
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Mi Ming Mart Holdings Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

PROPOSALS FOR

- (1) ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND REPORTS OF DIRECTORS AND AUDITORS,**
 - (2) DECLARATION OF FINAL DIVIDEND,**
 - (3) RE-ELECTION OF RETIRING DIRECTORS,**
 - (4) RE-APPOINTMENT OF AUDITORS,**
 - (5) GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES**
- AND**
- (6) NOTICE OF 2023 ANNUAL GENERAL MEETING**

A notice convening the 2023 Annual General Meeting (“**2023 AGM**”) of Mi Ming Mart Holdings Limited to be held at Suite 3318, 33/F, Jardine House, 1 Connaught Place, Central, Hong Kong on Friday, 28 July 2023 at 11:00 a.m. is set out on pages 18 to 22 of this circular. A form of proxy for use at the 2023 AGM is also enclosed. Such form of proxy is also published on the websites of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) (www.hkexnews.hk) and the Company (www.mimingmart.com).

Whether or not you are able to attend the 2023 AGM in person, please complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, or via the designated website (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company as soon as possible but in any event not less than 48 hours before the time appointed for the 2023 AGM or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the 2023 AGM or any adjourned meeting if they so wish.

This circular, together with a form of proxy, will remain in the website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its publication and on the Company’s website at www.mimingmart.com.

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

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| “2023 AGM” | the 2023 annual general meeting of the Company to be held at Suite 3318, 33/F, Jardine House, 1 Connaught Place, Central, Hong Kong on Friday, 28 July 2023, to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 18 to 22 of this circular, or any adjournment thereof |
| “Articles of Association” | the articles of association of the Company as amended, supplemented or modified from time to time |
| “Board” | the board of Directors |
| “Cayman Companies Act” | the Companies Act (as revised) of the Cayman Islands as amended from time to time |
| “Close Associate(s)” | has the meaning as defined in the GEM Listing Rules |
| “Company” | Mi Ming Mart Holdings Limited (彌明生活百貨控股有限公司), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the GEM (stock code: 8473) |
| “Core connected person(s)” | has the meaning as defined in the GEM Listing Rules |
| “Director(s)” | the director(s) of the Company |
| “Extension Mandate” | a general and unconditional mandate proposed to be granted to the Directors to the effect that any Shares repurchased under the Share Buy-back Mandate will be added to the total number of Shares which may be allotted and issued under the Issuance Mandate |
| “GEM Listing Rules” | the Rules Governing the Listing of Securities on the GEM of the Stock Exchange |
| “Group” | the Company and its subsidiaries |
| “HK\$” and “HK cents” | Hong Kong dollars, the lawful currency of Hong Kong |
| “Hong Kong” | the Hong Kong Special Administrative Region of the People’s Republic of China |

DEFINITIONS

| | |
|---------------------------|--|
| “Issuance Mandate” | a general and unconditional mandate proposed to be granted to the Directors to exercise the power of the Company to allot, issue or deal with additional Shares of not exceeding 20% of the total number of issued shares of the Company as at the date of passing of the proposed ordinary resolution contained in item 6 of the notice of the 2023 AGM as set out on pages 18 to 22 of this circular |
| “Latest Practicable Date” | 20 June 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular |
| “Memorandum” | the memorandum of association of the Company as amended, supplemented or modified from time to time |
| “SFO” | Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) |
| “Share(s)” | ordinary share(s) of HK\$0.01 each in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company |
| “Share Buy-back Mandate” | a general and unconditional mandate proposed to be granted to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued shares of the Company as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the 2023 AGM as set out on pages 18 to 22 of this circular |
| “Shareholder(s)” | the registered holder(s) of Share(s) |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Takeovers Code” | The Code on Takeovers and Mergers approved by the Securities and Futures Commission as amended from time to time |
| “%” | per cent |

LETTER FROM THE BOARD

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)

Executive Directors:

Ms. Yuen Mi Ming Erica
(Chairlady and Chief Executive Officer)
Ms. Yuen Mimi Mi Wahng

Non-executive Directors:

Mr. Cheung Siu Hon Ronald
Mr. Lam Yue Yeung Anthony
Mr. Wong Siu Ki

Independent Non-executive Directors:

Ms. Chan Sze Lai Celine
Ms. Hung Yuen Wa
Ms. Tsang Wing Yee

Registered Office:

Windward 3, Regatta Office Park
P.O. Box 1350
Grand Cayman
KY1-1108
Cayman Islands

*Head Office and Principal Place of
Business in Hong Kong:*

16th Floor
Guangdong Tours Centre
18 Pennington Street
Hong Kong

Hong Kong, 29 June 2023

To the Shareholders

Dear Sir/Madam,

PROPOSALS FOR
(1) ADOPTION OF AUDITED CONSOLIDATED
FINANCIAL STATEMENTS AND
REPORTS OF DIRECTORS AND AUDITORS,
(2) DECLARATION OF FINAL DIVIDEND,
(3) RE-ELECTION OF RETIRING DIRECTORS,
(4) RE-APPOINTMENT OF AUDITORS,
(5) GENERAL MANDATES TO REPURCHASE SHARES AND
TO ISSUE SHARES
AND
(6) NOTICE OF 2023 ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to give you notice of the 2023 AGM, to provide you with information regarding the (i) the adoption of audited consolidated financial statements and the reports of the Directors and the Auditors; (ii) the proposed declaration of final dividend for the year ended 31 March 2023; (iii) the proposed re-election of the retiring Directors; (iv) the proposed re-appointment of the Auditors of the Company; (v) the proposed renewal of the general mandates to issue and allot Shares and to repurchase Shares; and (vi) to seek your approval of the resolutions relating to these matters at the 2023 AGM.

LETTER FROM THE BOARD

2. RESOLUTION (1) ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND THE REPORTS OF THE DIRECTORS AND THE AUDITORS FOR THE YEAR ENDED 31 MARCH 2023

The audited consolidated financial statements of the Company for the year ended 31 March 2023 together with the Reports of the Directors and the Auditors, are set out in the 2022/23 annual report which will be sent to the Shareholders on 29 June 2023. The 2022/23 annual report may then be viewed and downloaded from the Company's website (www.mimingmart.com) and the Stock Exchange's website (www.hkexnews.hk). The audited consolidated financial statements have been reviewed by the Audit Committee of the Company.

3. RESOLUTION (2) DECLARATION OF A FINAL DIVIDEND FOR THE YEAR ENDED 31 MARCH 2023

The Board is pleased to announce that at a Board meeting held on 20 June 2023, resolutions have been passed to recommend (subject to the approval by the Shareholders at the 2023 AGM) the payment of a final dividend for the year ended 31 March 2023 of HK0.8 cent per Share, with an aggregate amount of approximately HK\$9.0 million.

The proposed final dividend (if approved by the Shareholders in the 2023 AGM) is expected to be distributed on Friday, 15 September 2023, to the Shareholders whose names appear on the Company's register of members on Friday, 18 August 2023, being the record date for determination of entitlements of the final dividend.

4. RESOLUTION (3) RE-ELECTION OF RETIRING DIRECTORS

The Board currently consists of eight Directors, namely Ms. Yuen Mi Ming Erica, Ms. Yuen Mimi Mi Wahng, Mr. Cheung Siu Hon Ronald, Mr. Lam Yue Yeung Anthony, Mr. Wong Siu Ki, Ms. Chan Sze Lai Celine, Ms. Tsang Wing Yee and Ms. Wong Yuen Kwan.

In accordance with Article 112 of the Articles of Association, any director appointed by the Board to fill a casual vacancy or an addition to the existing Board shall hold office only until the first annual general meeting of the Company after his appointment and be subject to re-election at such meeting. Accordingly, Ms. Wong Yuen Kwan ("**Ms. Wong**") (appointed by the Board on 15 December 2022) shall retire at the 2023 AGM and, being eligible, offer herself for election. Furthermore, according to Article 108(a) of the Articles of Association of the Company provides that at each annual general meeting one-third of the Directors for the time being (or if their number is not a multiple of three (3), the number nearest to but not less than one-third) shall retire from office by rotation. Accordingly, Ms. Yuen Mi Ming Erica ("**Ms. Erica Yuen**"), Ms. Yuen Mimi Mi Wahng ("**Ms. Mimi Yuen**"), Mr. Wong Siu Ki ("**Mr. Wong**") shall retire by rotation at the 2023 AGM and being eligible, offer themselves for re-election.

The re-election of Directors has been reviewed by the Nomination Committee of the Company which recommended to the Board that the re-election be proposed for Shareholders' approval at the 2023 AGM. The nominations were made in accordance with the Nomination Policy of the Company and the objective criteria for the nominations include but not limited to gender, age, nationality, cultural and educational background, skills and professional experience, with due regard for the benefits of diversity as set out under the diversity policy of the Company.

LETTER FROM THE BOARD

In recommending each of Ms. Erica Yuen and Ms. Mimi Yuen to stand for re-election as Executive Directors, and Mr. Wong and Ms. Wong to stand for re-election as a Non-executive Director and an Independent Non-executive Director respectively, the Nomination Committee has considered the following backgrounds and attributes of the nominees concerned:

- (a) Ms. Erica Yuen obtained a Bachelor's Degree of Arts (major in Economics) with Magna Cum Laude Honor from the Tufts University in the United States in May 2003. Ms. Erica Yuen is currently responsible for corporate strategic planning, overall management and supervision of sales and marketing, and development of market recognition of the Group. She has gained more than ten years of marketing experience in the skincare and cosmetics industry and health supplement industry since 2009 when the Group was established.
- (b) Ms. Mimi Yuen obtained a dual Master's Degree of Science and Business Administration from the Northeastern University in the United States in September 1997. Since Ms. Mimi Yuen established the business of the Group together with Ms. Erica Yuen back in 2009, she has accumulated more than ten years of experience in the skincare and cosmetics industry and health supplement industry. She is currently responsible for the establishment and optimisation of the Group's day-to-day operations, in particular, overseeing the operational processes, resources allocation and cross-departmental cooperation. Ms. Mimi Yuen also oversees the accounting and human resources departments.
- (c) Mr. Wong obtained a Bachelor's Degree of Social Science in Economics from The Chinese University of Hong Kong in November 2014 and a Master's Degree of Science in Corporate Governance and Compliance from the Hong Kong Baptist University in November 2019. Mr. Wong has been appointed as an Executive Director of EJE (Hong Kong) Holdings Limited, formerly known as Jia Meng Holdings Limited, a company listed on the GEM of the Stock Exchange (Stock Code: 8101) from December 2015 to December 2018.
- (d) Ms. Wong obtained a Bachelor's Degree in Business Administration from the Simon Fraser University in Canada in February 1999. Ms. Wong was employed by The Hongkong and Shanghai Banking Corporation Limited under the HSBC Group from October 2002 to November 2011 with her last position as an associate director. From January 2012 to July 2021, Ms. Wong rejoined HSBC Group with her last position as a director responsible for regional lending and portfolio management.

The Nomination Committee considered that in view of their diverse and different educational background and experience, the appointment of Ms. Erica Yuen, Ms. Mimi Yuen, Mr. Wong and Ms. Wong as Directors will bring valuable perspectives, knowledge, skills and experiences to the Board for its efficient and effective functioning and their appointments will contribute to the diversity of the Board appropriate to the requirements of the Company's business.

The Nomination Committee has also assessed the independence of all the INEDs. All the INEDs of the Company satisfied the Independence Guidelines set out in Rule 5.09 of the GEM Listing Rules and each has provided to the Company an annual written confirmation of her independence.

The biographical details of the abovementioned Directors proposed to be re-elected at the 2023 AGM are set out in Appendix 1 to this circular.

LETTER FROM THE BOARD

5. RESOLUTION (4) RE-APPOINTMENT OF AUDITORS

Grant Thornton Hong Kong Limited will retire as the Auditors of the Company at the 2023 AGM and, being eligible, offer themselves for re-appointment.

The Board proposed to re-appoint Grant Thornton Hong Kong Limited as the Auditors of the Company and to hold office until the conclusion of the next annual general meeting of the Company.

6. RESOLUTION (5) GRANTING OF GENERAL MANDATE TO REPURCHASE SHARES

At the 2022 annual general meeting of the Company held on 16 September 2022, a general mandate was granted to the Directors to repurchase Shares. Such mandate will lapse at the conclusion of the 2023 AGM. In order to give the Company the flexibility to repurchase Shares if and when appropriate, an ordinary resolution will be proposed at the 2023 AGM to approve the granting of the Share Buy-back Mandate to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares of the Company as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the 2023 AGM as set out on pages 18 to 22 of this circular. Subject to the passing of the proposed resolution granting the Share Buy-back Mandate to the Directors and on the basis that no Shares will be issued and repurchased by the Company between the Latest Practicable Date and the 2023 AGM, the Company will be allowed under the Share Buy-back Mandate to repurchase a maximum 112,000,000 Shares. The Directors wish to state that they have no immediate plan to repurchase any Shares pursuant to the Share Buy-back Mandate.

An explanatory statement required by the GEM Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Share Buy-back Mandate is set out in Appendix II to this circular.

7. RESOLUTION (6) GRANTING OF GENERAL MANDATE TO ISSUE SHARES

At the 2022 annual general meeting of the Company held on 16 September 2022, a general mandate was granted to the Directors to issue Shares. Such mandate will lapse at the conclusion of the 2023 AGM. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the 2023 AGM to approve the granting of the Issuance Mandate to the Directors to allot, issue or deal with additional Shares of not exceeding 20% of the total number of issued Shares of the Company as at the date of passing of the proposed ordinary resolution contained in item 6 of the notice of the 2023 AGM as set out on pages 18 to 22 of this circular.

As at the Latest Practicable Date, a total of 1,120,000,000 shares were in issue. Subject to the passing of the proposed resolution granting the Issuance Mandate to the Directors and on the basis that no Shares will be issued or repurchased by the Company between the Latest Practicable Date and the 2023 AGM, the Company will be allowed under the Issuance Mandate to issue a maximum of 224,000,000 Shares. An ordinary resolution to extend the Issuance Mandate by adding the number of Shares repurchased by the Company pursuant to the Share Buy-back Mandate will also be proposed at the 2023 AGM.

The Directors wish to state that they have no immediate plan to issue any new Shares pursuant to the Issuance Mandate.

LETTER FROM THE BOARD

8. RESOLUTION (7) GRANTING OF EXTENSION MANDATE

In addition, subject to the passing of the resolutions to grant the Issuance Mandate and the Share Buy-back Mandate, an ordinary resolution will be proposed at the 2023 AGM to authorise the Directors to extend the Issuance Mandate to allot and issue Shares by an amount of Shares representing the aggregate nominal value of Shares of the Company purchased or repurchased by the Company pursuant to the authority granted to the Directors under the Share Buy-back Mandate provided that such extended amount shall not exceed 10% of the aggregate number of the issued Shares as at the date of passing the resolution for approving the Share Buy-back Mandate.

The Issuance Mandate and the Share Buy-back Mandate would expire at the earliest of: (a) the conclusion of the next annual general meeting of the Company following the 2023 AGM; or (b) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association, the Cayman Companies Act or the applicable laws of Cayman Islands to be held; or (c) revocation or variation by an ordinary resolution of the Shareholders in a general meeting prior to the next annual general meeting of the Company.

9. 2023 ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the 2023 AGM is set out on pages 18 to 22 of this circular.

A form of proxy for use at the 2023 AGM is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.mimingmart.com). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority, at Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, or via the designated website (<https://spot-meeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company as soon as possible but in any event not less than 48 hours before the time appointed for the 2023 AGM or the adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the 2023 AGM if you so wish.

10. VOTING AT THE 2023 ANNUAL GENERAL MEETING

Pursuant to Rule 17.47(4) of the GEM Listing Rules, any vote of the Shareholders at a general meeting of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the resolutions to be considered and, if thought fit, approved at the 2023 AGM will be voted by way of a poll by the Shareholders. An announcement on the poll results of the 2023 AGM will be made by the Company after the 2023 AGM, in the manner prescribed under Rule 17.47(5) of the GEM Listing Rules.

LETTER FROM THE BOARD

11. RECOMMENDATION

The Directors consider that the proposed declaration of final dividend for the year ended 31 March 2023, the proposed re-election of retiring Directors, the appointment of Auditors, the granting of the Share Buy-back Mandate, the Issuance Mandate and the Extension Mandate are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of all relevant resolutions to be proposed at the 2023 AGM.

12. CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company for the 2023 AGM will be closed from Tuesday, 25 July 2023 to Friday, 28 July 2023, both days inclusive, during which no transfer of Shares will be registered. In order to qualify for attending and voting at the 2023 AGM or any adjournment thereof, all transfers of Shares accompanied by the relevant share certificates and transfer forms must be lodged with Tricor Investor Services Limited, the Company's Hong Kong branch share registrar and transfer office at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Monday, 24 July 2023.

For determining the entitlement to the proposed final dividend, the register of members of the Company will be closed from Thursday, 17 August 2023 to Friday, 18 August 2023, both dates inclusive, during which period no transfer of shares will be effected. Subject to the approval by the Shareholders at the 2023 AGM, the proposed final dividend will be paid on or around Friday, 15 September 2023 to the Shareholders whose names appear on the register of members of the Company on Friday, 18 August 2023. To qualify for the proposed final dividend, if approved at the 2023 AGM, all completed transfer forms accompanied by the relevant share certificates must be lodged with Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 16 August 2023.

13. RESPONSIBILITY OF DIRECTORS

This circular, 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 circular 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 circular misleading.

14. GENERAL INFORMATION

Your attention is also drawn to the additional information set out in the appendices to this circular.

LETTER FROM THE BOARD

15. LANGUAGE

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully,
For and on behalf of the Board
Mi Ming Mart Holdings Limited
Yuen Mi Ming Erica
*Chairlady, Chief Executive Officer
and Executive Director*

**APPENDIX I BIOGRAPHICAL DETAILS OF THE RETIRING DIRECTORS PROPOSED
TO BE RE-ELECTED AT THE 2023 AGM**

The following are the biographical details of the Directors who will retire at the 2023 AGM and being eligible, offer themselves for re-election at the 2023 AGM.

(1) MS. YUEN MI MING ERICA

Ms. Yuen Mi Ming Erica (袁彌明) (“Ms Erica Yuen”), aged 42, is an Executive Director, chairlady of the Board and the Chief Executive Officer of the Company. She is also the chairlady of the Nomination Committee and a member of the Remuneration Committee. She was appointed as a Director on 4 November 2016 and was then redesignated as an Executive Director and appointed as the chairlady and the Chief Executive Officer of the Company on 11 January 2017. Ms. Erica Yuen is also a director of Inwell International Limited, Rosy Horizon Global Limited, Universal Benefits Company Limited, Mi Ming Investment Limited, CI CI Investment Limited and Inwell US Limited, and together with Ms. Mimi Yuen, established the business of the Group back in 2009. Ms. Erica Yuen is mainly responsible for corporate strategic planning, overall management and supervision of sales and marketing, and development of market recognition of the Group. Ms. Erica Yuen is the sister of Ms. Mimi Yuen, spouse of Mr. Lam Yue Yeung Anthony, daughter of Ms. Ying Ka Kwok Tania and sister-in-law of Mr. Cheung Siu Hon Ronald. Save as disclosed above, Ms. Erica Yuen does not have any relationship with any other Directors, senior management, substantial or controlling shareholders of the Company.

Ms. Erica Yuen has over 15 years of experience in the marketing and entertainment fields. Between August 2003 and May 2005, Ms. Erica Yuen worked as a business associate in PCCW Services Limited, which is a wholly-owned subsidiary of PCCW Limited, a company listed on the Main Board of the Stock Exchange (stock code: 0008). Thereafter, she joined the entertainment industry in 2005. She casted in a number of movies and television programmes including drama and variety shows. From 2007 to 2009, Ms. Erica Yuen had been a columnist for several newspapers in Hong Kong, namely “Apple Daily” and “Sudden Weekly”, with some columns for the review of beauty and health products in the market. She has gained more than ten years of marketing experience in the skincare and cosmetics industry and health supplement industry since 2009 when the Group was established.

Ms. Erica Yuen obtained a Bachelor’s Degree of Arts (major in Economics) with Magna Cum Laude Honor from the Tufts University in the United States in May 2003.

Ms. Erica Yuen has entered into a service agreement with the Company for an initial term of three years commencing on 12 February 2018 and will continue thereafter until terminated in accordance with the terms of the service agreement. The amount of remuneration paid to Ms. Erica Yuen for the year ended 31 March 2023 is set out in note 10 to the consolidated financial statements for the year ended 31 March 2023 contained in the Company’s 2022/23 Annual Report. Such remuneration will be reviewed by the Board and by the Remuneration Committee annually.

Ms. Erica Yuen has not in the last three years held any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas. As Ms. Erica Yuen is the wholly beneficial owner of Prime Era Holdings Limited, hence she is deemed to be interested in 542,000,000 Shares held by Prime Era Holdings Limited under the SFO (representing 48.39% of the aggregate number of Shares in issue). Save as disclosed above, Ms. Erica Yuen is not interested in any Shares within the meaning of Part XV of the SFO as at the Latest Practicable Date.

**APPENDIX I BIOGRAPHICAL DETAILS OF THE RETIRING DIRECTORS PROPOSED
TO BE RE-ELECTED AT THE 2023 AGM**

(2) MS. YUEN MIMI MI WAHNG

Ms. Yuen Mimi Mi Wahng (袁彌望) (“Ms. Mimi Yuen”), aged 50, was appointed as a Director on 9 December 2016 and was then redesignated as an Executive Director on 11 January 2017. Since Ms. Mimi Yuen established the business of the Group together with Ms. Erica Yuen back in 2009, she has accumulated more than 12 years of experience in the skincare and cosmetics industry and health supplement industry. Ms. Mimi Yuen is also a director of Inwell International Limited, Rosy Horizon Global Limited, Universal Benefits Company Limited, Mi Ming Investment Limited, CI CI Investment Limited and Inwell US Limited. She is responsible for the establishment and optimisation of the Group’s day-to-day operations, in particular, overseeing the operational processes, resources allocation and cross-departmental cooperation. Ms. Mimi Yuen also oversees the accounting and human resources departments. Ms. Mimi Yuen is the sister of Ms. Erica Yuen, spouse of Mr. Cheung Siu Hon Ronald, daughter of Ms. Ying Ka Kwok Tania and sister-in-law of Mr. Lam Yue Yeung Anthony. Save as disclosed above, Ms. Mimi Yuen does not have any relationship with any other Directors, senior management, substantial or controlling shareholders of the Company.

Ms. Mimi Yuen obtained a dual Master’s Degree of Science and Business Administration from the Northeastern University in the United States in September 1997.

Ms. Mimi Yuen has entered into a service agreement with the Company for an initial term of three years commencing on 12 February 2018 and will continue thereafter until terminated in accordance with the terms of the service agreement. The amount of remuneration paid to Ms. Mimi Yuen for the year ended 31 March 2023 is set out in note 10 to the consolidated financial statements for the year ended 31 March 2023 contained in the Company’s 2022/23 Annual Report. Such remuneration will be reviewed by the Board and by the Remuneration Committee annually.

Ms. Mimi Yuen has not in the last three years held any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas. As Ms. Mimi Yuen is the wholly beneficial owner of Webber Holdings Limited, hence she is deemed to be interested in 47,000,000 Shares held by Webber Holdings Limited under the SFO (representing 4.2% of the aggregate number of Shares in issue). Save as disclosed above, Ms. Mimi Yuen is not interested in any Shares within the meaning of Part XV of the SFO as at the Latest Practicable Date.

**APPENDIX I BIOGRAPHICAL DETAILS OF THE RETIRING DIRECTORS PROPOSED
TO BE RE-ELECTED AT THE 2023 AGM**

(3) MR. WONG SIU KI

Mr. Wong Siu Ki (黃兆祺) (“Mr. Wong”), aged 32, was appointed as a Non-executive Director on 11 June 2021.

Mr. Wong has been appointed as an executive director of EJE (Hong Kong) Holdings Limited, formerly known as Jia Meng Holdings Limited, a company listed on the GEM of the Stock Exchange (Stock Code: 8101) from December 2015 to December 2018.

Mr. Wong obtained a Bachelor’s Degree of Social Science in Economics from The Chinese University of Hong Kong in November 2014 and a Master’s Degree of Science in Corporate Governance and Compliance from the Hong Kong Baptist University in November 2019.

Mr. Wong has entered into a letter of appointment with the Company for an initial term of three years commencing on 11 June 2021 and, subject to retirement by rotation and eligible for re-election pursuant to the Articles of Association and the termination provisions of the letter of appointment. The amount of remuneration paid to Mr. Wong for the year ended 31 March 2023 is set out in note 10 to the consolidated financial statements for the year ended 31 March 2023 contained in the Company’s 2022/23 Annual Report. Such remuneration will be reviewed annually by the Board and by the Remuneration Committee annually.

Mr. Wong has not in the last three years held any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas. Mr. Wong is neither connected with any Directors, senior management, substantial or controlling shareholders of the Company, nor does she have any interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO as at the Latest Practicable Date.

**APPENDIX I BIOGRAPHICAL DETAILS OF THE RETIRING DIRECTORS PROPOSED
TO BE RE-ELECTED AT THE 2023 AGM**

(4) MS. WONG YUEN KWAN

Ms. Wong Yuen Kwan (黃婉君) (“Ms. Wong”), aged 46, was appointed as an Independent Non-executive Director on 15 December 2022. She is also a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

Ms. Wong has over 18 years of experience in the banking industry. She was employed by The Hongkong and Shanghai Banking Corporation Limited under the HSBC Group from October 2002 to November 2011 with her last position as an associate director. From January 2012 to July 2021, Ms. Wong rejoined HSBC Group with her last position as a director responsible for regional lending and portfolio management.

Ms. Wong obtained a Bachelor’s Degree in Business Administration from the Simon Fraser University in Canada in February 1999.

Ms. Wong has entered into a service agreement with the Company for an initial term of three years commencing on 15 December 2022 and subject to retirement by rotation and eligible for re-election pursuant to the Articles of Association and the termination provisions of the letter of appointment. The amount of remuneration paid to Ms. Wong for the year ended 31 March 2023 is set out in note 10 to the consolidated financial statements for the year ended 31 March 2023 contained in the Company’s 2022/23 Annual Report. Such remuneration will be reviewed annually by the Board and by the Remuneration Committee annually.

Ms. Wong has not in the last three years held any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas. Ms. Wong is neither connected with any Directors, senior management, substantial or controlling shareholders of the Company, nor does she have any interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO as at the Latest Practicable Date.

There is no information which is discloseable nor is/was Ms. Wong involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters concerning Ms. Wong that need to be brought to the attention of the Shareholders.

The following is an explanatory statement required by the GEM Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the 2023 AGM in relation to the granting of the Share Buy-back Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 1,120,000,000 Shares.

Subject to the passing of the ordinary resolution set out in item 5 of the notice of the 2023 AGM in respect of the granting of the Share Buy-back Mandate and on the basis that the issued share capital of the Company remains unchanged on the date of the 2023 AGM, i.e. being 1,120,000,000 Shares, the Directors would be authorized under the Share Buy-back Mandate to repurchase, during the period in which the Share Buy-back Mandate remains in force, a total of 112,000,000 Shares, representing 10% of the total number of Shares in issue as at the date of the 2023 AGM.

2. REASONS FOR SHARE BUY-BACK

The Directors believe that the granting of the Share Buy-back Mandate is in the best interests of the Company and the Shareholders.

Shares buy-back may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such a buy-back will benefit the Company and the Shareholders.

3. FUNDING OF SHARE BUY-BACK

The Company may only apply funds legally available for share buy-back in accordance with its Memorandum and Articles of Association, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

Any repurchases by the Company may only be made out of profits of the Company or out of the proceeds of a fresh issue of Shares made for the purpose or, if authorized by the Articles of Association and subject to the Cayman Companies Act and/or other applicable laws, rules and regulations, out of capital. The premium, if any, payable on repurchase must be provided for out of the profits of the Company or out of the Company's share premium account before or at the time the Shares are repurchased or, if authorized by the Articles of Association and subject to Cayman Companies Act and/or other applicable laws, rules and regulations, out of capital. The Shares so repurchased will be treated as cancelled but the aggregate amount of authorized share capital will not be reduced.

The Company may not repurchase its own shares on the Stock Exchange for a consideration other than cash or settlement otherwise than in accordance with the GEM Listing Rules.

4. IMPACT OF SHARE BUY-BACK

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the 2022/23 annual report of the Company for the year ended 31 March 2023) in the event that the Share Buy-back Mandate was to be carried out in full at any time during the proposed buy-back period. However, the Directors do not intend to exercise the Share Buy-back Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

5. DIRECTORS, THEIR CLOSE ASSOCIATES AND CONNECTED PERSONS

As at the Latest Practicable Date, to the best of their knowledge of the Directors having made all reasonable enquiries, none of the Directors nor any of their close associate(s) has any present intention, in the event that the Share Buy-back Mandate is approved by Shareholders and exercised, to sell any of their Shares to the Company pursuant to the Share Buy-back Mandate.

No core connected person of the Company has notified the Company that he/she/it has a present intention to sell any of his/her/its Shares to the Company or has undertaken not to sell any of the Shares held by him/her/it to the Company, in the event that the Company is authorized to make repurchases of the Shares.

6. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares have traded on the GEM during each of the previous 12 months up to and including the Latest Practicable Date were as follows:

| Month | Highest HK\$ | Lowest HK\$ |
|---|-------------------------|------------------------|
| 2022 | | |
| April | 0.191 | 0.178 |
| May | 0.183 | 0.180 |
| June | 0.190 | 0.180 |
| July | 0.182 | 0.170 |
| August | 0.187 | 0.169 |
| September | 0.180 | 0.149 |
| October | 0.152 | 0.120 |
| November | 0.165 | 0.125 |
| December | 0.167 | 0.151 |
| 2023 | | |
| January | 0.175 | 0.150 |
| February | 0.185 | 0.165 |
| March | 0.180 | 0.155 |
| April | 0.200 | 0.169 |
| May | 0.177 | 0.166 |
| June (<i>up to the Latest Practicable Date</i>) | 0.180 | 0.163 |

7. TAKEOVERS CODE AND MINIMUM PUBLIC HOLDING

If as a result of a buy-back of Shares pursuant to the Share Buy-back Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Rule 32 of Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code for all the Shares not already owned by such Shareholder or group of Shareholders.

As at the Latest Practicable Date, according to the register kept by the Company pursuant to section 336 of the SFO and so far as is known to, or can be ascertained after reasonable enquiry by the Directors, the following persons were directly or indirectly interested in 5% or more of the issued share capital of the Company. Their respective interest as at the Latest Practicable Date is shown under the column "Approximate% of the issued share capital before a possible exercise of the Share Buy-back Mandate" while the respective interest in the event that the Directors exercise in full the power to repurchase Shares in accordance with the terms of the ordinary resolutions in relation to the Share Buy-back Mandate to be proposed at the 2023 AGM (and assuming that the issued share capital of the Company remains unchanged up to the date of the 2023 AGM) is shown under the column "Approximate% of the issued share capital should the Share Buy-back Mandate be exercised in full":

| Name of Shareholder | Number of Shares Held | Approximate% of the issued share capital before a possible exercise of the Share Buy-back Mandate | Approximate% of the issued share capital should the Share Buy-back Mandate be exercised in full |
|--|--------------------------|---|---|
| Prime Era Holdings Limited (" Prime Era ") (Note 1) | 542,000,000 | 48.39% | 53.77% |
| Yuen Mi Ming Erica (" Erica ") (Note 1) | 542,000,000 | 48.39% | 53.77% |
| Lam Yue Yeung Anthony (" Anthony ") (Note 2) | 542,000,000 | 48.39% | 53.77% |
| Ying Ka Kwok Tania (" Tania ") | 244,530,000 | 21.83% | 24.26% |

The above are calculated based on 1,120,000,000 shares in issue as at the Latest Practicable Date.

Notes:

- 542,000,000 Shares held by Prime Era, a company wholly owned by Erica, in which Erica is deemed to be interested under the SFO.
- Anthony is the spouse of Erica and is deemed, or taken to be, interested in the Shares in which Erica has interest under the SFO.

On the basis of the shareholding held by the Shareholders named above, an exercise of the Share Buy-back Mandate in full will result in Prime Era, Erica and Anthony becoming obliged to make a mandatory offer under Rules 26 and 32 of the Takeovers Code and the public holding of Shares would be reduced below 25% of the issued share capital of the Company. However, the Directors do not intend to exercise the power to Repurchase Shares to an extent which would render any Shareholder or group of Shareholders obliged to make a mandatory offer under Rules 26 and 32 of the Takeovers Code. Moreover, the Directors will not exercise the Buy-back Mandate to such an extent that the public holding of Shares would be reduced below 25% of the issued share capital of the Company.

8. SHARE BUY-BACK MADE BY THE COMPANY

During the 6 months prior to the Latest Practicable Date, the Company had not repurchased any of the Shares (whether on the Stock Exchange or otherwise).

9. UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the power of the Company to make repurchases pursuant to the Share Buy-back Mandate in accordance with the GEM Listing Rules, the Articles of Association and all applicable laws of the Cayman Islands.

NOTICE OF 2023 AGM

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)

Notice is hereby given that the 2023 Annual General Meeting (“**2023 AGM**”) of Mi Ming Mart Holdings Limited (the “**Company**”) will be held at Suite 3318, 33/F, Jardine House, 1 Connaught Place, Central, Hong Kong on Friday, 28 July 2023, at 11:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To adopt the audited consolidated financial statements of the Company and the reports of the Directors and Auditors for the year ended 31 March 2023.
2. That a final dividend of HK0.8 cent per share be paid to the shareholders whose names appear on the register of members of the Company on Friday, 18 August 2023.
3. To re-elect, each as a separate resolution, the following Directors and to fix the Directors’ remuneration:
 - (a) Ms. Yuen Mi Ming Erica, as an Executive Director of the Company;
 - (b) Ms. Yuen Mimi Mi Wahng, as an Executive Director of the Company;
 - (c) Mr. Wong Siu Ki, as a Non-executive Director of the Company;
 - (d) Ms. Wong Yuen Kwan, as an Independent Non-executive Director of the Company; and
 - (e) To authorize the Board of Directors of the Company to fix the respective Directors’ remuneration.
4. To re-appoint Grant Thornton Hong Kong Limited as Auditors of the Company and to authorize the Board of Directors of the Company to fix the Auditors’ remuneration.

NOTICE OF 2023 AGM

5. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the Directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to repurchase its shares in accordance with all applicable laws and the requirements of the Securities and Future Commission, the Companies Act of the Cayman Islands and the Rules Governing the Listing of Securities on the GEM of the Stock Exchange or those of any other recognised stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the total number of shares of the Company to be repurchased pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution, and if any subsequent consolidation or subdivision of shares is conducted, the maximum number of shares that may be repurchased under the mandate in paragraph (a) above as a percentage of the total number of issued shares at the date immediately before and after such consolidation or subdivision shall be the same; and
- (c) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.”

NOTICE OF 2023 AGM

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“THAT:

- (a) subject to paragraph (c) below, a general mandate be and is hereby generally and unconditionally given to the Directors of the Company during the Relevant Period (as defined below) to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options which might require the exercise of such powers;
- (b) the mandate in paragraph (a) above shall authorize the Directors of the Company to make or grant offers, agreements and options during the Relevant Period which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

- (i) a Rights Issue (as defined below);
- (ii) the exercise of options under a share option scheme of the Company; and
- (iii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company,

shall not exceed 20% of the total number of issued shares of the Company as at the date of passing of this resolution, and if any subsequent consolidation or subdivision of shares is conducted, the maximum number of shares that may be issued under the mandate in paragraph (a) above as a percentage of the total number of issued shares at the date immediately before and after such consolidation or subdivision shall be the same; and

- (d) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and

NOTICE OF 2023 AGM

- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.

“**Rights Issue**” means an offer of shares open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).”

7. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

“**THAT** conditional upon the passing of the resolutions set out in items 5 and 6 of the notice convening this meeting (the “Notice”), the general mandate referred to in the resolution set out in item 6 of the Notice be and is hereby extended by the addition to the aggregate number of shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the Directors pursuant to such general mandate of the number of shares repurchased by the Company pursuant to the mandate referred to in resolution set out in item 5 of the Notice, provided that such amount shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution.”

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

Hong Kong, 29 June 2023

Notes:

1. All resolutions at the 2023 AGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). The results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited and the Company in accordance with the GEM Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the 2023 AGM is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, or via the designated website (<https://spot-meeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company not less than 48 hours before the time appointed for the 2023 AGM or the adjourned meeting (as the case may be). Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the 2023 AGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

NOTICE OF 2023 AGM

4. For determining the entitlement to attend and vote at the 2023 AGM, the Register of Members of the Company will be closed from Tuesday, 25 July 2023 to Friday, 28 July 2023, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the 2023 AGM, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on Monday, 24 July 2023.

The proposed final dividend is subject to the approval of the shareholders at the 2023 AGM. For determining the entitlement to the proposed final dividend, the register of members of the Company will be closed from Thursday, 17 August 2023 to Friday, 18 August 2023, both dates inclusive, during which period no transfer of shares will be effected. To qualify for the proposed final dividend, if approved at the 2023 AGM, all completed transfer forms accompanied by the relevant share certificates must be lodged with Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 16 August 2023.

5. If a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted at or after 9:00 a.m. on Friday, 28 July 2023, the 2023 AGM will not be held on Friday, 28 July 2023. The Company will post an announcement on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the website of the Company (www.mimingmart.com) to notify Shareholders of the date, time and place of the rescheduled meeting.

As at the date of this notice, 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. Tsang Wing Yee and Ms. Wong Yuen Kwan.

In addition, the Company reminds all shareholders that physical attendance in person at the meeting is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the meeting as their proxy to vote on the relevant resolution(s) at the meeting instead of attending the meeting in person, by completing and return the proxy form attached to this document.

If any shareholder chooses not to attend the meeting in person but has any question about any resolution or about the Company, or has any matter for communication with the board of directors of the Company, he/she is welcome to send such question or matter in writing to our registered office or to our email at corporate@mimingmart.com. If any shareholder has any question relating to the meeting, please contact Tricor Investor Services Limited, the Company's Hong Kong branch share registrar and transfer office as follows:

Tricor Investor Services Limited

17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong

Email: is-enquiries@hk.tricorglobal.com

HK Tel: (852) 2980 1333

During business hours (9:00 a.m. to 5:00 p.m., Monday to Friday, excluding Hong Kong Public Holidays)