



AEON STORES (HONG KONG) CO., LIMITED

永旺(香港)百貨有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 984)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN (the "Notice") that the extraordinary general meeting (the "Meeting") of AEON Stores (Hong Kong) Co., Limited (the "Company") will be held at Victoria Room, World Trade Centre Club Hong Kong, 38th Floor, World Trade Centre, 280 Gloucester Road, Causeway Bay, Hong Kong on 26 January 2007 at 9:30 a.m. for the purpose of considering and, if thought fit, passing (with or without amendments) the following as an ordinary resolution of the Company:

ORDINARY RESOLUTION

"THAT

- (i) the amendment agreement dated 12 December 2006 (the "Amendment Agreement") entered into between the Company and AEON Co., Ltd. (the "Adviser"), a copy of which is tabled at the Meeting and marked "A" and initialled by the chairman of the Meeting for identification purpose, pursuant to which the parties have amended the terms of the Technical Assistant Agreement between the parties dated 31 December 1993 for the provision of certain technical assistance by the Adviser to the Company and the grant by the Adviser to the Company of the right to use certain trademarks and systems owned by the Adviser (the "Continuing Connected Transactions"), be and is hereby approved, confirmed and ratified and the transactions contemplated therein be and are hereby approved;
- (ii) the cap amount of HK\$47 million in relation to the Continuing Connected Transactions for each of the three financial years ending 31 December 2009 be and is hereby approved; and
- (iii) any one director of the Company, or any two directors of the Company if affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents and agreements and to do all such acts or things deemed to be incidental to, ancillary to or in connection with the matters contemplated under the Amendment Agreement."

By Order of the Board
Heng Kwoo Seng
Company Secretary

Hong Kong, 3 January 2007

Registered Office:

G-4th Floor
Kornhill Plaza (South)
2 Kornhill Road
Hong Kong

Head Office and Principal

Place of Business in Hong Kong:
3rd Floor
Stanhope House
738 King's Road
Quarry Bay
Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote in his/her/its stead. In the case of a recognised clearing house, it may authorise such other person(s) as it thinks fit to act as its representative(s) at the Meeting and vote in its stead. A proxy need not be a member of the Company.
2. A form of proxy for use at the Meeting is enclosed with the circular dated 3 January 2007 of the Company. Whether or not you intend to attend the Meeting in person, you are urged to complete and return the form of proxy in accordance with the instructions printed thereon.
3. To be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the Company's share registrar in Hong Kong, Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
4. Completion and return of the form of proxy shall not preclude a member of the Company from attending and voting in person at the Meeting or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to have been revoked.
5. Where there are joint holders of any share of the Company, any one of such holders may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such holders are present at the Meeting personally or by proxy, then the holder whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof. Several executors or administrators of a deceased member in whose name any share stands shall for this purpose be deemed joint holders thereof.

As at the date of this announcement, the executive directors of the Company are Mr. Lam Man Tin, Mr. Yutaka Fukumoto and Mr. Wong Mun Yu; the non-executive directors are Mr. Toshiji Tokiwa, Mr. Akihito Tanaka, Mr. Tatsuiichi Yamaguchi and Mr. Naoyuki Miyashita; and the independent non-executive directors are Mdm. Lam Pei Peggy, Mr. Sham Sui Leung, Daniel and Ms. Cheng Yin Ching, Anna.