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(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00980)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Lianhua Supermarket Holdings Co., Ltd. (the “Company”) will be held at 10:00 am on Thursday, 3 November 2011 at the Conference Room, 13th Floor, Bailian Central Plaza, 1258 Zhen Guang Lu, Shanghai, the People Republic of China to consider and, if thought fit, to pass the following resolution:

SPECIAL RESOLUTION

To consider and approve the proposed amendment to Article 15 of the articles of association, and to authorize any executive director of the board of directors of the Company to make such further amendments according to the opinions provided by the relevant approval authorities (*Note 1*).

By order of the Board
Lianhua Supermarket Holdings Co., Ltd.
Ma Xin-sheng
Chairman

Shanghai, PRC, 16 September 2011

Notes:

1. The full text of the proposed amendments to the articles of association is set out in the circular of the Company dated 16 September 2011.
2. The H shares share register of the Company will be closed from 4 October 2011 to 3 November 2011 (both days inclusive), during which no transfer of H shares of the Company (“H Shares”) will be effected. Any holders of H Shares, whose names appear on the Company’s Register of Members on 3 November 2011, are entitled to attend and vote at the EGM of the Company after completing the registration procedures for attending the meeting. In order to be entitled to attend and vote at the EGM, persons holding H Shares shall lodge share transfer documents and the relevant share certificates with the H Shares share registrar not later than 4:30 p.m. on 3 October 2011.

3. The address of the Company's share registrar for share transfer of H Shares in Hong Kong is as follow:

Computershare Hong Kong Investor Services Limited
Rooms 1712-1716
17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

4. Holders of H Shares, domestic shares and unlisted foreign shares of the Company, who intend to attend the EGM, must complete the reply slips for attending the EGM and return them to the office of the secretary to the board of directors of the Company not later than 20 days before the date of the EGM. Details of the office of the secretary to the board of directors of the Company is as follow:

13th Floor
Bailian Central Plaza
No. 1258 Zhen Guang Road
Shanghai
The PRC
Tel: (8621) 5278 9576
Fax: (8621) 5279 7976

5. Each holder of H Shares who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the EGM. A proxy of a shareholder of the Company who has appointed more than one proxy may only vote on a poll.
6. The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorized in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be notarially certified.
7. To be valid, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time for holding the EGM or any adjournment thereof in order for such documents to be valid.
8. Each holder of domestic shares of nominal value of RMB1.00 each in the share capital of the Company which are subscribed for or credited as paid up in Renminbi (the "Domestic Shares") and of unlisted foreign shares of nominal value of RMB1.00 each in the share capital of the Company which are subscribed for or credited as paid up in foreign currency (the "Unlisted Foreign Shares") is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on its behalf at the EGM. Notes (4) to (5) also apply to holders of Domestic Shares and Unlisted Foreign Shares, except that the proxy form or other documents of authority must be delivered to the office of the secretary to the Board of the Company, the address of which is set out in Note (4) above, not less than 24 hours before the time for holding the EGM or any adjournment, thereof in order for such documents to be valid.

9. Shareholders shall produce their identity documents when attending the meeting. If a proxy attends the EGM on behalf of a shareholder of the Company, he should produce his identity card and the instrument signed by the proxy or his legal representative, which specifies the date of its issuance. If the legal representative of a legal person share shareholder attends the EGM, such legal representative should produce his identity card and valid documents evidencing his capacity as such legal representative. If a legal person share shareholder appoints a representative of the company other than its legal representative to attend the EGM, such representative should produce his identity card and an authorization instrument affixed with the seal of the legal person share shareholder and duly signed by its legal representative.
10. The EGM is expected to last for half an hour. Shareholders of the Company attending the EGM are responsible for their own transportation and accommodation expenses.

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

Executive directors: Hua Guo-ping, Liang Wei, Xu Ling-ling, Cai Lan-ying and Tang Qi

Non-executive directors: Ma Xin-sheng, Xu Bo, Kazuyasu Misu and Wong Tak Hung

Independent non-executive directors: Xia Da-wei, Lee Kwok Ming, Don and Zhang Hui-ming