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This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.



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WU MART

北京物美商業集團股份有限公司
WUMART STORES, INC.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 08277)

**ACQUISITION OF THE 25% EQUITY INTERESTS IN
BEIJING MERRYMART CHAINSTORES DEVELOPMENT CO., LTD.,**

Reference is made to the announcements and circular of the Company dated 1 February 2006, 31 July 2006, 18 August 2006 and 25 August 2006, respectively, regarding the Company's acquisition of the controlling interests in MerryMart and the Put Option granted to the Minority Shareholders entitling the Minority Shareholders to sell back the Minority Interests at the agreed price in accordance with the Put Option Agreement.

On 10 September 2009, Mr. Zhu You-nong and Mr. Cao Jian-min exercised the Put Option, pursuant to which the Company shall acquire 25% equity interests in MerryMart held by the Minority Shareholders. Upon the completion of the said acquisition, MerryMart will become a wholly-owned subsidiary of the Company.

As MerryMart is a subsidiary of the Company and each of the Minority Shareholders owns 12.5% equity interests in MerryMart respectively, the Minority Shareholders are connected persons of the Company under the GEM Listing Rules. However, the Minority Shareholders were independent third parties not connected with the directors, supervisors, promoters, substantial shareholders or management shareholders of the Company or any of its subsidiaries or their respective associates (as defined in the GEM Listing Rules) when entering into the Put Option Agreement.

This announcement is issued pursuant to Rule 19.74(2) of the GEM Listing Rules.

ACQUISITION OF THE 25% EQUITY INTERESTS IN MERRYMART

Reference is made to the announcements and circular of the Company dated 1 February 2006, 31 July 2006, 18 August 2006, and 25 August 2006, respectively, regarding the acquisition of controlling interests in MerryMart and the Put Option granted to the Minority Shareholders entitling the Minority Shareholders to require the Company to acquire the Minority Interests at the agreed price in accordance with the Put Option Agreement. The Minority Shareholders were independent third parties when entering into the Put Option Agreement. Upon completion of the Acquisition, MerryMart became a non wholly-owned subsidiary of the Company. As at the date of this announcement, the Company, Mr. Zhu You-nong and Mr. Cao Jian-min hold 75%, 12.5% and 12.5% equity interests in MerryMart, respectively.

Exercise of the Put Option

On 10 September 2009, the Minority Shareholders exercised the Put Option. Pursuant to the Put Option Agreement, the Company shall acquire the Minority Interests at a consideration calculated by the following formulae, whichever is higher, after taking into account the audited net profit after tax of MerryMart for 2008 of RMB222,445,000 and the calculation of the 25% equity interests held by the Minority Shareholders times a price earning ratio of 14 plus RMB20,000,000. The aggregate consideration for the Company's acquisition of 25% Minority Interests held by the Minority Shareholders shall be calculated by formula (ii), i.e., approximately RMB798,558,000.

(i) $\text{RMB}418,000,000 \times R + \text{RMB}20,000,000$

(ii) $A \times 14 \times R + \text{RMB}20,000,000$

R = the actual shareholding in MerryMart held by the Minority Shareholders at the time when they exercise the Put Option, i.e., 25%

A = the audited net profit after tax of MerryMart for the latest year at the time when the Minority Shareholders exercise the Put Option Agreement, i.e. net profit for the financial period of 2008

Payment of Consideration for Minority Interests

Pursuant to the Put Option Agreement, the Company shall pay the cash consideration to the Minority Shareholders for the Minority Interests on the date of approval of a change in registration particulars in respect of the transfer of the Minority Interests by Beijing Administration for Industry and Commerce.

Information on the Parties and MerryMart

The Company is principally engaged in the operation and management of superstores and mini-marts in Beijing, Tianjin, Hebei and Zhejiang.

Established in April 1996 as a limited liability company incorporated in the PRC with a registered capital of RMB52,480,000, MerryMart is principally engaged in the operation and management of supermarket chain in Beijing. As of 30 June 2009, it operates 32 stores, all of which are located in Beijing. As at 31 December 2008, total assets and net assets of MerryMart were RMB1,237,870,000 and RMB379,774,000 respectively. Net profit for the past two years was as follows:

	2007	2008
	<i>RMB'000</i>	<i>RMB'000</i>
Net profit before tax and extraordinary items	116,588	295,641
Net profit after tax and extraordinary items	78,385	222,445

Each of the Minority Shareholders owns 12.5% equity interests in MerryMart and hence a connected person of the Company. However, the Minority Interests were independent third parties not connected with the directors, supervisors, promoters, substantial shareholders or management shareholders of the Company or any of its subsidiaries or their respective associates (as defined in the GEM Listing Rules) when entering into the Put Option Agreement.

Save as disclosed in this announcement, none of the Minority Shareholders is connected with the directors, supervisors, promoters, substantial shareholders or management shareholders of the Company or any of its subsidiaries or their respective associates (as defined in the GEM Listing Rules).

Upon completion of the acquisition of the 25% Minority Interests in MerryMart, MerryMart will become a wholly-owned subsidiary of the Company.

This announcement is issued pursuant to Rule 19.74(2) of the GEM Listing Rules.

DEFINITIONS

As used in this announcement, the following words and phrases shall have the following meanings:

“Acquisition”	includes, but not limited to, the acquisition of the 68% equity interests in MerryMart from, among others, Mr. Zhu You-nong and Mr. Cao Jian-min by the Company under the Strategic Cooperation Agreement and the capital increase of MerryMart to 75% equity interests
“Board”	the board of Directors of the Company
“Company”	Wumart Stores, Inc. (北京物美商業集團股份有限公司), a joint stock company incorporated with limited liability under the laws of the PRC, the H Shares of which are listed on the GEM
“Directors”	the directors of the Company
“GEM”	the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited

“GEM Listing Rules”	The Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (as amended from time to time)
“Group”	the Company and its subsidiaries
“MerryMart”	Beijing MerryMart Chainstores Development Co., Ltd. (北京美廉美連鎖商業有限公司), a company incorporated in the PRC with limited liability
“Minority Interests”	an aggregate of 25% equity interests in MerryMart held by Mr. Zhu You-nong and Mr. Cao Jian-min
“Minority Shareholders”	Mr. Zhu You-nong and Mr. Cao Jian-min, each of whom holds 12.5% equity interests in MerryMart
“PRC”	the People’s Republic of China, for the purpose of this announcement, excludes the Hong Kong Special Administrative Region, the Macau Special Administrative Region and Taiwan
“Put Option”	the put option under the Put Option Agreement
“Put Option Agreement”	one of the appendices to the Strategic Cooperation Agreement, pursuant to which Mr. Zhu You-nong and Mr. Cao Jian-min were granted the put option as described in the announcement of the Company dated 1 February 2006
“RMB”	Renminbi Yuan, the lawful currency of the PRC
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Strategic Cooperation Agreement”	the strategic cooperation agreement entered into between the Company, the former shareholders of MerryMart and MerryMart on 1 February 2006, under which the Company acquired 75% equity interests in MerryMart

By Order of the Board
Wumart Stores, Inc.
Dr. Wu Jian-zhong
Chairman

Beijing, PRC
10 September 2009

As at the date of this announcement, the Board comprises Dr. Wu Jian-zhong, Dr. Meng Jinxian and Madam Xu Ying as executive directors, Mr. Wang Jian-ping as non-executive director, and Mr. Han Ying, Mr. Li Lu-an and Mr. Lu Jiang as independent non-executive directors.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.wumart.com.