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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)

**IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION**

CAUSE NO. FSD 189 OF 2022 (CRJ)

**IN THE MATTER OF SECTIONS 15 AND 86
OF THE COMPANIES ACT (2022 REVISION)**

AND

**IN THE MATTER OF THE GRAND
COURT RULES 1995 ORDER 102**

AND

**IN THE MATTER OF
LIFESTYLE INTERNATIONAL HOLDINGS LIMITED
利福國際集團有限公司**

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an order dated 19 October 2022 (the “Order”) made in the above matter, the Grand Court of the Cayman Islands (the “Court”) has directed a meeting (the “Court Meeting”) to be convened of the Scheme Shareholders (as defined in the Scheme of Arrangement hereinafter mentioned) for the purpose of considering and, if thought fit, approving, with or without modifications, a scheme of arrangement (the “Scheme of Arrangement”) proposed to be made between Lifestyle International Holdings Limited 利福國際集團有限公司 (the “Company”) and the Scheme Shareholders and that the Court Meeting will be held on Monday, 21 November 2022 at 10:00 a.m. Hong Kong time at Harbour View Ballroom II & III, Level 4, Four Seasons Hotel Hong Kong, 8 Finance Street, Central, Hong Kong (the “Court Meeting Venue”) at which place and time all Scheme Shareholders are requested to attend.

The articles of association of the Company do not contain specific provisions that allow shareholders of the Company to attend and vote at shareholders’ meetings (including the Court Meeting) virtually. Accordingly, the Court Meeting will be held solely as a physical meeting. Scheme Shareholders unable to physically attend the Court Meeting may appoint a proxy by submitting the relevant form(s) of proxy (as further detailed below).

In view of the ongoing Novel Coronavirus (COVID-19) epidemic and recent requirements for prevention and control the spread of COVID-19, the Company will implement the following precautionary measures at the Court Meeting to safeguard the health and safety of the attending Shareholders:

- (i) Compulsory body temperature checks will be conducted for every attendee at the entrance of the Court Meeting venue.
- (ii) All attendees are required to scan the “LeaveHomeSafe” venue QR code and comply with the requirements of the “Vaccine Pass Direction” upon entering the Court Meeting venue.
- (iii) Attendees must wear surgical face masks inside the Court Meeting venue at all times.
- (iv) No refreshments will be served, and no corporate gifts will be distributed.

To the extent permitted under law, the Company reserves the right to deny entry into the Court Meeting venue or require any person to leave the Court Meeting venue in order to ensure the safety of the attendees at the Court Meeting. Shareholders and/or their representatives who are denied entry to the venue of the Court Meeting will be allowed to vote at the entrance of the venue by submitting a voting slip to the scrutineer (to the extent permitted under the requirements and guidelines of the government and/or regulatory authorities implemented for prevention and/or control of the COVID-19 pandemic from time to time).

A copy of the Scheme of Arrangement and a copy of an explanatory statement explaining the effect of the Scheme of Arrangement are incorporated in the composite scheme document of which this Notice forms part. A copy of the composite scheme document can also be obtained by the Scheme Shareholders from the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong.

Scheme Shareholders may vote in person at the Court Meeting or they may appoint another person (who must be an individual), whether a member of the Company or not, to attend and vote in their stead. A form of proxy for use at the Court Meeting is enclosed with the composite scheme document dated 27 October 2022 despatched to members of the Company on 27 October 2022.

In the case of joint holders of a share, any one of such joint holders may vote, either personally or by proxy, in respect of such share as if he were solely entitled thereto. However, if more than one of such joint holders be present at the Court Meeting, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names of the joint holders stand on the register of members of the Company in respect of such joint holding.

It is requested that forms appointing proxies be deposited at the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 10:00 a.m. on Saturday, 19 November 2022, but if forms are not so lodged they may be handed to the chairman of the Court Meeting at the Court Meeting (who will have absolute discretion on whether or not to accept it).

The completion and return of a form of proxy for the Court Meeting will not preclude the Scheme Shareholder from attending and voting in person at the Court Meeting or any adjournment thereof should he/she/it so wish, and, in such event, the relevant form of proxy will be revoked by operation of law.

For the purpose of determining the entitlements of the Scheme Shareholders to attend and vote at the Court Meeting, the register of members of the Company will be closed from Wednesday, 16 November 2022 to Monday, 21 November 2022 (both days inclusive) (or such other dates as may be notified by the Company by way of announcement(s)), and during such period, no transfer of Shares will be effected. In order to qualify to vote at the Court Meeting, the relevant forms of transfer of share ownership accompanied by the relevant share certificates must be lodged with the Share Registrar at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong before 4:30 p.m. on Tuesday, 15 November 2022. A subsequent purchaser of Scheme Shares will need to obtain a form of proxy from the transferor if he/she/it wishes to attend or vote at the Court Meeting.

By the Order, the Court has appointed Mr. Lam Siu Lun, Simon or, failing him, Mr. Hui Chiu Chung, who is an independent non-executive Director of the Company, failing whom, any other director of the Company (not being a person considered to be acting in concert with the Offeror under the Takeovers Code) at the date of the Order, to act as the chairman of the Court Meeting and has directed the chairman of the Court Meeting to report the results of the Court Meeting to the Court.

The Scheme of Arrangement will be subject to a subsequent application seeking the sanction of the Court.

By Order of the Court
Lifestyle International Holdings Limited
利福國際集團有限公司

Dated 27 October 2022

Registered Office

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

***Principal Place of Business
in Hong Kong***

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

As at the date of this notice, 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.