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YIHAI INTERNATIONAL HOLDING LTD.

頤海國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1579)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (“**Extraordinary General Meeting**”) of Yihai International Holding Ltd. (“**the Company**”) will be held at Conference Room 206, 2nd Floor, Building 6, Songlei Office Building, Heng Song Yuan, Middle Road of South 3rd Ring Road, Fengtai District, Beijing, PRC on Friday, 27 April 2018 at the later of 2:30 p.m. or immediately following the conclusion of the annual general meeting of the Company for the following purposes:

AS ORDINARY RESOLUTION

1. “THAT

- (i) the proposed amendments to the terms of the master sales agreement dated 24 June 2016 (as supplemental by a supplemental agreement dated 18 September 2017) entered into between Sichuan Haidilao Catering Corporation Ltd., HAI DI LAO HOLDINGS PTE. LTD. (“**Singapore Haidilao**”) and Yihai (Shanghai) Food Co., Ltd. (“**Yihai Shanghai**”) as set out in the second supplemental master sales agreement dated 22 March 2018 (the “**Second Supplemental Master Sales Agreement**”) entered into between Singapore Haidilao and Yihai Shanghai, and the transactions contemplated under the Second Supplemental Master Sales Agreement be and are hereby approved, ratified and confirmed; and
- (ii) any director of the Company be and is hereby authorized for and on behalf of the Company to sign, seal, execute, perfect, deliver and do all such documents, deeds, acts, matters and things as he may in his discretion consider necessary or desirable or expedient for the purpose of or in connection with the Second Supplemental Master Sales Agreement and to make and agree such variations of a non-material nature in or to the terms of the Second Supplemental Master Sales Agreement as he may in his discretion consider to be desirable and in the interests of the Company.”

By order of the Board of Directors
Yihai International Holding Ltd.
Shi Yonghong
Chairman

Beijing, China
12 April 2018

Notes:

- (1) Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies (if such member is the holder of two or more shares) to attend and to vote instead of them. A proxy need 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 the Extraordinary General Meeting and vote in person. In such event, his form of proxy will be deemed to have been revoked.
- (2) Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- (3) A form of proxy for use at the meeting is enclosed.
- (4) 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 certified copy of such power or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.
- (5) The voting at the Extraordinary General Meeting will be taken by poll.
- (6) The register of members of the Company will be closed from Sunday, 22 April 2018 to Friday, 27 April 2018, both days inclusive, in order to determine the eligibility of the shareholders to attend and vote at the Extraordinary General Meeting. The shareholders whose names appear on the register of members of the Company at the close of business on Friday, 20 April 2018 will be entitled to attend and vote at the Extraordinary General Meeting. In order to be eligible to attend and vote at the Extraordinary General Meeting, all transfers accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on Friday, 20 April 2018.

As of the date of this announcement, the executive directors of the Company are Ms. Dang Chunxiang, Mr. Sun Shengfeng and Ms. Shu Ping; the non-executive directors of the Company are Mr. Shi Yonghong, Mr. Zhang Yong and Mr. Pan Di; and the independent non-executive directors of the Company are Mr. Yau Ka Chi, Mr. Qian Mingxing and Ms. Ye Shujun.