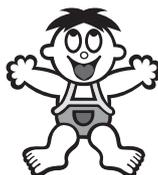

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in Want Want China Holdings Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.



WANT WANT CHINA HOLDINGS LIMITED

中國旺旺控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0151)

GENERAL MANDATES TO REPURCHASE SHARES AND ISSUE NEW SHARES, RE-ELECTION OF DIRECTORS PROPOSED APPOINTMENT OF AUDITORS AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of Want Want China Holdings Limited to be held at Kowloon Shangri-La Hotel, 64 Mody Road, Tsimshatsui, Kowloon, Hong Kong on Tuesday, 17 August 2021 at 9:00 a.m. is set out on pages 19 to 23 of this circular. Whether or not you are able to attend the meeting, please complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to Want Want China Holdings Limited's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the holding of the meeting (i.e. not later than 9:00 a.m. on Sunday, 15 August 2021) or any adjournment thereof. Please note that 14 August 2021 and 15 August 2021 are not working days in Hong Kong and Computershare Hong Kong Investor Services Limited's offices will not be open on these days for physical delivery of the form of proxy. To be effective, all proxy appointments must be lodged with Computershare Hong Kong Investor Services Limited before the deadline. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting (or any adjournment thereof) should you so wish.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

In compliance with the regulations and measures of the Hong Kong Government on the prevention and control of the spread of novel coronavirus (COVID-19), the Company will implement the following precautionary measures at the Annual General Meeting to safeguard the health and safety of the attending Shareholders, proxy, staff and other attendees:

- **compulsory body temperature screening** – any person with a body temperature of over 37.3 degree Celsius or is exhibiting flu-like symptoms will not be admitted to the venue;
- **mandatory wearing of surgical face masks** at the Annual General Meeting venue at all times;
- **appropriate distancing and spacing between seats** in accordance with the guidance from the Hong Kong Government, thus, the Company may limit the number of attendees at the Annual General Meeting as may be necessary to avoid over-crowding; and
- **no food or drinks will be served and no distribution of corporate gift.**

Any person who does not comply with the precautionary measures or is subject to any Hong Kong Government prescribed quarantine will be denied entry to the venue of Annual General Meeting.

For the health and safety of the Shareholders, the Company would like to encourage the Shareholders to appoint the chairman of the Annual General Meeting as their proxy to vote on the relevant resolutions, instead of attending the Annual General Meeting in person.

Subject to the development of COVID-19 situation, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as and when appropriate.

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DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company to be held at 9:00 a.m. on Tuesday, 17 August 2021 at Kowloon Shangri-La Hotel, 64 Mody Road, Tsimshatsui, Kowloon, Hong Kong or any adjournment thereof (as the case may be), the notice of which is set out on pages 19 to 23 of this circular
“Annual Report”	the annual report for the year ended 31 March 2021 of the Company
“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors
“Cayman Companies Law”	the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands
“CG Code”	Corporate Governance Code and Corporate Governance Report contained in Appendix 14 to the Hong Kong Listing Rules
“close associate(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“Company”	Want Want China Holdings Limited, a company incorporated in the Cayman Islands as an exempt company with limited liability under the laws of the Cayman Islands
“controlling shareholder(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“core connected person(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

DEFINITIONS

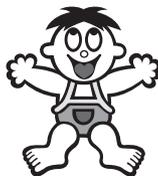
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	5 July 2021, being the latest practicable date for the purpose of ascertaining certain information referred to in this circular
“Memorandum of Association”	the memorandum of association of the Company
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“SFC”	the Securities and Futures Commission
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
“Share(s)”	share(s) in the share capital of the Company of a nominal value of US\$0.02 each
“Shareholder(s)”	holder(s) of the Shares
“Share Issue Mandate”	a general mandate proposed to be granted to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the number of the issued Shares of the Company as at the date of the Annual General Meeting
“Share Repurchase Mandate”	a general mandate proposed to be granted to the Directors to empower the Directors to exercise the power of the Company to repurchase the Shares not exceeding 10% of the number of the issued Shares of the Company as at the date of the Annual General Meeting
“substantial shareholder(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs, as amended or supplemented from time to time

DEFINITIONS

“US\$”	United States dollars, the lawful currency of the United States of America
“%”	per cent.
“2020 Share Repurchase Mandate”	the general mandate that was granted at the last annual general meeting of the Company on 18 August 2020 to Directors to exercise the powers of the Company to repurchase the Shares on the terms set out in the circular of the Company dated 16 July 2020

Reference to time and dates in this Circular are to Hong Kong time and dates.

LETTER FROM THE BOARD



WANT WANT CHINA HOLDINGS LIMITED **中國旺旺控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0151)

Executive Directors

Mr. Tsai Eng-Meng (*Chairman and Chief Executive Officer*)

Mr. Tsai Shao-Chung

Mr. Tsai Wang-Chia (*Chief Operating Officer*)

Mr. Huang Yung-Sung (*Chief Marketing Officer*)

Mr. Chu Chi-Wen (*Chief Financial Officer*)

Mr. Tsai Ming-Hui

Ms. Lai Hong Yee

Non-executive Directors

Mr. Liao Ching-Tsun (*Vice Chairman*)

Mr. Maki Haruo

Mr. Cheng Wen-Hsien

Independent non-executive Directors

Mr. Toh David Ka Hock

Dr. Pei Kerwei

Mr. Hsieh Tien-Jen

Mr. Lee Kwok Ming

Mr. Pan Chih-Chiang

Mrs. Kong Ho Pui King, Stella

Registered office:

Maples Corporate Services Limited

PO Box 309, Uglan House

Grand Cayman, KY1-1104

Cayman Islands

Principal Place of Business

in Hong Kong:

Unit 918, 9/F.,

Mira Place Tower A

132 Nathan Road,

Tsimshatsui, Kowloon

Hong Kong

Company Secretary:

Ms. Lai Hong Yee

12 July 2021

To the Shareholders

Dear Sir or Madam,

**GENERAL MANDATES
TO REPURCHASE SHARES AND ISSUE NEW SHARES,
RE-ELECTION OF DIRECTORS
PROPOSED APPOINTMENT OF AUDITORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide the Shareholders with information reasonably necessary to enable the Shareholders to consider and, if thought fit, approve, among other things, the following resolutions to be proposed at the Annual General Meeting:

LETTER FROM THE BOARD

- (a) the grant of the Share Repurchase Mandate to the Directors for repurchase of Shares by the Company;
- (b) the grant of the Share Issue Mandate to the Directors to issue additional Shares;
- (c) the extension to the Share Issue Mandate to include the Shares repurchased under the Share Repurchase Mandate, if any;
- (d) the re-election of the Directors; and
- (e) the proposed appointment of auditors.

GENERAL MANDATE TO REPURCHASE SHARES

At the last annual general meeting of the Company held on 18 August 2020, the 2020 Share Repurchase Mandate was granted to the Directors to exercise the powers of the Company to repurchase the Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. An ordinary resolution will accordingly be proposed at the Annual General Meeting for the Shareholders to consider and, if thought fit, grant a general mandate to the Directors to exercise the power of the Company to repurchase the Shares. The total number of Shares which may be repurchased pursuant to the Share Repurchase Mandate are up to 10% of the number of issued Shares of the Company as at the date of passing of the resolution approving the Share Repurchase Mandate.

Details of the Share Repurchase Mandate are set out in Resolution 5 in the notice of the Annual General Meeting set out on pages 19 to 23 of this circular. As at the Latest Practicable Date, the number of Shares in issue of the Company was 12,025,240,135 Shares (before taking into account the cancellation of the 4,000,000 Shares repurchased by the Company on 30 June 2021). Assuming that there is no change in the number of Shares in issue between the period from the Latest Practicable Date and the date of passing of the resolution approving the Share Repurchase Mandate (other than the cancellation of the 4,000,000 Shares repurchased by the Company on 30 June 2021), the maximum number of Shares which may be repurchased pursuant to the Share Repurchase Mandate would be 1,202,124,013 Shares, representing 10% of the number of issued Shares of the Company as at the date of passing of the resolution approving the Share Repurchase Mandate.

An explanatory statement giving certain information regarding the Share Repurchase Mandate as required by the Hong Kong Listing Rules is set out in Appendix I to this circular. The Share Repurchase Mandate will expire upon the earlier of: (a) the conclusion of the next annual general meeting of the Company; (b) the expiration of the period within which the next annual general meeting of the Company is required to be convened under the Articles of Association or any applicable law(s); and (c) the date on which the authority given under the ordinary resolution approving the Share Repurchase Mandate is revoked or varied by an ordinary resolution of the Shareholders.

LETTER FROM THE BOARD

GENERAL MANDATE TO ISSUE SHARES AND EXTENSION OF GENERAL MANDATE

At the last annual general meeting of the Company held on 18 August 2020, a general mandate was granted to the Directors to allot, issue and deal with additional Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. Two ordinary resolutions will accordingly be proposed at the Annual General Meeting for the Shareholders to consider and, if thought fit, grant, respectively, a general mandate to the Directors to exercise the power of the Company to allot, issue and deal with additional Shares not exceeding 20% of the number of issued Shares of the Company as at the date of passing of the resolution approving the Share Issue Mandate and an extension of the Share Issue Mandate to include any Shares representing the total number of the Shares repurchased by the Company after the granting of the Share Repurchase Mandate.

Details of the Share Issue Mandate and its extension are set out in Resolutions 6 and 7 in the notice of the Annual General Meeting set out on pages 19 to 23 of this circular. The Share Issue Mandate and its extension will expire upon the earlier of: (a) the conclusion of the next annual general meeting of the Company; (b) the expiration of the period within which the next annual general meeting of the Company is required to be convened under the Articles of Association or any applicable law(s); and (c) the date on which the authority given under the ordinary resolutions approving the Share Issue Mandate and its extension are revoked or varied by an ordinary resolution of the Shareholders.

RE-ELECTION OF DIRECTORS

At the Annual General Meeting, the Directors retiring by rotation in accordance with Article 130 of the Articles of Association are Mr. Tsai Shao-Chung, Mr. Chu Chi-Wen, Mr. Tsai Ming Hui, Mr. Maki Haruo and Mr. Toh David Ka Hock. Mr. Toh David Ka Hock has informed the Board that he would not offer himself for re-election and accordingly will retire as Director upon the conclusion of the Annual General Meeting. Save for Mr. Toh, all the aforesaid retiring Directors, being eligible, will offer themselves for re-election at the Annual General Meeting.

Further, pursuant to Article 114 of the Articles of Association, any Director newly appointed by the Board shall hold office only until the Company's next general meeting immediately following his/her appointment and shall then be eligible for re-election at that meeting. Mrs. Kong Ho Pui King, Stella was appointed by the Board as an independent non-executive Director with effect from 1 July 2021. As such, she shall retire from office as a Director at the Annual General Meeting and, being eligible, offer herself for re-election.

The Board was introduced to Mrs. Kong Ho Pui King, Stella through previous business dealings. After considering Mrs. Kong on merit and against objective criteria and with due regard for the benefits of diversity on the Board, taking care that the appointee shall have enough time available to devote to the position, the nomination committee of the Company proposed that Mrs. Kong be appointed as an independent non-executive Director, and the appointment was subsequently considered and approved by the Board.

LETTER FROM THE BOARD

The Company has received a written confirmation from Mrs. Kong confirming her independence in accordance with Rule 3.13 of the Hong Kong Listing Rules. In addition, she is neither interested in the securities or business of the Company nor connected with any Director, senior management or substantial or controlling Shareholders of the Company. The Board therefore considers Mrs. Kong to be independent.

The Board considers that Mrs. Kong can bring to the Board, and contribute to the diversity of the Board with, her over 30 years of experience in the banking industry and extensive global capital market experience in wealth management industry, as well as her other perspective, skills and experience (as further described in the details of the Director in Appendix II to this circular). The appointment of Mrs. Kong further enhances the gender diversity of the Board. On the basis of the above, the Board recommends the Shareholders to re-elect Mrs. Kong Ho Pui King, Stella as an independent non-executive Director of the Company.

Particulars of the Directors proposed to be re-elected at the Annual General Meeting are set out in Appendix II to this circular.

PROPOSED APPOINTMENT OF AUDITORS

As disclosed in the announcement of the Company dated 22 June 2021, PricewaterhouseCoopers (“PwC”) will retire as the auditors of the Company upon expiration of its current term of office at the conclusion of the Annual General Meeting of the Company to be held on 17 August 2021.

The Board has resolved, with recommendation from the audit and risk management committee of the Company, to propose the appointment of Ernst & Young as the new auditors of the Company following the retirement of PwC, subject to the approval of the Shareholders at the Annual General Meeting.

PwC has been the auditors of the Company since 2007. Consistent with good corporate governance practice, the Board considered that change of auditors will help enhance the independence of the auditors. The Board is of the view that the proposal for appointing Ernst & Young as auditors of the Company would be in the best interest of the Company and the Shareholders as a whole.

The Board has also confirmed that there are no disagreements or outstanding matters between the Company and PwC, and the Board is not aware of any other matters in relation to the change of auditors that need to be brought to the attention of the Shareholders.

ANNUAL GENERAL MEETING

At the Annual General Meeting, resolutions will be proposed for the Shareholders to consider and, if thought fit, approve, among other things, the granting of the Share Repurchase Mandate and the Share Issue Mandate (and its extension) to the Directors, the re-election of the Directors and the proposed appointment of auditors.

LETTER FROM THE BOARD

The notice convening the Annual General Meeting is set out on pages 19 to 23 of this circular. A form of proxy for the Annual General Meeting is dispatched with this circular and published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (www.want-want.com). Whether or not you intend to attend the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the holding of the Annual General Meeting (i.e. not later than 9:00 a.m. on Sunday, 15 August 2021) or any adjournment thereof. Please note that 14 August 2021 and 15 August 2021 are not working days in Hong Kong and Computershare Hong Kong Investor Services Limited's offices will not be open on these days for physical delivery of the form of proxy. To be effective, all proxy appointments must be lodged with Computershare Hong Kong Investor Services Limited before the deadline. Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting (or any adjournment thereof) should you so wish.

Pursuant to Rule 13.39(4) of the Hong Kong 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 Annual General Meeting shall be decided by poll.

RECOMMENDATION

The Directors believe that the granting of the Share Issue Mandate (and its extension) and the Share Repurchase Mandate to the Directors, re-election of the Directors and the proposed appointment of auditors are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all the resolutions set out in the notice of the Annual General Meeting.

RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts not contained in this circular, the omission of which would make any statement herein misleading.

Yours faithfully
For and on behalf of the Board
Want Want China Holdings Limited
Tsai Eng-Meng
Chairman

The following is an explanatory statement required by the Hong Kong Listing Rules to be sent to the Shareholders to enable them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Share Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company was US\$240,504,803 comprising 12,025,240,135 Shares (before taking into account the cancellation of the 4,000,000 Shares repurchased by the Company on 30 June 2021).

Subject to the passing of the relevant ordinary resolution approving the grant of the Share Repurchase Mandate at the Annual General Meeting, and assuming that there is no change in the number of Shares in issue between the period from the Latest Practicable Date and the date of passing of the resolution approving the Share Repurchase Mandate (other than the cancellation of the 4,000,000 Shares repurchased by the Company on 30 June 2021), the Directors will be authorized to repurchase a maximum of 1,202,124,013 Shares pursuant to the Share Repurchase Mandate, representing 10% of the number of issued Shares of the Company as at the date of passing of such resolution.

2. REASONS FOR REPURCHASE OF SHARES

The Directors believe that the Share Repurchase Mandate is in the best interests of the Company and the Shareholders. Such repurchases 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 where the Directors believe that such repurchases will benefit the Company and the Shareholders. The timing of such repurchases, the number of Shares to be repurchased, the repurchase price and other terms upon which the Shares are repurchased will be decided by the Directors at the relevant time having regard to the prevailing circumstances.

3. FUNDING OF REPURCHASES

Repurchase of Shares listed on the Hong Kong Stock Exchange must be funded by funds legally available for the purpose in accordance with the Memorandum of Association, the Articles of Association and the applicable laws of the Cayman Islands.

On the basis of the current financial position of the Company as disclosed in the audited accounts contained in the Annual Report and taking into account the current working capital position of the Company, the Directors believe that there might be a material adverse effect on the working capital and/or the gearing position of the Company as compared with the position disclosed in the audited accounts contained in the Annual Report if the Share Repurchase Mandate were exercised in full. However, the Directors do not propose to exercise the Share Repurchase Mandate to such an extent as would, in the circumstances, result in a material adverse effect on the working capital requirements or the gearing levels of the Company which, in the opinion of the Directors, are from time to time appropriate for the Company.

4. UNDERTAKING

The Board has undertaken to the Hong Kong Stock Exchange that, so far as the same may be applicable, it will exercise the Share Repurchase Mandate in accordance with the Hong Kong Listing Rules and the laws of the Cayman Islands.

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their close associates have any present intention to sell the Shares to the Company or its subsidiaries in the event that the Share Repurchase Mandate is approved by the Shareholders.

No core connected person has notified the Company that he or she or it has a present intention to sell his or her or its Shares to the Company, nor has he or she or it undertaken not to do so, in the event that the Share Repurchase Mandate is approved by the Shareholders.

5. THE TAKEOVERS CODE

If, as a result of a repurchase of Shares by the Company, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert may obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, according to the register kept by the Company pursuant to Section 336 of the SFO and before taking into account the cancellation of the 4,000,000 Shares repurchased by the Company on 30 June 2021, the substantial Shareholders of the Company, Want Power Holdings Limited (the controlling shareholder of which is Mr. Tsai Eng-Meng), Norwares Overseas Inc. (the controlling shareholder of which is Mr. Tsai Eng-Meng), Mr. Tsai Eng-Meng (through his interests in Want Power Holdings Limited and Norwares Overseas Inc. and family interests) and Iwatsuka Confectionery Co., Ltd. were interested in approximately 42.25%, 8.85%, 52.56% and 5.06%, respectively, of the issued share capital of the Company. On the basis that no further Shares are issued or repurchased (other than the cancellation of the 4,000,000 Shares repurchased by the Company on 30 June 2021) and in the event that the Share Repurchase Mandate is exercised in full, the interest of Want Power Holdings Limited, Norwares Overseas Inc., Mr. Tsai Eng-Meng and Iwatsuka Confectionery Co., Ltd. in the issued share capital of the Company will be increased to approximately 46.95%, 9.83%, 58.42% and 5.62%, respectively. Such increases are not currently expected to give rise to any obligation to make a mandatory general offer under Rule 26 of the Takeovers Code.

Save as disclosed above and based on the information known to date, the Directors are not aware of any consequences which may arise under the Takeovers Code even if the Share Repurchase Mandate is exercised in full.

6. SHARES REPURCHASED BY THE COMPANY

The Company repurchased a total of 151,497,000 Shares on the Hong Kong Stock Exchange during the six months immediately preceding and including the Latest Practicable Date, with the details as follows:

Date of repurchase	Total number of Shares repurchased	Repurchase Price per share	
		Highest HK\$	Lowest HK\$
22 January 2021	5,000,000	5.40	5.38
25 January 2021	2,000,000	5.43	5.33
26 January 2021	1,000,000	5.47	5.44
02 February 2021	4,279,000	5.55	5.52
03 February 2021	1,892,000	5.56	5.53
05 February 2021	2,670,000	5.57	5.53
08 February 2021	4,000,000	5.63	5.56
09 February 2021	3,000,000	5.59	5.57
10 February 2021	1,830,000	5.63	5.62
11 February 2021	670,000	5.80	5.76
16 February 2021	1,000,000	5.87	5.85
17 February 2021	500,000	5.84	5.82
18 February 2021	1,500,000	5.91	5.87
19 February 2021	620,000	6.04	5.96
22 February 2021	6,100,000	5.94	5.90
23 February 2021	4,231,000	5.85	5.82
24 February 2021	4,521,000	5.79	5.70
25 February 2021	3,000,000	5.77	5.72
26 February 2021	4,000,000	5.74	5.61
01 March 2021	3,200,000	5.63	5.60
02 March 2021	931,000	5.64	5.63
03 March 2021	221,000	5.69	5.69
04 March 2021	4,000,000	5.81	5.67
05 March 2021	860,000	5.85	5.79
08 March 2021	3,106,000	5.80	5.75
09 March 2021	880,000	5.97	5.95
10 March 2021	1,935,000	5.94	5.90
11 March 2021	3,000,000	5.98	5.93
12 March 2021	2,500,000	5.96	5.89
15 March 2021	1,672,000	5.98	5.94
16 March 2021	2,000,000	6.04	6.02
17 March 2021	2,500,000	6.00	5.98
18 March 2021	2,338,000	6.06	6.03
19 March 2021	572,000	6.14	6.12
22 March 2021	2,000,000	5.99	5.98
23 March 2021	3,082,000	5.76	5.67

Date of repurchase	Total number of Shares repurchased	Repurchase Price per share	
		Highest <i>HK\$</i>	Lowest <i>HK\$</i>
24 March 2021	867,000	5.83	5.81
25 March 2021	2,500,000	5.76	5.73
26 March 2021	3,500,000	5.72	5.67
29 March 2021	336,000	5.85	5.85
31 March 2021	2,000,000	5.86	5.81
01 April 2021	2,000,000	5.88	5.80
07 April 2021	733,000	5.90	5.86
08 April 2021	1,000,000	5.88	5.86
09 April 2021	1,998,000	5.88	5.86
12 April 2021	2,000,000	5.85	5.82
13 April 2021	3,000,000	5.78	5.72
14 April 2021	1,295,000	5.76	5.74
15 April 2021	1,049,000	5.79	5.76
16 April 2021	1,500,000	5.87	5.86
19 April 2021	809,000	5.88	5.87
21 April 2021	2,500,000	5.82	5.79
22 April 2021	2,500,000	5.74	5.71
23 April 2021	1,500,000	5.74	5.73
26 April 2021	3,350,000	5.70	5.67
27 April 2021	3,000,000	5.65	5.62
28 April 2021	2,500,000	5.65	5.62
29 April 2021	1,687,000	5.73	5.72
30 April 2021	3,000,000	5.69	5.63
03 May 2021	1,500,000	5.65	5.60
06 May 2021	1,500,000	5.72	5.68
07 May 2021	922,000	5.77	5.75
10 May 2021	1,500,000	5.79	5.75
11 May 2021	1,983,000	5.78	5.73
12 May 2021	442,000	5.79	5.78
13 May 2021	2,300,000	5.77	5.71
14 May 2021	1,334,000	5.77	5.75
17 May 2021	282,000	5.77	5.77
20 May 2021	3,000,000	5.76	5.70
21 May 2021	1,500,000	5.79	5.77
30 June 2021	4,000,000	5.55	5.47
	<u>151,497,000</u>		

7. SHARE PRICES

The highest and lowest prices at which the Shares have traded on the Hong Kong Stock Exchange as quoted in its daily quotations sheets in each of the previous twelve months up to and including the Latest Practicable Date are as follows:

	Price per Share (HK\$)	
	Highest	Lowest
2020		
July	6.43	5.73
August	5.97	5.17
September	5.68	5.18
October	5.51	5.11
November	5.98	5.03
December	5.68	5.28
2021		
January	6.25	5.30
February	6.04	5.51
March	6.20	5.59
April	5.97	5.57
May	5.85	5.58
June	6.03	5.42
July (up to and including the Latest Practicable Date)	5.60	5.46

APPENDIX II PARTICULARS OF DIRECTORS FOR RE-ELECTION

Set out below are details of the Directors who will retire at the conclusion of the Annual General Meeting and will be proposed to be re-elected at the Annual General Meeting.

TSAI Shao-Chung, aged 40, is our executive Director and also a member of our Remuneration Committee, Nomination Committee and Strategy Committee. Mr. Tsai Shao-Chung was our non-executive Director from July 2009 to June 2019 and was re-designated as our executive Director with effect from 1 July 2019. Mr. Tsai Shao-Chung is also a director of a number of the Group's subsidiaries. Mr. Tsai Shao-Chung joined our Group in March 2001, following his graduation from the Canadian International School in Singapore. He held various management positions within our Group and had served management roles in several areas such as logistics, human resources, information technology, planning and operations. Mr. Tsai Shao-Chung is a director of IBF Financial Holdings Co., Ltd. (a company listed on the Taiwan Stock Exchange Corporation) and was a director of Union Insurance Company (a company listed on the Taiwan Stock Exchange Corporation) from 2007 to June 2020. He has been a director of the Straits Exchange Foundation since March 2009. Mr. Tsai Shao-Chung is a director of Want Power Holdings Limited and Norwares Overseas Inc. which have discloseable interests in Shares of the Company under Part XV of the SFO. Mr. Tsai Shao-Chung is the son of Mr. Tsai Eng-Meng, the elder brother of Mr. Tsai Wang-Chia and a cousin of Mr. Cheng Wen-Hsien.

There is no director's service contract between any member of the Group and Mr. Tsai Shao-Chung and he was not appointed for a specific term except that he is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once every three years in accordance with the Articles of Association. Mr. Tsai Shao-Chung is entitled to an annual director fee of US\$30,000 from the Company. The total amount of director's remuneration of Mr. Tsai Shao-Chung for the year ended 31 March 2021 was RMB2,079,000, as set out in note 35(a) to the consolidated financial statements of the Company for the year ended 31 March 2021 on page 271 of the Annual Report. The remuneration levels were determined by the Board and the Group with reference to his duties and responsibilities, the Group's and individual performance and prevailing market conditions.

Save as disclosed above, Mr. Tsai Shao-Chung did not have any directorship in any other listed public companies in the last three years.

As at the Latest Practicable Date, Mr. Tsai Shao-Chung was interested in the 101,884,000 Shares through Twitcher Limited, a company wholly owned by him, and in 9,665 shares of Want Want Holdings Ltd, which is an associated corporation of the Company, within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Tsai Shao-Chung does not have any relationship with any Director, senior management or substantial or controlling Shareholders of the Company and does not have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

APPENDIX II PARTICULARS OF DIRECTORS FOR RE-ELECTION

Save as disclosed above, Mr. Tsai Shao-Chung has confirmed that there is no other matter that needs to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Hong Kong Listing Rules.

CHU Chi-Wen, aged 55, is our Chief Financial Officer, executive Director and a member of our Strategy Committee and Environmental, Social and Governance Committee. Mr. Chu graduated from Michigan State University with a master's degree in economics in 1992. He also graduated with a master's degree in professional accountancy from the Chinese University of Hong Kong & Shanghai National Accounting Institute. Mr. Chu has over 25 years of experience in financial management. Mr. Chu is currently an independent non-executive director of Shanghai Zendai Property Limited (a company listed on the Hong Kong Stock Exchange). Before joining our Group in April 1997, Mr. Chu was a financial analyst for the Taiwan Provincial Government from 1992 to 1995 and a finance supervisor at Delta Electronics, Inc. from 1995 to 1996. He worked at Dialer & Business Co. Ltd from 1996 to 1997 as an assistant finance manager.

There is no director's service contract between any member of the Group and Mr. Chu and he was not appointed for a specific term except that he is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once every three years in accordance with the Articles of Association. Mr. Chu is entitled to an annual director fee of US\$60,000 from the Company. The total amount of director's remuneration of Mr. Chu for the year ended 31 March 2021 was RMB2,770,000, as set out in note 35(a) to the consolidated financial statements of the Company for the year ended 31 March 2021 on page 271 of the Annual Report. The remuneration levels were determined by the Board and the Group with reference to his duties and responsibilities, the Group's and individual performance and prevailing market conditions.

As at the Latest Practicable Date, Mr. Chu was interested in 197,200 Shares within the meaning of Part XV of the SFO. These Shares are directly held by him.

Save as disclosed above, Mr. Chu did not have any directorship in any other listed public companies in the last three years. He does not have any relationship with any Director, senior management or substantial or controlling Shareholders of the Company. Save as disclosed in this circular, Mr. Chu does not have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Chu has confirmed that there is no other matter that needs to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Hong Kong Listing Rules.

APPENDIX II PARTICULARS OF DIRECTORS FOR RE-ELECTION

TSAI Ming-Hui, aged 53, is the general manager of the Group's Southeast Asia Development Department, executive Director and also a member of our Strategy Committee. Mr. Tsai is mainly responsible for the Group business development and strategy in Southeast Asia. Meanwhile, he is also responsible for the sales management, brand promotion and market awareness of our products in Hong Kong and Macau. He is a director of a number of subsidiaries of the Group. Mr. Tsai graduated from Department of Mechanical Engineering of Hsinpu Institute of Technology and joined the Group in March 1995. He has over 20 years of experience in snack food, beverage sales and team management. He was in a key management role in the Group's Taiwan sales department, Shanghai sales management department, Central China sales region, and Hong Kong and Macau regions, as well as the business unit general manager.

There is no director's service contract between any member of the Group and Mr. Tsai and he was not appointed for a specific term except that he is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once every three years in accordance with the Articles of Association. Mr. Tsai is entitled to an annual director fee of US\$30,000 from the Company. The total amount of director's remuneration of Mr. Tsai for the year ended 31 March 2021 was RMB1,015,000, as set out in note 35(a) to the consolidated financial statements of the Company for the year ended 31 March 2021 on page 271 of the Annual Report. The remuneration levels were determined by the Board and the Group with reference to his duties and responsibilities, the Group's and individual performance and prevailing market conditions.

As at the Latest Practicable Date, Mr. Tsai was interested in 57,200 Shares within the meaning of Part XV of the SFO. These Shares are directly held by him.

Mr. Tsai did not have any directorship in any other listed public companies in the last three years. He does not have any relationship with any Director, senior management or substantial or controlling Shareholders of the Company. Save as disclosed in this circular, Mr. Tsai does not have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Tsai has confirmed that there is no other matter that needs to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Hong Kong Listing Rules.

APPENDIX II PARTICULARS OF DIRECTORS FOR RE-ELECTION

MAKI Haruo, aged 70, is our non-executive Director. Mr. Maki is the president of Iwatsuka Confectionery Co., Ltd. (“ICCL”), a listed company in Japan and one of the leading rice cracker producers in Japan as well as our technical cooperation partner. Mr. Maki graduated from Toyama National University with a bachelor’s degree. Mr. Maki joined ICCL in 1976 and has served ICCL for over 40 years, and was promoted to become its president in 1998. Mr. Maki joined our Group in May 2001. He is a director of Want Want Japan Co., Ltd, a subsidiary of the Company.

Save as disclosed above, Mr. Maki did not have any directorship in any other listed public companies in the last three years.

There is no director’s service contract between any member of the Group and Mr. Maki and he was not appointed for a specific term except that he is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once every three years in accordance with the Articles of Association. Mr. Maki is entitled to an annual director fee of US\$30,000 which is determined by the Board with reference to his duties and responsibilities with the Company and the prevailing market conditions. The total amount of director’s remuneration of Mr. Maki for the year ended 31 March 2021 was US\$30,000 or RMB equivalent 203,000, as set out in note 35(a) to the consolidated financial statements of the Company for the year ended 31 March 2021 on page 271 of the Annual Report.

As at the Latest Practicable Date, Mr. Maki was interested in (i) 200,000 Shares which are beneficially owned by his spouse; and (ii) 1,100,000 Shares which are directly held by him, within the meaning of Part XV of the SFO.

Mr. Maki does not have any relationship with any Director, senior management or substantial or controlling Shareholders of the Company. Save as disclosed in this circular, he does not have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Maki has confirmed that there is no other matter that needs to be brought to the attention of the Shareholders in connection with his re-election and there is no other information that should be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Hong Kong Listing Rules.

APPENDIX II PARTICULARS OF DIRECTORS FOR RE-ELECTION

KONG HO Pui King, Stella, aged 68, is our independent non-executive Director and a member of each of the Audit and Risk Management Committee, Remuneration Committee, Nomination Committee and Strategy Committee. She is also a member of our Environmental, Social and Governance Committee. Mrs. Kong is currently the Managing Director, Greater China at Raffles Family Office. Previously, she was the Managing Director, Market Group Head, China II at Credit Suisse Private Banking. In her prior role at Standard Chartered Bank, Hong Kong as Deputy Regional Head of Private Banking for Greater China and North Asia, she was instrumental in building the China offshore team. Mrs. Kong has over 30 years of experience in the banking industry spanning four countries in the wealth management industry and has held both senior management and client relationship positions at Credit Suisse, Standard Chartered Bank, ABN AMRO Bank, Sarasin Rabo Investment Management, UBS, Deutsche Bank, Natwest and Citibank. Mrs. Kong is licensed to conduct Type 4 (Advising on Securities) and Type 9 (Asset Management) regulated activities under the SFO.

There is no director's service contract between any member of the Group and Mrs. Kong and she was not appointed for a specific term except that she is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once every three years in accordance with the Articles of Association. Mrs. Kong is entitled to an annual director fee of US\$30,000 which is determined by the Board with reference to her qualifications and experience, duties and responsibilities with the Company and prevailing market conditions.

Mrs. Kong did not have any directorship in any other listed public companies in the last three years. She does not have any relationship with any Director, senior management or substantial or controlling Shareholders of the Company and does not have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Mrs. Kong has confirmed that there is no other matter that needs to be brought to the attention of the Shareholders in connection with her re-election and there is no other information that should be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Hong Kong Listing Rules.

NOTICE OF ANNUAL GENERAL MEETING



WANT WANT CHINA HOLDINGS LIMITED 中國旺旺控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 0151)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of the shareholders of Want Want China Holdings Limited (the “**Company**”) will be held at Kowloon Shangri-La Hotel, 64 Mody Road, Tsimshatsui, Kowloon, Hong Kong on Tuesday, 17 August 2021 at 9:00 a.m. (the “**Annual General Meeting**”), for the following purpose:

1. To consider and approve the audited consolidated financial statements and the reports of the directors and the auditors of the Company for the year ended 31 March 2021.
2. To declare a final dividend for the year ended 31 March 2021.
3. (a) To re-elect the following directors of the Company (each as a separate resolution):
 - (i) Mr. Tsai Shao-Chung as an executive director of the Company;
 - (ii) Mr. Chu Chi-Wen as an executive director of the Company;
 - (iii) Mr. Tsai Ming Hui as an executive director of the Company;
 - (iv) Mr. Maki Haruo as a non-executive director of the Company; and
 - (v) Mrs. Kong Ho Pui King, Stella as an independent non-executive director of the Company.
- (b) To authorize the board of directors of the Company (the “**Board**”) to fix the remuneration of the directors of the Company.
4. To appoint Ernst & Young as the Company’s auditors and authorize the Board to fix their remuneration.

NOTICE OF ANNUAL GENERAL MEETING

ORDINARY RESOLUTIONS

As special business, to consider and, if thought fit, approve with or without amendments the following ordinary resolutions:

5. **“THAT:**

(a) subject to paragraph (b) below, the exercise by the directors of the Company (the **“Directors”**) during the Relevant Period (as defined below) of all the powers of the Company to repurchase shares of US\$0.02 each in the share capital of the Company (**“Shares”**) on The Stock Exchange of Hong Kong Limited (the **“Hong Kong Stock Exchange”**) or on any other stock exchange on which the securities of the Company may be listed and recognized by the Securities and Futures Commission of Hong Kong and the Hong Kong Stock Exchange for this purpose, subject to and in accordance with the applicable laws and requirements of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the **“Hong Kong Listing Rules”**) or any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the total number of Shares which may be repurchased pursuant to the approval in paragraph (a) above shall not exceed ten per cent (10%) of the number of issued Shares of the Company as at the date of passing of this Resolution 5 and the said approval shall be limited accordingly; and

(c) for the purpose of this Resolution 5:

“Relevant Period” means the period from the passing of this Resolution 5 until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company; or

(ii) the expiration of the period within which the next annual general meeting of the Company is required to be convened under its articles of association or any applicable law(s); or

(iii) the date on which the authority given under this Resolution 5 is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.”

6. **“THAT:**

(a) subject to paragraph (c) below, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with additional Shares and to make or grant offers, agreements, options and warrants which might require the exercise of such power be and is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

- (b) the approval in paragraph (a) of this Resolution 6 shall authorize the Directors during the Relevant Period (as defined below) to make or grant offers, agreements, options and warrants which might require the exercise of such power after the end of the Relevant Period;
- (c) the total number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) of this Resolution 6, otherwise than pursuant to, (i) a Rights Issue (as defined below), (ii) any option scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of Shares or rights to acquire Shares or (iii) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company, shall not exceed twenty per cent (20%) of the number of issued Shares of the Company as at the date of passing of this Resolution 6, and the said approval shall be limited accordingly; and
- (d) for the purpose of this Resolution 6:

“Relevant Period” means the period from the passing of this Resolution 6 until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company; or
- (ii) the expiration of the period within which the next annual general meeting of the Company is required to be convened under its articles of association or any applicable law(s); or
- (iii) the date on which the authority given under this Resolution 6 is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of shares open for a period fixed by the Directors to the holders of the Shares 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 exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems having regard to any restrictions or obligations under the laws of, or the requirements of any recognized regulatory body or any stock exchange in, any territory outside Hong Kong applicable to the Company).”

NOTICE OF ANNUAL GENERAL MEETING

7. “**THAT** subject to the passing of Resolutions 5 and 6, the general mandate referred to in Resolution 6 above be and is hereby extended by the addition to the total number of Shares of the Company which may be allotted or agreed to be allotted by the Directors of the Company pursuant to such general mandate, the total number of Shares repurchased by the Company pursuant to the general mandate referred to in Resolution 5 above, provided that such total number of Shares shall not exceed ten per cent (10%) of the number of issued Shares of the Company as at the date of passing of this Resolution 7.”

By Order of the Board
Want Want China Holdings Limited
Lai Hong Yee
Director

Hong Kong, 12 July 2021

Notes:

- (1) Any member entitled to attend and vote at the Annual General Meeting convened under the above notice is entitled to appoint one or more proxies to attend and vote on his/her/its behalf. A proxy needs not be a member of the Company. All forms of proxy, together with the powers of attorney or other authorities, if any, under which they are signed, or notarially certified copies thereof, must be deposited with the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 48 hours before the time appointed for the holding of the Annual General Meeting (i.e. not later than 9:00 a.m. on Sunday, 15 August 2021) or any adjournment thereof. Please note that 14 August 2021 and 15 August 2021 are not working days in Hong Kong and Computershare Hong Kong Investor Services Limited’s offices will not be open on these days for physical delivery of the form of proxy. To be effective, all proxy appointments must be lodged with Computershare Hong Kong Investor Services Limited before the deadline. Completion and return of the form of proxy will not preclude a shareholder from attending and voting in person at the Annual General Meeting (or any adjournment thereof) if he/she/it so wishes and in such event, the relevant form of proxy shall be deemed to be revoked.
- (2) The instrument appointing a proxy shall be in writing under the hand of the appointer or an attorney duly authorized in writing. If the appointer is a corporation, the form of proxy must be under its common seal or under the hand of an officer, attorney or other person authorized to sign the form of proxy.
- (3) In order to qualify to attend and vote at the Annual General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 pm on 11 August 2021, for the purpose of effecting the share transfers. The register of members of the Company will be closed from 12 August 2021 to 17 August 2021 (both dates inclusive).
- (4) In order to qualify for the entitlement to the abovementioned proposed final dividend (subject to shareholders’ approvals at the Annual General Meeting), all transfers accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 pm on 20 August 2021, for the purpose of effecting the share transfers. The register of members will be closed from 21 August 2021 to 25 August 2021 (both dates inclusive).
- (5) Where there are joint registered holders of any Share(s), any one of such persons may vote at the Annual General Meeting, either personally or by proxy, in respect of such Share(s) as if he/she were solely entitled thereto; but if more than one of such joint holders are present at the Annual General Meeting, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).

NOTICE OF ANNUAL GENERAL MEETING

- (6) Biographical details of the retiring Directors who offer themselves for re-election at the Annual General Meeting are set out in Appendix II to the Circular dated 12 July 2021 of which this notice forms part.
- (7) The Annual General Meeting will be held as scheduled on 17 August 2021, Tuesday, when an Amber or Red Rainstorm Warning Signal is in force in Hong Kong. Shareholders should decide on their own whether they would attend the Annual General Meeting under bad weather conditions bearing in mind their own situations.

However, if Typhoon Signal No. 8 or above remains hoisted or a Black Rainstorm Warning Signal is in force in Hong Kong at or at any time after 7:00 a.m. on 17 August 2021, Tuesday, the Annual General Meeting will be postponed and the Shareholders will be informed of the date, time and venue of the postponed meeting by an announcement posted on the Company's website (www.want-want.com) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

- (8) In compliance with the regulations and measures of the Hong Kong Government on the prevention and control of the spread of novel coronavirus (COVID-19), the Company will implement the following precautionary measures at the Annual General Meeting to safeguard the health and safety of the attending Shareholders, proxy, staff and other attendees:

- **compulsory body temperature screening** – any person with a body temperature of over 37.3 degree Celsius or is exhibiting flu-like symptoms will not be admitted to the venue;
- **mandatory wearing of surgical face masks** at the Annual General Meeting venue at all times;
- **appropriate distancing and spacing between seats** in accordance with the guidance from the Hong Kong Government, thus, the Company may limit the number of attendees at the Annual General Meeting as may be necessary to avoid over-crowding; and
- **no food or drinks will be served and no distribution of corporate gift.**

Any person who does not comply with the precautionary measures or is subject to any Hong Kong Government prescribed quarantine will be denied entry to the venue of Annual General Meeting.

For the health and safety of the Shareholders, the Company would like to encourage the Shareholders to appoint the chairman of the Annual General Meeting as their proxy to vote on the relevant resolutions, instead of attending the Annual General Meeting in person.

Subject to the development of COVID-19 situation, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as and when appropriate.

As at the date hereof, the executive Directors are Mr. Tsai Eng-Meng, Mr. Tsai Shao-Chung, Mr. Tsai Wang-Chia, Mr. Huang Yung-Sung, Mr. Chu Chi-Wen, Mr. Tsai Ming-Hui and Ms. Lai Hong Yee; the non-executive Directors are Mr. Liao Ching-Tsun, Mr. Maki Haruo and Mr. Cheng Wen-Hsien; and the independent non-executive Directors are Mr. Toh David Ka Hock, Dr. Pei Kerwei, Mr. Hsieh Tien-Jen, Mr. Lee Kwok Ming, Mr. Pan Chih-Chiang and Mrs. Kong Ho Pui King, Stella.