requiring all participants to wear surgical face mask, plus safe distancing measures for queue management and seating at the meeting venue. To reduce close contact between attendees at the physical AGM, no food or beverages will be served at the venue and no souvenirs would be distributed. The Company may also deny any person who refuses to co-operate with the above precautionary measure or is detected to have a fever (i.e. over 37.3 C) or exhibiting flu-like symptoms from entering the meeting venue. If the venue of the AGM is closed in response to the COVID-19 outbreak, the AGM will continue to be held via the online platform.

For online voting at the AGM, Shareholders can refer to our enclosed letter and the Online Meeting User Guide (by visiting the hyperlink or scanning the QR code as printed therein) for details.

If you have any queries on the above, please contact the Company's Branch Share Registrar in Hong Kong, Tricor Investor Services Limited, via their hotline at (852) 2975 0928 from 9:00 a.m. to 5:00 p.m. (Monday to Friday, excluding Hong Kong public holidays).

LETTER FROM THE BOARD

7. HOW TO ATTEND AND VOTE?

Shareholders who wish to attend the AGM and exercise their voting rights can be achieved in one of the following ways:

- (1) attend the AGM in person and vote via smartphones or designated mobile devices at the AGM venue; or
- (2) attend the AGM via Tricor e-Meeting System which enables live streaming and interactive platform for Q&A and submit their voting online; or
- (3) appoint Chairman of the AGM or other persons as your proxy to vote on your behalf.

Your proxy's authority and instruction will be revoked if you attend and vote in person at the AGM or via the Tricor e-Meeting system.

Non-registered holders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may be able to attend the AGM, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.

For corporate Shareholders who wish to attend the AGM and to vote online, please contact Company's Branch Share Registrar at (852) 2975 0928 on or before 23 June 2021 for arrangement.

8. CLOSURE OF REGISTER OF MEMBERS

The Hong Kong branch register of members of the Company will be closed from 23 June 2021, Wednesday, to 29 June 2021, Tuesday (both dates inclusive), for the purposes of determining the entitlements of the Shareholders to attend and vote at the AGM. No transfer of the Shares may be registered during the said period. In order to qualify to attend and vote at the AGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, by no later than 4:30 p.m. (Hong Kong time) on 22 June 2021, Tuesday.

9. VOTING BY POLL

In accordance with Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, the voting on all resolutions at the AGM will be conducted by way of poll.

LETTER FROM THE BOARD

10. RECOMMENDATION

The Board believes that the resolutions proposed in the AGM Notice are in the best interests of the Company and the Shareholders as a whole. The Board recommends that the Shareholders vote in favour of all resolutions to be proposed at the AGM.

11. RESPONSIBILITY OF THE DIRECTORS

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully,
By order of the Board
DaChan Food (Asia) Limited
Wei, Chun-hsien
Chairman

*The English transliteration of the Chinese name(s) in this circular (if any), where indicated with *, is included for information purpose only, and should not be regarded as the official English name(s) of such Chinese names.*

APPENDIX I EXPLANATORY STATEMENT ON REPURCHASE OF SHARES

This explanatory statement contains all the information required pursuant to Rule 10.06(1)(b) and other relevant provisions of the Listing Rules to enable the Shareholders to make an informed decision on whether to vote for or against the ordinary resolutions to be proposed at the AGM in relation to the new Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the total number of issued Shares was 1,016,189,000, all of which had been fully paid or credited as fully paid.

Subject to the passing of the resolution granting the new Repurchase Mandate and on the basis that no further Shares will be allotted and issued or repurchased from the Latest Practicable Date to the date of the AGM, the Directors would be allowed under the Repurchase Mandate to repurchase up to 101,618,900 Shares, representing 10% of the number of the issued Shares as at the Latest Practicable Date, during the period from the date of resolution granting the Repurchase Mandate until the earliest of (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required by law or the Articles to be held; and (iii) its revocation or variation by ordinary resolution of the Shareholders in a general meeting.

2. REASONS FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and its Shareholders as a whole to have a general authority from Shareholders to enable the Directors to repurchase Shares in the market. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net value of the Company and its assets and/or earnings per Share and will only be made if the Directors believe that such repurchases will benefit the Company and its Shareholders as a whole.

3. FUNDING OF REPURCHASES

In repurchasing Shares, the Company may apply funds legally available for such purpose from distributable profit or funds from a new issue in accordance with its Memorandum of Association and Articles and the laws of the Cayman Islands.

That is to say, any repurchase of Shares may be purchased out of capital paid up on the repurchased Shares or the profits of the Company which would otherwise be available for dividend and, in the case of any premium payable on such repurchase, out of profits of the Company which would otherwise be available for dividend or from the Company's share premium account or its contributed surplus account.

On the basis of the combined net tangible assets of the Group as at 31 December 2020, and taking into account the current working capital position of the Group, the Directors consider that there would be no material adverse effect on the working capital and gearing position of the Group in the event that the Repurchase Mandate was to be exercised in full at any time during the proposed repurchase period. The Directors do not propose to exercise

APPENDIX I EXPLANATORY STATEMENT ON REPURCHASE OF SHARES

the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing position which in the opinion of the Directors are from time to time appropriate for the Company.

4. EFFECT UNDER THE TAKEOVERS CODE AND ON MINIMUM PUBLIC HOLDING

If, as the result of a Share repurchase, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of Rule 32 of the Takeovers Code. In certain circumstances, a Shareholder or a group of Shareholders acting in concert (depending on the level of increase of the Shareholders' interest) could as a result of the increase of its or their interest, obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

Assuming that no further Shares will be allotted and issued or repurchased from the Latest Practicable Date to the date of the AGM, on exercise in full of the Repurchase Mandate, the number of issued Shares will decrease from 1,016,189,000 to 914,570,100.

As at the Latest Practicable Date, Great Wall Enterprise, through its wholly-owned subsidiary Great Wall International (Holdings) Ltd., which in turn through Waverley Star Limited and Asia Nutrition Technologies Corporation, its wholly-owned subsidiaries, held a total of 528,824,852 Shares representing approximately 52.04% of the entire issued share capital of the Company.

If, which is not presently contemplated, the Directors exercise in full the power to repurchase Shares under the Repurchase Mandate, the shareholding of Great Wall Enterprise would be increased from 52.04% to 57.82% approximately as a result of a decrease in the number of issued Shares. Such increase will not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. The Directors are not aware of any consequences which may arise under the Takeovers Code as a result of any repurchases made under the Repurchase Mandate. As at the Latest Practicable Date, so far as is known to the Directors, no Shareholder may become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code in the event that the Directors exercise the power in full to repurchase Shares pursuant to the Repurchase Mandate.

The Company has no intention to exercise the Repurchase Mandate to the effect that it will result in the public float falling below 25% or such other minimum percentage prescribed by the Listing Rules from time to time.

APPENDIX I EXPLANATORY STATEMENT ON REPURCHASE OF SHARES

5. SHARE PRICE

The highest and lowest prices at which the Shares have been traded on the Stock Exchange during the previous twelve months and up to the Latest Practicable Date were as follows:

	Share Price	
	Highest (HK\$)	Lowest (HK\$)
2020		
April	0.67	0.47
May	0.75	0.55
June	0.85	0.69
July	0.84	0.71
August	0.96	0.77
September	0.85	0.74
October	0.80	0.72
November	0.88	0.71
December	0.89	0.80
2021		
January	0.89	0.78
February	0.95	0.80
March	0.96	0.85
April (up to the Latest Practicable Date)	0.92	0.86

6. REPURCHASE OF SHARES

The Company had not purchased any Shares in the six months preceding the Latest Practicable Date, whether on the Stock Exchange or otherwise.

7. GENERAL

None of the Directors, and to the best of their knowledge having made all reasonable enquiries, nor any close associate of any Director, has any present intention in the event that the Repurchase Mandate is approved by the Shareholders to sell any Shares to the Company.

No core connected person of the Company has notified the Company that he has a present intention to sell Shares to the Company, or has undertaken not to do so, if the Repurchase Mandate is approved by Shareholders.

The Directors have undertaken to the Stock Exchange to exercise the power of the Company to make purchases pursuant to the Repurchase Mandate in accordance with the Listing Rules and the applicable laws.

APPENDIX II DETAILS OF DIRECTORS STANDING FOR RE-ELECTION

Set out below are details of the Directors who are proposed to be re-elected at the AGM.

1. Mr. Han Chia-Yin (韓家寅)

Mr. Han Chia-Yin (韓家寅), aged 60, has been appointed as an executive Director and a member of the Executive Committee since 27 October 2011.

Mr. Han Chia-Yin was the chief executive officer of the Company from 1 March 2012 to 1 April 2016. Mr. Han Chia-Yin also serves as a director of Great Wall Enterprise. He was the general manager of the Great Wall Group Food Service Division and held a number of positions in several associations of the food industry in Taiwan. He is also a director of Impreza Investments Limited, Great Wall Dalian Investment Co., Ltd., Dongbei Agri Corporation, Great Wall Kuang-Ming Investment (BVI) Co., Ltd., Miyasun Great Wall (BVI) Co., Ltd., Great Wall Northeast Asia Corporation, Great Wall Nutrition Technologies SDN. BHD, Asia Nutrition Technologies (VN) Investment Co., Ltd., Taixu & DaChan Foods Co., Limited (臺畜大成食品有限公司) and Great Wall Food (Dalian) Co., Limited (大成食品(大連)有限公司).

Mr. Han Chia-Yin graduated from Feng Chia University in Taiwan with a bachelor's degree in Information Engineering & Computer Science and obtained a master's degree in Computer Science from the University of New Haven in USA. He is a younger brother of Mr. Han Chia-Yau, Mr. Harn Jia-Chen and Mr. Han Jia-Hwan and an uncle of Mr. Jonathan Fang-Tsu Han, the Special Assistant to the President of the Company.

As at the Latest Practicable Date, Mr. Han Chia-Yin holds 582,000 Shares and was deemed to be interested in 200,000 Shares held by his spouse by virtue of section 344 of the SFO.

Mr. Han Chia-Yin has entered into a service contract with the Company, and under the service contract, he is entitled to receive an annual remuneration of RMB1,027,000.

2. Mr. Han Jia-Hwan (韓家寰)

Mr. Han Jia-Hwan (韓家寰), aged 65, has been re-designated as a non-executive Director with effect from 1 January 2019. He is also a member of the Nomination Committee since 2007.

From 2007 to 2018, Mr. Han Jia-Hwan had been the chairman of the Board and an executive Director, a member of the Remuneration Committee and Nomination Committee and the chairman of the Executive Committee. Mr. Han Jia-Hwan is also the chairman of Taixu & DaChan Foods Co., Limited (臺畜大成食品有限公司) and a director of Taixu & DaChan Foods Holdings Co., Limited (臺畜大成食品控股有限公司), Asia Nutrition Technologies (VN) Investment Co., Ltd., and Great Wall Agritech (Liaoning) Company Limited (BVI). Mr. Han Jia-Hwan has over 30 years of experience in feeds and food production business in the Asia Pacific region. In recognition of his contributions to the agricultural industry, Mr. Han Jia-Hwan was elected as one of the Ten Outstanding Young Persons (十大傑出青年) in Taiwan in 1994.

Mr. Han Jia-Hwan received his bachelor's degree in business administration from National Cheng-chi University (國立政治大學) and a master's degree in business administration from the University of Chicago in 1977 and 1983 respectively. He is a younger brother of Mr. Han Chia-Yau, Mr. Harn Jia-Chen and an older brother of Mr. Han Chia-Yin and the father of Mr. Jonathan Fang-Tsu Han, the Special Assistant to the President of the Company.

As at the Latest Practicable Date, Mr. Han Jia-Hwan holds 344,000 Shares.

Mr. Han Jia-Hwan has signed a letter of appointment with the Company, and under the letter of appointment, he is entitled to receive an annual remuneration of HK\$150,000.

3. Mr. Way Yung-Do(魏永篤)

Mr. Way Yung-Do (魏永篤), aged 75, joined the Company in 2008, is an independent non-executive Director, the chairman of the Audit Committee and a member of the Nomination Committee and the Remuneration Committee. Mr. Way Yung-Do has over 35 years of experience in financial advisory, accounting and auditing and served as managing partner and chief executive officer of an international accounting firm in Taiwan before retiring in 2007. He was a director of Primax Electronics Ltd, a company whose shares are listed on the Taiwan Stock Exchange, between 2015 and 2018. He was also a director of Chilisin Electronics Corporation, a company whose shares are listed on the Taiwan Stock Exchange, between 2018 and 2020. Since 2012, Mr. Way Yung-Do served as the chairman of YCSY Co., LTD. (永勤興業股份有限公司). He is also a director of the following companies whose shares are listed on the Taiwan Exchange:

- Far Eastern Department Stores Co., Ltd.
- Synnex Technology International Corporation
- MiTAC Holdings Corporation
- Vanguard International Semiconductor Corporation
- Iron Force Industrial Co., Ltd.
- Cathay Financial Holding Co., Ltd.

Mr. Way Yung-Do graduated from Soochow University (Taiwan) with a bachelor's degree in accounting and obtained a master's degree in business administration from the University of Georgia. Mr. Way Yung-Do has the public accountant qualifications in Taiwan and Georgia, U.S.A. He is also a certified internal auditor of the Institute of Internal Auditors.

As at the Latest Practicable Date, Mr. Way Yung-Do holds 355,000 Shares.

APPENDIX II DETAILS OF DIRECTORS STANDING FOR RE-ELECTION

Mr. Way Yung-Do has entered into a letter of appointment with the Company and under the letter of appointment, he is entitled to receive a director's fee of HK\$200,000.

The re-election of Mr. Way Yung-Do as an independent non-executive Director will enhance the professional background of the Board in the areas of financial advisory, accounting and auditing.

4. Mr. Chen Chih (陳治)

Mr. Chen Chih (陳治), aged 67, has been an independent non-executive Director, the chairman of the Nomination Committee and a member of the Audit Committee and the Remuneration Committee since 2007. Mr. Chen Chih served as the president of GE Healthcare China since 1996 and was promoted to vice president of General Electric Company since November 2001. He retired from General Electric Company in 2009. Mr. Chen Chih has also been the chairman of SKR Healthcare Group Limited (世康融醫療集團有限公司) since 2010.

Mr. Chen Chih received his Ph.D. degree in mechanical engineering from Lehigh University in 1984.

As at the Latest Practicable Date, Mr. Chen Chih holds 300,000 Shares.

Mr. Chen Chih has entered into a letter of appointment with the Company and under the letter of appointment, he is entitled to receive a director's fee of HK\$200,000.

In view of Mr. Chen Chih's broad exposure in the management of various organizations, the re-election of Mr. Chen Chih as an independent non-executive Director will enhance the professional background of the Board in the supervision of the Company.

5. Mr. Wei, Chun-hsien (韋俊賢)

Mr. Wei, Chun-hsien (韋俊賢), also known as James Chun-Hsien Wei, aged 63, has been appointed as an executive Director, chairman of the Board, a member and the chairman of the Executive Committee with effect from 1 March 2021.

Mr. Wei, Chun-hsien is an independent director of Taiwan Ta Ya Electric Wire & Cable Company Limited, and a senior consultant of the Tingyi Holding. He served as the chief executive officer of the Tingyi Holding from 2015 to 2020 and the chief executive officer of food business of Tingyi Food from 2013 to 2014. Prior to joining the Tingyi Holding, he was a senior advisor of CVC Capital Asia Pacific. From 2009 to 2011, he was the executive director and the president of the Asian region of Beiersdorf Aktiengesellschaft Group. From 2003 to 2009, he served as the senior vice president of Asia Pacific region of Avon Products Inc., where he was responsible for the operations in 10 markets, including Japan, Taiwan, Australia, Philippines and India. Before that, Mr. Wei, Chun-hsien spent 19 years at Procter & Gamble where he was promoted to become the vice president and general manager of Greater China region, overseeing the company's health and beauty care business in that region.

APPENDIX II DETAILS OF DIRECTORS STANDING FOR RE-ELECTION

Mr. Wei, Chun-hsien holds a bachelor's degree in Electrical Engineering from National Taiwan University and a master's degree in Business Administration from the University of Chicago Booth School of Business in the United States.

As at the Latest Practicable Date, Mr. Wei, Chun-hsien is interested in 22,000 Shares.

Mr. Wei, Chun-hsien has entered into a service contract with the Company, and under the service contract, he is entitled to receive an annual remuneration of US\$400,000.

6. Mr. Hsia, Li-Yan (夏立言)

Mr. Hsia, Li-Yan, also known as Andrew L. Y. Hsia, aged 70, has been appointed as an independent non-executive Director, and served as a member of the Remuneration Committee, the Audit Committee and the Nomination Committee with effect from 1 March 2021.

Mr. Hsia, Li-Yan is the president of Foreign Relations Association and the vice president and the spokesperson of Phu My Hung Holdings Group.

Mr. Hsia, Li-Yan holds a bachelor's degree of law from Fu Jen Catholic University, a master's degree of diplomacy from National Chengchi University and a master's degree of law from the University of Oxford in the United Kingdom.

The nomination of Mr. Hsia, Li-Yan was made in accordance with the nomination policy of the Company. Prior to his appointment, the Nomination Committee identified Mr. Hsia, Li-Yan as a candidate for the role of independent non-executive Director through recommendations by Board members in accordance with the board diversity policy of the Company and having considered the selection criteria as set out in the nomination policy of the Company and the background, skills and experience of Mr. Hsia, Li-Yan.

As at the Latest Practicable Date, Mr. Hsia, Li-Yan is not interested in any shares in the Company or any associated corporation of the Company (as defined under Part XV of the SFO) and does not have any relationship with any other directors, senior management or any substantial or controlling shareholders of the Company.

Mr. Hsia, Li-Yan has entered into a letter of appointment with the Company and under the letter of appointment, he is entitled to receive a director's fee of HK\$200,000.

The re-election of Mr. Hsia, Li-Yan as an independent non-executive Director will enhance the professional background of the Board in the area of law.

APPENDIX II DETAILS OF DIRECTORS STANDING FOR RE-ELECTION

DIRECTORS' EMOLUMENTS

The amounts of emoluments received by the above Directors to be re-elected at the AGM for the year ended 31 December 2020 are set out in the table below:

Directors	Fees (RMB'000)	Salaries, allowances, benefits in kind and discretionary	Employee share option	Pension scheme	Total remuneration (RMB'000)
		bonuses (RMB'000)	benefits (RMB'000)	contributions (RMB'000)	
Mr. Wei, Chun-hsien [#]	-	-	-	-	-
Mr. Han Chia-Yin	-	-	-	-	-
Mr. Han Jia-Hwan	133	-	-	-	133
Mr. Way Yung-Do	178	-	-	-	178
Mr. Chen Chih	178	-	-	-	178
Mr. Hsia, Li-Yan ^{##}	-	-	-	-	-

[#] Mr. Wei, Chun-hsien was appointed as an executive Director with effect from 1 March 2021 and hence no remuneration was paid during the year ended 31 December 2020.

^{##} Mr. Hsia, Li-Yan was appointed as an independent non-executive Director with effect from 1 March 2021 and hence no remuneration was paid during the year ended 31 December 2020.

The emoluments to be received in 2021 by the above Directors to be re-elected at the AGM will be determined by the Board based on the adopted remuneration policy reviewed by the Remuneration Committee, with reference to the Directors' qualification and experience, responsibilities undertaken, contribution to the Group, and the prevailing market level of remuneration of similar positions.

OTHER INFORMATION

The terms of office of all of the aforesaid Directors, if re-elected, are subject to (a) the terms under their respective letters of appointment; and (b) rotation, removal, vacation or termination of their offices as Directors or the disqualification to act as Directors as set out in the Articles, the applicable laws and the Listing Rules.

Save as disclosed in this circular:

- (a) in the past three years up to the Latest Practicable Date, the above Directors did not hold any directorship in any listed public company in Hong Kong or overseas or any other positions within the Company or any other members of the Group;
- (b) as at the Latest Practicable Date, the above Directors did not have other major appointments and professional qualifications, any interests in the Shares within the meaning of Part XV of the SFO and any relationship with any other Directors, senior management or any substantial or controlling shareholders of the Company;

APPENDIX II DETAILS OF DIRECTORS STANDING FOR RE-ELECTION

- (c) there is no information which is required to be disclosed in relation to the above Directors pursuant to any of the provisions under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and
- (d) the Board is not aware of any other matters which need to be brought to the attention of the Shareholders.

NOTICE OF ANNUAL GENERAL MEETING

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DACHAN FOOD (ASIA) LIMITED

大成食品(亞洲)有限公司

(the “Company”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3999)

NOTICE IS HEREBY GIVEN that the hybrid annual general meeting of the Company (the “AGM”) will be held on 29 June 2021, Tuesday at 2:30 p.m. (Hong Kong time) with the combination of (a) a physical meeting at Imperial Room IV Mezzanine Floor – Towers WingRoyal Pacific Hotel 33 Canton Road, China Hong Kong City, Tsim Sha Tsui, Hong Kong and (b) a virtual meeting online for the purpose of transacting the following business:

ORDINARY BUSINESS

1. To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “**Director(s)**”) and the independent auditors of the Company (the “**Auditors**”) for the year ended 31 December 2020.
2. To re-appoint Messrs. KPMG as the Auditors to hold office until the conclusion of the next annual general meeting of the Company and authorise the board of the Directors (the “**Board**”) to fix the Auditors’ remuneration.
3. To re-elect:
 - (a) Mr. Han Chia-Yin as an executive Director until the conclusion of the annual general meeting of the Company of 2024;
 - (b) Mr. Han Jia-Hwan as a non-executive Director until the conclusion of the annual general meeting of the Company of 2024;
 - (c) Mr. Way Yung-Do as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2024;

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- (d) Mr. Chen Chih as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2024;
 - (e) Mr. Wei, Chun-hsien as an executive Director until the conclusion of the annual general meeting of the Company of 2024; and
 - (f) Mr. Hsia, Li-Yan as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2024.
4. To authorise the Board to fix the Directors' remuneration.

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions (with or without modification) as ordinary resolutions:

5. **“THAT**
- (a) a general mandate be and is hereby unconditionally given to the Directors to exercise during the Relevant Period (as hereinafter defined) all the powers of the Company to allot, issue and deal with unissued shares in the share capital of the Company (“Shares”) or securities convertible into Shares or options, warrants or similar rights to subscribe for any Shares or such convertible securities and to make or grant offers, agreements or options which would or might require the exercise of such powers either during or after the Relevant Period, in addition to any Shares which may be issued from time to time (a) on a Rights Issue (as hereinafter defined) or (b) upon the exercise of any options under any option scheme or similar arrangement for the time being adopted for the grant or issue of Shares or rights to acquire Shares or (c) upon the exercise of rights of subscription or conversion attaching to any warrants or convertible bonds issued by the Company or any securities which are convertible into Shares the issue of which warrants and other securities has previously been approved by shareholders of the Company or (d) as any scrip dividend or similar arrangements pursuant to the articles of association of the Company, not exceeding twenty per cent of the aggregate number of the issued Shares as at the date of this resolution; and
 - (b) for the purpose of this resolution, “Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:
 - i. the conclusion of the next annual general meeting of the Company;
 - ii. the expiration of the period within which the next annual general meeting of the Company is required by law or the articles of association of the Company to be held; and

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- iii. the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting;

and “Rights Issue” means an offer of Shares open for a period fixed by the Directors to holders of Shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractions entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction, or the requirements of any recognised regulatory body or any stock exchange applicable to the Company).”

- 6. “**THAT** there be granted to the Directors an unconditional general mandate to repurchase Shares, and that the exercise by the Directors of all powers of the Company to purchase Shares subject to and in accordance with all applicable laws, be and is hereby generally and unconditionally approved, subject to the following conditions:
 - (a) such mandate shall not extend beyond the Relevant Period;
 - (b) such mandate shall authorise the Directors to procure the Company to repurchase Shares at such price as the Directors may at their discretion determine;
 - (c) the Shares to be repurchased by the Company pursuant to this resolution during the Relevant Period shall be no more than ten per cent of the aggregate number of the issued Shares at the date of passing this resolution; and
 - (d) for the purpose of this resolution, “Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:
 - i. the conclusion of the next annual general meeting of the Company;
 - ii. the expiration of the period within which the next annual general meeting of the Company is required by law or the articles of association of the Company to be held; and
 - iii. the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.”

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7. “**THAT**, subject to the availability of unissued share capital and conditional upon the resolutions nos. 5 and 6 above being passed, the number of Shares which are repurchased by the Company pursuant to and in accordance with resolution no. 6 above shall be added to the number of Shares that may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to and in accordance with resolution no. 5 above.”

By Order of the Board
DaChan Food (Asia) Limited
Wei, Chun-hsien
Chairman

Hong Kong, 23 April 2021

Notes:

1. A member of the Company who is a holder of two or more Shares, and who is entitled to attend and vote at the AGM is entitled to appoint more than one proxy or a duly authorised corporate representative to attend and vote in his stead. A proxy needs not be a member of the Company. Completion and return of the form of proxy will not preclude a member of the Company from attending and voting in person at the AGM and any adjournment thereof should he so wish. In such event, his form of proxy will be deemed to have been revoked.
2. A form of proxy for the AGM is enclosed with the Company’s circular dated 23 April 2021. In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed on the form together with a valid power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
3. The Hong Kong branch register of members of the Company will be closed from 23 June 2021 (Wednesday) to 29 June 2021 (Tuesday) (both dates inclusive), for the purposes of determining the entitlements of the members of the Company to attend and vote at the AGM. No transfers of Shares may be registered during the said period. In order to qualify for the aforesaid entitlements, all transfers accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, no later than 4:30 p.m. (Hong Kong time) on 22 June 2021, Tuesday.
4. With regard to resolutions no.5 above, the Directors wish to state that they have no immediate plans to issue any new Shares pursuant to the general mandate to be granted under resolution no.5 above.
5. In accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the above resolutions will be voted by way of poll; shareholders of the Company who have material interests (within the meaning of the Listing Rules) in the transactions to be approved by the above resolutions are required to abstain from voting in relevant resolutions.
6. This year, the Company will conduct a hybrid AGM using Tricor e-Meeting System, which allows Shareholders to participate the AGM online in a convenient and efficient way from anywhere with an internet connection. Shareholders will be able to view the live video broadcast and participate in voting and submit questions in written form to the AGM via their mobile phones, tablet, or computers. The live broadcast option can also broaden the reach of the AGM to Shareholders who do not wish to attend physically due to concerns on attending large scale events under the current COVID-19 situation, or for other overseas Shareholders who are unable to attend in person.
7. Although Shareholders are welcome to attend the AGM physically in person if they so wish, the Company strongly recommends Shareholders to attend the AGM via the online option in view of the current development of COVID-19. The Company will also be undertaking the following precautionary measures to

NOTICE OF ANNUAL GENERAL MEETING

safeguard the health and well-being of Shareholders (or their proxies) who are attending the AGM in person, including temperature screening, requiring all participants to wear surgical face mask, plus safe distancing measures for queue management and seating at the meeting venue. To reduce close contact between attendees at the physical AGM, no food or beverages will be served at the venue and no souvenirs would be distributed. The Company may also deny any person who refuses to co-operate with the above precautionary measure or is detected to have a fever (i.e. over 37.3 C) or exhibiting flu-like symptoms from entering the meeting venue. If the venue of the AGM is closed in response to the COVID-19 outbreak, the AGM will continue to be held via the online platform.

For online voting at the AGM, Shareholders can refer to our enclosed letter and the Online Meeting User Guide (by visiting the hyperlink or scanning the QR code as printed therein) for details.

If you have any queries on the above, please contact the Company's Branch Share Registrar in Hong Kong, Tricor Investor Services Limited, via their hotline at (852) 2975 0928 from 9:00 a.m. to 5:00 p.m. (Monday to Friday, excluding Hong Kong public holidays).

8. Shareholders who wish to attend the AGM and exercise their voting rights can be achieved in one of the following ways:
- (1) attend the AGM in person and vote via smartphones or designated mobile devices at the AGM venue; or
 - (2) attend the AGM via Tricor e-Meeting System which enables live streaming and interactive platform for Q&A and submit their voting online; or
 - (3) appoint Chairman of the AGM or other persons as your proxy to vote on your behalf.

Your proxy's authority and instruction will be revoked if you attend and vote in person at the AGM or via the Tricor e-Meeting system.

Non-registered holders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may be able to attend the AGM, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.

For corporate Shareholders who wish to attend the AGM and to vote online, please contact Company's Branch Share Registrar at (852) 2975 0928 on or before 23 June 2021 for arrangement.

9. The AGM would proceed as arranged on Tuesday, 29 June 2021 regardless of whether or not a rainstorm warning signal or a tropical cyclone warning signal is in force in Hong Kong at any time on that day. However, if there is no quorum present in accordance with the Articles, the AGM should be adjourned in the same day in the next week and at such time and place as shall be decided by the Board.

As at the date of this notice, Mr. Wei, Chun-hsien (Chairman) and Mr. Han Chia-Yin are the executive Directors, Mr. Han Jia-Hwan, Mr. Han Chia-Yau, Mr. Harn Jia-Chen, Mr. Chao Tien-Shin and Mr. Wei Anning are the non-executive Directors, and Mr. Way Yung-Do, Mr. Chen Chih, Mr. Ting Yu-Shan and Mr. Hsia, Li-Yan are the independent non-executive Directors.