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*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 00980)**

## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an annual general meeting (the “**AGM**”) of Lianhua Supermarket Holdings Co., Ltd. (the “**Company**”) for the year 2022 will be held at 9:30 a.m. on Thursday, 15 June 2023 at the Conference Room, 13th Floor, Bailian Central Plaza, 1258 Zhen Guang Lu, Shanghai, the People’s Republic of China (the “**PRC**”), to consider and, if thought fit, pass the following ordinary resolutions:

### **ORDINARY RESOLUTIONS**

1. To approve the work report of the board of directors of the Company (the “**Board**”) for the year ended 31 December 2022;
2. To approve the work report of the supervisory committee of the Company (the “**Supervisory Committee**”) for the year ended 31 December 2022;
3. To approve the consolidated audited financial statements of the Company and the report of the international auditors for the year ended 31 December 2022;
4. To approve the profit distribution proposal of the Company for the year ended 31 December 2022 for not distributing final dividend;
5. To approve the re-appointment of Shanghai Certified Public Accountants as the Company’s PRC auditors and Deloitte Touche Tohmatsu as the Company’s international auditors for the period from the conclusion of the annual general meeting of the Company for the year 2022 to the conclusion of the annual general meeting of the Company for the year 2023 and to authorize the Board to fix their respective remuneration; and

6. To approve the members of the eighth session of the Board of the Company (*Note 1*)
- (i) To approve the appointment of Mr. Pu Shao-hua as a non-executive director of the eighth session of the Board;
  - (ii) To approve the appointment of Mr. Shi Xiao-long as a non-executive director of the eighth session of the Board;
  - (iii) To approve the appointment of Mr. Chong Xiao-bing as an executive director of the eighth session of the Board;
  - (iv) To approve the appointment of Ms. Hu Xiao as a non-executive director of the eighth session of the Board;
  - (v) To approve the appointment of Ms. Zhang Shen-yu as a non-executive director of the eighth session of the Board;
  - (vi) To approve the appointment of Mr. Dong Xiao-chun as a non-executive director of the eighth session of the Board;
  - (vii) To approve the appointment of Mr. Wong Tak Hung as a non-executive director of the eighth session of the Board;
  - (viii) To approve the appointment of Mr. Xia Da-wei as an independent non-executive director of the eighth session of the Board;
  - (ix) To approve the appointment of Mr. Lee Kwok Ming, Don as an independent non-executive director of the eighth session of the Board;
  - (x) To approve the appointment of Mr. Chen Wei as an independent non-executive director of the eighth session of the Board;
  - (xi) To approve the appointment of Mr. Zhao Xin-sheng as an independent non-executive director of the eighth session of the Board;

7. To approve the members of the eighth session of the supervisory committee of the Company: *(Note 2)*
  - (i) To approve the appointment of Mr. Li Feng as a supervisor of the eighth session of the supervisory committee of the Company;
  - (ii) To approve the appointment of Mr. Luo Yang-hong as a supervisor of the eighth session of the supervisory committee of the Company; and
8. To approve the proposed remuneration of each of the independent non-executive directors of the eighth session of the Board as RMB150,000 (after taxation) per annum and the grant of authorization to the chairman of the eighth session of the Board to enter into letter of appointment with each of the independent non-executive directors.

By order of the Board  
**Lianhua Supermarket Holdings Co., Ltd.**  
**Pu Shao-hua**  
*Chairman*

Shanghai, the PRC, 26 April 2023

*Notes:*

1. Please refer to Appendix I of the circular of the Company dated 26 April 2023 for details of the candidates for directors of the Company.
2. Please refer to Appendix II of the circular of the Company dated 26 April 2023 for details of the candidates for supervisors of the Company.
3. The H shares share registrar of the Company will be closed from Monday, 15 May 2023 to Thursday, 15 June 2023 (both days inclusive), during which no transfer of H shares of the Company (“**H Shares**”) will be effected. Any holders of H Shares, whose names appear on the Company’s Register of Members on Thursday, 15 June 2023, are entitled to attend and vote at the AGM after completing the registration procedures for attending the meeting. In order to be entitled to attend and vote at the AGM, persons holding H Shares shall lodge share transfer documents and the relevant share certificates with the H Shares share registrar not later than 4:30 p.m. on Friday, 12 May 2023.

4. The address of the Company's share registrar for share transfer of H Shares in Hong Kong is as follows:

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716  
17th Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

5. Holders of H Shares of the Company, who intend to attend the AGM, must complete the reply slips for attending the AGM and return them to the office of the secretary to the Board not later than 20 days before the date of the AGM. Details of the office of the secretary to the Board are as follows:

13th Floor  
Bailian Central Plaza  
1258 Zhen Guang Lu  
Shanghai  
The PRC  
Tel: (8621) 5278 9576  
Fax: (8621) 5279 7976

6. Each holder of H Shares who has the right to attend and vote at the AGM is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his/her/its behalf at the AGM. A shareholder of the Company who has appointed more than one proxy may only vote by poll. Each shareholder of the Company who wished to appoint one or more proxies should first review the annual report of the Company for the year ended 31 December 2022.
7. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney duly authorized in writing. If that instrument is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other documents of authorization, must be notarially certified.
8. In the case of holder of H Shares of the Company, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time for holding the AGM or any adjournment thereof in order for such documents to be valid.

9. Each holder of domestic shares of nominal value of RMB1.00 each in the share capital of the Company which are subscribed for or credited as paid up in Renminbi (the “**Domestic Shares**”) and of unlisted foreign shares of nominal value of RMB1.00 each in the share capital of the Company which are subscribed for or credited as paid up in foreign currency (the “**Unlisted Foreign Shares**”) is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his/her/its behalf at the AGM. Notes (7) to (8) also apply to holders of the Domestic Shares and Unlisted Foreign Shares, except that the proxy form or other documents of authority must be delivered to the office of the secretary to the Board, the address of which is set out in Note (5) above, not less than 24 hours before the time for holding the AGM or any adjournment, thereof in order for such documents to be valid.
10. Shareholders shall produce their identity documents when attending the meeting. If a proxy attends the AGM on behalf of a shareholder of the Company, he/she should produce his/her identity card and the instrument signed by the shareholder or his/her legal representative, which specifies the date of its issuance. If the legal representative of a legal person share shareholder attends the AGM, such legal representative should produce his/her identity card and valid documents evidencing his/her capacity as such legal representative. If a legal person shareholder appoints a representative of the company other than its legal representative to attend the AGM, such representative should produce his/her identity card and an authorization instrument affixed with the seal of the legal person share shareholder and duly signed by its legal representative.
11. The AGM is expected to last for half a day. Shareholders of the Company attending the AGM are responsible for their own transportation and accommodation expenses.

*As at the date of this notice, the directors of the Company are:*

*Executive director:*

Chong Xiao-bing;

*Non-executive directors:*

Pu Shao-hua, Shi Xiao-long, Xu Pan-hua,  
Zhang Shen-yu, Dong Xiao-chun and  
Wong Tak Hung;

*Independent non-executive directors:*

Xia Da-wei, Lee Kwok Ming, Don, Chen Wei and  
Zhao Xin-sheng.