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新世界百貨中國有限公司
New World Department Store China Limited
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 825)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the "**Meeting**" or "**AGM**") of New World Department Store China Limited (the "**Company**") will be held with a combination of an in-room meeting at Meeting Room N201 (Expo Drive Entrance), Level 2, Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong and an online virtual meeting via electronic facilities on Wednesday, 19 November 2025 at 11:30 a.m. for the following purposes:

1. To receive and consider the audited financial statements for the year ended 30 June 2025 together with the Report of the Directors and the Independent Auditor's Report thereon.

2. (a) To re-elect Mr. Cheung Fai-yet, Philip as Director.

   (b) To re-elect Mr. Lau Fu-keung as Director.

   (c) To re-elect Mr. Chan Yiu-ho as Director.

   (d) To re-elect Mr. Tong Hang-chan, Peter as Director.

   (e) To re-elect Mr. Yu Chun-fai as Director.

   (f) To authorise the Board of Directors to fix the remuneration of Directors.

3. To re-appoint Messrs. PricewaterhouseCoopers as Auditor and authorise the board of Directors to fix their remuneration.

ORDINARY RESOLUTIONS

4. To consider and, if thought fit, pass with or without modifications, the following resolutions as ordinary resolutions of the Company:

(1) "**THAT**:

(a) subject to paragraph (c) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot and issue additional shares in the capital of the Company (including sale or transfer of Treasury Shares (has the same meaning ascribed to it under the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), if any) and to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which would or might require the exercise of such power be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the total number of shares of the Company 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) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company; or (iii) the exercise of any options under any share option scheme or similar arrangement for the time being adopted for the grant or issue of shares of the Company or right to acquire shares of the Company; or (iv) the exercise of any rights under the bonds, warrants and debentures convertible into shares of the Company, shall not exceed 20% of the total number of shares of the Company in issue (excluding Treasury Shares, if any) as at the date of the passing of this resolution provided that if any subsequent consolidation or subdivision of shares of the Company is effected, the maximum number of shares of the Company that may be allotted and issued pursuant to the approval in paragraph (a) above as a percentage of the total number of issued shares of the Company (excluding Treasury Shares, if any) immediately before and after such consolidation or subdivision shall be the same and such maximum number of shares of the Company shall be adjusted accordingly; and

(d) for the purposes of this resolution:

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

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

(ii) the expiration of the period within which the next annual general meeting of the Company is required by applicable law or the articles of association of the Company to be held; or

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

"Rights Issue" means an offer of shares open for a period fixed by the Directors to holders of shares of the Company on the register on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any legal or practical problems or restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in any territory outside Hong Kong)."

(2) "**THAT**:

(a) subject to paragraph (b) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares of the Company on the Stock Exchange or on any other stock exchange on which the shares of the Company may be listed and which is recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with Cayman Islands law and all applicable laws and/or the Rules Governing the Listing of Securities on the Stock Exchange or the rules of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the total number of shares of the Company to be repurchased by the Directors pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the total number of shares of the Company in issue (excluding Treasury Shares, if any) as at the date of the passing of this resolution provided that if any subsequent consolidation or subdivision of shares of the Company is effected, the maximum number of shares of the Company that may be repurchased pursuant to the approval in paragraph (a) above as a percentage of the total number of issued shares of the Company

(excluding Treasury Shares, if any) immediately before and after such consolidation or subdivision shall be the same and such maximum number of shares of the Company shall be adjusted accordingly; and

(c) for the purposes of this resolution:

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

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

(ii) the expiration of the period within which the next annual general meeting of the Company is required by applicable law or the articles of association of the Company to be held; or

(iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting."

(3) "**THAT**:

conditional upon the passing of ordinary resolutions nos. 4.(1) and 4.(2) as set out in the notice convening the Meeting, the general unconditional mandate granted to the Directors pursuant to ordinary resolution no. 4.(1) as set out in the notice convening the Meeting be 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 pursuant to such general mandate, of the total number of shares of the Company repurchased by the Company pursuant to the authority to repurchase shares granted pursuant to ordinary resolution no. 4.(2) as set out in the notice convening the Meeting, provided that such number of shares of the Company shall not exceed 10% of the total number of shares of the Company in issue (excluding Treasury Shares, if any) as at the date of the passing of this resolution (subject to adjustment in case of consolidation or subdivision of shares of the Company)."

By order of the board of
New World Department Store China Limited
Hui Ka-wai
Company Secretary

Hong Kong, 26 September 2025

Notes:

1. The AGM will be a hybrid meeting. Shareholders of the Company ("**Shareholders**") have the option to attend the AGM online in addition to the traditional physical attendance at the AGM. Shareholders participating in the AGM online using the Vistra eVoting Portal will be deemed present at, and will be counted towards the quorum of, the AGM and they will be able to view a live broadcast, submit questions and cast votes on the resolutions in real time through the Vistra eVoting Portal. For details of the electronic facilities for attendance and participation by electronic means at the AGM, please refer to the circular of the Company dated 26 September 2025.

2. The record date for determining the entitlement of the holders of Shares to attend, speak and vote at the Meeting will be Wednesday, 19 November 2025. The register of members of the Company will be closed from Friday, 14 November 2025 to Wednesday, 19 November 2025, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to qualify for attending and voting at the AGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer agent of the Company in Hong Kong, Tricor Investor Services Limited of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Thursday, 13 November 2025.

3. Any Shareholder entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a Shareholder.

4. Where there are joint registered holders of any share, any one of such joint holders may vote at the AGM, either personally or by proxy, in respect of such share(s) as if he were solely entitled thereto, but if more than one of such joint holders are present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share, shall alone be entitled to vote in respect thereof.

5. A proxy form for use at the AGM is enclosed.

6. To be valid, the proxy form, together with the power of attorney or other authority, if any, under which it is signed or a certified copy of such power or authority, must be deposited at the Hong Kong branch share registrar and transfer agent of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed (i.e. on or before 11:30 a.m. on Monday, 17 November 2025) for holding the AGM or any adjournment thereof.

7. In addition to the physical submission of the proxy form, the Shareholders have the option to submit the proxy form electronically through the Vistra eVoting Portal from 26 September 2025 up to 11:30 a.m. on 17 November 2025. Please refer to the circular of the Company dated 26 September 2025 for details.

8. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person (whether physically or by means of electronic facilities) at the AGM or any adjournment thereof and in such event, the proxy form shall be deemed to be revoked.

9. If a tropical cyclone warning signal number 8 or above or a black rainstorm warning signal or "extreme conditions" announced by the Government of the Hong Kong Special Administrative Region is/are in force in Hong Kong at any time between 7:00 a.m. and 11:30 a.m. on Wednesday, 19 November 2025, the Meeting will be automatically postponed. The Company will publish an announcement on its website and on the website of the Stock Exchange to notify shareholders of the Company of the date, time and location of the rescheduled meeting.

10. In accordance with article 86(3) of the articles of association of the Company, Mr. Lau Fu-keung and Mr. Chan Yiu-ho being new Directors appointed on 27 June 2025, will hold office until the first annual general meeting of the Company after their appointment and being eligible, will offer themselves for re-election. Particulars of Mr. Lau Fu-keung and Mr. Chan Yiu-ho are set out in Appendix I to the circular to the Shareholders dated 26 September 2025.

11. In accordance with articles 87(1) and 87(2) of the articles of association of the Company, Mr. Cheung Fai-yet, Philip, Mr. Tong Hang-chan, Peter and Mr. Yu Chun-fai will retire as Directors by rotation at the Meeting. All the retiring Directors, being eligible, will offer themselves for re-election. Particulars of the said retiring Directors are set out in Appendix I to the circular to the Shareholders dated 26 September 2025.

12. The resolutions as set out above will be determined by way of a poll.

13. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

14. As at the date of this notice, the executive Directors are Mr. Cheung Fai-yet, Philip, Ms. Xie Hui-fang, Mandy, Ms. Chiu Wai-han, Jenny, Mr. Lau Fu-keung and Mr. Chan Yiu-ho; and the independent non-executive Directors are Mr. Cheong Ying-chew, Henry, Mr. Chan Yiu-tong, Ivan, Mr. Tong Hang-chan, Peter, Mr. Yu Chun-fai and Ms. Ho Pui-yun, Gloria.