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SUN ART RETAIL GROUP LIMITED

高鑫零售有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 06808)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 16 AUGUST 2023 AT 5:00 P.M.

Reference is made to the circular (the “**Circular**”) of Sun Art Retail Group Limited 高鑫零售有限公司 (the “**Company**”) dated 1 August 2023, incorporating, among others, the notice (the “**Notice**”) of extraordinary general meeting of the Company (the “**EGM**”) held on 16 August 2023 at 5:00 p.m. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the EGM, the total number of shares of the Company in issue was 9,539,704,700 shares, which was the total number of shares of the Company entitling the holders to attend and vote on the Ordinary Resolution at the EGM. There were no shares entitling the holder to attend and abstain from voting in favour of the Ordinary Resolution at the EGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

No shareholder of the Company was required under the Listing Rules to abstain from voting on the Ordinary Resolution at the EGM and none of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on the Ordinary Resolution at the EGM.

The Company’s share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

All Directors attended the EGM in person or by electronic means.

POLL RESULTS OF THE EGM

At the EGM, the proposed ordinary resolution (“**Ordinary Resolution**”) as set out in the Notice was taken by poll. The poll results in respect of the Ordinary Resolution proposed at the EGM were as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	<p>“THAT:</p> <p>(a) subject to and conditional upon the Listing Committee of the Stock Exchange granting the approval of the listing of, and permission to deal in, the new shares of the Company which may fall to be issued and allotted pursuant to the exercise of any options that may be granted under the share option scheme of the Company (the “Share Option Scheme”), the rules of which are set out in the printed documented marked “A” now produced in the meeting and signed by the chairman of the meeting for identification purpose, the Share Option Scheme be and is hereby approved and adopted;</p> <p>(b) the total number of Shares to be allotted and issued pursuant to (a) above, together with any issue of Shares upon the exercise of any options and awards granted under any other share schemes of the Company involving issuance of new shares of the Company as may from time to time be adopted by the Company, shall not exceed such number of Shares as equals to 10% of the Shares in issue as at the date of passing of this Resolution; and</p> <p>(c) the Directors be and are hereby authorised to do all such acts and to enter into all such arrangements as may be necessary or expedient in order to give full effect to the Share Option Scheme including but without limitation to: (i) administer the Share Option Scheme under which options will be granted to participants eligible under the Share Option Scheme to subscribe for Shares; (ii) modify and/or amend the Share Option Scheme from time to time provided that such modification and/or amendment is effected in accordance with the provisions of the Share Option Scheme relating to modification and/or amendment and subject to Chapter 17 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”); (iii) grant options to subscribe for Shares under the Share Option Scheme and to allot and issue from time to time such number of Shares as may be required to be issued pursuant to the exercise of the options under the Share Option Scheme and subject to the Listing Rules; (iv) make application at the appropriate time or times to the Listing Committee of the Stock Exchange upon which the issued Shares may, for the time being, be listed, for listing of, and permission to deal in, any Shares which may hereafter from time to time be allotted and issued pursuant to the exercise of the options under the Share Option Scheme; and (v) consent, if they so deem fit and expedient, to such conditions, modifications and/or variations as may be required or imposed by the relevant authorities in relation to the Share Option Scheme.”</p>	7,750,009,369 (94.441875%)	456,106,176 (5.558125%)

As a majority of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed as an ordinary resolution at the EGM.

By Order of the Board
Sun Art Retail Group Limited
LIN Xiaohai
Executive Director and Chief Executive Officer

Hong Kong, 16 August 2023

As at the date of this announcement, the Directors are:

Executive Director:

Mr. LIN Xiaohai (*Chief Executive Officer*)

Non-Executive Directors:

Mr. HUANG Ming-Tuan (*Chairman*)

Mr. HAN Liu

Mr. LIU Peng

Independent Non-Executive Directors:

Ms. Karen Yifen CHANG

Mr. Charles Sheung Wai CHAN

Mr. Dieter YIH