

**LAISHI LIQUOR LIMITED**  
(Incorporated in Cayman Islands)  
ARBN 622 384 776

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**NOTICE OF ANNUAL GENERAL MEETING**

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**NOTICE IS HEREBY GIVEN** that an Annual General Meeting of Laishi Liquor Limited (NSX:LSJ) (the **Company**) will be held at the following date, time and place:

Date: 30 December 2023 (Saturday)  
Time: 11:00AM (Western Australia / Beijing time)  
Place: Room 2615, Building A7  
Fuli Center, Guan Shanhu District  
Guiyang City, Guizhou Province  
People's Republic of China

to transact the following business:

**ORDINARY BUSINESS**

- (A) To receive and adopt the directors' report, statement by directors and audited financial statements of the Company for the financial year ended 30 June 2023 (collectively, the **2023 Annual Report**).

Explanatory Note:

Note 1 of the attached Explanatory Notes sets out information and instruction on how to obtain your copy of the 2023 Annual Report.

- (B) To consider and, if thought fit, to pass with or without modification the following proposed resolutions:-

**As ordinary resolutions**

**1. Resolution 1**

**THAT** for the purpose of Article 20.1(a) of the Articles of Association, the payment of directors' fees of an amount of A\$18,000 (Australian Dollars Eighteen Thousand Only) for the financial year ended 30 June 2023 be and is hereby approved.

**2. Resolution 2**

**THAT** ZHANG Houyi who is seeking re-election under Article 18.5 of the Articles of Association be and is hereby re-elected as a director of the Company.

**3. Resolution 3**

THAT LAM Longhuy who is seeking re-election under Article 18.5 of the Articles of Association be and is hereby re-elected as a director of the Company.

**4. Resolution 4**

THAT Ilmars DRAUDINS who is seeking re-election under Article 18.5 of the Articles of Association be and is hereby re-elected as a director of the Company.

**5. Resolution 5**

THAT PENG Fanli who is seeking re-election under Article 18.5 of the Articles of Association be and is hereby re-elected as a director of the Company.

**6. Resolution 6**

**THAT** Ho Associates, Chartered Accountants be and is hereby re-appointed as auditors of the Company **AND THAT** directors of the Company be and are hereby authorised to fix their remuneration.

**OTHER BUSINESS**

- (C) To deal with any other business that may legally be brought forward in accordance with the Company's Constitution and the Act.

**EXPLANATORY NOTES**

Explanatory notes for the proposed resolutions appear on the following pages.

By Order of the Board

ZHANG Houyi  
Managing Director  
27 November 2023

## **VOTING EXCLUSION**

The Company will disregard any votes cast in favour of Resolution 1, by the Chairman, any director of the Company and their associates. However, the Company will not disregard a vote if it is cast by an above-mentioned person:

- (a) who votes in accordance with the directions on the proxy form, or
- (b) if it is cast by that person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

## **EXPLANATORY NOTES**

1. The 2023 Annual Report was lodged with the NSX on 13 September 2023, and it can be downloaded from the NSX announcements page at the following URL: <https://www.nsx.com.au/ftp/news/021742684.PDF>, or if you wish to obtain a printed copy of the 2023 Annual Report, please inform the Company's nominated adviser by e-mail (E-Mail: [lsj@mybiztrack.com](mailto:lsj@mybiztrack.com)).

2. Resolution 1

Article 20.1(a) of the Articles of Association requires that directors' fees be determined by the Company in general meeting. If this resolution is approved, the amount of directors' fees payable to each director shall be determined by and among themselves.

3. Resolution 2

Article 18.5 of the Articles of Association provides, inter alia, that a director who is appointed a director by other directors, either to fill a casual vacancy or as an additional director, holds office only until the next following annual general meeting and shall be eligible to seek re-election.

ZHANG Houyi was appointed a director by the board on 1 August 2022. Therefore, in accordance with Article 18.5 of the Articles of Association, ZHANG Houyi, being eligible, offers himself for re-election as a director. If re-elected, ZHANG Houyi will continue to act as the Company's managing director and, in accordance with the Company's Articles of Association, he is not subject to re-election by rotation.

4. Resolution 3

Article 18.5 of the Articles of Association provides, inter alia, that a director who is appointed a director by other directors, either to fill a casual vacancy or as an additional director, holds office only until the next following annual general meeting and shall be eligible to seek re-election.

LAM Longhuy was appointed a director by the board on 1 August 2022. Therefore, in accordance with Article 18.5 of the Articles of Association, LAM Longhuy, being eligible, offers himself for re-election as a director. If re-elected, LAM Longhuy will continue to act as the Company's independent director.

5. Resolution 4

Article 18.5 of the Articles of Association provides, inter alia, that a director who is appointed a director by other directors, either to fill a casual vacancy or as an additional director, holds office only until the next following annual general meeting and shall be eligible to seek re-election.

Ilmars DRAUDINS was appointed a director by the board on 1 August 2022. Therefore, in accordance with Article 18.5 of the Articles of Association, Ilmars DRAUDINS, being eligible, offers himself for re-election as a director. If re-elected, Ilmars DRAUDINS will continue to act as the Company's independent director.

6. Resolution 5

Article 18.5 of the Articles of Association provides, inter alia, that a director who is appointed a director by other directors, either to fill a casual vacancy or as an additional director, holds office only until the next following annual general meeting and shall be eligible to seek re-election.

PENG Fali was appointed a director by the board on 9 September 2023. Therefore, in accordance with Article 18.5 of the Articles of Association, PENG Fali, being eligible, offers herself for re-election as a director. If re-elected, PENG Fali will continue to act as the Company's independent director.

7. Resolution 6

Article 35.1(c) of the Articles of Association requires that the Company, at every annual general meeting, appoint an auditor to hold office until the conclusion of the next annual general meeting. Ho Associates, Chartered Accountants, who hold office as auditor immediately before the annual general meeting, have expressed their willingness to be re-appointed auditors of the Company.

## RIGHT TO APPOINT PROXIES

A shareholder is entitled to attend the meeting either in person or by proxy. The Articles of Association requires that:

- (1) the instrument appointing a proxy (**Proxy Form**) must be in writing and signed by the

appointor or the appointor's attorney duly authorised in writing, or, if the appointor is a body corporate, by its corporate representative or at least two of its officers, and

- (2) the Proxy Form must be received by the Company at least forty-eight hours before the meeting by delivery to the Company's office, by facsimile received at the Company's office or at any other place, fax number or electronic address specified for the purpose in the notice of meeting.

### Lodgement of proxy form

A proxy form is attached to this Notice of Meeting.

This proxy form (and any Power of Attorney under which it is signed) must be received by the Company at an address given below by **11:00am (Western Australian time / Beijing time) on Thursday 28 December 2023**, being not later than 48 hours before the commencement of the meeting. Any proxy form received after that time will not be valid for the scheduled meeting.

### Proxy Forms may be lodged:



By e-mail

E-mail a clear scanned copy of the duly completed and signed proxy form to: [lsj@mybiztrack.com](mailto:lsj@mybiztrack.com).



By mail

Post by postage pre-paid mail to:

In China

Room 2615, Building A7

Fuli Center

Guan Shanhu District, Guiyang City

Guizhou Province

OR

In Australia

c/-

INP Group (Perth Office)

Unit 20, 217 Hay Street

Subiaco WA6008



By hand

Deliver by hand to:

In China

Room 2615, Building A7

Fuli Center

Guan Shanhu District, Guiyang City

Guizhou Province

OR

In Australia

c/-

INP Group (Perth Office)

Unit 20, 217 Hay Street

Subiaco WA6008

**LAISHI LIQUOR LIMITED**  
(Incorporated in Cayman Islands)  
ARBN 622 384 776

**PROXY FORM**

I/We\*

\_\_\_\_\_  
(Name)

of

\_\_\_\_\_  
(Address)

being a member / members\* of Laishi Liquor Limited (the **Company**), hereby appoint:

Name	Address	Proportion of Shareholding to be represented by proxy (%)

and/or failing him/her\*

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or failing him/her\*, the Chairman of the Meeting as my/our\* proxy/proxies\* to attend and to vote for me/us\* on my/our\* behalf and, if necessary, to demand a poll, at the annual general meeting of the Company to be held at **Room 2615, Building A7 Fuli Center, Guan Shanhu District, Guiyang City Guizhou Province, People's Republic of China** on **30 December 2023**, and at any adjournment thereof.

I/We\* direct my/our\* proxy/proxies\* to vote for or against the ordinary resolutions to be proposed at the AGM as indicated with an "X" in the spaces provided hereunder. If no specific instructions as to voting are given, the proxy/proxies\* will vote or abstain from voting at his/her/their\* discretion, as he/she/they\* will on any other matter arising at the AGM.

Ordinary Resolution	For	Against
<b>THAT</b> for the purpose of Article 20.1(a) of the Articles of Association, the payment of directors' fees of an amount of A\$18,000 (Australian Dollars Eighteen Thousand Only) for the financial year ended 30 June 2023 be and is hereby approved		
<b>THAT</b> ZHANG Houyi who is seeking re-election under Article 18.5 of the Articles of Association be and is hereby re-elected as a director of the Company.		

Ordinary Resolution	For	Against
<b>THAT</b> LAM Longhuy who is seeking re-election under Article 18.5 of the Articles of Association be and is hereby re-elected as a director of the Company.		
<b>THAT</b> Ilmars DRAUDINS who is seeking re-election under Article 18.5 of the Articles of Association be and is hereby re-elected as a director of the Company.		
<b>THAT</b> PENG Fali who is seeking re-election under Article 18.5 of the Articles of Association be and is hereby re-elected as a director of the Company.		
<b>THAT</b> Ho Associates, Chartered Accountants be and is hereby appointed as auditors of the Company <b>AND THAT</b> directors of the Company be and are hereby authorised to fix their remuneration.		

Date: \_\_\_\_\_ 2023

Total number of Shares held	
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\_\_\_\_\_  
Signature(s) of Member(s) or Common Seal

\* delete where necessary

#### Notes to the Proxy Form

1. Please insert the total number of shares held by you. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.
2. A member entitled to attend and vote at a meeting of the Company is entitled to appoint not more than two proxies to attend and vote in his stead. Where a member appoints two proxies, he shall specify the percentage of his shares to be represented by each proxy and if no percentage is specified, the first named proxy shall be deemed to represent 100 per cent of his shareholding and the second named proxy shall be deemed to be an alternate to the first named.
3. A proxy need not be a member of the Company.
4. Please indicate with an "X" in the spaces provided whether you wish your vote(s) to be for or against the proposed resolutions as set out in the notice of annual general meeting. In the absence of specific directions, the proxy/proxies will vote or abstain as he/they may think fit, as he/they will on any other matter arising at the annual general meeting.