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A-LIVING SMART CITY SERVICES CO., LTD. *

雅生活智慧城市服務股份有限公司

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

(Stock Code: 3319)

(1) POLL RESULTS OF THE 2021 ANNUAL GENERAL MEETING HELD ON 17 JUNE 2022

(2) PAYMENT OF FINAL DIVIDEND AND

(3) OBTAINING OF THE GENERAL MANDATE TO BUY BACK H SHARES BY THE BOARD

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”, together with the Circular, the “**AGM Documents**”) of 雅生活智慧城市服務股份有限公司 (A-Living Smart City Services Co., Ltd.*) (the “**Company**”) dated 29 April 2022 in relation to the 2021 annual general meeting of the Company (the “**AGM**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the AGM Documents.

2021 ANNUAL GENERAL MEETING

The Board is pleased to announce that the AGM was convened and held at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC at 3:00 p.m. on Friday, 17 June 2022.

As at the date of the AGM, the total number of issued Shares was 1,420,000,800 H Shares which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the AGM. No Shareholder has stated his or her intention in the AGM Documents to vote against or to abstain from voting on the resolutions proposed at the AGM. All the proposed resolutions as set out in the Notice were put to vote by way of a poll.

The AGM was legally and validly convened and held in compliance with the requirements of the Company Law and the Articles of Association.

Tricor Investor Services Limited, the share registrar of the H Shares of the Company, was appointed as the scrutineer for the purpose of vote-taking at the AGM. Mr. Huang Fengchao and Mr. Li Dalong, being the executive Directors, Mr. Wei Xianzhong, being the non-executive Director, Mr. Wan Kam To, Ms. Wong Chui Ping Cassie and Mr. Weng Guoqiang, being the independent non-executive Directors, attended the AGM by way of telephone conference. Mr. Chan Cheuk Hung, being the executive Director, and Ms. Yue Yuan, being the non-executive Director, were unable to attend the AGM due to their other business commitments.

Shareholders (including their proxies and authorised representatives), holding a total of 1,171,782,342 Shares and representing approximately 82.52% of the total number of issued Shares, were present at the AGM.

POLL RESULTS

The poll results of the proposed resolutions are as follows:

ORDINARY RESOLUTIONS		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the report of the Board for the year ended 31 December 2021.	1,171,213,842 (99.95%)	15,000 (0.01%)	553,500 (0.04%)
2.	To consider and approve the report of the Supervisory Committee for the year ended 31 December 2021.	1,171,213,842 (99.95%)	15,000 (0.01%)	553,500 (0.04%)
3.	To consider and approve the audited consolidated financial statements of the Company for the year ended 31 December 2021.	1,171,213,842 (99.95%)	15,000 (0.01%)	553,500 (0.04%)
4.	To consider and approve the annual report of the Company for the year ended 31 December 2021.	1,171,213,842 (99.95%)	15,000 (0.01%)	553,500 (0.04%)
5.	To consider and approve the annual financial budget of the Company for the year ending 31 December 2022.	1,171,767,342 (99.99%)	15,000 (0.01%)	0 (0.00%)
6.	To declare a final dividend of RMB0.41 per share (before tax) for the year ended 31 December 2021.	1,171,767,342 (99.99%)	15,000 (0.01%)	0 (0.00%)
7.	To authorise the Board to determine the remuneration of the Directors.	1,161,108,035 (99.08%)	10,654,057 (0.91%)	20,250 (0.01%)
8.	To authorise the Supervisory Committee to determine the remuneration of the Supervisors.	1,161,128,285 (99.09%)	10,654,057 (0.91%)	0 (0.00%)
9.	To consider and approve the re-appointment of PricewaterhouseCoopers as the auditor of the Company for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine their remuneration.	1,167,564,669 (99.64%)	4,217,673 (0.36%)	0 (0.00%)
SPECIAL RESOLUTIONS		Number of votes (%)		
		For	Against	Abstain
10.	To grant a general mandate to the Board to allot, issue and deal with additional H shares not exceeding 20% of the total number of issued H shares of the Company and to authorise the Board to make such amendments as it deems appropriate to the provisions of the articles of association of the Company, so as to reflect the new capital structure upon additional allotment and issuance of shares pursuant to such mandate.	827,292,748 (70.60%)	344,439,844 (29.39%)	49,750 (0.01%)
11.	To grant a general mandate to the Board to buy back H shares not exceeding 10% of the total number of issued H shares of the Company.	1,171,705,729 (99.98%)	26,863 (0.01%)	49,750 (0.01%)

In respect of each of the above ordinary resolutions numbered 1 to 9, as more than half of the votes of the voting Shareholders (including their proxies and authorised representatives) were cast in favour of each of these resolutions, all these resolutions were duly passed as ordinary resolutions.

In respect of each of the above special resolutions numbered 10 to 11, as more than two-thirds of the votes of the voting Shareholders (including their proxies and authorised representatives) were cast in favour of each of these resolutions, all these resolutions were duly passed as special resolutions.

PAYMENT OF FINAL DIVIDEND

The Board is pleased to announce that the proposed final dividend of RMB0.41 per Share (before tax) for the year ended 31 December 2021 (the “**Final Dividend**”) was approved by the Shareholders at the AGM. The details of the payment of the Final Dividend will be as follows:

The Company will pay the Final Dividend on or about Tuesday, 2 August 2022 to Shareholders whose names appear on the register of members of the Company as at the close of business on Tuesday, 28 June 2022. The Company’s register of members for H Shares will be closed from Thursday, 23 June 2022 to Tuesday, 28 June 2022, both days inclusive.

Final Dividend payable to the holders of H Shares (the “**H Shareholders**”) shall be paid in Hong Kong dollars (except for the H Shareholders who became Shareholders through the Inter-connected Mechanism for Trading on the Shanghai and Hong Kong Stock Markets and the Inter-connected Mechanism for Trading on the Shenzhen and Hong Kong Stock Markets, whose Final Dividend will be paid in Renminbi), the exchange rate of which will be calculated based on the average exchange rate of Renminbi against Hong Kong dollars published by The People’s Bank of China five business days prior to the AGM.

The average exchange rate of Renminbi against Hong Kong dollars published by The People’s Bank of China five business days prior to 17 June 2022, being the date of the AGM at which the Final Dividend was approved, was RMB0.856804 against HK\$1.00. Accordingly, the amount of the Final Dividend payable per H Share is HK\$0.478523 (before tax).

According to the Enterprise Income Tax Law of the People’s Republic of China and its implementation regulations, the Company is required to withhold 10% enterprise income tax before paying dividend to non-resident enterprise Shareholders which would include HKSCC Nominees Limited. The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong and will pay to the receiving agent the Final Dividend for payment to the H Shareholders on or about Tuesday, 2 August 2022. Cheques will be despatched to the H Shareholders by ordinary post at their own risk.

PAYMENT OF FINAL DIVIDEND FOR INVESTORS OF SOUTHBOUND TRADING

For investors (including enterprises and individuals) investing in the H Shares listed on the Hong Kong Stock Exchange through Shanghai Stock Exchange and Shenzhen Stock Exchange (collectively the “**Southbound Trading**”), the Company has entered into the Agreement on Distribution of Cash Dividends of H shares for Southbound Trading with China Securities Depository and Clearing Corporation Limited, pursuant to which, the Shanghai Branch of China Securities Depository and Clearing Corporation Limited or the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominees of the investors for Southbound Trading, will receive the cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of Southbound Trading through its depository and clearing system. The cash dividends of the investors of Southbound Trading will be distributed in Renminbi.

According to the provisions of the Notice on the Relevant Tax Policies Concerning the Pilot Program of an Inter-connected Mechanism for Trading on the Shanghai and Hong Kong Stock Connect (Caishui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014] 81號)) and the Notice on the Relevant Tax Policies Concerning the Pilot Program of an Inter-connected Mechanism for Trading on the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016] 127號)), the income tax implications on dividends and bonuses received by Mainland individual investors, Mainland securities investment funds and Mainland enterprise investors are as follows:

- (i) for Mainland individual investors, H share companies shall withhold the individual income tax for these investors at the tax rate of 20% on dividends and bonuses received by them from investing in H shares listed on the Hong Kong Stock Exchange via Southbound Trading;
- (ii) for dividends and bonuses received by Mainland securities investment funds from investing in shares listed on the Hong Kong Stock Exchange via Southbound Trading, the individual income tax shall be levied in accordance with the above provisions; and
- (iii) for dividends and bonuses received by Mainland enterprise investors from investing in shares listed on the Hong Kong Stock Exchange via Southbound Trading, the income tax on the Mainland enterprises shall not be withheld by the H share companies. The tax payable shall be declared and paid by the enterprises.

For dividends and bonuses received by the Mainland resident enterprises after holding the H shares for 12 months continuously, the enterprise income tax will be exempted according to laws.

The record date and the date of distribution of cash dividends and other time arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders.

OBTAINING OF THE GENERAL MANDATE TO BUY BACK H SHARES BY THE BOARD

A general mandate was granted to the Board by the Shareholders to buy back a maximum of 142,000,080 H Shares, being the maximum of 10% of the total number of H Shares in issue as at the date of passing the relevant resolution. Under the Buy-Back General Mandate, the Board is authorised to buy back H Shares during the Relevant Period and to determine the relevant matters in relation to the buy-back of H Shares by reference to the market conditions and in accordance with the needs of the Company upon obtaining approvals from the State Administration of Foreign Exchange of the PRC and other relevant authorities and in accordance with the Articles of Association and the applicable laws, rules and regulations of the PRC. Upon exercise of the Buy-Back General Mandate by the Board, the Company will cancel the bought-back H Shares in accordance with the Listing Rules, which will lead to a reduction in the registered capital of the Company. Accordingly, the Company shall publish an announcement to notify creditors of the Company in compliance with the Company Law and the Articles of Association.

By order of the Board
A-Living Smart City Services Co., Ltd.*
LI Dalong

*Executive Director, President (General Manager) and
Chief Executive Officer*

Hong Kong, 17 June 2022

As at the date of this announcement, the Board comprises eight members, being Mr. Chan Cheuk Hung[^] (Co-chairman), Mr. Huang Fengchao[^] (Co-chairman), Mr. Li Dalong[^] (President (General Manager) and Chief Executive Officer), Mr. Wei Xianzhong^{^^}, Ms. Yue Yuan^{^^}, Mr. Wan Kam To^{^^}, Ms. Wong Chui Ping Cassie^{^^} and Mr. Weng Guoqiang^{^^}.

[^] *Executive Directors*

^{^^} *Non-executive Directors*

^{^^^} *Independent Non-executive Directors*

** for identification purposes only*