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 licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Best Mart 360 Holdings Limited (the "**Company**"), you should at once hand this circular and the accompanying form of proxy to the purchaser or the 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 the transferee.

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Best Mart 360 Holdings Limited
優品360控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2360)

(1) PROPOSED CHANGE OF EXECUTIVE DIRECTORS;
(2) PROPOSED CHANGE OF CHAIRMAN; AND
(3) NOTICE OF EXTRAORDINARY GENERAL MEETING

A letter from the Board is set out on pages 3 to 5 of this circular.

A notice convening the extraordinary general meeting of the Company (the "**EGM**") to be held at 11th Floor, C-Bons International Center, No. 108 Wai Yip Street, Kowloon, Hong Kong on Wednesday, 3 September 2025 at 3 p.m. is set out on pages 8 to 9 of this circular. A form of proxy for use in connection with the EGM is enclosed with this circular. Whether or not you are able to attend the EGM in person, you are requested to complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return the completed form of proxy to the Company's branch share registrar and transfer office in Hong Kong, 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 less than 48 hours before the time appointed for holding the EGM or its adjournment. Completion and return of the form of proxy will not preclude you from attending and voting at the EGM or its adjournment should you so wish. If you attend and vote at the EGM, the authority of your proxy will be revoked.

All times and dates specified herein refer to local times and dates of Hong Kong.

7 August 2025

CONTENTS

Page

DEFINITIONS 1

LETTER FROM THE BOARD 3

APPENDIX – BIOGRAPHICAL DETAILS OF THE PROPOSED DIRECTOR AND THE PROPOSED CHAIRMAN 6

NOTICE OF EXTRAORDINARY GENERAL MEETING 8

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

"Articles of Association"	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
"Authorised Representative(s)"	authorised representative(s) of the Company as required under Rule 3.05 of the Listing Rules
"Board"	the board of Directors
"Chairman"	the chairman of the Board
"Company"	Best Mart 360 Holdings Limited, a company incorporated in the Cayman Islands on 24 January 2018 as an exempted company with limited liability, whose issued Shares are listed and traded on the Main Board of the Stock Exchange (Stock Code: 2360)
"controlling Shareholder(s)"	has the meaning ascribed thereto under the Listing Rules
"Director(s)"	the director(s) of the Company
"EGM"	the extraordinary general meeting of the Company to be held at 11th Floor, C-Bons International Center, No. 108 Wai Yip Street, Kowloon, Hong Kong on Wednesday, 3 September 2025 at 3 p.m. or any adjournment thereof for the purpose of considering and, if thought fit, approving the resolutions proposed in the notice of the EGM
"Governance Committee"	the governance committee of the Board
"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
"Latest Practicable Date"	1 August 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"Member(s)" or "Shareholder(s)"	holder(s) of the Share(s)

"Mr. Li"	Li Guanpeng (李關鵬), the current Chairman and a current executive Director
"Mr. Lu" or "Proposed Chairman"	Lu Rong (陸榮), a current executive Director and a candidate proposed to be elected and appointed as the Chairman
"Mr. Sun" or "Proposed Director"	Sun Liang (孫良), a candidate proposed to be elected as an executive Director
"Nomination Committee"	the nomination committee of the Board
"PRC"	the People's Republic of China but for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Remuneration Committee"	the remuneration committee of the Board
"Share(s)"	ordinary share(s) with nominal value of HK$0.01 each in the capital of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed thereto under the Listing Rules
"substantial Shareholder(s)"	has the meaning ascribed thereto under the Listing Rules

Best Mart 360 Holdings Limited
優品360控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2360)

Executive Directors:
Mr. Li Guanpeng *(Chairman)*
Mr. Hui Chi Kwan *(Chief Executive Officer)*
Mr. Lu Rong
Ms. Jiang Hongmei
Mr. Liu Yunfeng
Mr. Huang Shengchao
Ms. Wang Kanglin
Mr. Lin Tsz Fung

Independent Non-executive Directors:
Mr. Sze Irons
Ms. Choy So Yuk
Ms. Chan Yuen Sau Kelly
Dr. Gao Wei

Registered Office:
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Principal Place of Business in Hong Kong:
11th Floor,
C-Bons International Center,
No. 108 Wai Yip Street,
Kowloon, Hong Kong

7 August 2025

To the Shareholders

Dear Sir or Madam,

(1) PROPOSED CHANGE OF EXECUTIVE DIRECTORS; (2) PROPOSED CHANGE OF CHAIRMAN; AND (3) NOTICE OF EXTRAORDINARY GENERAL MEETING

INTRODUCTION

Reference is made to the announcement of the Company dated 1 August 2025 in relation to the proposed change of executive Directors and the proposed change of Chairman. The purpose of this circular is to give Shareholders notice of the EGM and to provide information in relation to, among other things, (i) the proposed election of Mr. Sun as an executive Director, and (ii) the proposed election and appointment of Mr. Lu as the Chairman.

PROPOSED CHANGE OF EXECUTIVE DIRECTORS

As announced on 1 August 2025, Mr. Li has tendered his resignation as an executive Director, the Chairman, an Authorised Representative and the chairman of the Nomination Committee due to work rearrangement. His resignation will take effect on the day immediately following the date of approval by the Shareholders of the appointment of a new Chairman at the EGM.

As recommended by the Nomination Committee, the Board has resolved to seek the Shareholders' approval at the EGM to elect Mr. Sun as an executive Director, taking effect from the day immediately following the date of the EGM and subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association.

The biography of, and the proposed remuneration for, the Proposed Director is set out in the Appendix to this circular.

PROPOSED CHANGE OF CHAIRMAN

As announced on 1 August 2025, the Board is pleased to announce that in addition to his position as an executive Director and a member of each of the remuneration committee and governance committee of the Company, Mr. Lu has been appointed as an Authorised Representative and the chairman of the Nomination Committee with effect from the day immediately following the date of the EGM.

The Nomination Committee has further recommended, and the Board seeks the Shareholders' approval at the EGM to elect and appoint Mr. Lu as the Chairman in place of Mr. Li with effect from the day immediately following the date of the EGM.

The biography of, and the proposed remuneration for, the Proposed Chairman is set out in the Appendix to this circular.

EGM

The Company will convene the EGM at 11th Floor, C-Bons International Center, No 108 Wai Yip Street, Kowloon, Hong Kong on Wednesday, 3 September 2025 at 3 p.m., at which ordinary resolutions will be proposed for the purpose of considering and, if thought fit, approving, (i) the proposed election of Mr. Sun as an executive Director, and (ii) the proposed election and appointment of Mr. Lu as the Chairman. The notice convening the EGM is set out on pages 8 to 9 of this circular.

A form of proxy for use in connection with the EGM is enclosed with this circular and can be downloaded from the respective websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.bestmart360.com). Whether or not you are able to attend the EGM in person, you are requested to complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return the completed form of proxy to the Company's branch share registrar and transfer office in Hong Kong, 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 holding the EGM or its adjournment. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or its adjournment should you so wish. If you attend and vote at the EGM, the authority of your proxy will be revoked.

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll except where the chairman of the meeting, 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. Therefore, all proposed resolutions as set out in the notice convening the EGM will be voted by poll and, after being verified by the scrutineer, the results of the poll will be published in the manner prescribed under Rule 13.39(5) of the Listing Rules.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility for the accuracy of information contained herein, includes particulars given in compliance with the 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 this circular or any statement herein misleading.

RECOMMENDATION

The Directors consider that (i) the proposed election of Mr. Sun as an executive Director, and (ii) the proposed election and appointment of Mr. Lu as the Chairman as set out in the notice of EGM are in the interests of the Company and the Shareholders as a whole.

Accordingly, the Directors recommend the Shareholders to vote in favour of all the relevant resolutions to be proposed at the EGM as set out in the notice of the EGM on pages 8 to 9 of this circular.

CLOSURE OF REGISTER OF MEMBERS

For determining the entitlement of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 29 August 2025 to Wednesday, 3 September 2025 (both days inclusive), during which period no transfer of shares will be effected. In order to qualify to attend and vote at the EGM, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, 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 p.m. on Thursday, 28 August 2025.

MISCELLANEOUS

Your attention is drawn to the additional information set out in the Appendix to this circular. This circular is prepared in both English and Chinese. In the event of any inconsistency, the English text of this circular shall prevail.

Yours faithfully,
By order of the Board
Best Mart 360 Holdings Limited
Li Guanpeng
Chairman

The following are the biographical details of the Proposed Director and the Proposed Chairman:

BIOGRAPHICAL DETAILS OF THE PROPOSED DIRECTOR

Mr. Sun, aged 45, has been the general manager of the administration and human resources department of China Merchants Hoi Tung Trading Company Limited (招商局海通貿易有限公司) ("**CMHT**") since July 2023. Mr. Sun graduated from Hotel and Tourism Management at DCT University Center for business and tourism management in Lucerne, Switzerland in 2003. He obtained an Executive Master of Business Administration degree in 2022 from the University of Texas at Arlington through a program jointly offered with the University of Science and Technology Beijing. Since 2005, Mr. Sun held various positions at Hoi Tung (Shanghai) Trading Co., Ltd. (海通(上海)貿易有限公司), Hoi Tung Marine Machinery Suppliers Ltd. (香港海通有限公司) and CMHT. From November 2012 to April 2017, he served as deputy general manager and later general manager of the business development department of Hoi Tung Marine Machinery Suppliers Ltd. From August 2016 to July 2018, he also served as deputy general manager of China Merchants Energy (Singapore) Co., Ltd. (招商局能源(新加坡)有限公司) and China National Transportation Import and Export Co., Ltd. (中國交通進出口有限公司). From September 2018 to May 2023, Mr. Sun was the general manager of the bulk commodity management department of CMHT.

If elected, Mr. Sun will enter into a service agreement with the Company for an initial term of three years commencing from the day immediately following the date of the EGM and is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. The term of the service agreement shall be renewed and extended automatically for successive terms of one year upon the expiry of the then current term until terminated by not less than six months' notice in writing served by either party on the other. During his terms of service, no remuneration shall be paid by the Company to Mr. Sun for his service as an executive Director, and no other welfare or bonus shall be paid.

As at the Latest Practicable Date, save as disclosed above, Mr. Sun confirmed that he (i) did not hold any other positions in the Company or other members of the Group; (ii) had no relationship with any of the Directors, senior management, controlling Shareholders or substantial Shareholders; (iii) did not hold any other directorship(s) in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date hereof; and (iv) did not have, and is not deemed to have, any interest or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there were no other information in respect of Mr. Sun that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there were no other matters relating to Mr. Sun that need to be brought to the attention of the Shareholders as at the Latest Practicable Date.

BIOGRAPHICAL DETAILS OF THE PROPOSED CHAIRMAN

Mr. Lu, aged 45, was appointed as an executive Director with effect from 11 August 2023. He is also a member of each of the Remuneration Committee and Governance Committee. Mr. Lu is the general manager of CMHT since April 2025. Mr. Lu graduated from Shanghai Maritime University with a master's degree in 2003. Mr. Lu joined CMHT's group since 2003 and worked in Hoi Tung (Shanghai) Trading Co., Ltd. (海通(上海)貿易有限公司) and successively served as the representative of Vietnam office, the general manager of the Shipping Equipment Department, and the general manager of Hoi Tung Marine Machinery Suppliers Ltd. (香港海通有限公司). Mr. Lu acted as the general manager of China Merchants Food Co., Ltd. (招商局食品有限公司) from May 2022 to June 2025. Mr. Lu successively acted as the assistant general manager and deputy general manager of CMHT from November 2016 to April 2025.

Mr. Lu has entered into a service agreement with the Company for an initial term of three years commenced from 11 August 2023 and is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. The term of the service agreement shall be renewed and extended automatically for successive terms of one year upon the expiry of the then current term until terminated by not less than six months' notice in writing served by either party on the other. During his terms of service, no remuneration shall be paid by the Company to Mr. Lu for his service as an executive Director, and no other welfare or bonus shall be paid.

As at the Latest Practicable Date, save as disclosed above, Mr. Lu confirmed that he (i) did not hold any other positions in the Company or other members of the Group; (ii) had no relationship with any of the Directors, senior management, controlling Shareholders or substantial Shareholders; (iii) did not hold any other directorship(s) in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date hereof; and (iv) did not have, and was not deemed to have, any interest or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there were no other information in respect of Mr. Lu that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there were no other matters relating to Mr. Lu that need to be brought to the attention of the Shareholders as at the Latest Practicable Date.

Best Mart 360 Holdings Limited
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(Stock Code: 2360)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**EGM**") of Best Mart 360 Holdings Limited (the "**Company**") will be held at 11th Floor, C-Bons International Center, No. 108 Wai Yip Street, Kowloon, Hong Kong on Wednesday, 3 September 2025 at 3 p.m. to consider and, if thought fit, pass the following ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. To elect Mr. Sun Liang as an executive director of the Company taking effect on the day immediately following the date of passing of this resolution, and to authorise the board of directors of the Company to fix his remuneration, to approve his service contract and to deal with all other relevant matters in connection therewith.

2. To elect and appoint Mr. Lu Rong as chairman of the board of directors of the Company taking effect on the day immediately following the date of passing of this resolution until his cessation as a director of the Company, and to authorise the board of directors of the Company to deal with all other relevant matters in connection therewith.

By order of the Board
Best Mart 360 Holdings Limited
Li Guanpeng
Chairman

Hong Kong, 7 August 2025

Registered Office:
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Principal place of business in Hong Kong:
11th Floor,
C-Bons International Center,
No. 108 Wai Yip Street,
Kowloon, Hong Kong

As at the date of hereof, the executive Directors are Mr. Li Guanpeng, Mr. Hui Chi Kwan, Mr. Lu Rong, Ms. Jiang Hongmei, Mr. Liu Yunfeng, Mr. Huang Shengchao, Ms. Wang Kanglin and Mr. Lin Tsz Fung; and the independent non-executive Directors are Mr. Sze Irons, Ms. Choy So Yuk, Ms. Chan Yuen Sau Kelly and Dr. Gao Wei.

Notes:

(i) Any member of the Company ("**Member**" or "**Shareholder**") entitled to attend and vote at the extraordinary general meeting ("**EGM**") or its adjourned meeting (as the case may be) is entitled to appoint one or more proxies to attend and vote on his/her/its behalf. A proxy need not be a Member but must be present in person at the EGM to represent the Member. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which such proxy is so appointed.

(ii) In order to be valid, the duly completed and signed form of proxy must be deposited together with a power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, at the offices of the Company's branch share registrar and transfer office in Hong Kong, 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 for holding the EGM or its adjourned meeting. Completion and return of a form of proxy will not preclude a Member from attending and voting in person at the EGM or its adjourned meeting should he/she so wish.

(iii) For determining the entitlement of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 29 August 2025 to Wednesday, 3 September 2025 (both days inclusive), during which period no transfer of shares will be effected. In order to qualify to attend and vote at the EGM, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, 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 p.m. on Thursday, 28 August 2025.

(iv) In compliance with Rule 13.39(4) of the Listing Rules, voting on all proposed resolutions set out in the notice of EGM will be decided by way of 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 by show of hands.

(v) If a tropical cyclone warning signal No. 8 or above is expected to be hoisted, or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is expected to be in force at any time between 7:00 a.m. and 5:00 p.m. on the date of the EGM, the EGM will be postponed and Members will be informed of the date, time and venue of the postponed EGM by an announcement posted on the respective websites of the Company and Hong Kong Exchanges and Clearing Limited. If a tropical cyclone warning signal No. 8 or above, or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is lowered or cancelled at or before 7:00 a.m. on the date of the EGM and where conditions permit, the EGM will be held as scheduled.

The EGM will be held as scheduled when an amber or red rainstorm warning signal is in force.

After considering their own situations, Members should decide on their own whether or not they would attend the EGM under any bad weather condition and if they do so, they are advised to exercise care and caution.