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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)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 26 JUNE 2023

Reference is made to the circular of the Company dated 2 June 2023 (the “**Circular**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the “**Directors**” or “**Board**”) of New World Department Store China Limited (the “**Company**”) is pleased to announce that at the extraordinary general meeting of the Company held on 26 June 2023 (the “**EGM**”), all the ordinary resolutions (the “**Ordinary Resolutions**”) as set out in the notice of the EGM dated 2 June 2023 (the “**EGM Notice**”) were approved by shareholders of the Company (the “**Shareholders**”) by way of poll at the EGM. Tricor Investor Services Limited, the branch share registrar and transfer agent of the Company in Hong Kong, was appointed as scrutineer for the poll at the EGM.

As at the date of the EGM, the total number of issued and fully paid up Shares of the Company was 1,686,145,000 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against all the Ordinary Resolutions at the EGM.

So far as the Directors are aware, no Shareholders were required to abstain under the Listing Rules from voting on the proposed Ordinary Resolutions numbered 1, 3 and 4 at the EGM. Accordingly, the total number of Shares entitling the Shareholders to vote on the proposed Ordinary Resolutions numbered 1, 3 and 4, respectively, was 1,686,145,000 Shares.

NWD and its associates (who, so far as the Directors were aware, held in aggregate 1,264,400,000 Shares as at the date of the EGM, representing approximately 74.99% of the total issued Shares) were required under the Listing Rules to abstain and did abstain from voting on the proposed Ordinary Resolution numbered 2 at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to vote on the proposed Ordinary Resolution numbered 2 was 421,745,000 Shares, representing approximately 25.01% of the total issued Shares.

There were no Shareholders who were required under Rule 13.40 of the Listing Rules to attend and abstain from voting in favor of the Ordinary Resolutions at the EGM. No Shareholder has stated his intention in the Circular to vote against any of the Ordinary Resolutions at the EGM.

The Directors who attended the EGM either in persons or by electronic means are as follows: the non-executive Directors, Dr. Cheng Chi-kong, Adrian and Ms. Chiu Wai-han, Jenny; the executive Directors, Mr. Cheung Fai-yet, Philip and Ms. Xie Hui-fang, Mandy; and the independent non-executive Directors, 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.

The poll results in respect of the Ordinary Resolutions proposed at the EGM were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and approve the renewal of the Master Concessionaire Counter Agreement, the Concessionaire Transactions and the New Concessionaire Counter Annual Caps, and to authorise any one Director, or any two Directors if the affixation of the common seal is necessary, for and on behalf of the Company to execute all such other documents and agreements and do all such acts and things as he/she or they may in his/her or their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or give effect to the renewal of the Master Concessionaire Counter Agreement and the transactions contemplated thereunder and all matters incidental to, ancillary or incidental thereto.	1,261,311,582 (99.99%)	21,500 (0.01%)
2.	To consider and approve the entering into of the 2023 Master Leasing Agreement, the Leasing Transactions and the New Leasing Annual Caps, and to authorise any one Director, or any two Directors if the affixation of the common seal is necessary, for and on behalf of the Company to execute all such other documents and agreements and do all such acts and things as he/she or they may in his/her or their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or give effect to the entering into of the 2023 Master Leasing Agreement and the transactions contemplated thereunder and all matters incidental to, ancillary or incidental thereto.	42,411,582 (99.95%)	21,500 (0.05%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	To consider and approve the entering into of the 2023 Master Services Agreement, the Services Transactions and the New Services Annual Caps, and to authorise any one Director, or any two Directors if the affixation of the common seal is necessary, for and on behalf of the Company to execute all such other documents and agreements and do all such acts and things as he/she or they may in his/her or their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or give effect to the entering into of the 2023 Master Services Agreement and the transactions contemplated thereunder and all matters incidental to, ancillary or incidental thereto.	1,261,311,582 (99.99%)	21,500 (0.01%)
4.	To approve and adopt the rules of the New Share Option Scheme, and to authorise the Directors to do all such acts and to enter into all such transactions and arrangements as may be necessary or expedient in order to give full effect to the New Share Option Scheme including but without limitation to grant option and to allot, issue and deal with shares pursuant to the exercise of any options granted thereunder.	1,219,969,582 (96.72%)	41,363,500 (3.28%)

Note: The full text of the Ordinary Resolutions referred to in items 1 to 4 are set out in the EGM Notice.

As more than 50% of the votes were casted in favour of each of the Ordinary Resolutions, all the Ordinary Resolutions proposed at the EGM were duly passed as ordinary resolutions of the Company.

By order of the board of directors of
New World Department Store China Limited
Wu Yuk-kwai, Catherine
Company Secretary

Hong Kong, 26 June 2023

As at the date of this announcement, the non-executive Directors are Dr. Cheng Chi-kong, Adrian and Ms. Chiu Wai-han, Jenny; the executive Directors are Mr. Cheung Fai-yet, Philip and Ms. Xie Hui-fang, Mandy; 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.