

## **1.0 Introduction**

Good Afternoon

My name is Howard Long. I am a CFO of AFC Group Holdings Limited.

It is my pleasure to Chair the Virtual Annual General Meeting of AFC Group Holdings Limited. AFC has considered the impact of Covid-19 and decided not to offer the Annual Shareholders' Meeting in person this year. Therefore, shareholders can attend the Meeting through a Zoom meeting only.

It is 2:00 pm, and it is time to start the Meeting.

- I am advised that:
  - o The correct notice has been given.
  - o We have a quorum online present, and hence we have a correctly constituted meeting.

## **2.0 Welcome**

I would like to welcome you all to our Virtual Annual Meeting of AFC.

The minutes of the Annual Meeting held on 16 September 2022 have been approved by the Directors and are available for inspection.

I would like to introduce:  
My fellow Directors

Yang Xia  
John Li  
Charles Cao  
Karen Ma  
Jacky Wang

The Deputy General Manager of AFC Group Holdings Limited, Kelly Hu.

I advise that we have received 26 proxies representing 3,179,597,329 shares which 86.77% of the total valid securities voted.

I confirm that this is a meeting of shareholders of AFC Group Holdings Limited. Shareholders have the right to attend and vote.

We have other persons here, and we note that the Chair has the option of accepting questions or comments from non-shareholders at their absolute discretion.

I ask all shareholders to ensure that If you wish to vote on the date, you need to email your Shareholder details CSN/Security Holder Number, your registered name and address and your voting intentions for each Resolution or scan your proxy/voting form

to accounts@afcnz.com by 3:00 pm on Friday 16 September 2022. You also need to have a form in case of a poll being called.

Finally, I ask that all mobile phones be turned off or to silent.

### **3.0 Apologies**

Do we have any other apology?

There are no other apologies

### **4.0 Chairman's letter**

Now, I will read the following chairman's letter.

Dear Shareholders and Guests,

Good afternoon and welcome to you all. The spread of COVID-19 has severely impacted many local economies around the globe. In New Zealand, businesses are being forced to cease or limit operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of nonessential services have triggered significant disruptions to businesses, resulting in an economic slowdown.

The fiscal year 2022 has been a challenging year for AFC Group Holdings Limited and its subsidiaries ("AFC"), But with the relaxation of control measures, it is believed that the situation will improve. Meanwhile, AFC has been actively and continuously taking various measures to deal with various challenges.

AFC Group Holdings Limited

1. Independent directors of AFC will continue to take a 30% reduction in remuneration. Other directors will voluntarily receive no director fees.
2. AFC is cutting its costs through office space integration.
3. AFC attended the 4th China International Import Expo (CIIE) to promote the group and products.
4. AFC employed more senior personnel who can bring sales and profit to the group.
5. AFC is helping and providing more opportunities for New Zealand small and medium enterprises to enter the Chinese market, AFC Group has actively participated in the China (Anhui) 5G International Food City and the "EFOODLINE" global e-commerce platform.

AFC Longview Limited ("AFCLV" and "Longview Estate")

1. AFCLV continues to maintain its pricing strategy and marketing campaign. The pricing strategy and marketing campaign is allowing more people to gain access to the White Diamond Wine.
2. Longview Estate actively participated in different wine exhibitions, such as Winetopia and NZ WINE Roadshows, to promote wine and increase sales.
3. AFCLV is committed to developing export markets through launching of marketing campaigns and increase of online sales channels in China.
4. Longview Estate has taken actions to cut costs, such as better work schedules organisation and people management.

5. Longview Estate intends to revalue its land. It will be a change of accounting policies from historical value to fair value.

#### AFC Biotechnology Manufacture Co Ltd (“AFCBIO”)

1. AFCBIO outsources its inventory storage to a third party. This will cut down the rental fee of warehouse and other ancillary costs, such as electricity and monitoring fee.
2. AFCBIO will increase the use of online distribution channels in 2023 fiscal year, which include continuously using the shoppertainment to promote masks, Jingdong, Wei Pin Hui and Staff Live Stream on Tmall.
3. The re-opening of borders will bring more customers to AFCBIO, thus generate more sales.

In summary, by taking various measures to increase sales and save costs, the AFC Group will continue to work hard to enable future revenue growth and return value to our shareholders in the 2023 fiscal year. While the company is developing itself, it will also be a good messenger of investment and trade between New Zealand and China.

### 5.0 Meeting Agenda

Moving on to the business of the Meeting.

The business of this Annual Meeting is set out in the Notice of Meeting sent to Shareholders along with the explanatory notes.

The Directors have previously advised all shareholders to read the document carefully before making any decisions.

#### **Resolution 1: Annual Report**

To receive and consider the Annual Report, including the audit report and financial statements, for the year ended 31 March 2022.

*“That the Annual Report be received.”*

I move the resolution. Do we have a seconder? Thank you \_\_\_\_\_

Is there any discussion?

I now put the resolution.

All in favour, please say Aye

Those against please say no

I declare the motion \_\_\_\_\_

#### **Resolution 2: Appointment of Auditor**

To record that the Company’s Auditors William Buck is reappointed as auditors pursuant to section 200 of the Companies Act 1993 and to consider, and if thought fit, to pass the following ordinary resolution

*"That the Company's Auditors William Buck is reappointed as auditors."*

I move the resolution. Do we have a seconder? Thank you \_\_\_\_\_

Is there any discussion?

I now put the resolution.

All in favour, please say Aye

Those against please say no

I declare the motion \_\_\_\_\_

### **Resolution 3: Fixing the Fees and Expenses of the auditor**

To record that shareholders authorise the directors to fix the fees and expenses of the auditor for the financial year ending 31 March 2023 pursuant to section 200 of the Companies Act 1993 and to consider, and if thought fit, to pass the following ordinary resolution

*"That the directors of the Company be authorised to fix the remuneration of the auditors of the Company for the ensuing year."*

I move the resolution. Do we have a seconder? Thank you \_\_\_\_\_

Is there any discussion?

I now put the resolution.

All in favour, please say Aye

Those against please say no

I declare the motion \_\_\_\_\_

### **Resolution 4: Re-election of Director**

To consider and, if thought fit, to pass the following ordinary resolution pursuant to NZX Listing Rule 3.3.6:

*"That Yang Xia, who retires by rotation and is eligible for re-election, be elected as a non-executive director of the Company."*

I move the resolution. Do we have a seconder? Thank you \_\_\_\_\_.

Is there any discussion?

I now put the resolution.

All in favour, please say Aye

Those against please say no

I declare the motion \_\_\_\_\_

#### **Resolution 5: Re-election of Director**

To consider and, if thought fit, to pass the following ordinary resolution pursuant to NZX Listing Rule 3.3.6:

*“That Bo Xian (Charles) Cao, who retires by rotation and is eligible for re-election, be elected as an independent director of the Company.”*

I move the resolution. Do we have a seconder? Thank You \_\_\_\_\_

Is there any discussion?

I now put the resolution.

All in favour, please say Aye

Those against please say no

I declare the motion \_\_\_\_\_

#### **Resolution 6: Re-election of Director**

To consider and, if thought fit, to pass the following ordinary resolution pursuant to NZX Listing Rule 3.3.6:

*“That Jingwei (Karen) Ma, who retires by rotation and is eligible for re-election, be elected as an executive director of the Company.”*

I move the resolution. Do we have a seconder? Thank You \_\_\_\_\_

Is there any discussion?

I now put the resolution.

All in favour, please say Aye

Those against please say no

I declare the motion \_\_\_\_\_

#### **Resolution 7: Appointment of Director**

To consider and, if thought fit, to pass the following ordinary resolution:

*“That Shuang (Simon) Xia be appointed as a non-executive director of the Company.”*

I move the resolution. Do we have a seconder? Thank You Mr \_\_\_\_\_

Is there any discussion?

I now put the resolution.

All in favour, please say Aye

Those against please say no

I declare the motion \_\_\_\_\_

### **General Business**

Is there any business anyone would like to raise?

### **Final Comment**

Ladies and Gentlemen, thank you for your attendance today.

We look forward to enjoying future developments with you.

I declare the meeting closed at \_\_\_\_\_pm

End