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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
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the annual general meeting of Lifestyle International Holdings Limited to be held at the Event Gallery, 16/F SOGO CLUB, New Wing, East Point Centre, 555 Hennessy Road, Causeway Bay, Hong Kong on Monday, 27 June 2022 at 3:30 p.m. is set out in Appendix III 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.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

To facilitate the ongoing prevention and control of the COVID-19 pandemic, the Company will implement the following precautionary measures:

- body temperature checks
- scanning of "LeaveHomeSafe" venue QR code and complying with requirements under "Vaccine Pass Direction"
- compulsory wearing of surgical face mask
- seating on the designated seat assigned by the Company
- no corporate gift or refreshment

The Company also recommends the shareholders to appoint the chairman of the annual general meeting as their proxy to vote on relevant resolutions, instead of attending the annual general meeting in person.

Hong Kong, 29 April 2022

CONTENTS

	<i>Page</i>
DEFINITIONS	1
LETTER FROM THE BOARD	
Introduction	3
General Mandate to Repurchase Shares	4
General Mandate to Issue Shares	4
Re-election of Directors	4
Annual General Meeting	5
Recommendation	5
APPENDIX I — EXPLANATORY STATEMENT FOR REPURCHASE MANDATE	6
APPENDIX II — DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED	9
APPENDIX III — NOTICE OF ANNUAL GENERAL MEETING	12
PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING	17

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 the Event Gallery, 16/F SOGO CLUB, New Wing, East Point Centre, 555 Hennessy Road, Causeway Bay, Hong Kong on Monday, 27 June 2022 at 3:30 p.m. or any adjournment thereof (as the case may be);
“AGM Notice”	the notice dated 29 April 2022 convening the AGM as set out on pages 12 to 16 of this circular;
“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;
“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 4B in the AGM Notice;
“Group”	the Company and its subsidiaries;
“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”	22 April 2022, 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;
“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 4A in the AGM Notice;
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);

DEFINITIONS

“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
Mr. 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, 29 April 2022

To the Shareholders

Dear Sir or Madam,

**GENERAL MANDATES TO REPURCHASE SHARES
AND TO ISSUE SHARES,
RE-ELECTION OF DIRECTORS
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; and (iii) the re-election of the directors.

LETTER FROM THE BOARD

GENERAL MANDATE TO REPURCHASE SHARES

At the AGM, an ordinary resolution set out as resolution 4A 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 4B 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 4C 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 84 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 six other Hong Kong listed companies as either INED or non-executive director. Notwithstanding his directorship in other 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 C.1.5 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 above directors who are proposed for re-election are set out in Appendix II to this circular.

ANNUAL GENERAL MEETING

The AGM Notice is set out in Appendix III 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 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 applicable laws of the Cayman Islands.

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 2021 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>
2021		
April	7.13	6.30
May	6.51	6.09
June	6.28	5.81
July	7.19	5.42
August	5.80	4.89
September	5.55	4.10
October	4.62	4.04
November	5.14	4.05
December	4.41	3.96
2022		
January	4.60	4.08
February	4.57	4.23
March	4.53	3.38
April (up to the Latest Practicable Date)	3.95	3.70

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 applicable laws of the Cayman Islands.

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 1,126,048,792 Shares, representing approximately 74.97% 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 74.97% to approximately 83.30%. 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

The Company had not repurchased any of the Shares (whether on the Stock Exchange or otherwise) during the six months preceding the Latest Practicable Date.

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

(1) Lau Kam Shim

Executive Director

Ms. Lau, aged 34, was appointed as an executive director in March 2016. She also acts as a director for various subsidiaries of the Company. Her responsibilities include overseeing sales operations, marketing, advertising and the sourcing of new business opportunities. Ms. Lau is also the current chairwoman of the Company's Environmental, Social and Governance Committee and plays an active role in promoting and integrating the Group's sustainability goals within the business. Ms. Lau first joined the Group in October 2012 and was responsible for the international luxury and marketing division of the Group. She currently serves as a vice-president of the International Association of Department Stores, a member of the Executive Committee of the Hong Kong Retail Management Association and a member of the Retail & Tourism Committee within the Hong Kong General Chamber of Commerce. Ms. Lau 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 951,000 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 remuneration package of Ms. Lau comprises monthly base salary of HK\$350,000 and a director's fee of HK\$200,000 per annum. She also entitles discretionary bonuses and other benefits which are determined by the Board with reference to her duties and responsibilities, the Group's financial performance and prevailing market conditions. For the year ended 31 December 2021, Ms. Lau's total emolument was approximately HK\$4,110,000.

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 72, 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 occasions. He is an independent non-executive director of Le Saunda Holdings Limited, 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 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 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 74, joined the Company in July 2005. Mr. Hui is the chairman and chief executive officer of Luk Fook Financial Services Limited and has over 50 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 and a government appointed independent non-executive director 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 Gemdale Properties and Investment Corporation Limited, China South City Holdings Limited, SINOPEC Engineering (Group) Co., Ltd., Agile Group Holdings Limited and FSE Lifestyle Services Limited (previously known as FSE Services Group Limited) and a non-executive director of Luk Fook Holdings (International) Limited, all being companies listed on the Stock Exchange. He was an independent non-executive director of Zhuhai Holdings Investment Group Limited (a company whose shares were withdrawn from listing on the Stock Exchange on 18 June 2021) until his resignation on 6 September 2021.

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 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 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.



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 the Event Gallery, 16/F SOGO CLUB, New Wing, East Point Centre, 555 Hennessy Road, Causeway Bay, Hong Kong on Monday, 27 June 2022 at 3:30 p.m. for the following purposes:

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 2021.
2. 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.
3. To re-appoint PricewaterhouseCoopers as auditor and to authorize the board of directors to fix its remuneration.

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

4A. **“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 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.”

4B. **“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 4A(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).”

4C. **“THAT:**

conditional upon the passing of resolutions 4A and 4B, the general mandate granted to the directors of the Company (pursuant to resolution 4B) 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 4A 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.”

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

Hong Kong, 29 April 2022

Notes:

1. The register of members of the Company will be closed from Wednesday, 22 June 2022 to Monday, 27 June 2022, 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 Tuesday, 21 June 2022.
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, a tropical cyclone warning signal no.8 or above or "extreme conditions" caused by super typhoons is in force at or at any time after 12:00 noon 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 and transfer office 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, Mr. Shek Lai Him, Abraham, Mr. Hui Chiu Chung and Mr. Ip Yuk Keung as independent non-executive directors.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

To facilitate the ongoing prevention and control of the COVID-19 pandemic, the Company will implement the following precautionary measures at the AGM to safeguard the health and safety of our Shareholders and others attending the AGM:

- (i) Compulsory body temperature checks will be conducted for every attendee at the entrance of the AGM venue.
- (ii) Attendee will be required to scan the "LeaveHomeSafe" venue QR code and comply with the requirements of the "Vaccine Pass Direction" upon entering the AGM venue.
- (iii) Attendee must wear a surgical face mask while inside the AGM venue.
- (iv) Attendee will be assigned a designated seat throughout the AGM to maintain appropriate social distancing.
- (v) Any other additional measures which may be required to be in compliance with the relevant requirements imposed by the Government from time to time.

The Company reserves the right to deny/require any person who declines any of the above precautionary measures to entry into/leave the AGM venue in order to ensure the safety of other attendees at the AGM.

In addition, the Company regrets to inform the Shareholders that there will be **no distribution of corporate gift or serving of refreshment** in the AGM in order to reduce person-to-person contact. The Company also recommends the Shareholders to appoint the chairman of the AGM as their proxy to vote on relevant resolutions, instead of attending the AGM in person.

If Shareholder has any question relating to the AGM, please contact the Company's Hong Kong share registrar and transfer office with contact details as follows:

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre
183 Queen's Road East, Wan Chai, Hong Kong
Tel: (852) 2862 8555
Fax: (852) 2865 0990
Website: www.computershare.com/hk/contact