

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



## **Beauty Farm Medical and Health Industry Inc.**

**美麗田園醫療健康產業有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2373)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the extraordinary general meeting (the “EGM”) of Beauty Farm Medical and Health Industry Inc. (the “**Company**”) will be held at Shanghai Meeting Room, 12th Floor, Raffles East Office Tower, No. 1089 Dongdaming Road, Hongkou District, Shanghai, PRC on Friday, December 5, 2025 at 9:30 a.m. for considering and, if thought fit, passing, with or without amendments, the following resolution as an ordinary resolution of the Company:

#### **ORDINARY RESOLUTION**

**“THAT:**

- (i) the share purchase agreement (the “**Share Purchase Agreement**”) dated October 15, 2025 entered into among the Company, Shanghai Beauty Farm Medical Healthcare Industry (Group) Co., Ltd. (上海美麗田園醫療健康產業(集團)有限公司, together with the Company, the “**Purchasers**”), SYL Holding Limited (“**SYL Holding**”) and Shanghai Anyan Enterprise Management Co., Ltd.\* (上海安妍企業管理有限公司 together with SYL Holding, the “**Vendors**”) in relation to the acquisition of the 100% issued shares in the Shanghai Siyanli Industrial Co., Ltd.\* (上海思妍麗實業股份有限公司) by the Purchasers from the Vendors, details of which are set forth in the circular of the Company dated November 17, 2025 (a copy of which marked “A” is produced to the EGM and signed by the chairman of the EGM for identification purpose), the execution thereof and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (ii) the allotment and issue of 15,798,147 shares (the “**Consideration Shares**”) of the Company at the issue price of HK\$28.71 per Consideration Share to the Vendors pursuant to the terms of the Share Purchase Agreement be and are hereby approved (the “**Specific Mandate**”);

\* For identification purposes only

- (iii) subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited having granted the listing of, and permission to deal in, the Consideration Shares, the Directors be and are hereby granted the specific mandate and any one Director be and is hereby specifically authorised to exercise all the powers of the Company to allot, issue and credit as fully paid the Consideration Shares, on and subject to the terms and conditions of the Share Purchase Agreement, provided that such authority granted to the Directors shall be in addition to, and shall not prejudice or revoke any general or specific mandate(s) which has/have been granted or may from time to time be granted to the Directors prior or subsequent to the passing of this resolution; and
- (iv) each of the Directors be and is hereby authorised to do all such acts and things, sign, ratify and execute all such documents and take all such steps as the Director may in his/her discretion consider necessary, appropriate, desirable and/or expedient for the purpose of implementing or giving effect to or otherwise in connection with the Share Purchase Agreement, the Specific Mandate and/or any of the transactions contemplated thereunder, and be and is further authorised to agree to all such variations and amendments to any document and to give all such waivers of the obligations under any document as are, in his/her opinion, in the interests of the Company and its shareholders.”

By Order of the Board  
**Beauty Farm Medical and Health Industry Inc.**  
**LI Yang**  
*Chairman and executive Director*

Shanghai, November 17, 2025

|                           |                                         |                                    |
|---------------------------|-----------------------------------------|------------------------------------|
| <i>Registered Office:</i> | <i>Headquarters and Principal Place</i> | <i>Principal Place of Business</i> |
| Floor 4, Willow House     | <i>of Business in the PRC:</i>          | <i>in Hong Kong:</i>               |
| Cricket Square            | Unit 1206, 12th Floor                   | Room 1901, 19/F                    |
| Grand Cayman              | No. 1089 Dongdaming Road                | Lee Garden One                     |
| KY1-9010                  | Hongkou District                        | 33 Hysan Avenue                    |
| Cayman Islands            | Shanghai                                | Causeway Bay                       |
|                           | PRC                                     | Hong Kong                          |

*Notes:*

- The resolution at the EGM (except those relate to the procedural or administrative matters, which should be taken by a show of hands as the chairman of the EGM may decide, in good faith) will be taken by a poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and the results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.

2. Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy (or more than one proxy if he/she is the holder of two or more shares) to attend and, on a poll, vote on his/her behalf. A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the form of proxy shall specify the number of shares in respect of which each such proxy is so appointed. In case of a poll every shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her. Holders of treasury Shares of the Company, if any, shall abstain from voting at the Company's general meeting in connection to such treasury Shares.
3. In order to be valid, the form of proxy 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 lodged with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof (as the case maybe) (for the EGM, i.e. not later than 9:30 a.m. on Wednesday, December 3, 2025). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. The register of members of the Company will be closed from Tuesday, December 2, 2025 to Friday, December 5, 2025 (both dates inclusive), during which period no transfer of shares will be registered. In order to qualify for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration before 4:30 p.m. on Monday, December 1, 2025. Shareholders of the Company whose names appear on the register of members of the Company on Friday, December 5, 2025 are entitled to attend the EGM.
5. If any shareholder chooses not to attend the EGM in person but has any question about any resolution or about the Company, or has any matter for communication with the board of directors of the Company, he/she is welcome to send such question or matter in writing to the Company's headquarters and principal place of business in the PRC at Unit 1206, 12th Floor, No. 1089 Dongdaming Road, Hongkou District, Shanghai, PRC or by email to [ir@beautyfarm.com.cn](mailto:ir@beautyfarm.com.cn). If any shareholder has any question relating to the EGM, please contact Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar as follows:  
  
Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong  
Website: [www.computershare.com/hk/contact](http://www.computershare.com/hk/contact)  
Tel: (852) 2862 8555  
Fax: (852) 2865 0990
6. References to times and dates in this notice are to Hong Kong time and dates.

*As at the date of this notice, the Board comprises Mr. Li Yang as Chairman and executive director, Mr. Lian Songyong as Vice Chairman and executive director, Ms. Li Fangyu, Mr. Gao Jianming and Ms. Yi Lin as non-executive directors and Mr. Fan Mingchao, Mr. Liu Teng and Mr. Jiang Hua as independent non-executive directors.*