

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.



Lanzhou Zhuangyuan Pasture Co., Ltd.*
蘭州莊園牧場股份有限公司

(A joint stock limited liability company incorporated in the People's Republic of China)
(Stock Code: 1533)

NOTICE OF DOMESTIC SHAREHOLDERS' CLASS MEETING

NOTICE IS HEREBY GIVEN that the Domestic Shareholders' Class Meeting of Lanzhou Zhuangyuan Pasture Co., Ltd.* (the "**Company**") will be held at 11:00 a.m. on Friday, 29 September 2017 at No. 158 Yanerwan Road, Chengguan District, Lanzhou City, Gansu Province, the PRC for the purposes of considering, approving and authorizing the following matters. Unless otherwise specified, terms defined in the announcement of the Company dated 3 August 2017 in relation to extension of the validity period of the Shareholders' approval for the proposed A Share Offering shall have the same meanings when used in this notice. In addition, a circular containing details of the following resolutions will be dispatched to the Shareholders in accordance with Rule 19A.39A of the Listing Rules on or before 14 September 2017.

AS SPECIAL RESOLUTIONS

To consider and, if thought fit, pass the following resolutions as special resolutions:

1. proposal on the extension of the validity period of the resolutions in respect of proposal on the application for initial public offering and listing of A Shares of the Company
2. proposal on the distribution of the accumulated undistributed profits before the A Share Offering

* *For identification purposes only*

3. proposal on the extension of the validity period of the resolutions in respect of the proposal on the authorization by the Shareholders to the Board to deal with all matters relating to the A Share Offering

By order of the Board
Lanzhou Zhuangyuan Pasture Co., Ltd.*
Ma Hongfu
Chairman

Lanzhou, the PRC, 14 August 2017

Notes:

1. Domestic Shareholders whose names appear on the domestic share register of members of the Company on Friday, 29 September 2017 will be entitled to attend and vote at the Domestic Shareholders' Class Meeting.
2. Shareholders intending to attend the Domestic Shareholders' Class Meeting (or any adjournment thereof) should complete and return the reply slip for attending the Domestic Shareholders' Class Meeting (or any adjournment thereof) personally, by facsimile or by post.

Shareholders should complete and return the reply slip to the Company's Department of Securities Affairs by facsimile (at +86 931 875 3001) or by post to (or by depositing it at) No. 158 Yanerwan Road, Chengguan District, Lanzhou, Gansu, the PRC (contact person: Pan Lai, Tel: +86 931 875 3001, Fax: +86 931 875 3001), such that the reply slip shall be received by the Company's Department of Securities Affairs 20 days before the Domestic Shareholders' Class Meeting (i.e. on or before Friday, 8 September 2017).

3. Shareholders may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the Domestic Shareholders' Class Meeting (or any adjournment thereof) on his behalf. A proxy need not be a shareholder of the Company.
4. Shareholders must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant shareholder of the Company or by a person duly authorized by the relevant shareholder of the Company in writing. If the form of proxy is signed by the person authorized by the relevant shareholder of the Company as aforesaid, the relevant power of attorney and other relevant documents of authorization (if any) must be notarized. If a corporate shareholder of the Company appoints a person other than its legal representative to attend the Domestic Shareholders' Class Meeting (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal of the corporate shareholder of the Company or duly signed by its director or any other person duly authorized by that corporate shareholder of the Company as required by the articles of association of the Company.
5. To be valid, the form of proxy and the relevant notarized power of attorney (if any) and other relevant documents of authorization (if any) as mentioned in note 4 above must be delivered to the Company's Department of Securities Affairs (address: No. 158 Yanerwan Road, Chengguan District, Lanzhou, Gansu, the PRC) (contact person: Pan Lai, Tel: +86 931 875 3001, Fax: +86 931 875 3001) not less than 24 hours before the time appointed for the Domestic Shareholders' Class Meeting (or any adjournment thereof).

6. A shareholder of the Company or his proxy should produce proof of identity when attending the Domestic Shareholders' Class Meeting (or any adjournment thereof). If a corporate shareholder's legal representative or any other person duly authorized by such corporate shareholder attends the Domestic Shareholders' Class Meeting (or any adjournment thereof), such legal representative or other person shall produce his proof of identity, and proof of designation as legal representative or the valid authorization document (as the case may be).
7. The Domestic Shareholders' Class Meeting (or any adjournment thereof) is expected to last less than one day. Shareholders or their proxies who attend the Domestic Shareholders' Class Meeting (or any adjournment thereof) shall bear their own travelling and accommodation expenses.
8. The Company's principal place of business in the PRC is situated at:

No. 158 Yanerwan Road
Chengguan District
Lanzhou, Gansu
PRC

Tel No.: (86) 931 875 3001
Fax No.: (86) 931 875 3001
9. As at the date of this notice, the executive directors of the Company are Mr. Ma Hongfu, Mr. Wang Guofu, Mr. Chen Yuhai and Mr. Yan Bin; the non-executive directors of the Company are Mr. Yap Kean Chong and Mr. Song Xiaopeng; and the independent non-executive directors of the Company are Ms. Liu Zhijun, Ms. Xin Shihua and Mr. Wong Cho Hang Stanley.