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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 EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the "EGM") of Lianhua Supermarket Holdings Co., Ltd. (the "Company") for the year 2023 will be held at 9:30 a.m. on Thursday, 21 December 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 resolutions of the Company (unless otherwise specified, capitalised terms used herein shall have the same meaning as defined in the circular of the Company dated 6 November 2023 (the "Circular") containing the details of the following resolutions):

## **ORDINARY RESOLUTIONS**

- 1. To approve the Sales Agency Framework Agreement dated 27 September 2023 entered into between the Company and Bailian Omni-channel E-commerce Co., Ltd. and its proposed annual caps; and
- 2. To approve the Supplemental Agreement dated 27 September 2023 entered into between Lianhua Huashang, a subsidiary of the Company, Shanghai Securities and the Custodian Bank in relation to the provision of asset management and investment services by Shanghai Securities and the Custodian Bank.

## **SPECIAL RESOLUTION**

3. To approve the Proposed Amendments to the Articles of Association of Lianhua Supermarket Holdings Co., Ltd.

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

Shanghai, the PRC, 6 November 2023

## Notes:

- 1. Please refer to the Circular for (i) the details of the Sales Agency Framework Agreement and the transactions contemplated thereunder; (ii) the details of the Supplemental Agreement and the transactions contemplated thereunder; and (iii) the details of the Proposed Amendments to the Articles of Association.
- 2. The H shares share registrar of the Company will be closed from Tuesday, 21 November 2023 to Thursday, 21 December 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, 21 December 2023, are entitled to attend and vote at the EGM after completing the registration procedures for attending the meeting. In order to be entitled to attend and vote at the EGM, 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 Monday, 20 November 2023.
- 3. 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

4. Holders of H Shares, who intend to attend the EGM, must complete the reply slips for attending the EGM and return them to the office of the secretary to the Board not later than 20 days before the date of the EGM. 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

- 5. Each holder of H Shares who has the right to attend and vote at the EGM 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 EGM. A shareholder of the Company who has appointed more than one proxy may only vote by poll.
- 6. 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.

- 7. In the case of holder of H Shares, 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 EGM, or any adjournment thereof, in order for such documents to be valid.
- 8. 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 EGM. Notes (6) to (7) 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 (4) above, not less than 24 hours before the time for holding the EGM, or any adjournment thereof, in order for such documents to be valid.
- 9. Shareholders shall produce their identity documents when attending the meeting. If a proxy attends the EGM 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 shareholder attends the EGM, 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 other than its legal representative to attend the EGM, such representative should produce his/her identity card and an authorization instrument affixed with the seal of the legal person shareholder and duly signed by its legal representative.
- 10. The EGM is expected to last for half a day. Shareholders of the Company attending the EGM 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, Hu Xiao, 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.