

Notice of the Annual General Meeting of 2022

Important Notice:

- The date of the Annual General Meeting (hereinafter referred to as the "AGM"): 08 May 2023
- The online voting system adopted for the AGM: The online voting system of the Shanghai Stock Exchange for general meetings

I. Basic Information

1、 Type and session of the AGM

The Annual General Meeting of 2022

2、 Convener: The Board of Directors

3、 Voting method: The voting method adopted at the AGM is the combination of on-site voting and online voting

4、 Date, time and venue of the on-site meeting

Date and time: At 14:30 pm on 08 May 2023

Venue: Meeting Room 101, Headquarters Building, No. 1 Huanzhen West Road, Guanglong Industrial Park, Chencun Town, Shunde District, Foshan City, Guangdong Province, PRC

5、 The system, start and end dates and voting hours for online voting

Online voting system: The online voting system of the Shanghai Stock Exchange for general meetings

Voting period: From 08 May 2023 to 08 May 2023

The online voting system of the Shanghai Stock Exchange for general meetings is adopted. The time for voting through the voting platform of the trading system shall be the trading time on the date of the AGM, i.e., 9:15-9:25, 9:30-11:30, 13:00-15:00; the time of voting through the online voting platform shall be 9:15-15:00 on the date of the AGM.

6、 Voting procedures for accounts related to margin trading, refinancing, agreed repurchase business and investors of Northbound Trading Link

Voting involving accounts related to margin trading, refinancing, agreed repurchase business and investors of Northbound Trading Link shall be conducted in accordance

with the *SSE Regulatory Guidelines for Self-discipline Supervision of Listed Companies No. 1 – Standard Operation*.

7、 Whether involves an open call for shareholder voting rights

The AGM does not involve any matters related to the open call for shareholder voting rights.

II. Matters for Deliberation

Proposals for consideration at the AGM and types of voting shareholders

No.	Proposal	Voting shareholder type
		A-shareholder
Non-cumulative voting proposal		
1	2022 Report on the Work of the Board of Directors	√
2	2022 Report on the Work of the Supervisory Committee	√
3	2022 Report on the Work of Independent Directors	√
4	2022 Annual Financial Report	√
5	2022 Profit Distribution Plan	√
6	2022 Annual Report and Summary	√
7	Proposal for the Renewal of the Appointment of Accounting Firm	√
8	Proposal for Providing Guarantee for Subsidiaries' Bank Credit	√
9	Proposal for the Routine Connected Transactions of the Company and Its Subsidiaries	√
10	Proposal for Purchasing Directors', Supervisors' and Senior Management's Liability Insurance	√
11	Proposal for Amendment to the Articles of Association and its Annexes	√
12	Proposal for Compensation Plan of the Non-independent Directors	√
Cumulative voting proposal		
13.00	Proposal for Appointment of Non-Independent Director Candidates for the eighth Board of Directors of the Company	Three directors shall be appointed
13.01	Proposal for Appointing Mr. Chen Xuwei as a Non-Independent Director Candidate for the eighth Board of Directors of the Company	√
13.02	Proposal for Appointing Mr. Deng Haoxuan as a Non-Independent Director Candidate for the eighth Board of Directors of the Company	√
13.03	Proposal for Appointing Mr. Zuo Manlun as a Non-Independent Director Candidate for the eighth Board of Directors of the Company	√
14.00	Proposal for Appointment of Independent Director Candidate for the eighth Board of Directors of the Company	One independent director shall be appointed
14.01	Proposal for Appointing Mr. Lan Hailin as an Independent Director Candidate for the eighth Board of Directors of the Company	√

1. Time and media for disclosure of the proposals

The above proposals 1, 3-8、10-14 have been reviewed and approved at the 21st meeting of the 8th board of directors held on April 14, 2023. The Proposal 2 have been reviewed and approved at the 18th meeting of the 8th Board of Supervisors held on April 14, 2023. The Proposal 9 have been reviewed and approved at the 20th meeting of the 8th Board of Directors held on March 03, 2023. For details, please refer to the relevant announcements published by the Company in China Securities Journal, Securities Times, Shanghai Securities Journal and the website of the Shanghai Stock Exchange (www.sse.com.cn) on April 15, 2023 and March 4, 2023.

The relevant materials reviewed at the AGM will be published on the website of the Shanghai Stock Exchange (www.sse.com.cn) five trading days before the meeting.

2. Special proposals: the proposal 8 and 11
3. Proposal for which the votes of small and medium investors shall be separately counted: the proposal 5, the proposals 7-10, the proposals 12-14
4. Proposal involving recusal of related shareholders from voting: the proposal 9-10, the proposal 12

Names of related shareholders who should recuse themselves from voting: Liang Tongcan, Bian Cheng, Yang Xuexian, Zeng Fei, Zhou Peng

5. Proposals involving voting by preference shareholders: none

III. Notes on Voting at the AGM

1. The number of voting rights exercisable by a Shareholder holding multiple shareholder accounts is the sum of the number of ordinary shares of the same class and preference shares of the same variety held in all shareholder accounts in his or her name.
2. Shareholders holding multiple shareholder accounts who participate in the online voting at the General Meeting through the Exchange's online voting system may participate through any of their shareholder accounts. After voting, all the ordinary shares of the same class and preference shares of the same class under their respective shareholder accounts are deemed to have been voted on with the same opinion.
3. Where Shareholders holding multiple shareholder accounts vote repeatedly through multiple shareholder accounts, the results of the first vote for the same class of ordinary shares and the same variety of preference shares under all of their shareholder accounts shall prevail over the results of the first vote for each class and variety of shares respectively. If the same voting right is repeatedly voted through on-site, the online voting system of the Shanghai Stock Exchange for general meetings or other means, the result of the first vote shall prevail.

4. If the number of votes cast by a shareholder exceeds the number of votes held, or if the number of votes cast exceeds the number of people to be elected in a margin election, the votes cast by the shareholder on the proposal shall be deemed invalid.
5. If the same voting right is repeatedly voted through on-site, the online voting system of the Shanghai Stock Exchange for general meetings or other means, the result of the first vote shall prevail.
6. Shareholders will vote on all proposals before they can be submitted.
7. Cumulative voting scheme shall be adopted for the election of directors and independent directors. See Appendix II for details.

IV. Meeting Attendees

- 1、 Shareholders of the Company registered with the China Securities Depository and Clearing Corporation Limited Shanghai Branch after the close of business on the share registration date are entitled to attend the general meetings (details are set out in the table below) and may appoint proxies in writing to attend and vote at the general meetings. The Proxy needs not be a shareholder of the Company.
- 2、 The depository of the GDRs (the "Depository"), as the nominal holder of the A shares of the underlying securities represented by the GDRs, may authorize one or more persons as it deems appropriate to attend the meeting and to declare its opinion on the proposals to be considered at the general meeting in accordance with the intention of the actual holders of the GDRs.

Class of Shares	Stock Code	Stock	Share Registration
A share	600499	Keda Industrial Group Co.,Ltd	2023/4/27

- 3、 Directors, supervisors and senior management of the Company.
- 4、 Lawyers engaged by the Company.
- 5、 Others

V. Registration Method

A. Procedures for Registration to Attend the Meeting

- 1、 Registration Time: April 28th 2023, May 4th 2023-May 5th 2023

Working days 9:00-11:30 am, 2:00-5:00 pm.

- 2、 Registration place: Securities Department

- 3、 Registration method: email: 600499@kedachina.com.cn

B. Documents Required to Attend On-Site Meetings

Shareholders attending the on-site meeting can submit the following documents to the company's e-mail address for registration at the above registration time, and bring relevant documents when attending the meeting.

- 1、 Natural person shareholders attending the on-site meeting shall present their own identity document, shareholder account card and evidence of shareholding; their authorized person shall present their own identity card, power of attorney, the identity document of the principal, shareholder account card and evidence of shareholding.
- 2、 The legal representatives of legal person shareholders attending the on-site meeting shall present a copy of the legal person's business license (with official seal), shareholder account card and identity document of the legal representative; their authorized person shall present their own identity document, identity document of the legal representative (with official seal) , power of attorney (with official seal), a copy of the legal person's business license (with official seal) and evidence of shareholding.
- 3、 The depositary or the authorized person may authorize one or more suitable persons to act as representatives at the general meeting. If more than one person is authorized, the power of attorney shall state the number and type of shares in respect of which each such person is authorized and shall be signed by the depositary's authorizer. Persons so authorized may attend the meeting on behalf of the depositary (or its agent).

VI. Other Matters

Address: Keda Industrial, No.1 Huanzhen West Road, Guanglong Industrial Park, Chencun Town, Shunde District, Foshan City, Guangdong Province,

Contact department: Securities Department

Contact No.: 0757-23833869

The meeting is expected to last for half a day, and the transportation, food and accommodation expenses shall be born by the participating shareholders themselves.

This announcement is hereby made.

Board of Directors of Keda Industrial Group Co., Ltd.

15 April 2023

Appendix I: Power of Attorney

Appendix II: Description of voting methods for the election of directors, independent directors and supervisors by the cumulative voting scheme.

Appendix 1: Power of Attorney

Power of Attorney

Keda Industrial Group Co., Ltd.:

I hereby appoint Mr. (Ms.) _____ to attend and vote on behalf of my unit (or myself) at your annual general meeting of 2022 to be held on 8 May 2023.

Number of Ordinary Shares held by the Principal:

Shareholder Account Number of the Principal:

No.	Non-cumulative voting proposal	agree	oppose	abstention
1	2022 Report on the Work of the Board of Directors			
2	2022 Report on the Work of the Supervisory Committee			
3	2022 Report on the Work of Independent Directors			
4	2022 Annual Financial Report			
5	2022 Profit Distribution Plan			
6	2022 Annual Report and Summary			
7	Proposal for the Renewal of the Appointment of Accounting Firm			
8	Proposal for Providing Guarantee for Subsidiaries' Bank Credit			
9	Proposal for the Routine Connected Transactions of the Company and Its Subsidiaries			
10	Proposal for Purchasing Directors', Supervisors' and Senior Management's Liability Insurance			
11	Proposal for Amendment to the Articles of Association and its Annexes			
12	Proposal for Compensation Plan of the Non-independent Directors			
No.	Cumulative voting proposal	Number of votes		
13.00	Proposal for Appointment of Non-Independent Director Candidates for the eighth Board of Directors of the Company	-	-	-
13.01	Proposal for Appointing Mr. Chen Xuwei as a Non-Independent Director Candidate for the			

	eighth Board of Directors of the Company			
13.02	Proposal for Appointing Mr. Deng Haoxuan as a Non-Independent Director Candidate for the eighth Board of Directors of the Company			
13.03	Proposal for Appointing Mr. Zuo Manlun as a Non-Independent Director Candidate for the eighth Board of Directors of the Company			
14.00	Proposal for Appointment of Independent Director Candidate for the eighth Board of Directors of the Company	-	-	-
14.01	Proposal for Appointing Mr. Lan Hailin as an Independent Director Candidate for the eighth Board of Directors of the Company			

Signature of Principal (Seal):

Signature of Proxy:

ID Card No. of Principal:

ID Card No. of Proxy:

Date of Appointment: [Date]

Note: The Principal shall mark a tick ("√") in the appropriate box in this power of attorney to indicate how he/she wishes his/her votes to be casted (either "For", "Against" or "Abstained"). The Proxy shall have the right to vote as he/she wishes in cases where the Principal has not given specific instructions in this power of attorney.

Annex 2: Explanation of Voting Method for Election of Directors, Independent Directors and Supervisors by Cumulative Voting System

I. The election of candidates for directors, independent directors, and the board of supervisors at the General Meeting shall be separately numbered as the proposal groups. Investors shall vote for each candidate under each resolution group.

II. The number of declared shares represents the number of election votes. For each proposal group, each share held by a shareholder shall have a total number of votes equal to the number of directors or supervisors to be elected under the proposal group. If a shareholder holds 100 shares of the listed company, ten directors shall be elected at the General Meeting, and there are 12 director candidates, the shareholder shall have 1,000 votes for the election proposal group of the board of directors.

III. Shareholders shall vote up to the number of votes cast for each resolution group. Shareholders may vote according to their own wishes. They can concentrate election votes for one candidate or vote for different candidates according to any combination. The cumulative votes for each proposal shall be calculated separately after the voting.

IV. Example:

A listed company holds a general meeting to re-elect the board of directors and the board of supervisors using the cumulative voting system. Five directors shall be elected and there are six director candidates; two independent directors shall be elected and there are three independent director candidates; two supervisors shall be elected and there are three supervisor candidates. The matters to be voted on are as follows:

Cumulative voting proposal		
4.00	Proposal for Appointment of Directors	Number of votes
4.01	Example: Chen ××	
4.02	Example: Jiang ××	
4.03	Example: Song ××	
.....	
4.06	Example: He ××	
5.00	Proposal for Appointment of Independent Directors	Number of votes
5.01	Example: Chen ××	
5.02	Example: Jiang ××	
5.03	Example: Song ××	
6.00	Proposal for Appointment of Supervisors	Number of votes
6.01	Example: Chen ××	
6.02	Example: Jiang ××	
6.03	Example: Song ××	

An investor holds 100 shares of the company at the closing of the record date. If the cumulative voting system is adopted, he/she has 500 votes in the proposal 4.00 " Proposal for Appointment of Directors", 200 votes in the proposal 5.00 " Proposal for Appointment of Independent Directors" and 200 votes in the proposal 6.00 " Proposal for Appointment of Supervisors".

The investor can vote on the proposal 4.00 according to his/her will with a limit of 500 votes. He/she can concentrate 500 election votes for one candidate or vote for different candidates according to any combination.

No	Proposal	Number of votes			
		Plan 1	Plan 2	Plan 3	Plan 4
4.00	Proposal for Appointment of Directors	-	-	-	-
4.01	Example: Chen ××	500	100	100	
4.02	Example: Jiang ××	0	100	50	
4.03	Example: Song ××	0	100	200	
.....	
4.06	Example: He ××	0	100	50	