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 advisers.

If you have sold or transferred all your shares in **Uni-President China Holdings Ltd.**, you should at once hand or forward this circular and the accompanying form of proxy to the purchaser(s) or the transferee(s) or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

UNI-PRESIDENT CHINA HOLDINGS LTD.
统一企業中國控股有限公司

(a company incorporated in the Cayman Islands with limited liability)

(Stock Code: 220)

PROPOSED GRANT OF GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES; DECLARATION OF FINAL DIVIDEND; PROPOSED RE-ELECTION OF DIRECTORS; AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting to be held at 9:30 a.m. (Hong Kong time) on Friday, 5 June 2026 at United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong is set out on pages 20 to 26 of this circular.

Whether or not you intend to attend and/or vote at the Annual General Meeting (or its adjournment) in person, you are requested to complete the form of proxy for use by the Shareholders at the Annual General Meeting in accordance with the instructions printed thereon and return it to the Branch Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as practicable but in any event by 9:30 a.m. (Hong Kong time) on Wednesday, 3 June 2026 or not later than 48 hours before the time appointed for holding the adjourned meeting (if any). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof should you so wish and in such event, the form of proxy previously submitted shall be deemed to be revoked.

28 April 2026

CONTENTS

Page

Definitions 1

Letter from the Board

Introduction 5

Proposed grant of General Mandate, Repurchase Mandate and Extension Mandate 6

Proposed re-election of Directors 7

Declaration of Final Dividend 8

Closure of register of members 8

Actions to be taken 9

Voting by poll 10

Recommendation 10

General Information 10

Responsibility Statement 10

Appendix I — Explanatory statement for the Repurchase Mandate 11

Appendix II — Details of Retiring Directors proposed to be re-elected at the Annual General Meeting 16

Notice of Annual General Meeting 20

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"Annual General Meeting"	the annual general meeting of the Company convened to be held at 9:30 a.m. (Hong Kong Time) on Friday, 5 June 2026 at United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong or any adjournment thereof (as the case may be), the notice of which is set out on pages 20 to 26 of this circular
"Articles of Association"	the articles of association of the Company
"Board"	the board of Directors
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"Branch Share Registrar"	Computershare Hong Kong Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong
"Cayman President"	Cayman President Holdings Ltd., a company incorporated in the Cayman Islands and the controlling shareholder of the Company
"close associate(s)"	has the same meaning as ascribed to it under the Listing Rules
"Company"	Uni-President China Holdings Ltd.（統一企業中國控股有限公司）, an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
"controlling shareholder"	has the same meaning as ascribed to it under the Listing Rules
"core connected person(s)"	has the same meaning as ascribed to it under the Listing Rules
"Director(s)"	director(s) of the Company

"Extension Mandate"	a general and unconditional mandate proposed to be granted to the Directors to the effect that any Shares repurchased under the Repurchase Mandate will be added to the total number of Shares which may be allotted, issued and dealt with under the General Mandate
"General Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise the power of the Company to allot, issue and deal with Shares (including any sale or transfer of treasury shares listed on the Stock Exchange, if any) of up to a maximum of 20% of the number of issued Shares (excluding treasury shares, if any) as at the date of passing of the ordinary resolution in relation thereto at the Annual General Meeting
"Group"	the Company and its subsidiaries from time to time
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"HKSCC"	Hong Kong Securities Clearing Company Limited
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Latest Practicable Date"	22 April 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information referred to in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"PRC"	the People's Republic of China
"Repurchase Mandate"	a general and unconditional mandate proposed to be granted to the Directors to exercise all the powers of the Company to repurchase Shares on the Stock Exchange, the aggregate number of which shall not exceed 10% of the number of issued Shares (excluding treasury shares, if any) as at the date of passing the relevant resolution at the Annual General Meeting

"RMB"	Renminbi, the lawful currency of the PRC
"SFO"	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
"Share(s)"	ordinary share(s) of HK$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	The Code on Takeovers and Mergers and Share Buy-backs as amended from time to time and approved by the Securities and Futures Commission of Hong Kong
"treasury shares"	has the meaning ascribed to it under the Listing Rules
"UPE"	Uni-President Enterprises Corporation*（統一企業股份有限公司), a limited liability company incorporated under the laws of Taiwan on 25 August 1967 whose common shares were listed on the Taiwan Stock Exchange Corporation on 28 December 1987 (Stock Code: 1216), which is the ultimate controlling shareholder of the Company and is deemed or taken to be interested in (through Cayman President and two other subsidiaries) approximately 72.98% of the issued share capital of the Company as at the Latest Practicable Date by virtue of Part XV of the SFO
"UPE Group"	UPE, its subsidiaries and/or any company in the equity capital of which UPE and/or any of its subsidiaries taken together are directly or indirectly interested so as to exercise or control the exercise of 30% (or such other threshold as may from time to time be specified in the Takeovers Code as being the level for triggering a mandatory general offer) or more of the voting power at general meetings from time to time, but excluding members of the Group

"US$"	US dollars, the lawful currency of the United States of America
"%"	per cent

* *For identification purpose only*

References to time and dates in this circular are to Hong Kong time and dates.



UNI-PRESIDENT CHINA HOLDINGS LTD.
統一企業中國控股有限公司

(a company incorporated in the Cayman Islands with limited liability)

(Stock Code: 220)

Executive Directors:
LO Chih-Hsien *(Chairman)*
LIU Xinhua *(President)*

Non-executive Directors:
CHEN Kuo-Hui
CHIEN Chi-Lin

Independent non-executive Directors:
CHANG, Karen Yi Fen
CHEN Sun-Te
CHEN Johnny
FAN Ren-Da, Anthony
LO Peter

Registered office:
P.O. Box 309
Ugland House
Grand Cayman KY1-1104
Cayman Islands

Principal place of business in Hong Kong:
Unit 703A, 7/F
Golden Centre
188 Des Voeux Road Central
Hong Kong

28 April 2026

To the Shareholders

Dear Sir or Madam,

PROPOSED GRANT OF GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES; DECLARATION OF FINAL DIVIDEND; AND PROPOSED RE-ELECTION OF DIRECTORS

INTRODUCTION

The purpose of this circular is to provide you with information relating to the proposals for (i) granting of the General Mandate, the Repurchase Mandate and the Extension Mandate; (ii) the declaration of final dividend for the year ended 31 December 2025; (iii) re-election of Directors at the Annual General Meeting; and (iv) to give you notice of the Annual General Meeting.

PROPOSED GRANT OF GENERAL MANDATE, REPURCHASE MANDATE AND EXTENSION MANDATE

At the annual general meeting of the Company held on 6 June 2025, resolutions were passed for approving, inter alia, the grant of general mandates to the Directors to exercise all the powers of the Company to allot, issue and deal with Shares and to repurchase Shares. These general mandates continue to be valid and remain in force until the conclusion of the Annual General Meeting.

At the Annual General Meeting, an ordinary resolution will be proposed to grant the General Mandate to the Directors to allot, issue and deal with the Shares (including any sale or transfer of treasury shares listed on the Stock Exchange, if any) of not exceeding 20% of the number of the issued Shares (excluding treasury shares, if any) as at the date of passing of the relevant resolution. At the Annual General Meeting, an ordinary resolution will also be proposed to grant the Repurchase Mandate to the Directors to repurchase Shares not exceeding 10% of the number of issued Shares (excluding treasury shares, if any) as at the date of passing of such resolution.

Subject to the passing of the ordinary resolutions to approve the General Mandate and the Repurchase Mandate at the Annual General Meeting, an ordinary resolution regarding the Extension Mandate will also be proposed at the Annual General Meeting providing that any Shares repurchased under the Repurchase Mandate (up to a maximum of 10% of the number of issued Shares (excluding treasury shares, if any) as at the date of the grant of the Repurchase Mandate) will be added to the total number of Shares which may be allotted, issued and dealt with under the General Mandate.

Based on 4,319,334,000 Shares in issue as at the Latest Practicable Date and on the basis that no new Share will be issued and no Share will be repurchased by the Company for the period from the Latest Practicable Date up to and including the date of the Annual General Meeting:

(1) subject to the passing of the proposed resolution for approving the General Mandate, the Directors will be authorized to issue up to a maximum of 863,866,800 Shares, representing 20% of the Shares in issue (excluding treasury shares, if any) as at the Latest Practicable Date, pursuant to the General Mandate; and

(2) subject to the passing of the proposed resolution for approving the Repurchase Mandate, the Directors will be authorised to repurchase up to a maximum of 431,933,400 Shares, representing 10% of the Shares in issue (excluding treasury shares, if any) as at the Latest Practicable Date, pursuant to the Repurchase Mandate.

The explanatory statement required by the Listing Rules to be sent to the Shareholders in connection with the proposed resolution to grant to the Directors the Repurchase Mandate is set out in Appendix I to this circular. The explanatory statement contains all the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the granting of the Repurchase Mandate.

Each of the General Mandate and the Repurchase Mandate, if approved, will continue to be in force until the earliest of (i) the conclusion of the next annual general meeting of the Company; (ii) the date by which the next annual general meeting of the Company is required to be held by any applicable laws of the Cayman Islands and/or the Articles of Association; or (iii) the date on which such authority is revoked or varied by ordinary resolution of the Shareholders in general meeting.

The Directors wish to state that they have no immediate plans to repurchase any Shares or to allot and issue any new Shares.

PROPOSED RE-ELECTION OF DIRECTORS

Pursuant to Article 130 of the Articles of Association, at every annual general meeting of the Company, one-third of the Directors for the time being or, if their number is not three or a multiple of three, then the number nearest to, but not less than, one-third shall retire from office by rotation, provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years.

Accordingly, each of Mr. Lo Chih-Hsien, Mr. Liu Xinhua, Mr. Chen Kuo-Hui and Ms. Chien Chi-Lin will retire by rotation at the Annual General Meeting. Each of Mr. Lo Chih-Hsien, Mr. Liu Xinhua, Mr. Chen Kuo-Hui and Ms. Chien Chi-Lin, being eligible, will offer himself/herself for re-election at the Annual General Meeting.

The nomination committee ("**Nomination Committee**") of the Board had reviewed the past performance and the overall contribution of each of Mr. Lo Chih-Hsien Mr. Liu Xinhua, Mr. Chen Kuo-Hui and Ms. Chien Chi-Lin to the Company.

Based on the board diversity policy ("**Board Diversity Policy**") and the director nomination policy ("**Director Nomination Policy**") of the Company, the Nomination Committee considered that Mr. Lo Chih-Hsien, Mr. Liu Xinhua, Mr. Chen Kuo-Hui and Ms. Chien Chi-Lin could contribute to the diversity of the Board, in particular, with their diverse business and professional background. The Board believes that it could make good use of the differences in the gender, talents, skills, knowledge, regional and industry experience, professional experience, cultural and educational background of Mr. Lo Chih-Hsien, Mr. Liu Xinhua, Mr. Chen Kuo-Hui and Ms. Chien Chi-Lin.

By virtue of the aforementioned, the Board is of the view that the re-election of each of Mr. Lo Chih-Hsien, Mr. Liu Xinhua, Mr. Chen Kuo-Hui and Ms. Chien Chi-Lin as a Director is in the best interest of the Company and its Shareholders as a whole and recommend each of them to be re-elected as a Director at the Annual General Meeting.

The biographical information of each of the Directors proposed to be re-elected at the Annual General Meeting are set out in Appendix II to this circular.

DECLARATION OF FINAL DIVIDEND

Subject to the approval of the Shareholders at the Annual General Meeting, the Board recommended the payment of a final dividend of RMB47.47 cents per Share for the year ended 31 December 2025. The proposed final dividend shall be declared in RMB and paid in Hong Kong dollars. The actual amount of dividend payable in Hong Kong dollars will be calculated based on the average exchange rate of USD/CNY (HK) spot rate and the average exchange rate of USD/HKD spot rate as published by The Treasury Markets Association for the five business days in Hong Kong immediately preceding the date of the Annual General Meeting.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Monday, 1 June 2026 to Friday, 5 June 2026 (both days inclusive) in order to determine the entitlement of the Shareholders to attend the Annual General Meeting, during which period no transfer of the Shares will be effected. In order to be qualified for the attendance of the Annual General Meeting, all transfers, accompanied by the relevant share certificates, must be lodged with the Branch Share Registrar, 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 Friday, 29 May 2026.

Subject to the Shareholders' approval of the declaration of the final dividend at the Annual General Meeting, the register of members of the Company will be closed from Thursday, 11 June 2026 to Monday, 15 June 2026 (both days inclusive) in order to determine the entitlement of the Shareholders to receive the final dividend, during which period no transfer of the Shares will be effected. In order to be qualified for the entitlement to receive the final dividend, all transfers, accompanied by the relevant share certificates, must be lodged with the Branch Share Registrar, Computershare Hong Kong Investor Services Limited, at the above address not later than 4:30 p.m. on Wednesday, 10 June 2026.

Subject to the approval of the Shareholders at the Annual General Meeting, the final dividend will be paid on or around Wednesday, 8 July 2026 to Shareholders whose names appear on the register of members of the Company on Monday, 15 June 2026.

ACTIONS TO BE TAKEN

Set out on pages 20 to 26 of this circular is a notice convening the Annual General Meeting at which ordinary resolutions will be proposed to approve, among other matters, the following:

(a) the grant of the General Mandate, the Repurchase Mandate and the Extension Mandate;

(b) the declaration of final dividend for the year ended 31 December 2025; and

(c) the re-election of Directors.

Whether or not you intend to attend and/or vote at the Annual General Meeting (or its adjournment) in person, you are requested to complete the form of proxy for use by the Shareholders at the Annual General Meeting in accordance with the instructions printed thereon and return the same to the Branch Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as practicable and in any event by 9:30 a.m. (Hong Kong time) on Wednesday, 3 June 2026 or not later than 48 hours before the time appointed for holding the adjourned meeting (if any). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof should you so wish and in such event, the form of proxy previously submitted shall be deemed to be revoked.

VOTING BY POLL

Pursuant to the Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll. After the conclusion of the Annual General Meeting, the results of the poll will be published on the websites of the Stock Exchange (www.hkexnews.hk) and of the Company (www.uni-president.com.cn).

RECOMMENDATION

The Directors consider that the proposals regarding the grant of the General Mandate, the Repurchase Mandate and the Extension Mandate, the declaration of final dividend for the year ended 31 December 2025 and the re-election of Directors are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all the resolutions to be proposed at the Annual General Meeting.

GENERAL INFORMATION

Your attention is drawn to the additional information set out in the appendices to this circular.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, 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 any statement herein or this circular misleading.

Yours faithfully,
On behalf of the Board
Uni-President China Holdings Ltd.
LO Chih-Hsien
Chairman

This appendix serves as an explanatory statement, as required under Rule 10.06(1)(b) of the Listing Rules, to provide Shareholders with all information reasonably necessary which enables them to make an informed decision on whether to vote for or against the ordinary resolution to approve the grant of the Repurchase Mandate.

1. LISTING RULES RELATING TO THE REPURCHASE OF SHARES

The Listing Rules permit companies whose primary listing is on the Stock Exchange to repurchase their securities on the Stock Exchange and any other stock exchange on which securities of the company are listed and such exchange is recognised by the Securities and Futures Commission of Hong Kong subject to certain restrictions. Among such restrictions, the Listing Rules provide that the shares of such company must be fully paid up and all repurchases of shares by such company must be approved in advance by passing an ordinary resolution at a general meeting, either by way of a general repurchase mandate or by specific approval of a particular transaction.

2. SHARE CAPITAL

As at the Latest Practicable Date, there were a total of 4,319,334,000 Shares in issue.

Subject to the passing of the proposed resolution granting the Repurchase Mandate and on the basis that no new Shares are issued and no Shares are repurchased for the period from the Latest Practicable Date up to and including the date of the Annual General Meeting, the Directors will be authorised to repurchase up to a maximum of 431,933,400 Shares, representing 10% of the number of issued Shares (excluding treasury shares, if any) as at the Latest Practicable Date, pursuant to the Repurchase Mandate.

Pursuant to the Listing Rules, the Company may cancel Shares repurchased or hold Shares repurchased as treasury shares, subject to market conditions and the capital management needs of the Group at the relevant time of the repurchase(s).

For the treasury shares to be deposited with CCASS pending resale on the Stock Exchange, the Company shall:

(i) procure its broker not to give any instructions to HKSCC to vote at general meetings of the Company for the treasury shares deposited with CCASS;

(ii) in the case of dividends or distributions, withdraw the treasury shares from CCASS, and either re-register them in its own name as treasury shares or cancel them, in each case before the record date for the dividends or distributions; and

(iii) take any other appropriate measures to ensure that it will not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as treasury shares.

3. REASONS FOR THE REPURCHASES

The Directors believe that the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole to seek a general authority from the Shareholders which enables the Company to repurchase the Shares on the Stock Exchange or any other stock exchange on which the Shares may be listed. Such repurchases may, depending on the then market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such repurchases will benefit the Company and the Shareholders as a whole.

4. FUNDING OF REPURCHASES

In repurchasing Shares, the Company may only apply funds legally available for such repurchase in accordance with the Articles of Association, the Listing Rules, the laws of the Cayman Islands and other applicable laws. Repurchases pursuant to the Repurchase Mandate will be made out of funds of the Company legally permitted to be utilised in this connection, including the funds of the Company otherwise available for dividend or distribution or the proceeds of a fresh issue of Shares made for such purpose.

5. MATERIAL ADVERSE IMPACT IN THE EVENT OF REPURCHASE IN FULL

Taking into account the current working capital position of the Group, the Directors consider that, if the Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period, it might have a material adverse impact on the working capital and/or gearing position of the Company as compared with the position as at 31 December 2025, being the date to which its latest published audited consolidated financial statements were made up. However, the Directors do not intend to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements or the gearing position of the Company which in the opinion of the Directors are from time to time appropriate for the Company.

6. SHARE PRICES

The highest and lowest prices at which the Shares traded on the Stock Exchange in the previous twelve months and up to the Latest Practicable Date were as follows:

	Highest	**Lowest**
	HK$	*HK$*
2025		
April	9.39	8.05
May	10.80	8.85
June	10.82	9.02
July	10.16	9.36
August	10.02	9.09
September	9.69	8.22
October	8.85	8.16
November	9.00	8.22
December	8.51	7.87
2026		
January	8.46	7.72
February	8.27	7.52
March	8.54	7.51
April (up to the Latest Practicable Date)	8.25	7.66

7. UNDERTAKING

The Directors confirmed that, so far as the same may be applicable, they will only exercise the power of the Company to make repurchases of Shares pursuant to the Repurchase Mandate in accordance with the Listing Rules and the laws of the Cayman Islands and in accordance with the regulations set out in the Articles of Association.

The Company confirmed that neither this explanatory statement nor the proposed share repurchase has any unusual features.

The Directors have no intention to exercise the Repurchase Mandate to such an extent that will result in the number of the Shares in the hands of the public falling below the prescribed minimum percentage of 25%.

8. CONNECTED PERSONS

As at the Latest Practicable Date, to the best knowledge of the Directors having made all reasonable enquiries, none of the Directors nor, any of their close associates have any present intention to sell any Shares to the Company under the Repurchase Mandate if the same is approved by the Shareholders at the Annual General Meeting.

No core connected persons of the Company have notified the Company that they have a present intention to sell Shares to the Company, or have undertaken not to do so, in the event that the grant of the Repurchase Mandate is approved by the Shareholders at the Annual General Meeting.

9. THE TAKEOVERS CODE AND MINIMUM PUBLIC HOLDING

If a Shareholder's proportionate interest in the voting rights of the Company increases on the Company exercising its powers to repurchase Shares pursuant to the Repurchase Mandate, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. As a result, a Shareholder or group of Shareholders acting in concert (as defined in the Takeovers Code) could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best knowledge of the Directors, UPE was interested in 3,152,191,983 Shares (representing approximately 72.98% of the issued Shares), out of which 3,044,508,000 Shares (representing approximately 70.49% of the issued Shares) were held by Cayman President (a direct wholly-owned subsidiary of UPE), 18,968,983 Shares (representing approximately 0.44% of the issued Shares) were held by President (BVI) International Investment Holdings Ltd. (indirectly owned by UPE as to 69.37%), and 88,715,000 Shares (representing approximately 2.05%) were held by Kai Yu (BVI) Investment Co., Ltd. (an indirect wholly-owned subsidiary of UPE).

On the basis of 4,319,334,000 Shares in issue at the Latest Practicable Date and assuming there is no further issue or repurchase of Shares during the period from the Latest Practicable Date up to and including the date of the Annual General Meeting, if the Repurchase Mandate is exercised in full, the shareholding in the Company of UPE and Cayman President would be increased to approximately 81.09% and approximately 78.32% of the issued share capital of the Company respectively. The Directors are not aware that such increases would give rise to an obligation to, or any other Shareholder or group of Shareholders acting in concert may become obliged to, make a mandatory offer under the Takeovers Code if the Repurchase Mandate was to be exercised in full. Assuming that there is no further issue of Shares between the Latest Practicable Date and the date of repurchase, the exercise of the Repurchase Mandate, whether in whole or in substantial part, will result in less than 25% of the issued share capital of the Company being held by the public as required by Rule 8.08 of the Listing Rules. However, the Directors have no present intention to exercise the Repurchase Mandate to an extent as may result in a public shareholding of less than the prescribed percentage of 25%.

10. SHARE REPURCHASE MADE BY THE COMPANY

No repurchase of Shares has been made by the Company during the last six months immediately preceding the Latest Practicable Date (whether on the Stock Exchange or otherwise).

*Set out below are the biographical details of each of Mr. Lo Chih-Hsien ("**Mr. Lo**"), Mr. Liu Xinhua ("**Mr. Liu**"), Mr. Chen Kuo-Hui ("**Mr. Chen**") and Ms. Chien Chi-Lin ("**Ms. Chien**"), who, being eligible, would offer themselves for re-election at the Annual General Meeting.*

Mr. LO Chih-Hsien

Mr. LO Chih-Hsien (羅智先), aged 69, is the chairman and executive director of the Company. Mr. Lo is also a director and/or the chairman of the board of directors of most of the wholly-owned subsidiaries of the Company. Mr. Lo joined the Group in September 1998 and is responsible for the overall strategic planning and management of the Group. He has over 40 years of experience in the food and beverage industry and is currently the chairman of President Chain Store Corporation (統一超商股份有限公司), Ton Yi Industrial Corp. (統一實業股份有限公司), TTET Union Corporation (大統益股份有限公司), Prince Housing & Development Corp. (太子建設開發股份有限公司) and ScinoPharm Taiwan, Ltd. (台灣神隆股份有限公司), all of which are listed on the Taiwan Stock Exchange Corporation. He is also the director of Tait Marketing & Distribution Co., Ltd. (德記洋行股份有限公司), a company listed on the Taipei Exchange. He is also the chairman and group chief strategy officer of UPE and the director of 101 companies associated with UPE and its subsidiaries. Mr. Lo holds a master's degree in business administration from the University of California, Los Angeles, the U.S.A. His spouse is Mrs. Shiow-Ling Kao, a director of UPE.

The Company entered into a renewal letter with Mr. Lo to renew his appointment for a term of three years commencing from 24 November 2025 to 23 November 2028 (both days inclusive). Under such service agreement, Mr. Lo is entitled to an annual salary of US$48,000 and an annual director's fee of US$8,000 as well as a discretionary year-end payment and discretionary bonus as determined from time to time in accordance with the remuneration policy of the Company. The remuneration of Mr. Lo is determined with reference to the director nomination policy of the Company ("**Director Nomination Policy**"), the board diversity policy of the Company ("**Board Diversity Policy**"), Mr. Lo's duties, responsibilities and experience, the remuneration standard in the industry, and the prevailing market conditions.

As at the Latest Practicable Date, Mr. Lo was personally interested in 4,059,095 shares of UPE and was deemed to be interested in the 93,402,447 shares of UPE held by his spouse. Save as disclosed above, as at the Latest Practicable Date, Mr. Lo did not have, directly or indirectly, any interest in the Shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above and as at the Latest Practicable Date, Mr. Lo (i) did not hold any directorship in other listed public companies in the last three years before the Latest Practicable Date; (ii) did not hold any other positions with the Company or its subsidiaries; and (iii) was not connected and had no relationship with any Director, senior management or substantial or controlling shareholder of the Company.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders nor other information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules in connection with Mr. Lo's re-election.

Mr. LIU Xinhua

Mr. LIU Xinhua (劉新華), aged 55, is the president of the Group and the general manager of Uni-President Enterprises (China) Investments Ltd. (統一企業(中國)投資有限公司) ("**Uni-President China Investments**"), an indirect wholly-owned subsidiary of the Company. He has been appointed as an executive director of the Company with effect from 25 March 2017. He has over 32 years of experience in strategic marketing in the food and beverage industry. Mr. Liu joined the Group in July 1994 and since then has been involved in sales and marketing for the Group. He acted as the sales general manager for the Sichuan province of Chengdu President Enterprises Food Co., Ltd.* (成都統一企業食品有限公司) from November 2006 until August 2008. From August 2008 to September 2014, he acted as the general manager of the food business department of Uni-President China Investments. From October 2014 until June 2016, he acted as a general manager of the marketing planning office and convener of strategic marketing committee of Uni-President China Investments. Mr. Liu holds a doctoral degree in business management from Southwest Jiaotong University (西南交通大學) in the PRC.

The Company entered into a renewal letter with Mr. Liu to renew his appointment for a term of three years commencing from 25 March 2026 to 24 March 2029 (both days inclusive). Under such service agreement, Mr. Liu is entitled to a director's fee of USD7,000 per annum. Being the president of the Group, Mr. Liu is entitled to a discretionary bonus as determined with reference to the remuneration policy of the Group. Besides, as the general manager of Uni-President China Investments, Mr. Liu is currently entitled to an annual salary of RMB1,344,000 and a discretionary end-of-year payment. The remuneration package of Mr. Liu is determined with reference to the Director Nomination Policy, the Board Diversity Policy, Mr. Liu's experience and qualification, duties and responsibilities in the Group, the remuneration standard in the industry and the prevailing market conditions.

As at the Latest Practicable Date, Mr. Liu Xinhua was beneficially interested in 310,000 Shares within the meaning of Part XV of the SFO. Save as disclosed above, as at the Latest Practicable Date, Mr. Liu did not have, directly or indirectly, any interest in the Shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above and as at the Latest Practicable Date, Mr. Liu (i) did not hold any directorship in other listed public companies in the last three years before the Latest Practicable Date; (ii) did not hold any other positions with the Company or its subsidiaries; and (iii) was not connected and had no relationship with any Director, senior management or substantial or controlling shareholder of the Company.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders nor other information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules in connection with Mr. Liu's re-election.

Mr. CHEN Kuo-Hui

Mr. CHEN Kuo-Hui (陳國煇), aged 57, is a non-executive director of the Company. Mr. Chen joined the Group in May 2011 as the chief financial officer of the Group and is also a director and/or supervisor of certain of the Group's wholly-owned subsidiaries in the PRC. He is also the chief financial officer of UPE. Mr. Chen worked in UPE from November 1997 to April 2011. He was appointed as an executive director of the Company between August 2013 and June 2017. He is currently a director or a supervisor of 5 wholly-owned subsidiaries/joint ventures of the Group. Mr. Chen is also a director of 6 members of UPE Group and a director of President Securities Corp. which is listed on the Taiwan Stock Exchange Corporation. He has over 29 years of experience in financial management. Mr. Chen holds a master's degree in business administration from University of Strathclyde in the United Kingdom.

Mr. Chen entered into a renewal letter with the Company to renew his appointment for a term of three years commencing from 1 July 2026 to 30 June 2029 (both days inclusive), subject to retirement by rotation and re-election in accordance with the Articles of Association. Under such renewal letter, Mr. Chen is entitled to an annual director's fee of US$7,000. The remuneration of Mr. Chen is determined with reference to the Director Nomination Policy, the Board Diversity Policy, Mr. Chen's experience and qualification, duties and responsibilities in the Company, the remuneration standard in the industry and the prevailing market conditions.

As at the Latest Practicable Date, Mr. Chen did not have, directly or indirectly, any interest in the Shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above and as at the Latest Practicable Date, Mr. Chen (i) did not hold any directorship in other listed public companies in the last three years before the Latest Practicable Date; (ii) did not hold any other positions with the Company or its subsidiaries; and (iii) was not connected and had no relationship with any Director, senior management or substantial or controlling shareholder of the Company.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders nor other information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules in connection with Mr. Chen's re-election.

Ms. CHIEN Chi-Lin

Ms. CHIEN Chi-Lin (錢其琳), aged 63, is a non-executive director of the Company. Ms. Chien joined the Group in March 2023 and has over 25 years of experience in the financial field. Ms. Chien is currently a director of Uni-President Enterprise Social Welfare Charity Foundation*（統一企業社會福利慈善事業基金會）. Ms. Chien was a director of the private banking department of UBS AG, Hong Kong Branch from April 2005 to December 2014. Ms. Chien was a deputy director in S.G. Warburg Securities, Taiwan Branch office*（英商華寶證券公司）from July 1990 to April 2005. Ms. Chien obtained a Bachelor's degree in Economics from National Taiwan University. Ms. Chien also holds a certification of the trust professional assessment awarded by the Trust Association of the Republic of China（中華民國信託業商業同業工會）.

Ms. Chien entered into a renewal letter with the Company to renew her appointment for a term of three years commencing from 8 March 2026 to 7 March 2029 (both days inclusive), subject to retirement by rotation and re-election in accordance with the Articles of Association. Under such renewal letter, Ms. Chien is entitled to an annual director's fee of US$7,000. The remuneration of Ms. Chien is determined with reference to the Director Nomination Policy, the Board Diversity Policy, Ms. Chien's experience and qualification, duties and responsibilities in the Company, the remuneration standard in the industry and the prevailing market conditions.

As at the Latest Practicable Date, Ms. Chien did not have, directly or indirectly, any interest in the Shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above and as at the Latest Practicable Date, Ms. Chien (i) did not hold any directorship in other listed public companies in the last three years before the Latest Practicable Date; (ii) did not hold any other positions with the Company or its subsidiaries; and (iii) was not connected and had no relationship with any Director, senior management or substantial or controlling shareholder of the Company.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders nor other information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules in connection with Ms. Chien's re-election.

UNI-PRESIDENT CHINA HOLDINGS LTD.
統一企業中國控股有限公司

(a company incorporated in the Cayman Islands with limited liability)

(Stock Code: 220)

NOTICE IS HEREBY GIVEN that the annual general meeting ("**Meeting**") of Uni-President China Holdings Ltd. ("**Company**") will be held at 9:30 a.m. (Hong Kong time) on Friday, 5 June 2026 at United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong, to consider and, if thought fit, to transact the following businesses:

1. To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors ("**Directors**", each a "**Director**") and the auditors ("**Auditors**") of the Company for the year ended 31 December 2025.

2. To approve and declare a final dividend for the year ended 31 December 2025.

3. To consider the re-election of the following retiring Directors:

   (a) To re-elect Mr. Lo Chih-Hsien as an executive Director.

   (b) To re-elect Mr. Liu Xinhua as an executive Director.

   (c) To re-elect Mr. Chen Kuo-Hui as a non-executive Director.

   (d) To re-elect Ms. Chien Chi-Lin as a non-executive Director.

4. To authorise the board of Directors ("**Board**") to fix the remuneration of the Directors.

5. To consider the re-appointment of PricewaterhouseCoopers as the Auditors and authorise the Board to fix their remuneration.

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution of the Company:

"**THAT**:

(a) subject to paragraph (c) below, pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and all other applicable laws, the exercise by the directors of the Company ("**Directors**") during the Relevant Period (as defined in paragraph (e) below) of all the powers of the Company to allot, issue and deal with the unissued shares (each a "**Share**") of HK$0.01 each (including any sale or transfer of treasury shares listed on The Stock Exchange of Hong Kong Limited ("**Stock Exchange**") (if any)) in the share capital of the Company, and to make or grant offers, agreements and options (including warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers be and the same 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 warrants, bonds, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of shares of the Company allotted, issued or dealt with (including any sale or transfer of treasury shares listed on the Stock Exchange, if any) or agreed conditionally or unconditionally to be allotted, issued or dealt with (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 in paragraph (e) below);

(ii) the exercise of options granted under the share option scheme or similar arrangement adopted by the Company from time to time;

(iii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association ("**Articles of Association**") of the Company and other relevant regulations in force from time to time; or

(iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into Shares,

shall not exceed the aggregate of:

(aa) 20% of the number of the issued shares of the Company (excluding treasury shares, if any) as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and

(bb) (if the Directors are so authorised by a separate ordinary resolution of the shareholders of the Company) the aggregate number of issued shares of the Company which may be repurchased by the Company subsequent to the passing of this resolution (up to a maximum equivalent to 10% of the number of the issued shares of the Company (excluding treasury shares, if any) on the date of the passing of this resolution); and

(d) if, after the passing of this resolution, the Company conducts a share consolidation or subdivision, the number of shares of the Company subject to the limit set out in paragraph (c) above shall be adjusted to the effect that the number of shares of the Company subject to the limit set out in paragraph (c) above as a percentage of the total number of issued shares of the Company at the date immediately before and after such consolidation or subdivision shall be the same; and

(e) for the purpose of this resolution, the "**Relevant Period**" means the period from the date of 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 the Articles of Association or any applicable laws of the Cayman Islands to be held; or

(iii) the date on which such mandate granted under this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting.

"**Rights Issue**" means an offer of Shares, or offer or issue of warrants, options or other securities giving rights to subscribe for Shares open for a period fixed by the Directors to the holders of Shares or any class of Shares whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares as at that date (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 restrictions or obligations under the laws of, or the requirements of, or the expenses or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong)."

7. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution of the Company:

"**THAT**:

(a) subject to paragraph (b) below, the exercise by the directors of the Company ("**Directors**") during the Relevant Period (as defined in paragraph (d) below) of all the powers of the Company to repurchase shares (each a "**Share**") of HK$0.01 each in the share capital of the Company on The Stock Exchange of Hong Kong Limited ("**Stock Exchange**") or any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong ("**SFC**") and the Stock Exchange for such purpose, and subject to and in accordance with the rules and regulations of the SFC, the Stock Exchange, the Companies Act, Cap 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands and all other applicable laws as amended from time to time in this regard, be and the same is hereby generally and unconditionally approved;

(b) the aggregate number of Shares which may be repurchased or agreed to be repurchased by the Company pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the number of issued shares of the Company (excluding treasury shares, if any) as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and

(c) if, after the passing of this resolution, the Company conducts a share consolidation or subdivision, the number of shares of the Company subject to the limit set out in paragraph (b) above shall be adjusted to the effect that the number of shares of the Company subject to the limit set out in paragraph (b) above as a percentage of the total number of issued shares of the Company at the date immediately before and after such consolidation or subdivision shall be the same; and

(d) for the purpose of this resolution, "**Relevant Period**" means the period from the date of 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 the articles of association of the Company or any other applicable laws of the Cayman Islands to be held; or

(iii) the date on which such mandate granted under this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting."

8. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution of the Company:

"**THAT** conditional upon resolutions numbered 6 and 7 above being passed, the unconditional general mandate granted to the Directors to allot, issue and deal with the unissued shares of the Company (including any sale or transfer of treasury shares listed on the Stock Exchange, if any) pursuant to resolution numbered 6 above be and is hereby extended by the addition to the aggregate number of shares of HK$0.01 each of the Company which may be allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with by the Directors pursuant to or in accordance with such general mandate of the aggregate number of shares of the Company repurchased by the Company pursuant to or in accordance with the authority granted under resolution numbered 7 above."

Yours faithfully
On behalf of the Board
Uni-President China Holdings Ltd.
LO Chih-Hsien
Chairman

Hong Kong, 28 April 2026

Registered office:
P.O. Box 309
Ugland House
Grand Cayman
KY1-1104
Cayman Islands

Principal place of business in Hong Kong:
Unit 703A, 7/F., Golden Centre
188 Des Voeux Road Central
Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person (who must be an individual) as his/her/its proxy to attend and vote instead of him/her/it and a proxy so appointed shall have the same right as the member to speak at the Meeting. A proxy need not be a member of the Company. A member (whether or not a recognised clearing house) may appoint any number of proxies to attend in his/her/its stead at the Meeting.

2. In the case of joint holders of Shares, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders are present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first in the register in respect of such Shares shall alone be entitled to vote in respect thereof.

3. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised, and must be deposited with the branch share registrar and transfer office ("**Branch Share Registrar**") of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof) by 9:30 a.m. (Hong Kong time) on Wednesday, 3 June 2026 or not later than 48 hours before the time appointed for holding the adjourned meeting (if any).

4. In order to determine the right to attend the Meeting, the register of members of the Company will be closed from Monday, 1 June 2026 to Friday, 5 June 2026 (both days inclusive), during which period no transfer of the Shares will be effected. In order to be qualified for the attendance of the Meeting, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Branch Share Registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 29 May 2026.

5. Subject to the approval by the shareholders of the Company of the declaration of the final dividend at the Meeting, the register of members will be closed from Thursday, 11 June 2026 to Monday, 15 June 2026 (both days inclusive). In order to determine the entitlement of the shareholders of the Company to receive the final dividend, during the said period no transfer of Shares will be effected. In order to be qualified for the entitlement to receive the final dividend, all transfers of Shares, accompanied by the relevant share certificates, must be lodged with the Branch Share Registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Wednesday, 10 June 2026.

6. Completion and return of the form of proxy should not preclude a member from attending and voting in person at the Meeting or any adjournment thereof should he/she/it so wish and in such event, the form of proxy previously submitted shall be deemed to be revoked.

7. In relation to resolutions numbered 6 and 8 above, approval is being sought from the shareholders of the Company for the grant to the Directors of a general mandate to authorise the allotment and issue of Shares (including any sale or transfer of treasury shares listed on The Stock Exchange of Hong Kong Limited ("**Stock Exchange**"), if any) in accordance with all applicable laws and the Rules Governing the Listing of Securities on the Stock Exchange ("**Listing Rules**"). The Directors have no immediate plan to allot and issue any new Shares other than Shares which may fall to be allotted and issued upon exercise of the subscription rights attached to options which may be granted under any share option scheme or any scrip dividend scheme which may be adopted or approved by the shareholders of the Company.

8. In relation to resolution numbered 7 above, approval is being sought from shareholders of the Company for the grant to the Directors of a general mandate to repurchase Shares in accordance with all applicable laws and the Listing Rules. The Directors wish to state that they will exercise the powers conferred thereby to purchase Shares in circumstances which they deem appropriate for the benefit of the shareholders of the Company.

9. Each of the above resolutions will be voted by way of poll as required by the Listing Rules.

As at the date of this notice, the Board comprised Mr. Lo Chih-Hsien and Mr. Liu Xinhua as executive directors; Mr. Chen Kuo-Hui and Ms. Chien Chi-Lin as non-executive directors; and Mr. Chen Johnny, Mr. Chen Sun-Te, Dr. Fan Ren-Da, Anthony, Mr. Lo Peter and Ms. Chang, Karen Yi Fen as independent non-executive directors.