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SUN ART RETAIL GROUP LIMITED

高鑫零售有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 06808)

(I) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 14 AUGUST 2025 AND (II) ELECTION OF CURRENCY FOR THE PAYMENT OF THE FINAL DIVIDEND

Reference is made to the circular of Sun Art Retail Group Limited 高鑫零售有限公司 (the “**Company**”) dated 18 July 2025 (the “**Circular**”) and the notice of annual general meeting of the Company (the “**Notice**”) dated 18 July 2025. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

At the annual general meeting of the Company held on 14 August 2025 (the “**AGM**”), all the proposed resolutions as set out in the Notice were taken by poll. The poll results were as follows:

Ordinary Resolutions*		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and the reports of the directors (the “ Directors ”) and auditors for the year ended 31 March 2025.	8,348,710,601 (99.969364%)	2,558,500 (0.030636%)
2.	To declare a final dividend of HK\$0.17 per share for the year ended 31 March 2025.	8,351,269,101 (100.000000%)	0 (0.000000%)
3.	(a) To re-elect Mr. Julian Juul WOLHARDT as a Non-Executive Director.	8,329,704,250 (99.741778%)	21,564,851 (0.258222%)
	(b) To re-elect Ms. Guannan WANG as a Non-Executive Director.	8,213,099,249 (98.345523%)	138,169,852 (1.654477%)
	(c) To re-elect Ms. Mengxue MEI as a Non-Executive Director.	8,209,084,249 (98.297446%)	142,184,852 (1.702554%)
	(d) To re-elect Mr. YIH Lai Tak, Dieter as an Independent Non-Executive Director.	8,129,845,293 (97.352415%)	221,098,308 (2.647585%)
	(e) To authorize the board of Directors (the “ Board ”) to fix the respective Directors’ remuneration.	8,348,629,460 (99.968392%)	2,639,641 (0.031608%)

Ordinary Resolutions*		Number of Votes (%)	
		For	Against
4.	To appoint KPMG as auditors of the Company following the retirement of PricewaterhouseCoopers with effect from the conclusion of Annual General Meeting and to authorize the Board to fix their remuneration.	8,351,269,101 (100.000000%)	0 (0.000000%)
5.	To give a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of issued shares (excluding treasury shares, if any) of the Company as at the date of passing of this resolution.	8,351,268,601 (99.999994%)	500 (0.000006%)
6.	To give a general mandate to the Directors to allot, issue and deal with additional shares of the Company (including any sale or transfer of treasury shares) not exceeding 20% of the total number of issued shares (excluding treasury shares, if any) of the Company as at the date of passing of this resolution.	7,721,247,717 (92.455980%)	630,021,384 (7.544020%)
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares (including any sale or transfer of treasury shares) in the capital of the Company by the aggregate number of the shares bought back by the Company.	7,905,213,717 (94.658831%)	446,055,384 (5.341169%)
Special Resolution*			
8.	To approve and adopt the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.	8,155,195,548 (97.652171%)	196,073,553 (2.347829%)

* The full text of the resolutions is set out in the Notice.

As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, such resolutions were duly passed as ordinary resolutions. In addition, as more than 75% of the votes were cast in favour of the resolution numbered 8, such resolution was duly passed as a special resolution.

As at the date of the AGM, the total number of shares of the Company in issue was 9,540,504,700 Shares, which was the total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM. There were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) and therefore, no voting rights of treasury shares were exercised at the AGM. There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company’s share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

All Directors attended the AGM.

ELECTION OF CURRENCY FOR THE PAYMENT OF THE FINAL DIVIDEND

Reference were made to the 2024/2025 Annual Report and Circular of the Company published on 18 July 2025, the Board wishes to inform the Company's shareholders that a final dividend of HK\$0.17 per ordinary share (equivalent to RMB0.1538 per ordinary share or US\$0.0216 per ordinary share at the exchange rate of HK\$1: RMB0.9047 and HK\$1:US\$0.1269, being the selling exchange rates quoted from The Hong Kong Association of Banks at the date of the AGM (ie. 14 August 2025)) for the year ended 31 March 2025 is expected to be paid on 24 September 2025 (Wednesday) to the shareholders of the Company whose names appear on the Company's register of members at the close of business at 4:30 p.m. on 22 August 2025 (Friday).

If Shareholders elect to receive all the final dividend in RMB or US\$ or a combination of HK\$, RMB or US\$, Shareholders should complete the Dividend Currency Election Form which is expected to be despatched to Shareholders on 29 August 2025 after the record date of Friday, 22 August 2025 to determine shareholders' entitlement to the FY25 Final dividend, and lodge it with the Company's share registrar, Computershare Hong Kong Investor Services Limited, on 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, 15 September 2025.

Shareholders who are minded to elect to receive their dividends in RMB or US\$ by cheques should note that (i) they should ensure that they have an appropriate bank account to which the RMB or US\$ cheques for dividend can be presented for payment; and (ii) there is no assurance that RMB or US\$ cheques can be cleared without material handling charges or delay in Hong Kong or that RMB or US\$ cheques will be honoured for payment upon presentation outside Hong Kong. The cheques are expected to be posted to the relevant Shareholders by ordinary post on Wednesday, 24 September 2025 at the Shareholders' own risk.

If no duly completed Dividend Currency Election Form in respect of the Shareholder is received by the Company's share registrar by 4:30 p.m. on Monday, 15 September 2025, such Shareholder will automatically receive the final dividend in HK\$. All dividend payments in HK\$ will be made in the usual way on Wednesday, 24 September 2025.

If Shareholders wish to receive the final dividend in HK\$ in the usual way, no additional action is required. Shareholders should seek professional advice with their own tax advisers regarding the possible tax implications of the dividend payment.

By Order of the Board
Sun Art Retail Group Limited
SHEN Hui
Executive Director and Chief Executive Officer

Hong Kong, 14 August 2025

As at the date of this announcement, the Directors are:

Executive Director:

SHEN Hui (*Chief Executive Officer*)

Non-Executive Directors:

Julian Juul WOLHARDT (*Chairman*)

Guannan WANG

Mengxue MEI

Independent Non-Executive Directors:

Karen Yifen CHANG

Charles Sheung Wai CHAN

YIH Lai Tak, Dieter