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If you are in any doubt as to any aspect of this circular, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional Adviser.

If you have sold or transferred all your shares in Lushang Life Services Co., Ltd., you should at once hand this circular to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**LSFW**  
**魯商服務**  
**Lushang Life Services Co., Ltd.**  
**魯商生活服務股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 2376)**

**PROPOSED APPOINTMENT OF DIRECTOR  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

The capitalized terms used in this cover page have the same meanings as those defined in the section headed "Definitions" of this circular.

The Company will convene and hold the EGM at 10:00 a.m. on Wednesday, November 30, 2022, at 38th Floor, Block 5, Lushang Guo'ao City, No. 9777 Jingshi Road Lixia District, Jinan, Shandong, the PRC. A notice of the EGM is set out on pages EGM-1 to EGM-2 of this circular. A form of proxy for use in the EGM is enclosed with this circular and such form of proxy is also published on the websites of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.lushangfuwu.com](http://www.lushangfuwu.com)).

Shareholders who intend to appoint a proxy to attend the EGM are required to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same not later than 24 hours before the time designated for the EGM (being before 10:00 a.m. on Tuesday, November 29, 2022) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

**PRECAUTIONARY MEASURES FOR THE EGM**

To safeguard the health and safety of the Shareholders and to prevent the spread of the COVID-19 pandemic at the EGM venue, the following precautionary measures will be implemented at the EGM:

1. compulsory body temperature checks on each attendee;
2. compulsory health declaration by each attendee;
3. compulsory wearing of a surgical face mask by each attendee;
4. physical distancing at the venue; and
5. no distribution of refreshments or drinks, or corporate gifts or gift coupons

Shareholders are advised to read page 1 of this circular for further details of the precautionary measures for the EGM.

Any person who, among other things, does not comply with the precautionary measures will be denied entry to the EGM venue. In view of the evolving COVID-19 pandemic situation, the Company may be required to change the meeting arrangement at short notice. Shareholders should constantly visit the websites of the Stock Exchange and the Company for further announcements and updates on the meeting arrangements. The Company reminds the Shareholders that they may appoint the chairman of the EGM as their proxy to vote on the relevant resolutions at the EGM as an alternative to attending the EGM in person.

November 10, 2022

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## PRECAUTIONARY MEASURES FOR THE EGM

In view of the coronavirus disease 2019 (COVID-19) pandemic and in an attempt to protect the health of our Shareholders who might be attending the EGM, our staff and other participants, the Company will implement the following precautionary measures at the meeting venue:

- (a) Compulsory body temperature checks will be conducted for every Shareholder, proxy and other attendee at each entrance of the meeting venue. Any person with a body temperature of over 37.4 degrees Celsius may be denied entry into the meeting venue and be requested to leave the meeting venue.
- (b) Attendees may be required to complete the health declaration forms. Anyone who responds positively to any of the questions in the health declaration form may be denied entry into the meeting venue and be requested to leave the meeting venue.
- (c) Attendees are required to wear surgical face masks throughout the EGM including anytime inside the meeting venue before and after the EGM. Attendees are also advised to maintain social distancing and to observe good personal hygiene.
- (d) No refreshments or drinks will be provided to attendees at the EGM.

Shareholders are reminded that physical attendance in person at the meeting venue is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the EGM as their proxy to vote according to their indicated voting instructions as an alternative to attending the EGM in person by completing and returning the proxy form attached to this document.

If Shareholders have any question relating to the resolutions to be proposed at the EGM and/or the Company, or would like to communicate with the Board, please email to us at [lsfwlx@163.com](mailto:lsfwlx@163.com).

If Shareholders have any question relating to the EGM, please contact Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, as follows:

Address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong  
Telephone: (852) 2862 8555  
Fax: (852) 2865 0990  
Website: <https://www.computershare.com/hk/contact>

## DEFINITIONS

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

“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“Company”	Lushang Life Services Co., Ltd. (魯商生活服務股份有限公司) (formerly known as Shandong Lushang Property Services Co., Ltd. (山東魯商物業服務有限公司)), a company established in the PRC with limited liability on March 24, 2006 and converted into a joint stock company with limited liability on March 12, 2021 and the H Shares of which are listed on the Stock Exchange (stock code: 2376)
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Domestic Share(s)”	ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid for in Renminbi
“Domestic Shareholder(s)”	holder(s) of the Domestic Share(s)
“EGM”	the 2022 second extraordinary general meeting of the Company (or any adjournment thereof) to be convened and held at 38th Floor, Block 5, Lushang Guo’ao City, No. 9777 Jingshi Road Lixia District, Jinan, Shandong, the PRC on Wednesday, November 30, 2022 at 10:00 a.m. for the purpose of considering and, if thought fit, approving, among other things, the appointment of Ms. Luo
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“H Share(s)”	the ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is/are listed on the Main Board of the Stock Exchange and subscribed for and traded in Hong Kong dollars

## DEFINITIONS

“H Shareholder(s)”	holder(s) of the H Share(s)
“H Share Registrar”	Computershare Hong Kong Investor Services Limited
“Latest Practicable Date”	November 7, 2022, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Ms. Luo”	Ms. Luo Ye
“PRC”	the People’s Republic of China, excluding, for the purposes of this circular only, Hong Kong, Macau Special Administrative Region of the People’s Republic of China and Taiwan
“Remuneration Committee”	the remuneration committee of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	Domestic Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited



**Lushang Life Services Co., Ltd.**

**魯商生活服務股份有限公司**

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

**(Stock Code: 2376)**

*Executive Directors:*

Mr. Bao Song (*Chairman*)  
Mr. Wang Zhongwu  
Mr. Zhang Tiebo  
Mr. Shao Meng  
Mr. Yang Yunlong

*Registered office in the PRC:*

Room 202, Block 2  
Lushang Guo'ao City  
No. 9777 Jingshi Road  
Lixia District, Jinan  
Shandong, PRC

*Non-executive Director:*

Ms. Li Lu

*Principal place of business*

*in Hong Kong:*

40/F, Dah Sing Financial Centre  
248 Queen's Road East  
Wanchai  
Hong Kong

*Independent Non-executive Directors:*

Ms. Leung Bik San  
Ms. Chen Xiaojing  
Mr. Ma Tao

November 10, 2022

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF DIRECTOR  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**INTRODUCTION**

The purpose of this circular is to provide you the notice of EGM and the detailed information in relation to, among other things, the following resolution to be proposed at the EGM, to enable you to make an informed decision on whether to vote for or against the following resolution.

## LETTER FROM THE BOARD

### PROPOSED APPOINTMENT OF DIRECTOR

Reference is made to the announcement of the Company dated November 10, 2022 in relation to, among other things, the proposed appointment of non-executive Director of the first session of the Board. On November 10, 2022, the Board has resolved and approved to nominate Ms. Luo Ye as a non-executive Director. Pursuant to the Articles of Association, the appointment of Ms. Luo shall be subject to the approval by the Shareholders at the EGM.

At the EGM, ordinary resolution will be proposed to appoint Ms. Luo as a non-executive Director with the term of office commencing from the date of obtaining approval at the EGM and ending upon the expiry of the term of the first session of the Board. The profile of Ms. Luo is set out in the Appendix to this circular.

### THE EGM

The Company will convene and hold the EGM at 10:00 a.m. on Wednesday, November 30, 2022, at 38th Floor, Block 5, Lushang Guo'ao City, No. 9777 Jingshi Road Lixia District, Jinan, Shandong, the PRC to consider and, where appropriate, approve the proposed appointment of Ms. Luo. A notice of the EGM is set out on pages EGM-1 to EGM-2 of this circular. The Company will publish an announcement of the poll results in the manner required under Rule 13.39(5) of the Listing Rules after the conclusion of the EGM.

The register of members of the Company will be closed from Friday, November 25, 2022 to Wednesday, November 30, 2022, both days inclusive, during which no transfer of Shares will be effected. Shareholders whose names appear on the register of members of the Company to Wednesday, November 30, 2022 shall be entitled to attend and vote at the EGM. To be eligible for attending and voting at the EGM, all share transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders), or the registered office of the Company at Room 202, Block 2 Lushang Guo'ao City No. 9777 Jingshi Road Lixia District, Jinan Shandong, PRC (for Domestic Shareholders) not later than 4:30 p.m. on Thursday, November 24, 2022 for registration.

## LETTER FROM THE BOARD

If you intend to appoint a proxy to attend the EGM, you are required to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the form. If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney authorizing the execution of the instrument or other authorization documents shall be notarized and must be served concurrently with the instrument. The form of proxy, together with the copies of the notarized power of attorney or other authorization documents, shall be deposited at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders), or the registered office of the Company at Room 202, Block 2 Lushang Guo'ao City No. 9777 Jingshi Road Lixia District, Jinan Shandong, PRC (for Domestic Shareholders) no later than 24 hours before the time designated for the EGM (being before 10:00 a.m. on Tuesday, November 29, 2022) or any adjournment thereof (as the case may be) before the form becomes effective. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any adjourned meeting thereof should you so wish.

### VOTE BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, the resolutions to be proposed at the EGM will be voted on by poll.

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, as at the Latest Practicable Date, no Shareholders were required to abstain from voting on the resolutions to be proposed at the EGM.

### RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

### RECOMMENDATION

The Directors consider that the proposed appointment of Ms. Luo is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the resolution to be proposed at the EGM.

By Order of the Board  
**Lushang Life Services Co., Ltd.**  
**Mr. Bao Song**  
*Chairman and executive Director*



The profile of Ms. Luo is set out below:

**Ms. Luo Ye (羅擘)**, aged 35, served as a staff member of the fund business department of Shandong Economic Development and Investment Company from April 2015 to August 2016, a business manager of the capital operation department of Shandong Finance Investment Group Co., Ltd. from August 2016 to July 2018, a department manager of the investment and financing department of Shandong New Kinetic Energy Fund Management Co., Ltd. from July 2018 to November 2020. Ms. Luo has been serving as a deputy general manager of Shandong New Kinetic Energy Investment Management Co., Ltd. since November 2020.

Ms. Luo obtained a bachelor's degree in mathematical processes in finance and financial engineering from the Shandong University in July 2008, a degree of master of science in mathematical processes in finance from Loughborough University in December 2009, and a degree of doctor of philosophy in mathematical science from Loughborough University in December 2014.

Taking into consideration of the diversity perspectives (including but not limited talent, skills, gender, age, cultural and education background, ethnicity, professional experience, independence and knowledge), the Board is satisfied that Ms. Luo is of such character, integrity and experience commensurate with the office of a non-executive Director.

The term of office of Ms. Luo shall commence from the date of approval at the EGM until the expiry of the term of the first session of the Board. Ms. Luo shall be eligible for re-election upon the expiry of his term of office according to the Articles of Association. The Company will enter into a three-year letter of appointment with Ms. Luo upon approval at the EGM. Ms. Luo will receive no remuneration for holding her office as a non-executive Director.

Save as disclosed above and as at the Latest Practicable Date, Ms. Luo does not have any relationship with any Director, supervisor, senior management or substantial or controlling Shareholders of the Company, nor does she hold any other positions in the Company or any of its subsidiaries, or hold any directorships in other listed companies in the last three years.

As at the Latest Practicable Date, Ms. Luo does not have or is not deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO).

Save as disclosed above and as at the Latest Practicable Date, the Board is not aware of any other matters in relation to the proposed appointment of Ms. Luo that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

# NOTICE OF EXTRAORDINARY GENERAL MEETING



**Lushang Life Services Co., Ltd.**

**魯商生活服務股份有限公司**

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

**(Stock Code: 2376)**

**NOTICE IS HEREBY GIVEN** that the 2022 second extraordinary general meeting of Lushang Life Services Co., Ltd. (the “**Company**”) will be convened and held at 38th Floor, Block 5, Lushang Guo’ao City, No. 9777 Jingshi Road Lixia District, Jinan, Shandong, the PRC on Wednesday, November 30, 2022 at 10:00 a.m. (the “**EGM**”) for the purposes of considering and, if thought fit, passing the following resolution:

## **ORDINARY RESOLUTION**

1. To consider and approve the appointment of Ms. Luo Ye as a non-executive director of the Company (the “**Director(s)**”) with the term of office commencing from the date of obtaining approval at the EGM and ending upon the expiry of the term of appointment of the first session of the board of directors of the Company (the “**Board**”), and to authorize the Board to fix her remuneration.

By order of the Board  
**Lushang Life Services Co., Ltd.**  
**Mr. Bao Song**  
*Chairman and executive Director*

Hong Kong, November 10, 2022

*As at the date of this circular, the Board comprises Mr. BAO Song as Chairman and executive Director, Mr. WANG Zhongwu, Mr. ZHANG Tiebo, Mr. SHAO Meng and Mr. YANG Yunlong as executive Directors, Ms. LI Lu as a non-executive Director, and Ms. LEUNG Bik San, Ms. CHEN Xiaojing and Mr. MA Tao as independent non-executive Directors.*

## NOTICE OF EXTRAORDINARY GENERAL MEETING

*Notes:*

- (a) Individual shareholders who wish to attend the meeting in person shall produce their identity cards or other effective document or proof of identity and stock account cards. Proxies of individual shareholders shall produce their effective proof of identity and form of proxy. A corporate shareholder should attend the meeting by its legal representative or proxy appointed by the legal representative. A legal representative who wishes to attend the meeting should produce his/her identity card or other valid documents evidencing his/her capacity as a legal representative. If appointed to attend the meeting, the proxy should produce his/her identity card and an authorization instrument duly signed by the legal representative of the corporate shareholder.
- (b) Any shareholder entitled to attend and vote at the EGM is entitled to appoint one or more person(s) (if the shareholder holds two or more issued shares of the Company (the “**Share(s)**”), whether (each of) such person is a shareholder of the Company or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the EGM.

The instrument appointing a proxy must be signed by the shareholder or his/her attorney duly authorized in writing. For a corporate shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorized in writing.

If the power of attorney of the proxy is signed by the authorized person of the appointer under a power of attorney or other authorization document(s) given by the appointer, such power of attorney or other authorization document(s) shall be notarized and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authorization document(s), must be delivered to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for H shareholders), or to the registered office of the Company at Room 202, Block 2 Lushang Guo’ao City No. 9777 Jingshi Road Lixia District, Jinan Shandong, PRC (for domestic shareholders) not later than 24 hours before the designated time for the holding of the EGM (being before 10:00 a.m. on Tuesday, November 29, 2022) or any adjournment thereof (as the case may be).

In case of registered joint holders of any Shares, any one of the registered joint holders can vote on such Shares at the EGM in person or by proxy as if he/she is the only holder entitled to vote. If more than one registered joint holders attend the EGM in person or by proxy, only the vote of the person whose name appears first in the register of members of the Company relating to such Shares (in person or by proxy) will be accepted as the sole and exclusive vote of the joint holders.

After the completion and return of the form of proxy and the power of attorney, you can attend and vote in person at the EGM or any adjournment thereof should you so wish. In this case, the power of attorney will be deemed to have been revoked.

- (c) According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), any vote of Shareholders at a general meeting must be taken by poll. Accordingly, the resolutions to be proposed at the EGM will be voted on by poll. Results of the poll voting will be posted on the website of the Company ([www.lushangfuwu.com](http://www.lushangfuwu.com)) and the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) upon the conclusion of the EGM.
- (d) The Company’s register of members will be closed from Friday, November 25, 2022 to Wednesday, November 30, 2022, both days inclusive, during which period no transfer of the Shares will be effected. The shareholders whose names appear on the Company’s register of members on Wednesday, November 30, 2022 shall be entitled to attend and vote at the EGM.

For a shareholder to be eligible for attending and voting at the EGM, all share transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged with the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for H shareholders) or to the registered office of the Company at Room 202, Block 2 Lushang Guo’ao City No. 9777 Jingshi Road Lixia District, Jinan Shandong, PRC (for domestic shareholders) no later than 4:30 p.m. on Thursday, November 24, 2022 for registration.

- (e) Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.