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杉杉品牌運營股份有限公司
Shanshan Brand Management Co., Ltd.

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

(Stock Code: 1749)

**NOTICE OF THE FIRST EXTRAORDINARY
GENERAL MEETING FOR 2023**

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting for 2023 (“**EGM**”) of Shanshan Brand Management Co., Ltd. (the “**Company**”) will be held at Conference Room, Third floor of Building B1, Shanshan New Energy Base, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang Province, the People's Republic of China (the “**PRC**”) on Friday, 22 December 2023 at 10:00 a.m. for the purpose of considering and, it thought fit, passing the following resolution:

BY WAY OF ORDINARY RESOLUTION:

1. “**THAT**

- (a) the land use rights grant contract (the “**Land Use Rights Grant Contract**”) anticipated to be entered into between the Company and the Ningbo Natural Resources and Planning Bureau* (寧波市自然資源和規劃局) in relation to the acquisition of the land use rights of the parcel of the land with a total land area of 28,656 sq.m. (i.e. approximately 43 mu) located in Wangchun Industrial Park, Haishu District, Ningbo City, Zhejiang Province, the PRC (寧波市海曙區望春工業園區) (the “**Land**”) for RMB40,118,400 and the transactions contemplated thereunder, be and are hereby approved and confirmed;

- (b) the standard investment and construction agreement of Haishu District enterprise investment industrial project (the “**Investment Agreement**”) anticipated to be entered into by the Company and Ningbo Wangchun Industrial Park Committee* (寧波望春工業園區管理委員會) in relation to the proposed investment by the Company and its subsidiaries to construct a comprehensive building with a product research and development center therein, a high-end digital intelligent manufacturing plant and a digital intelligent warehouse for its formal and business casual menswear on the Land and the transactions contemplated thereunder, be and are hereby approved and confirmed;
- (c) the board of directors of the Company be and is hereby authorized to formulate and implement the project plan in relation to the development of the Land with an estimated budget of approximately RMB280 million (including the cost of the Land); and
- (d) any one or more of the directors of the Company be and is/are hereby authorized for and on behalf of the Company to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things, as the case may be, as they may in their discretion consider necessary, desirable or expedient to carry and implement the Land Use Rights Grant Contract and the Investment Agreement and all the transactions contemplated thereunder.”

For and on behalf of
Shanshan Brand Management Co., Ltd.
Luo Yefei
Chairman and Executive Director

Ningbo, the PRC, 2 December 2023

Registered office:

238 Yunlin Middle Road, Wangchun Industrial Park
Ningbo, Zhejiang Province, the PRC

Principal place of business in Hong Kong:

31/F., 148 Electric Road, North Point, Hong Kong

Notes:

1. A member of the Company (the “**Member**” or the “**Shareholder**”) entitled to attend and vote at the EGM or its adjournment (as the case may be) is entitled to appoint one (or, if he/she/it holds two or more issued shares with a nominal value of RMB1.00 each in the Company (the “**Shares**”), more than one), proxy to attend and vote, on a poll, in his stead in accordance with the Articles of Association. A proxy needs not be a Member.
2. For determining the entitlement of the Shareholders to attend and vote at the EGM, the transfer books and register of members of the Company will be closed from Tuesday, 19 December 2023 to Friday, 22 December 2023, both days inclusive, during which period no Share transfers can be registered. In order to be eligible to attend and vote at the EGM, all transfer documents of Shares accompanied by the relevant share certificates must be lodged with the H Share registrar, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong (for holders of H Shares), the office of the Board of Directors, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang Province, the PRC (for the holders of Domestic Shares) for registration not later than 4:30 p.m. on Monday, 18 December 2023.
3. A form of proxy for use at the EGM is enclosed. If you do not intend to attend the EGM in person, you are urged to complete and return the form of proxy in accordance with the instructions printed thereon as soon as possible. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at its adjournments if you so wish. In the event that you attend the EGM after having returned the completed form of proxy, your form of proxy will be deemed to have been revoked.
4. In the case of holders of H Shares and to be valid, a form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the Company’s H share registrar, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong, and in the case of holders of Domestic Shares, to the Company’s registered office address at the Office of the Board of Directors, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang Province, the PRC, no later than 24 hours before the time appointed for holding the EGM or its adjournment. Delivery of the form of proxy shall not preclude a Member from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. In the case of joint registered holders of any Shares, any one of such joint registered holders may vote at the EGM, either in person or by proxy, in respect of such Shares as if he/she/it were solely entitled thereto; but should more than one of such joint registered holders be present at the EGM, either in person or by proxy, the vote of that one of them so present, whose name stands first on the register of members in respect of such Shares shall be accepted to the exclusion of the votes of the other joint registered holder(s).
6. The EGM (or any adjournment thereof) is expected to be concluded within a day. Shareholders or their proxies attending the EGM (or any adjournment thereof) shall be responsible for their own travelling and accommodation expenses.

* *For identification purpose only*

As at the date of this notice, the executive Directors are Mr. Luo Yefei, Mr. Cao Yang, Ms. Yan Jingfen and Ms. Zhou Yumei; the non-executive Directors are Mr. Du Peng and Mr. Shen Jinxin; and the independent non-executive Directors are Mr. Chow Ching Ning, Mr. Wang Yashan and Mr. Wu Xuekai.