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MI MING MART HOLDINGS LIMITED

彌明生活百貨控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8473)

PROPOSED ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

The board (the “**Board**”) of directors (the “**Directors**”) of Mi Ming Mart Holdings Limited (the “**Company**”) announces that to conform with the core shareholder protection standards set out in Appendix 3 (the “**Core Shareholder Protection Standards**”) to the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) which took effect on 1 January 2022, the Board proposes to amend the current memorandum and articles of association of the Company (the “**Current M&A**”) and to adopt the second amended and restated memorandum and articles of association (the “**Amended and Restated M&A**”) in order to conform with the Core Shareholder Protection Standards and to make some house-keeping amendments.

A summary of the major changes brought about by the adoption of the Amended and Restated M&A are set out below:

- (1) set out the requirement to hold an annual general meeting in each financial year and such annual general meeting must be held within 6 months after the end of the financial year;
- (2) give the right of any shareholder(s) of the Company (the “**Shareholder**” or the “**Shareholders**”) holding not less than 10 per cent of the voting rights of the Company to make a requisition to convene an extraordinary general meeting and to add resolutions to the agenda of the meeting;
- (3) specify that all Shareholders of the Company have the right to speak and vote at general meetings except where a Shareholder is required by the GEM Listing Rules to abstain from voting to approve the matter under consideration;

- (4) to provide that any representative authorised by a clearing house to attend any meeting of the Company shall have the right to speak and the right to vote at the meeting;
- (5) give the Shareholders of the Company the right to remove the Auditors of the Company by an ordinary resolution;
- (6) bring the Current M&A in line with amendments made to the applicable laws of the Cayman Islands and the GEM Listing Rules; and
- (7) make consequential amendments in line with the above amendments to the Current M&A.

The proposed adoption of the Amended and Restated M&A is subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company to be held on 16 September 2022 (the “**2022 AGM**”). A circular containing, among other things, particulars relating to the proposed amendments to the Current M&A of the Company brought about by the adoption of the Amended and Restated M&A together with a notice convening the 2022 AGM will be despatched to the Shareholders in accordance with the GEM Listing Rules.

By Order of the Board
Mi Ming Mart Holdings Limited
Yuen Mi Ming Erica
*Chairlady, Chief Executive Officer and
Executive Director*

Hong Kong, 21 June 2022

As at the date of this announcement, the Executive Directors of the Company are Ms. Yuen Mi Ming Erica (Chairlady) and Ms. Yuen Mimi Mi Wahng, the Non-executive Directors are Mr. Cheung Siu Hon Ronald, Mr. Lam Yue Yeung Anthony and Mr. Wong Siu Ki and the Independent Non-executive Directors are Ms. Chan Sze Lai Celine, Ms. Hung Yuen Wa and Ms. Tsang Wing Yee.

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, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for a minimum period of 7 days from the date of its publication and on the website of the Company at www.mimingmart.com.

In case of any inconsistency, the English version of this announcement shall prevail over the Chinese translation of this announcement.