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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other independent professional adviser.

If you have sold or transferred all your shares in Lifestyle International Holdings Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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LIFESTYLE INTERNATIONAL HOLDINGS LIMITED

利福國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1212)

**GENERAL MANDATES TO REPURCHASE SHARES
AND TO ISSUE SHARES,
RE-ELECTION OF DIRECTORS,
AMENDMENTS TO THE EXISTING ARTICLES
AND ADOPTION OF THE AMENDED AND
RESTATED ARTICLES
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the annual general meeting of Lifestyle International Holdings Limited to be held at Event Gallery, 16/F SOGO CLUB, New Wing, East Point Centre, 555 Hennessy Road, Causeway Bay, Hong Kong on Tuesday, 30 April 2019 at 4:30 p.m. is set out in Appendix IV to this circular. Whether or not you are able to attend the meeting, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong in accordance with the instructions printed thereon as soon as possible but in any event not later than 48 hours before the time appointed for the holding of such meeting or any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the annual general meeting or any adjourned meeting should you so wish.

Hong Kong, 26 March 2019

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“AGM”	the annual general meeting of the Company to be held at Event Gallery, 16/F SOGO CLUB, New Wing, East Point Centre, 555 Hennessy Road, Causeway Bay, Hong Kong on Tuesday, 30 April 2019 at 4:30 p.m. or any adjournment thereof (as the case may be);
“AGM Notice”	the notice dated 26 March 2019 convening the AGM as set out on pages 34 to 38 of this circular;
“Amended and Restated Articles”	the amended and restated articles of association of the Company proposed to be adopted to replace the existing Articles in the manner set out in resolution 6 in the AGM Notice;
“Articles”	the articles of association of the Company as may be amended and restated from time to time;
“Board”	the board of directors of the Company;
“Close Associate(s)”	has the meaning ascribed to it under the Listing Rules;
“Companies Law”	the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands;
“Company”	LIFESTYLE INTERNATIONAL HOLDINGS LIMITED (利福國際集團有限公司), a company incorporated in the Cayman Islands whose shares are listed on the Stock Exchange;
“General Mandate”	a general mandate proposed to be granted to the directors to exercise all the powers of the Company to allot, issue and otherwise deal with the Shares in the manner as set out in resolution 5B in the AGM Notice;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Latest Practicable Date”	20 March 2019, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion in this circular;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;

DEFINITIONS

“Repurchase Mandate”	a general mandate proposed to be granted to the directors to exercise all the powers of the Company to repurchase Shares in the manner as set out in resolution 5A in the AGM Notice;
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Share(s)”	share(s) of HK\$0.005 each in the share capital of the Company;
“Shareholder(s)”	the registered holder(s) of the Share(s);
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Takeovers Code”	The Code on Takeovers and Mergers; and
“%”	per cent.

LETTER FROM THE BOARD



LIFESTYLE INTERNATIONAL HOLDINGS LIMITED

利福國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1212)

Executive Directors

Mr. Lau Kam Sen
Ms. Lau Kam Shim

Non-executive Directors

Mr. Lau Luen Hung, Thomas (Chairman)
Mr. Doo Wai Hoi, William
Ms. Lau Yuk Wai, Amy

Independent Non-executive Directors

Mr. Lam Siu Lun, Simon
The Hon. Shek Lai Him, Abraham
Mr. Hui Chiu Chung
Mr. Ip Yuk Keung

Registered Office

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

**Head Office and Principal Place
of Business in Hong Kong**

20th Floor, East Point Centre
555 Hennessy Road
Causeway Bay
Hong Kong

Hong Kong, 26 March 2019

To the Shareholders

Dear Sir or Madam,

**GENERAL MANDATES TO REPURCHASE SHARES
AND TO ISSUE SHARES,
RE-ELECTION OF DIRECTORS,
AMENDMENTS TO THE EXISTING ARTICLES
AND ADOPTION OF THE AMENDED AND
RESTATED ARTICLES
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with information regarding the resolutions to be proposed at the AGM in relation to (i) granting of the Repurchase Mandate; (ii) granting of the General Mandate and extension of the General Mandate; (iii) the re-election of the directors; and (iv) the amendments to the existing Articles and the adoption of the Amended and Restated Articles.

LETTER FROM THE BOARD

GENERAL MANDATE TO REPURCHASE SHARES

At the AGM, an ordinary resolution set out as resolution 5A in the AGM Notice will be proposed to grant the Repurchase Mandate to the directors to repurchase Shares up to 10% of the total number of issued Shares as at the date of passing of the resolution.

An explanatory statement as required by the Listing Rules to be sent to the Shareholders in connection with the Repurchase Mandate is set out in Appendix I to this circular.

GENERAL MANDATE TO ISSUE SHARES

At the AGM, another ordinary resolution set out as resolution 5B in the AGM Notice will be proposed to the Shareholders that the directors be given the General Mandate to allot, issue and deal with new Shares up to an amount not exceeding 20% of the total number of issued Shares as at the date of passing of the resolution. Such General Mandate will be extended by a separate resolution set out as resolution 5C in the AGM Notice by adding to the total number of Shares to be issued and allotted pursuant to the General Mandate the number of Shares repurchased by the Company pursuant to the Repurchase Mandate. The granting and extension of the General Mandate will provide for flexibility to the directors to issue Shares when it is in the interests of the Company to do so.

RE-ELECTION OF DIRECTORS

In accordance with Article 87 of the Articles, Ms. Lau Kam Shim, Mr. Lam Siu Lun, Simon ("Mr. Lam") and Mr. Hui Chiu Chung ("Mr. Hui") will retire from office by rotation at the AGM and, being eligible, will offer themselves for re-election.

Mr. Lam and Mr. Hui, being independent non-executive director ("INED") of the Company, both have served the Board for more than nine years and have made an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules to the Company. During their years of appointment, Mr. Lam and Mr. Hui have demonstrated their abilities to provide independent views to the Company's matters. The Board is of the view that each of Mr. Lam and Mr. Hui is able to continue to fulfill his role as required of an INED.

Apart from being an INED of the Company, Mr. Hui serves also seven other Hong Kong listed companies as either INED or non-executive director. Notwithstanding his directorship in eight listed companies, the Board is satisfied with his positive contribution to the Company as evidenced by his active participation at meetings of the Company, with high attendance rate throughout all these years since his first appointment as director of the Company. By a disclosure made to the Company on the indication of his time involvement each year in the offices held in public companies or organizations and other significant commitments in accordance with code provision A.6.6 of Appendix 14 of the Listing Rules, Mr. Hui has also provided an annual confirmation to the Company in respect of his commitment in devoting sufficient time as required to discharge his responsibility as director of the Company. In view of the above, the Board has concluded that Mr. Hui will still be able to devote sufficient time to the Board.

LETTER FROM THE BOARD

The nomination committee of the Company has assessed the independence of Mr. Lam and Mr. Hui and it is considered that each of them meets the independence guideline set out in Rule 3.13 of the Listing Rules. The nomination Committee also reviewed their respective skills, knowledge and experience having regard to the nomination policy and board diversity policy of the Company. It is considered that each of them has extensive experience in their own fields, which are relevant to the business of the Group, and is therefore an invaluable member of the Board. The nomination committee has recommended them to the Board for re-election and the Board has endorsed recommendation of the nomination committee of the Company that Mr. Lam and Mr. Hui be proposed to stand for re-election at the AGM.

Details of the directors who are proposed for re-election are set out in Appendix II to this circular.

AMENDMENTS TO THE EXISTING ARTICLES AND ADOPTION OF THE AMENDED AND RESTATED ARTICLES

At the AGM, a special resolution set out as resolution 6 in the AGM Notice will be proposed to the Shareholders to approve and adopt the Amended and Restated Articles in the form to be tabled at the AGM in substitution for, and to the exclusion of, its existing Articles.

The Amended and Restated Articles reflects amendments made to applicable laws of the Cayman Islands and the Listing Rules and incorporates certain housekeeping amendments. The major proposed amendments include the following:

1. To incorporate the Chinese name of the Company;
2. To revise the requirements in relation to notice period and the content of the notices for general meetings;
3. To clarify the power of the Board and the Company in respect of the purchase of its shares out of capital or out of any other account or fund, provision of financial assistance and surrender for no consideration of any fully paid share;
4. To revise certain provisions in relation to the duration of which the register of members of the Company may be closed each year;
5. To revise the provision in relation to the record date for determining the shareholder's entitlement to dividend, distribution, allotment or issue;
6. To revise the relevant provisions relating to restrictions on loans by the Company to directors of the Company and their associates and connected entities in line with provisions under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong);
7. To revise the relevant provisions relating to the election of chairman at a general meeting if there is more than one chairman of the Company;

LETTER FROM THE BOARD

8. To clarify the provisions relating to voting at general meetings;
9. To revise the provisions relating to term of office, retirement and removal of the directors of the Company;
10. To reflect current requirements and provisions of the Listing Rules, including insertion of the definition of “close associates” and make corresponding changes to the relevant provisions relating to voting by a Director on matters in which he or any of his close associates is materially interested;
11. To revise the provisions to permit electronic transmission of notices of board meetings and participation in board meetings by means of electronic means;
12. To revise the relevant provisions in relation to the affixation of the common seal of the Company on share certificates; and
13. To revise the relevant provisions in relation to change of auditor.

Details of the proposed principal amendments to the existing Articles are set out in Appendix III of this circular. The Shareholders are reminded that the Chinese translation of the proposed principal amendments to the existing Articles is solely for reference purpose. In case of inconsistency between the English and Chinese versions, the English version prevails.

The amendments to the existing Articles will enable the Company to meet the requirements of the relevant laws of the Cayman Islands and the Listing Rules applicable to the Company.

ANNUAL GENERAL MEETING

The AGM Notice is set out in Appendix IV to this circular. Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll save for resolutions relating purely to a procedural or administrative matter. Accordingly, the Company will procure the chairman of the AGM to demand the resolutions to be put to vote by poll. The results of the poll will be announced by the Company in the manner prescribed by the Listing Rules.

RECOMMENDATION

The directors are of opinion that the ordinary resolutions and special resolution as set out in the AGM Notice are all in the best interests of the Company and the Shareholders and accordingly recommend the Shareholders to vote in favour of such resolutions to be proposed at the AGM.

On behalf of the Board
Lifestyle International Holdings Limited
Lau Kam Shim
Executive Director

This Appendix contains the particulars that are required by the Listing Rules to be included in an explanatory statement to enable the Shareholders to make an informed decision on whether to vote for or against the resolution to be proposed at the AGM in relation to the Repurchase Mandate.

1. REPURCHASE MANDATE

It is proposed that the directors may exercise the powers of the Company to repurchase up to 10% of the issued Shares as at the date of passing of the resolution to approve the granting to the directors the Repurchase Mandate. At the Latest Practicable Date, the number of issued Shares was 1,501,916,000 Shares. Accordingly, the exercise of the Repurchase Mandate in full (being the repurchase of 10% of the issued Shares as at the date of the passing of the resolution to approve the Repurchase Mandate on the basis that no Share is issued or repurchased prior to such date) would enable the Company to repurchase 150,191,600 Shares.

2. REASONS FOR REPURCHASES

The directors believe that the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole. Whilst it is not possible to anticipate in advance any specific circumstance in which the directors might think it appropriate to repurchase the Shares, they believe that an ability to do so would give the Company additional flexibility that would be beneficial to the Company and the Shareholders as such repurchases may, depending on market conditions and funding arrangements at that time, lead to an enhancement of the net asset value per Share and/or earnings per Share. Shareholders can be assured that the directors would only make such purchases in circumstances where they consider them to be in the best interests of the Company.

3. FUNDING OF REPURCHASES

In making repurchases, the Company proposes to apply funds legally available for such purpose in accordance with its memorandum and Articles, the Listing Rules and the Companies Law. Under the Companies Law, share repurchases by the Company may be paid out of profits, share premium account or out of the proceeds of a fresh issue of Shares made for the purpose, or, if so authorized by its memorandum and Articles and subject to the Companies Law, out of capital. Any premium payable on share repurchases may be paid out of profits of the Company or out of the Company's share premium account, or, if so authorized by its memorandum and Articles and subject to the Companies Law, out of capital. In accordance with the Companies Law, the shares so repurchased would remain part of the authorized but unissued share capital of the Company.

4. IMPACT OF REPURCHASE

As compared with the position disclosed in the Company's most recent audited consolidated statement of financial position for the year ended 31 December 2018 and in particular the working capital position of the Company at that time and the number of issued Shares, the directors consider that there might be a material adverse impact on the

working capital position or the gearing position of the Company in the event that the proposed Shares repurchase were to be carried out in full at any time during the proposed repurchase period.

However, the directors do not propose to exercise the Repurchase Mandate to such extent as would, in circumstances, have a material adverse impact on the working capital requirements of the Company or its gearing level which, in the opinion of the directors, is from time to time appropriate for the Company.

5. PRICE OF SHARES

The highest and lowest prices at which the Shares have traded on the Stock Exchange during each of the previous twelve months up to the Latest Practicable Date were as follows:

	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2018		
March	13.36	11.14
April	15.32	12.72
May	28.05	14.68
June	19.34	15.58
July	17.30	15.20
August	16.08	14.28
September	15.88	14.70
October	15.58	13.14
November	13.98	12.12
December	12.94	11.54
2019		
January	12.12	11.16
February	14.10	11.76
March (up to the Latest Practicable Date)	14.52	13.20

6. UNDERTAKING

The directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Repurchase Mandate in accordance with the Listing Rules, the memorandum and Articles of the Company and the Companies Law.

None of the directors nor, to the best of their knowledge having made all reasonable enquiries, any of their Close Associates have any present intention to sell any Shares to the Company in the event that the Repurchase Mandate is approved by the Shareholders.

As at the Latest Practicable Date, no core connected persons (as defined in the Listing Rules) of the Company have notified the Company that they have a present intention to sell Shares to the Company, or have undertaken not to do so, in the event that the Repurchase Mandate is approved by the Shareholders.

7. TAKEOVERS CODE

If, on the exercise of the power to repurchase the Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code. As a result, a Shareholder or group of Shareholders acting in concert, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

Based on the disclosure made to the Company under Part XV of the SFO, as at the Latest Practicable Date, Mr. Lau Luen Hung, Thomas ("Mr. Lau") is interested and deemed to be interested in 1,126,097,792 Shares, representing approximately 74.98% of the Shares in issue.

Assuming that there is no change in the number of issued Shares prior to the AGM, in the event that the Repurchase Mandate is exercised in full, the interests of Mr. Lau in terms of voting rights of the Company would be increased from approximately 74.98% to approximately 83.31%. Such increase would not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code.

However, the directors have no intention to make share repurchase to such extent as may result in the public shareholding of less than such prescribed minimum percentage under the Listing Rules.

8. SHARE REPURCHASES MADE BY THE COMPANY

During the six months preceding the Latest Practicable Date, the Company had repurchased the Shares on the Stock Exchange as follows:

Date	Number of Shares repurchased	Price paid per Share	
		Highest (HK\$)	Lowest (HK\$)
3 September 2018	2,106,000	15.50	15.04
4 September 2018	1,940,000	15.46	14.86
5 September 2018	2,798,000	15.38	14.86
6 September 2018	1,160,000	15.20	14.70
7 September 2018	1,998,000	15.44	14.98
10 September 2018	2,074,000	15.46	15.04
11 September 2018	2,349,500	15.16	14.84
12 September 2018	3,089,000	15.26	14.90
13 September 2018	1,659,500	15.38	15.06
14 September 2018	920,000	15.60	15.18
17 September 2018	321,000	15.46	15.16
18 September 2018	808,000	15.20	15.14
19 September 2018	1,741,500	15.70	15.02
20 September 2018	1,109,000	15.60	15.24
21 September 2018	1,536,000	15.64	15.12
24 September 2018	1,506,000	15.44	15.06
26 September 2018	1,702,500	15.58	15.20
27 September 2018	1,827,500	15.64	15.16
28 September 2018	1,467,000	15.58	15.18
2 October 2018	722,500	15.40	15.12
3 October 2018	535,500	15.46	15.18
4 October 2018	762,500	15.40	15.24
5 October 2018	535,500	15.46	15.20
8 October 2018	1,246,500	15.30	15.12
9 October 2018	621,500	15.38	15.16
10 October 2018	1,303,000	15.50	15.10
11 October 2018	898,000	14.92	14.52
12 October 2018	1,173,500	14.80	14.44
15 October 2018	1,100,500	14.92	14.50
16 October 2018	1,975,500	14.82	14.18
18 October 2018	501,500	14.62	14.42
19 October 2018	1,041,000	14.25	14.10
22 October 2018	454,000	14.23	14.16
23 October 2018	580,500	14.18	13.96
24 October 2018	919,500	14.00	13.86
25 October 2018	1,853,500	13.78	13.46
26 October 2018	2,800,000	13.62	13.28
29 October 2018	1,251,500	13.74	13.44
	<u>52,388,500</u>		

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED

The details of the directors proposed to be re-elected at the AGM are set out as follows:

(1) Ms. Lau Kam Shim

Executive Director

Ms. Lau, aged 31, was appointed as an executive director in March 2016. She also acts as director of subsidiaries of the Company. Ms. Lau joined the Group in October 2012 and was responsible for international boutiques and sales promotion division of the Group. She holds a Bachelor of Arts degree from King's College London, University of London and a Master of Arts degree from Columbia University in the City of New York.

Ms. Lau is a director of United Goal Resources Limited and Sand Cove Holdings Limited, both being substantial shareholders of the Company within the meaning of Part XV of the SFO. Ms. Lau is the daughter of Mr. Lau Luen Hung, Thomas, the controlling shareholder of the Company and the chairman of the Board, the sister of Mr. Lau Kam Sen, an executive director of the Company and the niece of Ms. Lau Yuk Wai, Amy, a non-executive director of the Company.

Save as disclosed above, Ms. Lau does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company and has not held any directorships in other listed public companies during the last three years. As at the Latest Practicable Date, Ms. Lau has deemed interest in 1,000,000 Shares within the meaning of Part XV of the SFO. These Shares were held by a trust which Ms. Lau is one of the beneficiaries under the trust.

The Company and Ms. Lau have entered into a letter of appointment with no fixed term. She is subject to retirement by rotation at least once every three years pursuant to the Articles. The emoluments of Ms. Lau comprise a monthly salary of HK\$350,000, a director's fee of HK\$200,000 per annum and discretionary bonuses and other benefits, which are determined by the Board with reference to her duties and responsibilities and the prevailing market conditions.

Save as disclosed herein, Ms. Lau is not aware of any other matters or information that need to be brought to the attention of the Shareholders or to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules in connection with her re-election.

(2) Mr. Lam Siu Lun, Simon *(ACA, FTIHK)*

Independent Non-executive Director

Mr. Lam, aged 69, joined the Company in March 2004. Mr. Lam graduated from The University of Hong Kong with a Bachelor of Arts degree. After graduation, he worked at KPMG Peat Marwick and obtained his qualification as a chartered accountant from The Institute of Chartered Accountants in England and Wales in 1979 and certified public accountant from the Hong Kong Society of Accountants (now known as the Hong Kong Institute of Certified Public Accountants) in 1980. He is also a fellow member of the Taxation Institute of Hong Kong. Mr. Lam has been a practicing accountant for over 25 years and is the proprietor of Messrs. S.L. Lam & Company, a firm of certified public accountants. He has served as a member of the Insider Dealing Tribunal on a number of

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED

occasions. He is an independent non-executive director of Le Saunda Holdings Limited, a company listed on the Stock Exchange. He was an independent non-executive director of Lifestyle Properties Development Limited (now known as Sansheng Holdings (Group) Co. Ltd.), a company listed on the Stock Exchange. Save as disclosed above, Mr. Lam has not held any directorships in other listed public companies during the last three years.

Mr. Lam does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Lam does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

There is no service contract between the Company and Mr. Lam. He is appointed for a specific term of one year and is subject to retirement by rotation at least once every three years pursuant to the Articles. Mr. Lam is entitled to a director's fee of HK\$200,000 per annum as determined by the Board with reference to his duties and responsibilities with the Company and the comparable market statistics.

Save as disclosed herein, Mr. Lam is not aware of any other matters or information that need to be brought to the attention of the Shareholders or to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules in connection with his re-election.

(3) Mr. Hui Chiu Chung *(JP)*

Independent Non-executive Director

Mr. Hui, aged 71, joined the Company in July 2005. Mr. Hui is the chairman and chief executive officer of Luk Fook Financial Services Limited and has over 47 years of experience in the securities and investment industry. He had for years been serving as a council member and vice chairman of the Stock Exchange, a member of the advisory committee of the Hong Kong Securities and Futures Commission, a director of the Hong Kong Securities Clearing Company Limited, a member of the listing committee of the Hong Kong Exchanges and Clearing Limited, an appointed member of the Securities and Futures Appeal Tribunal, a member of Standing Committee on Company Law Reform, and an appointed member of the Hong Kong Institute of Certified Public Accountants Investigation Panel A. He was also a member of the Committee on Real Estate Investment Trusts of the Hong Kong Securities and Futures Commission and a member of Government "Appointees" (independent member) of Appeal Panel of the Travel Industry Council of Hong Kong. Mr. Hui was appointed by the Government of the Hong Kong Special Administrative Region a Justice of the Peace in 2004 and has served as a member of the Zhuhai Municipal Committee of the Chinese People's Political Consultative Conference from 2006 to 2017. He is a fellow member of the Hong Kong Institute of Directors and senior fellow member of the Hong Kong Securities and Investment Institute. Mr. Hui also serves as an independent non-executive director of Zhuhai Holdings Investment Group Limited, Gemdale Properties and Investment Corporation Limited, China South City Holdings Limited, SINOPEC Engineering (Group) Co., Ltd., Agile Group Holdings Limited and FSE Services Group Limited (formerly known as FSE Engineering Holdings Limited) and a non-executive director of Luk Fook Holdings (International)

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED

Limited, all being companies listed on the Stock Exchange. Save as disclosed above, Mr. Hui has not held any directorships in other listed public companies during the last three years.

Mr. Hui does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Hui does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

There is no service contract between the Company and Mr. Hui. He is appointed for a specific term of one year and is subject to retirement by rotation at least once every three years pursuant to the Articles. Mr. Hui is entitled to a director's fee of HK\$200,000 per annum as determined by the Board with reference to his duties and responsibilities with the Company and the comparable market statistics.

Save as disclosed herein, Mr. Hui is not aware of any other matters or information that need to be brought to the attention of the Shareholders or to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules in connection with his re-election.

The following are the principal changes to the existing Articles as introduced by the Amended and Restated Articles. Unless otherwise specified, clauses, paragraphs and numbers referred to herein are clauses, paragraphs and numbers of the Amended and Restated Articles.

1. The following definitions in Article 2(1) of the existing Articles are deleted in its entirety:

“associate” the meaning attributed to it in the rules of the Designated Stock Exchange.

“Subsidiary and Holding Company” the meanings attributed to them in Section 2 of the Companies Ordinance of Hong Kong as in force at the time of adoption of the Articles.

2. The following definitions in Article 2(1) of the existing Articles are inserted:

“business day” shall mean a day on which the Designated Stock Exchange generally is open for the business of dealing in securities in Hong Kong. For the avoidance of doubt, where the Designated Stock Exchange is closed for the business of dealing in securities in Hong Kong on a business day for the reason of a number 8 or higher typhoon signal, black rainstorm warning or other similar event, such day shall for the purposes of these Articles be counted as a business day.

“close associate” in relation to any Director, shall have the same meaning as defined in the rules of the Designated Stock Exchange (“Listing Rules”) as modified from time to time, except that for purposes of Article 100 where the transaction or arrangement to be approved by the Board is a connected transaction referred to in the Listing Rules, it shall have the same meaning as that ascribed to “associate” in the Listing Rules.

“substantial shareholder” a person who is entitled to exercise, or to control the exercise of, 10% or more (or such other percentage as may be prescribed by the rules of the Designated Stock Exchange from time to time) of the voting power at any general meeting of the Company.

3. The following definitions in Article 2(1) of the existing Articles are amended as per below:

“Company” LIFESTYLE INTERNATIONAL HOLDINGS LIMITED 利福國際集團有限公司

“ordinary resolution” a resolution shall be an ordinary resolution when it has been passed by a simple majority of votes cast by such Members as, being entitled so to do, vote in person or, in the case of any Member being a corporation, by its duly authorised representative or, where proxies are allowed, by proxy at a general meeting of which ~~not less than fourteen (14) clear days’~~ Notice has been duly given, in accordance with Article 59.

“special resolution” a resolution shall be a special resolution when it has been passed by a majority of not less than three-fourths of votes cast by such Members as, being entitled so to do, vote in person or, in the case of such Members as are corporations, by their respective duly authorised representative or, where proxies are allowed, by proxy at a general meeting of which ~~not less than twenty one (21) clear days’~~ Notice, ~~specifying (without prejudice to the power contained in these Articles to amend the same) the intention to propose the resolution as a special resolution, has been duly given. Provided that, except in the case of an annual general meeting, if it is so agreed by a majority in number of the Members having the right to attend and vote at any such meeting, being a majority together holding not less than ninety five (95) per cent. in nominal value of the shares giving that right and in the case of an annual general meeting, if it is so agreed by all Members entitled to attend and vote thereat, a resolution may be proposed and passed as a special resolution at a meeting of which less than twenty one (21) clear days’~~ Notice has been given; Notice has been duly given in accordance with Article 59.

4. The following is inserted to the Amended and Restated Articles as Article 2(i):
 - (i) Section 8 and Section 19 of the Electronic Transactions Law (2003) of the Cayman Islands, as amended from time to time, shall not apply to these Articles to the extent it imposes obligations or requirements in addition to those set out in these Articles.
5. Article 3 of the existing Articles be amended as per below:
 - (1) The share capital of the Company at the date on which these Articles come into effect shall be divided into shares of a par value of ~~\$0.01~~\$0.005 each.

- (2) Subject to the Law, the Company's Memorandum and Articles of Association and, where applicable, the rules of any Designated Stock Exchange and/or any competent regulatory authority, ~~any power of the Company shall have the power to purchase or otherwise acquire its own shares and such power shall be exercisable by the Board in such manner, upon such terms and subject to such conditions as it thinks fit in its absolute discretion thinks fit and any determination by the Board of the manner of purchase shall be deemed authorised by these Articles for purposes of the Law. The Company is hereby authorised to make payments in respect of the purchase of its shares out of capital or out of any other account or fund which can be authorised for this purpose in accordance with the Law.~~
- (3) ~~Except as allowed by the Law and subject further~~ Subject to compliance with the rules and regulations of the Designated Stock Exchange and any other ~~relevant~~ competent regulatory authority, the Company ~~shall not~~ may give financial assistance for the purpose of or in connection with a purchase made or to be made by any person of any shares in the Company.
- (4) The Board may accept the surrender for no consideration of any fully paid share.
- (5) No share shall be issued to bearer.
6. Article 8(1) of the existing Articles be amended as per below:
- (1) Subject to the provisions of the Law and the Company's Memorandum and Articles of Association and to any special rights conferred on the holders of any shares or class of shares, any share in the Company (whether forming part of the present capital or not) may be issued with or have attached thereto such rights or restrictions whether in regard to dividend, voting, return of capital or otherwise ~~as the Company may by ordinary resolution determine or, if there has not been any such determination or so far as the same shall not make specific provision,~~ as the Board may determine.
7. Article 9 of the existing Articles be amended as per below:
- ~~Subject to the Law, any preference shares may be issued or converted into shares that, at a determinable date or at the option of the Company or the holder if so authorised by its memorandum of association, are liable to be redeemed on such terms and in such manner as the Company before the issue or conversion may by ordinary resolution of the Members determine. Where the Company purchases for redemption a redeemable share, purchases not made through the market or by tender shall be limited to a maximum price as may from time to time be determined by the Company in general meeting, either generally or with regard to specific purchases. If purchases are by tender, tenders shall be available to all Members alike.~~

8. Article 10(b) of the existing Articles be amended as per below:

(b) every holder of shares of the class shall be entitled ~~on a poll~~ to one vote for every such share held by him; ~~and (c) any holder of shares of the class present in person or by proxy or authorised representative may demand a poll.~~

9. Article 16 of the existing Articles be amended as per below:

Every share certificate shall be issued under the Seal or a facsimile thereof or with the Seal printed thereon and shall specify the number and class and distinguishing numbers (if any) of the shares to which it relates, and the amount paid up thereon and may otherwise be in such form as the Directors may from time to time determine. The seal of the Company may only be affixed to a share certificate with the authority of the Directors, or be executed under the signature of appropriate officials with statutory authority, unless otherwise determined by the Directors. No certificate shall be issued representing shares of more than one class. The Board may by resolution determine, either generally or in any particular case or cases, that any signatures on any such certificates (or certificates in respect of other securities) need not be autographic but may be affixed to such certificates by some mechanical means or may be printed thereon.

10. Article 44 of the existing Articles be amended as per below:

The Register and branch register of Members, as the case may be, shall be open to inspection for at least two (2) hours ~~on every~~ during business day hours by Members without charge or by any other person, upon a maximum payment of \$2.50 or such lesser sum specified by the Board, at the Office or such other place at which the Register is kept in accordance with the Law or, if appropriate, upon a maximum payment of \$1.00 or such lesser sum specified by the Board at the Registration Office. The Register including any overseas or local or other branch register of Members may, after notice has been given by advertisement in an appointed newspaper or any other newspapers in accordance with the requirements of any Designated Stock Exchange or by any electronic means in such manner as may be accepted by the Designated Stock Exchange to that effect, be closed at such times or for such periods not exceeding in the whole thirty (30) days in each year ~~(or such longer period as the Members may by ordinary resolution determine provided that such period shall not exceed sixty (60) days in any year)~~ as the Board may determine and either generally or in respect of any class of shares.

11. Article 45 of the existing Articles be amended as per below:

~~Notwithstanding~~ Subject to the rules of any Designated Stock Exchange, ~~notwithstanding~~ any other provision of these Articles the Company or the

Directors may fix any date as the record date for:

- (a) determining the Members entitled to receive any dividend, distribution, allotment or issue ~~and such record date may be on, or at any time not more than thirty (30) days before or after, any date on which such dividend, distribution, allotment or issue is declared, paid or made;~~
- (b) determining the Members entitled to receive notice of and to vote at any general meeting of the Company.

12. The following is inserted to the Amended and Restated Articles as Article 46(2):

- (2) Notwithstanding the provisions of subparagraph (1) above, for so long as any shares are listed on the Designated Stock Exchange, titles to such listed shares may be evidenced and transferred in accordance with the laws applicable to and the rules and regulations of the Designated Stock Exchange that are or shall be applicable to such listed shares. The register of members of the Company in respect of its listed shares (whether the Register or a branch register) may be kept by recording the particulars required by Section 40 of the Law in a form otherwise than legible if such recording otherwise complies with the laws applicable to and the rules and regulations of the Designated Stock Exchange that are or shall be applicable to such listed shares.

13. Article 59 of the existing Articles be amended as per below:

- (1) An annual general meeting ~~and any extraordinary general meeting at which the passing of a special resolution is to be considered shall~~ must be called by Notice of not less than twenty-one (21) clear days' Notice and not less than twenty (20) clear business days. All other ~~extraordinary general meetings may~~ (including an extraordinary general meeting) must be called by Notice of not less than fourteen (14) clear days' Notice but and not less than ten (10) clear business days but if permitted by the rules of the Designated Stock Exchange, a general meeting may be called by shorter notice, subject to the Law, if it is so agreed:
 - (a) in the case of a meeting called as an annual general meeting, by all the Members entitled to attend and vote thereat; and
 - (b) in the case of any other meeting, by a majority in number of the Members having the right to attend and vote at the meeting, being a majority together ~~holding~~ representing not less than ninety-five per cent. (95%) ~~in nominal value of the issued shares giving that right~~ of the total voting rights at the meeting of all the Members.

(2) The notice shall specify the time and place of the meeting and particulars of resolutions to be considered at the meeting and, in case of special business, the particulars general nature of the resolutions to be considered at the meeting business. The notice convening an annual general meeting shall specify the meeting as such. Notice of every general meeting shall be given to all Members other than to such Members as, under the provisions of these Articles or the terms of issue of the shares they hold, are not entitled to receive such notices from the Company, to all persons entitled to a share in consequence of the death or bankruptcy or winding-up of a Member and to each of the Directors and the Auditors.

14. Article 63 of the existing Articles be amended as per below:

The chairman of the Company or if there is more than one chairman, any one of them as may be agreed amongst themselves or failing such agreement, any one of them elected by all the Directors present shall preside as chairman at every a general meeting. If at any meeting the no chairman, is not present within fifteen (15) minutes after the time appointed for holding the meeting, or is not willing to act as chairman, the deputy chairman of the Company or if there is more than one deputy chairman, any one of them as may be agreed amongst themselves or failing such agreement, any one of them elected by all the Directors present shall preside as chairman. If no chairman or deputy chairman is present or is willing to act as chairman of the meeting, the Directors present shall choose one of their number to act, or if one Director only is present he shall preside as chairman if willing to act. If no Director is present, or if each of the Directors present declines to take the chair, or if the chairman chosen shall retire from the chair, the Members present in person or (in the case of a Member being a corporation) by its duly authorised representative or by proxy and entitled to vote shall elect one of their number to be chairman of the meeting.

15. Article 66 of the existing Articles be amended as per below:

(1) Subject to any special rights or restrictions as to voting for the time being attached to any shares by or in accordance with these Articles, at any general meeting on a show of hands every Member present in person (or being a corporation, is present by a duly authorised representative), or by proxy shall have one vote and on a poll every Member present in person or by proxy or, in the case of a Member being a corporation, by its duly authorised representative shall have one vote for every fully paid share of which he is the holder but so that no amount paid up or credited as paid up on a share in advance of calls or instalments is treated for the foregoing purposes as paid up on the share. Notwithstanding anything contained in these Articles, A resolution put to the vote of a meeting shall be decided by way of a poll save that the chairman of the meeting may in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands in which case every Member present in person (or being a corporation, is present by a duly authorized

representative), or by proxy(ies) shall have one vote provided that where more than one proxy is appointed by a Member which is a clearing house (or its nominee(s)), each such proxy shall have one vote on a show of hands. A resolution put to the vote of a meeting shall be decided on a show of hands unless voting by way of a poll is required by the rules of the Designated Stock Exchange or (For purposes of this Article, procedural and administrative matters are those that (i) are not on the agenda of the general meeting or in any supplementary circular that may be issued by the Company to its Members; and (ii) relate to the chairman's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing all Members a reasonable opportunity to express their views.

(2) Where a show of hands is allowed, before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for, a poll) a poll is may be demanded:

- ~~(a) by the chairman of such meeting; or (b) by at least three Members present in person or in the case of a Member being a corporation by its duly authorised representative or by proxy for the time being entitled to vote at the meeting; or~~
- (b) by a Member or Members present in person or in the case of a Member being a corporation by its duly authorised representative or by proxy and representing not less than one-tenth of the total voting rights of all Members having the right to vote at the meeting; or
- ~~(c) by a Member or Members present in person or in the case of a Member being a corporation by its duly authorised representative or by proxy and representing not less than one-tenth of the total voting rights of all Members having the right to vote at the meeting; or (d) by a Member or Members present in person or in the case of a Member being a corporation by its duly authorised representative or by proxy and holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all shares conferring that right; or (e) if required by the rules of the Designated Stock Exchange, by the Chairman of such meeting or any Director or Directors who, individually or collectively, hold proxies in respect of shares representing five per cent. (5%) or more of the total voting rights at such meeting.~~

A demand by a person as proxy for a Member or in the case of a Member being a corporation by its duly authorised representative shall be deemed to be the same as a demand by athe Member.

16. Articles 67, 68, 69 and 70 of the existing Articles be replaced in their entirety with Article 67 below:

Articles 67, 68, 69 and 70 of the existing Articles

67. Unless a poll is duly demanded and the demand is not withdrawn, a declaration by the chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or not carried by a particular majority, or lost, and an entry to that effect made in the minute book of the Company, shall be conclusive evidence of the facts without proof of the number or proportion of the votes recorded for or against the resolution.
68. If a poll is duly demanded the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The Company shall only be required to disclose the voting figures on a poll if such disclosure is required by the rules of the Designated Stock Exchange.
69. A poll demanded on the election of a chairman, or on a question of adjournment, shall be taken forthwith. A poll demanded on any other question shall be taken in such manner (including the use of ballot or voting papers or tickets) and either forthwith or at such time (being not later than thirty (30) days after the date of the demand) and place as the chairman directs. It shall not be necessary (unless the chairman otherwise directs) for notice to be given of a poll not taken immediately.
70. The demand for a poll shall not prevent the continuance of a meeting or the transaction of any business other than the question on which the poll has been demanded, and, with the consent of the chairman, it may be withdrawn at any time before the close of the meeting or the taking of the poll, whichever is the earlier.

Article 67 of the Amended and Restated Articles

Where a resolution is voted on by a show of hands, a declaration by the chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or not carried by a particular majority, or lost, and an entry to that effect made in the minute book of the Company, shall be conclusive evidence of the facts without proof of the number or proportion of the votes recorded for or against the resolution. The result of the poll shall be deemed to be the resolution of the meeting. The Company shall only be required to disclose the voting figures on a poll if such disclosure is required by the rules of the Designated Stock Exchange.

17. Article 76(2) of the existing Articles (as renumbered, Article 73(2) of the Amended and Restated Articles) be amended as per below:

Where the Company has knowledge that any Member is, under the rules of the Designated Stock Exchange, required to abstain from voting on any particular resolution of the Company or restricted to voting only for or only against any particular resolution of the Company, any votes cast by or on behalf of such Member in contravention of such requirement or restriction shall not be counted.

18. Article 80 of the existing Articles (as renumbered, Article 77 of the Amended and Restated Articles) be amended as per below:

The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to such place or one of such places (if any) as may be specified for that purpose in or by way of note to or in any document accompanying the notice convening the meeting (or, if no place is so specified at the Registration Office or the Office, as may be appropriate) not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote ~~or, in the case of a poll taken subsequently to the date of a meeting or adjourned meeting, not less than twenty four (24) hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid.~~ No instrument appointing a proxy shall be valid after the expiration of twelve (12) months from the date named in it as the date of its execution, except at an adjourned meeting ~~or on a poll demanded at a meeting or an adjourned meeting~~ in cases where the meeting was originally held within twelve (12) months from such date. Delivery of an instrument appointing a proxy shall not preclude a Member from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.

19. Article 81 of the existing Articles (as renumbered, Article 78 of the Amended and Restated Articles) be amended as per below:

Instruments of proxy shall be in any common form or in such other form as the Board may approve (provided that this shall not preclude the use of the two-way form) and the Board may, if it thinks fit, send out with the notice of any meeting forms of instrument of proxy for use at the meeting. The instrument of proxy shall be deemed to confer authority ~~to demand or join in demanding a poll and~~ to vote on any amendment of a resolution put to the meeting for which it is given as the proxy thinks fit. The instrument of proxy shall, unless the contrary is stated therein, be valid as well for any adjournment of the meeting as for the meeting to which it relates.

20. Article 82 of the existing Articles (as renumbered, Article 79 of the Amended and Restated Articles) be amended as per below:

A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal, or revocation of the instrument of proxy or of the authority under which it was executed, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Company at the Office or the Registration Office (or such other place as may be specified for the delivery of instruments of proxy in the notice convening the meeting or other document sent therewith) two (2) hours at least before the commencement of the meeting or adjourned meeting, ~~or the taking of the poll~~, at which the instrument of proxy is used.

21. Article 84(2) of the existing Articles (as renumbered, Article 81(2) of the Amended and Restated Articles) be amended as per below:

If a clearing house (or its nominee(s)), being a corporation, is a Member, it may authorise such persons as it thinks fit to act as its representatives at any meeting of the Company or at any meeting of any class of Members provided that, if more than one person is so authorised, the authorisation shall specify the number and class of shares in respect of which each such representative is so authorised. Each person so authorised under the provisions of this Article shall be deemed to have been duly authorised without further evidence of the facts and be entitled to exercise the same rights and powers on behalf of the clearing house (or its nominee(s)) as if such person was the registered holder of the shares of the Company held by the clearing house (or its nominee(s)) including, where a show of hands is allowed, the right to vote individually on a show of hands.

22. Articles 86(1), 86(3) and 86(5) of the existing Articles (as renumbered, Articles 83(1), (3) and (5) of the Amended and Restated Articles) be amended as per below:

(1) Unless otherwise determined by the Company in general meeting, the number of Directors shall not be less than two (2). There shall be no maximum number of Directors unless otherwise determined from time to time by the Members in general meeting. The Directors shall be elected or appointed in the first place by the subscribers to the Memorandum of Association or by a majority of them and thereafter in accordance with Article 874 called for such purpose and who shall hold office for such term as the Members may determine or, in the absence of such determination, in accordance with Article 84 or until their successors are elected or appointed or their office is otherwise vacated.

(3) The Directors shall have the power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy on the Board or as an addition to the existing Board. Any Director ~~so~~ appointed by the

Board to fill a casual vacancy shall hold office until the first general meeting of Members after his appointment and be subject to re-election at such meeting and any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following annual general meeting of the Company (in the case of an addition to the existing Board) or until the next following general meeting of the Company (in the case of filling a casual vacancy) and shall then be eligible for re-election.

- (5) ~~Subject to any provision to the contrary in these Articles the~~The Members may, at any general meeting convened and held in accordance with these Articles, by ordinary resolution remove a Director at any time before the expiration of his period of office notwithstanding anything to the contrary in these Articles or in any agreement between the Company and such Director (but without prejudice to any claim for damages under any such agreement).
23. Article 87 of the existing Articles (as renumbered, Article 84 of the Amended and Restated Articles) be amended as per below:
- (1) Notwithstanding any other provisions in the Articles, at each annual general meeting one-third of the Directors for the time being (or, if their number is not a multiple of three (3), the number nearest to but not less than one-third) shall retire from office by rotation provided that every Director shall be subject to retirement ~~by rotation~~ at an annual general meeting at least once every three years.
- (2) A retiring Director shall be eligible for re-election and shall continue to act as a Director throughout the meeting at which he retires. The Directors to retire by rotation shall include (so far as necessary to ascertain the number of directors to retire by rotation) any Director who wishes to retire and not to offer himself for re-election. Any further Directors so to retire shall be those of the other Directors subject to retirement by rotation who have been longest in office since their last re-election or appointment and so that as between persons who became or were last re-elected Directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot. Any Director appointed by the Board pursuant to Article ~~86~~3(3) shall not be taken into account in determining which particular Directors or the number of Directors who are to retire by rotation.
24. Article 88 of the existing Articles (as renumbered, Article 85 of the Amended and Restated Articles) be amended as per below:
- No person other than a Director retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a Notice signed by a Member (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election and also

a Notice signed by the person to be proposed of his willingness to be elected shall have been lodged at the head office or at the Registration Office provided that the minimum length of the period, during which such Notice(s) ~~may be~~ given, shall be at least seven (7) days and that (if the Notices are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgment of such Notice(s) shall commence ~~no earlier than~~ on the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven (7) days prior to the date of such general meeting.

25. Article 103 of the existing Articles (as renumbered, Article 100 of the Amended and Restated Articles) be amended as per below:

- (1) A Director shall not vote (nor be counted in the quorum) on any resolution of the Board approving any contract or arrangement or any other proposal in which he or any of his close associates is materially interested, but this prohibition shall not apply to any of the following matters namely:
 - (i) any contract or arrangement for the giving to such Director or his close associate(s) any security or indemnity in respect of money lent by him or any of his ~~associates~~ close associate(s) or obligations incurred or undertaken by him or any of his ~~associates~~ close associate(s) at the request of or for the benefit of the Company or any of its subsidiaries;
 - (ii) any contract or arrangement for the giving of any security or indemnity to a third party in respect of a debt or obligation of the Company or any of its subsidiaries for which the Director or his close associate(s) has himself/themselves assumed responsibility in whole or in part whether alone or jointly under a guarantee or indemnity or by the giving of security;
 - (iii) any contract or arrangement concerning an offer of shares or debentures or other securities of or by the Company or any other company which the Company may promote or be interested in for subscription or purchase, where the Director or his close associate(s) is/are or is/are to be interested as a participant in the underwriting or sub-underwriting of the offer;
 - (iv) any contract or arrangement in which the Director or his close associate(s) is/are interested in the same manner as other holders of shares or debentures or other securities of the Company ~~or any of its subsidiaries~~ by virtue only of his/their interest in shares or debentures or other securities of the Company; or

- (v) ~~any contract or arrangement concerning any other company in which the Director or his associate(s) is/are interested only, whether directly or indirectly, as an officer or executive or a shareholder other than a company in which the Director and/or his associate(s) is/are beneficially interested in five (5) per cent or more of the issued shares or of the voting rights of any class of shares of such company (or any third company through which his interest or that of any of his associates is derived); or (vi) any proposal or arrangement concerning the adoption, modification or operation of a share option scheme, a pension fund or retirement, death or disability benefits scheme or other arrangement which relates both to directors, his associates~~ Directors or his close associate(s) and to employees of the Company or of any of its subsidiaries and does not provide in respect of any Director, or his close associate(s), as such any privilege or advantage not accorded generally to the employees class of persons to which such scheme or fund relates.
- (2) ~~A company shall be deemed to be a company in which a Director and/or his associate(s) own(s) five (5) per cent. or more if and so long as (but only if and so long as) he and/or his associate(s), (either directly or indirectly) is/are the holder(s) of or beneficially interested in five (5) per cent. or more of any class of the equity share capital of such company or of the voting rights available to members of such company (or of any third company through which his interest or that of any of his associates is derived). For the purpose of this paragraph there shall be disregarded any shares held by a Director or his associate(s) as bare or custodian trustee and in which he or any of them has no beneficial interest, any shares comprised in a trust in which the interest of the Director or his associate(s) is/are in reversion or remainder if and so long as some other person is entitled to receive the income thereof, and any shares comprised in an authorised unit trust scheme in which the Director or his associate(s) is/are interested only as a unit holder and any shares which carry no voting right at general meetings and very restrictive dividend and return of capital right. (3) Where a company in which a Director and/or his associate(s) hold(s) five (5) per cent. or more is materially interested in a transaction, then that Director and/or his associate(s) shall also be deemed materially interested in such transaction. (4) If any question shall arise at any meeting of the Board as to the materiality of the interest of a Director (other than the chairman of the meeting) or his associate(s) or as to the entitlement of any Director (other than such chairman) to vote and such question is not resolved by his voluntarily agreeing to abstain from voting, such question shall be referred to the chairman of the meeting and his ruling in relation to such other Director shall be final and conclusive except in a case where the nature or extent of the interest of the Director and/or his associate(s) concerned as known to such Director has not been fairly disclosed to the Board. If any question as aforesaid shall arise in respect of the chairman of the meeting such question shall be decided by a resolution of the Board (for which~~

purpose such chairman shall not vote thereon) and such resolution shall be final and conclusive except in a case where the nature or extent of the interest of such chairman as known to such chairman has not been fairly disclosed to the Board.

26. Article 104(4) of the existing Articles be replaced in its entirety with, as renumbered, Article 101(4) of the Amended and Restated Articles below:

Article 104(4) of the existing Articles

- (4) Except as would, if the Company were a company incorporated in Hong Kong, be permitted by Section 157H of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as in force at the date of adoption of these Articles, and except as permitted under the Law, the Company shall not directly or indirectly:
- (i) make a loan to a Director or a director of any holding company of the Company or to any of their respective associates (as defined by the rules, where applicable, of the Designated Stock Exchange);
 - (ii) enter into any guarantee or provide any security in connection with a loan made by any person to a Director or such a director; or
 - (iii) if any one or more of the Directors hold (jointly or severally or indirectly or indirectly) a controlling interest in another company, make a loan to that other company or enter into any guarantee or provide any security in connection with a loan made by any person to that other company.

Article 101(4) of the Amended and Restated Articles

- (4) The Company shall not make any loan, directly or indirectly, to a Director or his close associate(s) if and to the extent it would be prohibited by the Companies Ordinance (Chapter 622 of the laws of Hong Kong) as if the Company were a company incorporated in Hong Kong.
27. Article 115 of the existing Articles (as renumbered, Article 112 of the Amended and Restated Articles) be amended as per below:

A meeting of the Board may be convened by the Secretary on request of a Director or by any Director. ~~Notice of the meeting may be given~~The Secretary shall convene a meeting of the Board whenever he shall be required so to do by any Director. Notice of a meeting of the Board shall be deemed to be duly given to a Director if it is given to such Director in writing or verbally (whether including in person or by telephone or otherwise) or via electronic mail or by telephone or in such other manner as the Board may from time to time determine. A Director may expressly waive notice to him of a particular meeting

of the Board in writing. The inadvertent failure to give notice of a meeting to a Director, or the fact that a Director has not received the notice, shall not invalidate the meeting.

28. Article 116(2) of the existing Articles (as renumbered, Article 113(2) of the Amended and Restated Articles) be amended as per below:

Directors may participate in any meeting of the Board by means of a conference telephone, electronic or other communications equipment through which all persons participating in the meeting can communicate with each other simultaneously and instantaneously and, for the purpose of counting a quorum, such participation shall constitute presence at a meeting as if those participating were present in person.

29. Article 118 of the existing Articles (as renumbered, Article 115 of the Amended and Restated Articles) be amended as per below:

The Board may elect one or more chairman and one or more deputy chairman of its meetings and determine the period for which they are respectively to hold such office. If no chairman or deputy chairman is elected, or if at any meeting neither the chairman nor any deputy chairman is present within five (5) minutes after the time appointed for holding the same, the Directors present may choose one of their number to be chairman of the meeting.

30. Article 122 of the existing Articles (as renumbered, Article 119 of the Amended and Restated Articles) be amended as per below:

A resolution in writing signed by all the Directors except such as are temporarily unable to act through ill-health or disability, and all the alternate Directors, if appropriate, whose appointors are temporarily unable to act as aforesaid shall (provided that such number is sufficient to constitute a quorum and further provided that a copy of such resolution has been given or the contents thereof communicated to all the Directors for the time being entitled to receive notices of Board meetings in the same manner as notices of meetings are required to be given by these Articles) be as valid and effectual as if a resolution had been passed at a meeting of the Board duly convened and held. Such resolution may be contained in one document or in several documents in like form each signed by one or more of the Directors or alternate Directors and for this purpose a facsimile signature of a Director or an alternate Director shall be treated as valid. Notwithstanding the foregoing, a resolution in writing shall not be passed in lieu of a meeting of the Board for the purposes of considering any matter or business in which a substantial shareholder of the Company or a Director has a conflict of interest and the Board has determined that such conflict of interest to be material.

31. Article 127(2) of the existing Articles (as renumbered, Article 124(2) of the Amended and Restated Articles) be amended as per below:
- (2) The Directors shall, as soon as may be after each appointment or election of Directors, elect amongst the Directors a chairman and if more than one (1) Director is proposed for this office, ~~the election to such office shall take place~~ Directors may elect more than one chairman in such manner as the Directors may determine.
32. Article 133(1) of the existing Articles (as renumbered, Article 130(1) of the Amended and Restated Articles) be amended as per below:
- (1) The Company shall have one or more Seals, as the Board may determine. For the purpose of sealing documents creating or evidencing securities issued by the Company, the Company may have a securities seal which is a facsimile of the Seal of the Company with the addition of the word "Securities" on its face or in such other form as the Board may approve. The Board shall provide for the custody of each Seal and no Seal shall be used without the authority of the Board or of a committee of the Board authorised by the Board in that behalf. Subject as otherwise provided in these Articles, any instrument to which a Seal is affixed shall be signed autographically by one Director and the Secretary or by two Directors or by such other person (including a Director) or persons as the Board may appoint, either generally or in any particular case, save that as regards any certificates for shares or debentures or other securities of the Company the Board may by resolution determine that such ~~signature(s)~~ signatures or either of them shall be dispensed with or affixed by some method or system of mechanical signature. Every instrument executed in manner provided by this Article shall be deemed to be sealed and executed with the authority of the Board previously given.
33. The following is inserted to the Amended and Restated Articles as Article 144(2):
- (2) Notwithstanding any provisions in these Articles, the Board may resolve to capitalise all or any part of any amount for the time being standing to the credit of any reserve or fund (including a share premium account and the profit and loss account) whether or not the same is available for distribution by applying such sum in paying up unissued shares to be allotted to (i) employees (including directors) of the Company and/or its affiliates (meaning any individual, corporation, partnership, association, joint-stock company, trust, unincorporated association or other entity (other than the Company) that directly, or indirectly through one or more intermediaries, controls, is controlled by or is under common control with, the Company) upon exercise or vesting of any options or awards granted under any share incentive scheme or employee benefit scheme or other arrangement which relates to such persons that has been adopted or approved by the Members at a general meeting, or (ii) any trustee of any trust to whom shares are to be

allotted and issued by the Company in connection with the operation of any share incentive scheme or employee benefit scheme or other arrangement which relates to such persons that has been adopted or approved by the Members at a general meeting.

34. Article 152 of the existing Articles (as renumbered, Article 149 of the Amended and Restated Articles) be amended as per below:

Subject to Article 1530, a printed copy of the Directors' report, accompanied by the balance sheet and profit and loss account, including every document required by law to be annexed thereto, made up to the end of the applicable financial year and containing a summary of the assets and liabilities of the Company under convenient heads and a statement of income and expenditure, together with a copy of the Auditors' report ~~and the notice of the annual general meeting~~, shall be sent to each person entitled thereto at least twenty-one (21) days before the date of the annual general meeting and at the same time as the notice of annual general meeting and laid before the Company at the annual general meeting held in accordance with Article 56 provided that this Article shall not require a copy of those documents to be sent to any person whose address the Company is not aware or to more than one of the joint holders of any shares or debentures.

35. Article 155(1) of the existing Articles (as renumbered, Article 152(1) of the Amended and Restated Articles) be amended as per below:

(1) At the annual general meeting or at a subsequent extraordinary general meeting in each year, the Members shall appoint an auditor to audit the accounts of the Company and such auditor shall hold office until the ~~Members appoint another auditor~~ next annual general meeting. Such auditor may be a Member but no Director or officer or employee of the Company shall, during his continuance in office, be eligible to act as an auditor of the Company.

36. Article 155(2) of the existing Articles set out below has been deleted in its entirety:

A person, other than a retiring Auditor, shall not be capable of being appointed Auditor at an annual general meeting unless notice in writing of an intention to nominate that person to the office of Auditor has been given not less than fourteen (14) days before the annual general meeting and furthermore, the Company shall send a copy of any such notice to the retiring Auditor.

37. Article 158 of the existing Articles (as renumbered, Article 155 of the Amended and Restated Articles) be amended as per below:

If the office of auditor becomes vacant by the resignation or death of the Auditor, or by his becoming incapable of acting by reason of illness or other disability at a time when his services are required, the Directors shall ~~as soon as practicable convene an extraordinary general meeting to~~ fill the vacancy and fix the remuneration of the Auditor so appointed.

38. Article 161 of the existing Articles (as renumbered, Article 158 of the Amended and Restated Articles) be amended as per below:

Any Notice or document (including any "corporate communication" within the meaning ascribed thereto under the rules of the Designated Stock Exchange), whether or not, to be given or issued under these Articles from the Company to a Member shall be in writing or by cable, telex or facsimile transmission message or other form of electronic transmission or communication and any such Notice and document may be served or delivered by the Company on or to any Member either personally or by sending it through the post in a prepaid envelope addressed to such Member at his registered address as appearing in the Register or at any other address supplied by him to the Company for the purpose or, as the case may be, by transmitting it to any such address or transmitting it to any telex or facsimile transmission number or electronic number or address or website supplied by him to the Company for the giving of Notice to him or which the person transmitting the notice reasonably and bona fide believes at the relevant time will result in the Notice being duly received by the Member or may also be served by advertisement in appropriate newspapers in accordance with the requirements of the Designated Stock Exchange or, to the extent permitted by the applicable laws, by placing it on the Company's website or the website of the Designated Stock Exchange, and giving to the member a notice stating that the notice or other document is available there (a "notice of availability"). The notice of availability may be given to the Member by any of the means set out above other than by posting it on a website. In the case of joint holders of a share all notices shall be given to that one of the joint holders whose name stands first in the Register and notice so given shall be deemed a sufficient service on or delivery to all the joint holders.

39. Article 162(b) of the existing Articles (as renumbered, Article 159(b) of the Amended and Restated Articles) be amended as per below:

(b) if sent by electronic communication, shall be deemed to be given on the day on which it is transmitted from the server of the Company or its agent. A ~~n~~Notice placed on the Company's website or the website of the Designated Stock Exchange, is deemed given by the Company to a Member on the day following that on which a notice of availability is deemed served on the Member;

40. Article 164 of the existing Articles (as renumbered, Article 161 of the Amended and Restated Articles) be amended as per below:

For the purposes of these Articles, a ~~cable or telex or~~ facsimile or electronic transmission message purporting to come from a holder of shares or, as the case may be, a Director or alternate Director, or, in the case of a corporation which is a holder of shares from a director or the secretary thereof or a duly appointed attorney or duly authorised representative thereof for it and on its behalf, shall in the absence of express evidence to the contrary available to the person relying thereon at the relevant time be deemed to be a document or instrument in writing signed by such holder or Director or alternate Director in the terms in which it is received.

41. Article 166(3) of the existing Articles set out below has been deleted in its entirety:

In the event of winding-up of the Company in Hong Kong, every Member of the Company who is not for the time being in Hong Kong shall be bound, within 14 days after the passing of an effective resolution to wind up the Company voluntarily, or the making of an order for the winding-up of the Company, to serve notice in writing on the Company appointing some person resident in Hong Kong and stating that person's full name, address and occupation upon whom all summonses, notices, process, orders and judgements in relation to or under the winding-up of the Company may be served, and in default of such nomination the liquidator of the Company shall be at liberty on behalf of such Member to appoint some such person, and service upon any such appointee, whether appointed by the Member or the liquidator, shall be deemed to be good personal service on such Member for all purposes, and, where the liquidator makes any such appointment, he shall with all convenient speed give notice thereof to such Member by advertisement as he shall deem appropriate or by a registered letter sent through the post and addressed to such Member at his address as appearing in the register, and such notice shall be deemed to be service on the day following that on which the advertisement first appears or the letter is posted.

42. Article 167(1) of the existing Articles (as renumbered, Article 164(1) of the Amended and Restated Articles) be amended as per below:

(1) The Directors, Secretary and other officers and every Auditor ~~for the time being~~ of the Company at any time, whether at present or in the past, and the liquidator or trustees (if any) ~~for the time being~~ acting or who have acted in relation to any of the affairs of the Company and everyone of them, and everyone of their heirs, executors and administrators, shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damages and expenses which they or any of them, their or any of their heirs, executors or administrators, shall or may incur or sustain by or by reason of any act done, concurred in

or omitted in or about the execution of their duty, or supposed duty, in their respective offices or trusts; and none of them shall be answerable for the acts, receipts, neglects or defaults of the other or others of them or for joining in any receipts for the sake of conformity, or for any bankers or other persons with whom any moneys or effects belonging to the Company shall or may be lodged or deposited for safe custody, or for insufficiency or deficiency of any security upon which any moneys of or belonging to the Company shall be placed out on or invested, or for any other loss, misfortune or damage which may happen in the execution of their respective offices or trusts, or in relation thereto; PROVIDED THAT this indemnity shall not extend to any matter in respect of any fraud or dishonesty which may attach to any of said persons.

**LIFESTYLE INTERNATIONAL HOLDINGS LIMITED****利福國際集團有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1212)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting of Lifestyle International Holdings Limited ("Company") will be held at Event Gallery, 16/F SOGO CLUB, New Wing, East Point Centre, 555 Hennessy Road, Causeway Bay, Hong Kong on Tuesday, 30 April 2019 at 4:30 p.m. for the following purposes:

Ordinary Resolutions

1. To receive and consider the audited consolidated financial statements of the Company, the directors' report and the independent auditor's report for the year ended 31 December 2018.
2. To declare a final dividend for the year ended 31 December 2018.
3. To re-elect the directors and authorize the board of directors to fix the remuneration of the directors, as follows:
 - (a) to re-elect Ms. Lau Kam Shim as director;
 - (b) to re-elect Mr. Lam Siu Lun, Simon as director;
 - (c) to re-elect Mr. Hui Chiu Chung as director; and
 - (d) to authorize the board of directors to fix the remuneration of the directors.
4. To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor and to authorize the board of directors to fix its remuneration.

5. To consider and, if thought fit, pass with or without amendments the following resolutions as ordinary resolutions:

5A. **“THAT:**

- (a) subject to paragraph (c) below, the exercise by the directors of the Company during the Relevant Period (as defined in paragraph (d) below) of all the powers of the Company to repurchase issued shares of the Company on The Stock Exchange of Hong Kong Limited (“Stock Exchange”) or on any other stock exchange on which the shares of the Company may be listed and which is recognized by the Securities and Futures Commission and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and/or requirements of the Rules Governing the Listing of Securities on the Stock Exchange (“Listing Rules”) be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) shall be in addition to any other authorizations given to the directors and shall authorize the directors on behalf of the Company during the Relevant Period to procure the Company to repurchase its shares at a price determined by the directors;
- (c) the total number of shares of the Company to be repurchased by the directors of the Company pursuant to the approval in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution, and if any subsequent consolidation or subdivision of shares of the Company is conducted, the maximum number of shares of the Company that may be repurchased under the mandate in paragraph (a) above as a percentage of the total number of issued shares of the Company at the date immediately before and after such consolidation or subdivision shall be the same; and
- (d) for the purpose of this resolution:

“Relevant Period” means the period from the date of passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable laws or the articles of association of the Company to be held; and
- (iii) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.”

5B. **“THAT:**

- (a) subject to paragraph (c) below, the exercise by the directors of the Company during the Relevant Period (as defined in paragraph (d) below) of all the powers of the Company to allot, issue and otherwise deal with additional shares of the Company and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers, subject to and in accordance with all applicable laws, be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) above, shall be in addition to any other authorizations given to the directors of the Company and shall authorize the directors during the Relevant Period to make or grant offers, agreements, options and rights of exchange or conversation which would or might require the exercise of such powers after the end of the Relevant Period;
- (c) the total number of shares of the Company allotted, issued or otherwise dealt with or agreed conditionally or unconditionally to be allotted, issued or otherwise dealt with (whether pursuant to an option or otherwise) by the directors of the Company pursuant to the approval granted in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as defined in paragraph (d) below), or (ii) the exercise of any options granted under any share option scheme of the Company or similar arrangement for the time being adopted or to be adopted by the Company in accordance with the applicable rules of the Stock Exchange for the grant or issue of shares or options to subscribe for, or rights to acquire shares of the Company, or (iii) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company in force from time to time, or (iv) a special authority granted by the shareholders of the Company in general meeting, shall not exceed 20% of the total number of issued shares of the Company as at the date of passing of this resolution, and if any subsequent consolidation or subdivision of shares of the Company is conducted, the maximum number of shares of the Company that may be issued under the mandate in paragraph (a) above as a percentage of the total number of issued shares of the Company at the date immediately before and after such consolidation or subdivision shall be the same; and
- (d) for the purpose of this resolution:

“Relevant Period” shall have the same meaning as ascribed to it under the resolution set out in paragraph 5A(d) of this notice; and

“Rights Issue” means the allotment, issue or grant of shares pursuant to an offer (open for a period fixed by the directors of the Company) made to holders of the shares or any class of shares thereof on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction, or the requirements of any recognized regulatory body or any stock exchange in, any territory outside Hong Kong).”

5C. **“THAT:**

conditional upon the passing of resolutions 5A and 5B, the general mandate granted to the directors of the Company (pursuant to resolution 5B) be and is hereby extended by the addition thereto of an amount representing the total number of shares of the Company repurchased by the Company under the authority granted by resolution 5A above provided that such amount shall not exceed 10% of the total number of issued shares of the Company as at the date of passing this resolution.”

Special Resolution

6. To consider and, if thought fit, pass the following resolution as a special resolution:

“THAT:

- (a) the Company’s amended and restated articles of association, a copy of which has been produced to the meeting marked “A” and initialed by the chairman of the meeting for the purpose of identification, be and are hereby approved and adopted as the amended and restated articles of association of the Company, in substitution for, and to the exclusion of, the existing articles of association of the Company with immediate effect; and
- (b) any director of the Company be and is hereby authorised to do all such acts as he/she deems fit to effect and implement the adoption of the amended and restated articles of association of the Company and to make relevant registrations and filings in accordance with the requirements of the applicable laws in the Cayman Islands and Hong Kong.”

By order of the Board
Lifestyle International Holdings Limited
Poon Fuk Chuen
Company Secretary

Hong Kong, 26 March 2019

Notes:

1. The register of members of the Company will be closed from Thursday, 25 April 2019 to Tuesday, 30 April 2019, both days inclusive, during which period no transfer of shares will be effected. In order to be eligible to attend and vote at the annual general meeting, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 24 April 2019.

The proposed final dividend is subject to the approval of the shareholders at the annual general meeting. For determining the entitlement to the proposed final dividend, the register of members of the Company will be closed on Tuesday, 7 May 2019, during which no transfer of shares will be effected. To qualify for the proposed final dividend, if approved at the annual general meeting, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Monday, 6 May 2019.

2. Any member entitled to attend and vote at the meeting of the Company is entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his holding of shares in the Company. A proxy need not be a member of the Company.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorized to sign such instrument of proxy on behalf of the corporation without further evidence of the facts.
4. The instrument appointing a proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
5. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. Where there are joint holders of any share, any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
7. The English text of this notice of annual general meeting shall prevail over the Chinese text in case of inconsistency.
8. If a black rainstorm warning signal or a tropical cyclone warning signal no.8 or above is in force at or at any time after 2:00 p.m. on the date of the meeting, the meeting will be postponed. The Company will publish an announcement on the Company's website at www.lifestylehk.com.hk and the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk to notify members of the date, time and place of the rescheduled meeting.
9. If member has any particular access requirements or needs special arrangements for participating at the meeting, please call the hotline of the Company's Hong Kong share registrar at (852) 2862 8555.
10. As at the date hereof, the board of directors of the Company comprises Mr. Lau Kam Sen and Ms. Lau Kam Shim as executive directors; Mr. Lau Luen Hung, Thomas, Mr. Doo Wai Hoi, William and Ms. Lau Yuk Wai, Amy as non-executive directors; and Mr. Lam Siu Lun, Simon, The Hon. Shek Lai Him, Abraham, Mr. Hui Chiu Chung and Mr. Ip Yuk Keung as independent non-executive directors.