
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about this circular or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in 聯華超市股份有限公司 (Lianhua Supermarket Holdings Co., Ltd.), you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00980)

(1) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR; AND (2) SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

A Letter from the Board is set out on pages 2 to 3 of this supplemental circular.

This supplemental circular should be read together with the circular of the Company dated 6 May 2024 (the “**Circular**”) and the notice and supplemental notice convening the Annual General Meeting to be held at 9:30 a.m. on Thursday, 20 June 2024 at the Conference Room, 13th Floor, Bailian Central Plaza, 1258 Zhen Guang Lu, Shanghai, the PRC.

A supplemental form of proxy (the “**Supplemental Proxy Form**”) is enclosed with this supplemental circular and should be read in conjunction with the form of proxy dated 6 May 2024 (the “**Proxy Form**”).

Whether or not you will attend the Annual General Meeting, you are reminded to complete and sign the Proxy Form and the Supplemental Proxy Form in accordance with the instructions printed thereon and return it to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 24 hours before the time fixed for holding the Annual General Meeting or any adjournment thereof. Completion and return of the Proxy Form and the Supplemental Proxy Form shall not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof if you so wish.

3 June 2024

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DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company for the year 2023 to be held at 9:30 a.m. on Thursday, 20 June 2024 at the Conference Room, 13th Floor, Bailian Central Plaza, 1258 Zhen Guang Lu, Shanghai, the PRC
“Board”	the board of Directors of the Company
“Circular”	the circular of the Company dated 6 May 2024
“Company”	Lianhua Supermarket Holdings Co., Ltd., a joint stock limited company incorporated in the PRC with limited liability, the H shares of which are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	29 May 2024, being the latest practicable date prior to the printing of this supplemental circular for the purpose of ascertaining certain information referred to in this supplemental circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Notice of Annual General Meeting”	the notice of Annual General Meeting dated 6 May 2024
“Original Proxy Form”	the original form of proxy enclosed with the Notice of Annual General Meeting
“PRC”	the People’s Republic of China
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supplemental Notice of Annual General Meeting”	the supplemental notice of Annual General Meeting, which is set out on pages 5 to 6 of this supplemental circular

LETTER FROM THE BOARD



(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00980)

Executive Directors:

Mr. Chong Xiao-bing
Ms. Zhang Hui-qin (*Vice Chairman*)

Non-executive Directors:

Mr. Pu Shao-hua (*Chairman*)
Ms. Hu Xiao
Ms. Zhang Shen-yu
Ms. Yang Qin
Mr. Wong Tak Hung

Independent Non-executive Directors:

Mr. Xia Da-wei
Mr. Lee Kwok Ming, Don
Mr. Chen Wei
Mr. Zhao Xin-sheng

Registered Office:

Room 713, 7th Floor
No. 1258 Zhen Guang Lu
Shanghai
The PRC

Principal Place of Business

in Hong Kong:
30/F
3 Lockhart Road
Wanchai
Hong Kong

3 June 2024

To the Shareholders

Dear Sir or Madam,

**(1) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR;
AND
(2) SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

I. INTRODUCTION

The purpose of this supplemental circular is to provide you with information relating to the additional ordinary resolution to be proposed at the Annual General Meeting for the appointment of Ms. Yang Qin as a non-executive Director of the eighth session of the Board, and to give you the Supplemental Notice of Annual General Meeting, which is set out on pages 5 to 6 of this supplemental circular.

LETTER FROM THE BOARD

II. PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 24 May 2024 in relation to, among others, the appointment of Ms. Yang Qin as a non-executive Director of the eighth session of the Board. In view of the forthcoming expiration of the initial term of office of Ms. Yang Qin as a non-executive Director at the conclusion of the Annual General Meeting according to the Articles of Association, the Board recommended Ms. Yang Qin as a candidate of non-executive Director of the eighth session of the Board.

The biographical details of Ms. Yang Qin is set out in Appendix I to this supplemental circular.

III. ANNUAL GENERAL MEETING

The Annual General Meeting will be held as originally scheduled at 9:30 a.m. on Thursday, 20 June 2024 at the Conference Room, 13th Floor, Bailian Central Plaza, 1258 Zhen Guang Lu, Shanghai, the PRC. The Supplemental Notice of Annual General Meeting is set out on pages 5 to 6 of this supplemental circular.

The Supplemental Proxy Form is enclosed with this supplemental circular. Completion and return of the Proxy Form and the Supplemental Proxy Form will not preclude a shareholder from attending and voting at the Annual General Meeting in person.

IV. RECOMMENDATION

The Board considers that the proposed additional ordinary resolution in relation to the appointment of Ms. Yang Qin as a non-executive Director of the eighth session of the Board is in the best interests of the Company and the Shareholders as a whole, and thus recommends the Shareholders to vote in favour the additional ordinary resolution to be proposed at the Annual General Meeting.

V. ADDITIONAL INFORMATION

Your attention is drawn to the additional information which is also set out in the appendix to this supplemental circular.

Yours faithfully,
For and on behalf of the Board of
Lianhua Supermarket Holdings Co., Ltd.
Pu Shao-hua
Chairman

Ms. Yang Qin, aged 41, held a bachelor's degree of management majoring in accounting and a master's degree of business administration from the accounting department, and the business administration department of the school of management of Fudan University, and is a Chinese Certified Public Accountant. Ms. Yang is currently the chief financial officer and secretary to the board of directors of Shanghai Bailian Group Co., Limited* (上海百聯集團股份有限公司) (a company listed on the Shanghai Stock Exchange under the stock code of 600827 and 900923). From July 2005 to February 2011, Ms. Yang worked in Deloitte Touche Tohmatsu as an audit manager. From February 2011 to September 2018, Ms. Yang worked at Red Star Macalline Furniture Group Company Limited* (紅星美凱龍家具集團股份有限公司) (a company listed on the Shanghai Stock Exchange under the stock code of 601828 and on The Stock Exchange of Hong Kong Limited under the Stock Code of HK.1528), where she served as the deputy general manager of the financial management center and the financial director of the financial management center. From September 2018 to June 2023, Ms. Yang worked for Red Star Macalline Holdings Group Limited* (紅星美凱龍控股集團有限公司), where she served as the chief financial officer and chief executive officer. From October 2018 to July 2021, Ms. Yang was concurrently the chief financial officer of Chongqing Red Star Macalline Enterprise Development Co., Ltd.* (重慶紅星美凱龍企業發展有限公司). From June 2023 to present, Ms. Yang has served as the chief financial officer and secretary to the board of directors of Shanghai Bailian Group Co., Limited. Ms. Yang has financial management experience in large multi-sector group companies and listed companies.

Ms. Yang is presented for election as a non-executive Director at the AGM for a term from the date of the AGM until the conclusion of the annual general meeting of the Company for the year 2025, subject however to the articles of association of the Company. Ms. Yang will not enter into any service contract with the Company and she will not be entitled to any remuneration from the Company for her appointment as a Director.

As at the Latest Practicable Date, Ms. Yang has no interest in the shares, underlying shares and/or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed herein, Ms. Yang has not held any other directorships in any public listed companies in the past three years and has no relationship with any directors, senior management or substantial or controlling shareholders of the Company. Ms. Yang confirmed that there is no other information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there is no matter that need to be brought to the attention of shareholders of the Company and The Stock Exchange of Hong Kong Limited.

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



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SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice dated 6 May 2024 (the “**Notice of AGM**”) of annual general meeting (the “**AGM**”) of Lianhua Supermarket Holdings Co., Ltd. (the “**Company**”) for the year 2023.

The board of directors of the Company (the “**Board**”) received a notice from Bailian Group Co., Ltd.* (百聯集團有限公司), the controlling shareholder of the Company directly holding more than 5% interest in the total issued share capital of the Company as at the date of this supplemental notice, such shareholder proposed a new resolution in respect of the approval of the appointment of Ms. Yang Qin as a non-executive director of the eighth session of the Board to be considered by the shareholders of the Company at the AGM.

According to the articles of association of the Company, any shareholder holding 5% or more voting rights of the Company is entitled to propose new resolutions to be considered by the shareholders at the forthcoming general meeting.

As a result, the following ordinary resolution numbered 10 shall be added to the Notice of AGM.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT the AGM will be held at 9:30 a.m. on Thursday, 20 June, 2024 at the Conference Room, 13th Floor, Bailian Central Plaza, 1258 Zhen Guang Lu, Shanghai, the People's Republic of China (the “**PRC**”), to consider and, if thought fit, pass the following additional ordinary resolution (unless otherwise specified, capitalised terms used herein shall have the same meaning as defined in the circular of the Company dated 6 May 2024 and the supplemental circular dated 3 June 2024 (the “**Supplemental Circular**”)):

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

ORDINARY RESOLUTION

10. To approve the appointment of Ms. Yang Qin as a non-executive director of the eighth session of the Board.

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

Shanghai, the PRC, 3 June 2024

Notes:

1. Please refer to Appendix I of the Supplemental Circular for details of Ms. Yang Qin.
2. Save as the additional resolution and other information as set out in this Supplemental Notice, all the information set out in the Notice of AGM remains unchanged.
3. A supplemental form of proxy for use at the AGM (the “**Supplemental Proxy Form**”) is published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (lianhua.todayir.com). Completion and return of the Supplemental Proxy Form will not preclude a shareholder from attending and voting at the AGM in person.

As at the date of this notice, the directors of the Company are:

Executive directors: Chong Xiao-bing and Zhang Hui-qin;

Non-executive directors: Pu Shao-hua, Hu Xiao, Zhang Shen-yu, Yang Qin and Wong Tak Hung;

Independent non-executive directors: Xia Da-wei, Lee Kwok Ming, Don, Chen Wei and Zhao Xin-sheng.