

SUNMOON FOOD COMPANY LIMITED

(Incorporated in the Republic of Singapore)

Company Registration Number: 198304656K

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of the shareholders (“Shareholders”) of SunMoon Food Company Limited (the “Company”) will be held at 21 Bukit Batok Crescent #10-75 WCEGA Tower, Singapore 658065 on 30 April 2012 at 11:00 a.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 10:00 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without modifications, the following Resolutions:

Please note that unless otherwise defined, all capitalised terms used in this Notice bear the same meanings as ascribed to them in the Company’s circular to shareholders (copies of which have been despatched to Shareholders) dated 13 April 2012.

Resolution 1: Ordinary Resolution

1. Proposed adoption of the employee share option scheme to be named “SunMoon Share Option Scheme”

That the share option scheme to be named “SunMoon Share Option Scheme” (the “Option Scheme”), the rules of which have been set out in Appendix 2 of the Circular, be and is hereby approved and adopted substantially in the form set out in the rules of the Option Scheme, and the Directors of the Company be and are hereby authorised:

- (a) to establish and administer the Option Scheme;
- (b) to modify and/or amend the Option Scheme from time to time provided that such modifications and/or amendments are effected in accordance with the provisions of the Option Scheme and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Option Scheme; and
- (c) to offer and grant Option(s) in accordance with the rules of the Option Scheme and to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of the Option(s) under the Option Scheme.

Resolution 2: Ordinary Resolution

2. Proposed grant of authority to Offer and Grant Option(s) at a Discount under the Option Scheme

That subject to and contingent upon the passing of Resolution 1, the Directors of the Company be and are hereby authorised to offer and grant Option(s) in accordance with the rules of the Option Scheme with Exercise Prices set at a discount to the Market Price, provided that such discount does not exceed the relevant limits set by Singapore Exchange Securities Trading Limited.

Resolution 3: Ordinary Resolution

3. Proposed adoption of the performance share plan to be named “SunMoon Share Plan” and Authorisation of the Grant of Award(s) to Selected Participants

- (a) That the performance share plan to be named “SunMoon Share Plan” (“Share Plan”) the rules of which have been set out in Appendix 3 of the Circular, be and is hereby approved and adopted substantially in the form set out in the rules of the Share Plan; and
- (b) the Board of Directors of the Company be and are hereby authorised:
 - (i) to establish and administer the Share Plan;
 - (ii) to modify/or amend the Share Plan from time to time provided that such modification and /or amendment is effected in accordance with the provisions of the Share Plan and to do all such acts and to enter into such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Share Plan; and
 - (iii) to grant Award(s) in accordance with the provisions of the Share Plan and to allot and issue from time to time such number of fully paid-up new Shares as may be required to be issued pursuant to the vesting of Awards under the Share Plan.

By Order of the Board of Directors

Gary Loh Hock Chuan

Director

13 April 2012

IMPORTANT: Please read notes below.

Notes:

- (1) A member of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint one or two proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- (2) A corporation which is a Shareholder may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Extraordinary General Meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.
- (3) The instrument appointing a proxy must be deposited at the registered office of the Company at 1 Scotts Road, #21-07/08/09 Shaw Centre, Singapore 228208 not less than 48 hours before the time appointed for holding the Extraordinary General Meeting.