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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 professional adviser.

If you have sold all your shares in China Resources Mixc Lifestyle Services Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser.

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華潤萬象生活有限公司

China Resources Mixc Lifestyle Services Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1209)

**PROPOSALS FOR GENERAL MANDATES TO
ISSUE SHARES AND TO REPURCHASE SHARES,
RE-ELECTION OF RETIRING DIRECTORS,
PROPOSED PAYMENT OF FINAL DIVIDEND,
PROPOSED CHANGE OF AUDITOR
AND
NOTICE OF ANNUAL GENERAL MEETING**

The notice convening the Annual General Meeting of China Resources Mixc Lifestyle Services Limited to be held at Ball Room, 1st Floor, Hotel Kapok Shenzhen Bay, No. 3001, Binhai Avenue, Nanshan District, Shenzhen, Guangdong, China on 6 June 2023 at 3:00 p.m. is set out on pages 18 to 22 of this circular. Whether or not you intend to attend the Annual General Meeting, Shareholders are advised to read the notice and to complete and return the accompanying form of proxy for use at the Annual General Meeting in accordance with the instructions printed thereon to the Branch Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as practicable but in any event not later than 48 hours before the time for holding the Annual General Meeting or any adjournment thereof. Completion of the form of proxy will not preclude the Shareholders from attending and voting at the Annual General Meeting or any adjournment thereof if they so wish.

28 April 2023

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DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company to be held at Ball Room, 1st Floor, Hotel Kapok Shenzhen Bay, No. 3001, Binhai Avenue, Nanshan District, Shenzhen, Guangdong, China on 6 June 2023 at 3:00 p.m., notice of which is set out on pages 18 to 22 of this circular
“Articles of Association”	the amended and restated memorandum and articles of association of the Company, adopted by special resolution passed on 14 June 2022
“Board”	the board of Director(s)
“Branch Share Registrar”	Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong
“Company”	China Resources Mixc Lifestyle Services Limited (華潤萬象生活有限公司), an exempted company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the main board of the Stock Exchange (stock code: 1209)
“CRC”	China Resources Company Limited (中國華潤有限公司), a company established in the PRC with limited liability and a state-owned enterprise under the supervision of State-owned Assets Supervision and Administration Commission of the State Council, PRC and the ultimate holding company of the Company
“CRH”	China Resources (Holdings) Company Limited (華潤(集團)有限公司), a company incorporated in Hong Kong with limited liability, ultimately held by CRC and the intermediate holding company of the Company
“CR Land”	China Resources Land Limited (華潤置地有限公司), a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the main board of the Stock Exchange (stock code: 1109), ultimately held by CRC and the immediate holding company of the Company
“Director(s)”	the director(s) of the Company

DEFINITIONS

“Group”	the Company and its subsidiaries (or the Company and any one or more of its subsidiaries, as the context may require)
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	21 April 2023, being the latest practicable date prior to the bulk printing and publication of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“China” or “PRC”	the People’s Republic of China and except where the context requires and only for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Repurchase Proposal”	the proposal to give a general mandate to the Directors to exercise the powers of the Company to repurchase Shares during the period as set out in the Repurchase Resolution up to a maximum of 10% of the issued Shares at the date of the Repurchase Resolution
“Repurchase Resolution”	the proposed ordinary resolution as referred to in resolution number 5 of the notice of the Annual General Meeting
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) of a par value of US\$0.00001 each in the capital of the Company
“Shareholder(s)”	holder(s) of Shares
“Share Repurchase Rules”	the relevant rules set out in the Listing Rules to regulate the repurchase by companies with primary listing on the Stock Exchange of their own securities on the Stock Exchange

DEFINITIONS

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs
“US\$”	United States dollar, the lawful currency of the United States
“%”	per cent

LETTER FROM THE BOARD



華潤萬象生活有限公司

China Resources Mixc Lifestyle Services Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1209)

Directors:

Executive Directors

Mr. YU Linkang (*President*)

Mr. WANG Haimin (*Vice President*)

Ms. WEI Xiaohua (*Vice President*)

Ms. YANG Hongxia (*Chief Financial Officer*)

Non-executive Directors

Mr. LI Xin (*Chairman*)

Mr. GUO Shiqing

Independent Non-executive Directors

Mr. LAU Ping Cheung Kaizer

Mr. CHEUNG Kwok Ching

Mr. CHAN Chung Yee Alan

Ms. QIN Hong

Company Secretary:

Mr. SO Yiu Fung

Registered Office:

PO Box 309, Uglan House,

Grand Cayman,

KY1-1104,

Cayman Islands

Principal Place of Business

in Hong Kong:

46/F, China Resources Building,

26 Harbour Road,

Wanchai, Hong Kong

China, 28 April 2023

To the Shareholders

Dear Sir or Madam,

**PROPOSALS FOR GENERAL MANDATES TO
ISSUE SHARES AND TO REPURCHASE SHARES,
RE-ELECTION OF RETIRING DIRECTORS,
PROPOSED PAYMENT OF FINAL DIVIDEND,
PROPOSED CHANGE OF AUDITOR
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to seek your approval as set out in the notice of Annual General Meeting of the relevant ordinary resolutions to be proposed at the Annual General Meeting and to provide you with information regarding proposals for the (i) general mandates to issue Shares and to repurchase Shares, (ii) re-election of retiring Directors, (iii) proposed payment of final dividend, and (iv) proposed change of auditor.

LETTER FROM THE BOARD

GENERAL MANDATE TO ISSUE SHARES

At the annual general meeting of the Company held on 14 June 2022, a general mandate was given to the Board to exercise the power of the Company to allot, issue and deal with Shares. Such mandate will lapse at the conclusion of the forthcoming Annual General Meeting. It will be proposed at the Annual General Meeting two ordinary resolutions respectively granting to the Directors a general mandate to allot, issue and deal with Shares not exceeding 20% of the issued Shares at the date of the resolution (i.e. not exceeding 456,500,000 Shares based on the issued Shares of 2,282,500,000 Shares as at the Latest Practicable Date and assuming that such issued Shares remain the same at the date of passing the resolution) and adding to such general mandate so granted to the Directors any Shares repurchased by the Company after the granting of the general mandate to repurchase up to 10% of the issued Shares at the date of the Repurchase Resolution.

GENERAL MANDATE TO REPURCHASE SHARES

At the annual general meeting of the Company held on 14 June 2022, a general mandate was given to the Board to exercise the power of the Company to repurchase Shares on the Stock Exchange. Such mandate will lapse at the conclusion of the forthcoming Annual General Meeting. It is therefore proposed to seek your approval of an ordinary resolution to be proposed at the Annual General Meeting to give a fresh general mandate to the Directors to exercise the powers of the Company to repurchase Shares. An explanatory statement as required under the Share Repurchase Rules to provide the requisite information of the Repurchase Proposal is set out in Appendix I hereto.

RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, the executive Directors were Mr. YU Linkang, Mr. WANG Haimin, Ms. WEI Xiaohua and Ms. YANG Hongxia; the non-executive Directors were Mr. LI Xin (Chairman) and Mr. GUO Shiqing; and the independent non-executive Directors were Mr. LAU Ping Cheung Kaizer, Mr. CHEUNG Kwok Ching, Mr. CHAN Chung Yee Alan and Ms. QIN Hong.

Pursuant to article 16.19 of the Articles of Association, Mr. GUO Shiqing (“**Mr. GUO**”), Mr. WANG Haimin (“**Mr. WANG**”), Ms. WEI Xiaohua (“**Ms. WEI**”) and Mr. CHAN Chung Yee Alan (“**Mr. CHAN**”) shall retire from office at the Annual General Meeting and shall be eligible and offer themselves for re-election.

The nomination committee of the Company had identified candidates pursuant to criteria set out in the nomination policy adopted by the Company and assessed and reviewed the written annual confirmation of independence given by Mr. CHAN to the Company based on the independence criteria as set out in Rule 3.13 of the Listing Rules. Mr. CHAN is not and was not connected with any Directors, senior management of the Company or substantial or controlling Shareholders. The Board is also not aware of any circumstance that might influence Mr. CHAN in exercising independent judgment, and is satisfied that he has the required

LETTER FROM THE BOARD

character, integrity, independence and experience to fulfill the role of an independent non-executive Director and he will be able to maintain an independent view of the Group's affairs. Therefore, the Board considers him to be independent. In addition, the Board considered that Mr. CHAN, being an independent non-executive Director with diverse business and professional background, he could make good use of differences in the talents, skills, knowledge, regional and industry experience, professional experience, cultural, educational background as well as other qualities to contribute to the diversity of the Board. The Board is also of the view that Mr. CHAN would bring to the Board his own perspectives, skills and valuable experience and, alongside the other independent non-executive Directors, contributed to ensuring that the interests of all Shareholders were taken into account and that relevant issues were subject to objective and dispassionate consideration by the Board.

The Board therefore considers the re-election of Mr. CHAN as an independent non-executive Director is in the best interests of the Company and Shareholders as a whole, and resolved to recommend Mr. CHAN to be re-elected as a Director at the Annual General Meeting.

Details of the Directors proposed to be re-elected at the Annual General Meeting are set out in Appendix II hereto.

PROPOSED PAYMENT OF FINAL DIVIDEND

At the Board meeting held on 28 March 2023, the Directors recommended a final dividend of RMB0.312 (equivalent to HK\$0.357) per Share for the year ended 31 December 2022 (“**2022 Final Dividend**”) (final dividend for the financial year ended 31 December 2021: RMB0.276 (equivalent to HK\$0.339) per Share). Subject to the approval by the Shareholders at the Annual General Meeting, the 2022 Final Dividend is expected to be paid on or around 28 July 2023 to Shareholders whose names appear on the Company's register of members at the close of business on 14 June 2023. This represents a total distribution of the 2022 Final Dividend of approximately RMB711.1 million (equivalent to HK\$814.9 million) (on the basis that the number of Shares in issue remains unchanged on the date of the Annual General Meeting).

The 2022 Final Dividend will be payable in cash to each Shareholder in HK\$ unless an election is made to receive the same in RMB. Shareholders will be given the option to elect to receive all or part of the 2022 Final Dividend in RMB. To make such election, Shareholders should complete the dividend currency election form, which is expected to be despatched to Shareholders in June 2023 as soon as practicable after the record date on 14 June 2023 to determine Shareholders' entitlement to the 2022 Final Dividend, and return it to the Branch Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on 7 July 2023. Shareholders who are minded to elect to receive all or part of the 2022 Final Dividend in RMB by cheques should note that (i) they should ensure that they have an appropriate bank account to which the RMB cheques for dividend can be presented for payment; and (ii) there is no assurance that RMB

LETTER FROM THE BOARD

cheques can be cleared without material handling charges or delay in Hong Kong or that RMB cheques will be honoured for payment upon presentation outside Hong Kong. The cheques are expected to be posted to the relevant Shareholders by ordinary post on or around 28 July 2023 at the Shareholders' own risk.

If no duly completed dividend currency election form in respect of that Shareholder is received by the Branch Share Registrar, Tricor Investor Services Limited, by 4:30 p.m. on 7 July 2023, such Shareholder will automatically receive the 2022 Final Dividend in HK\$.

All dividend payments in HK\$ will be made in the usual way on 28 July 2023. If Shareholders wish to receive the 2022 Final Dividend in HK\$ in the usual way, no additional action is required. Shareholders should seek professional advice from their own tax advisors regarding the possible tax implications of the proposed dividend payment.

PROPOSED CHANGE OF AUDITOR

According to the relevant regulations issued by the Ministry of Finance of the People's Republic of China and the State-owned Assets Supervision and Administration Commission of the State Council of the People's Republic of China regarding the audit work on financial statements of central state-owned enterprises, there are restrictions in respect of the years of audit services that an accounting firm can continuously provide to a state-owned enterprise. The Company is a subsidiary of CRCL which is a state-owned enterprise, and since the number of years that the Company has continuously engaged its existing independent auditor, Ernst & Young, is approaching the prescribed time limit, the Board therefore proposes Ernst & Young to retire as the auditor of the Company with effect from the conclusion of the Annual General Meeting.

The Board resolved, with the recommendation from the audit committee of the Company, to propose the appointment of KPMG as the new auditor of the Company following the retirement of Ernst & Young, subject to the approval of Shareholders at the Annual General Meeting.

Pursuant to Rule 13.51(4) of the Listing Rules, the Company has received a confirmation letter dated 28 March 2023 from Ernst & Young confirming that from their perspective there are no matters in relation to its retirement that need to be brought to the attention of Shareholders or creditors of the Company. The Board has also confirmed that there are no matters in relation to the proposed change of auditor that need to be brought to the attention of Shareholders or creditors of the Company.

ANNUAL GENERAL MEETING

Set out on pages 18 to 22 of this circular is the notice convening the Annual General Meeting.

LETTER FROM THE BOARD

ACTION TO BE TAKEN

A form of proxy for use at the Annual General Meeting is enclosed herewith. Such form of proxy is also published on the websites of the Company (www.crmixclifestyle.com.cn) and the Stock Exchange (www.hkexnews.hk). Whether or not you intend to attend the Annual General Meeting, you are requested to complete the form of proxy and return it to the Branch Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof. Completion and return of a form of proxy will not prevent you from attending and voting in person at the Annual General Meeting or any adjournment thereof if you so wish.

VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, all votes at the Annual General Meeting will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) and Rule 13.39(5A) of the Listing Rules.

To the extent that the Directors are aware, having made all reasonable enquiries, none of the Shareholders is required to abstain from voting on the proposed resolutions at the Annual General Meeting.

RECOMMENDATION

The Directors believe that the Repurchase Proposal, the proposed general mandate for Directors to issue new Shares, the proposed extension of the generate mandate to issue new Shares, the proposed re-election of retiring Directors, the proposed payment of final dividend and the proposed change of auditor are all in the best interest of the Company and its Shareholders as a whole. Accordingly, the Directors recommend that all Shareholders should vote in favour of such resolutions to be proposed at the Annual General Meeting.

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.

Yours faithfully,
LI Xin
Chairman

This Appendix serves as an explanatory statement, as required by the Share Repurchase Rules, to provide requisite information to you for your consideration of the proposal to permit the repurchase of Shares up to a maximum of 10% of the total number of issued Shares as at the date of the Repurchase Resolution.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 2,282,500,000 Shares.

Subject to the passing of the Repurchase Resolution and on the basis that no further Shares will be issued or repurchased from the Latest Practical Date up to and including date of the Annual General Meeting, the Company would be allowed under the Repurchase Proposal to repurchase a maximum of 228,250,000 Shares representing not more than 10% of the issued Shares as at the Latest Practicable Date.

2. REASONS FOR REPURCHASE

The Directors believe that the Repurchase Proposal is in the best interests of the Company and its Shareholders as a whole. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset and/or earnings per Share and will only be made when the Directors believe that such a repurchase will benefit the Company and its Shareholders.

3. FUNDING OF REPURCHASE

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the Articles of Association and the applicable laws and regulations of Hong Kong and the Cayman Islands. The laws of the Cayman Islands provide that the amount to be repaid in connection with a share repurchase may be paid from the profits of the Company and/or the proceeds of a new issue of Shares made for the purpose of the repurchase or out of capital, if the Company can, immediately following such payment, pay its debts as they fall due in the ordinary course of business.

There might be an adverse impact on the working capital or gearing position of the Company as compared with the position disclosed in the audited financial statements contained in the annual report for the year ended 31 December 2022 in the event that the Repurchase Proposal was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Repurchase Proposal to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

4. SHARE PRICES

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

	Shares	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
April 2022	42.00	34.80
May 2022	40.40	34.00
June 2022	40.45	35.90
July 2022	39.80	32.50
August 2022	36.00	30.40
September 2022	36.70	28.80
October 2022	32.60	22.25
November 2022	37.00	22.85
December 2022	40.20	36.15
January 2023	47.10	37.90
February 2023	45.80	40.65
March 2023	45.90	37.30
April 2023 (up to the Latest Practicable Date)	44.50	40.50

5. UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the powers of the Company to make repurchases pursuant to the Repurchase Resolution and in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their close associates, have any present intention to sell any Shares to the Company or its subsidiaries under the Repurchase Proposal if such is approved by the Shareholders.

No core connected persons (as defined in the Listing Rules) have notified the Company that they have a present intention to sell Shares to the Company or its subsidiaries, or have undertaken not to do so, in the event that the Repurchase Proposal is approved by the Shareholders.

The Company confirms that the explanatory statement set out in this Appendix contains the information required under Rule 10.06(1)(b) of the Listing Rules and that neither the explanatory statement nor the Repurchase Proposal has unusual features.

6. TAKEOVERS CODE

If on the exercise of the power to repurchase Shares pursuant to the Repurchase Proposal, 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 Rule 32 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 Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, CRC was interested in 1,682,666,000 Shares, representing approximately 73.72% of the total issued Shares. In the event that the Directors exercise in full the power to repurchase Shares under the Repurchase Proposal, then (if the present shareholdings remain the same) the attributable interests of CRC would be increased to approximately 81.91% of the issued Shares and such increase would not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code.

The Directors have no present intention to exercise the power to repurchase Shares pursuant to the Repurchase Proposal to such an extent as to result in the number of Shares held by the public being reduced to less than 25%.

7. SHARE REPURCHASES MADE BY THE COMPANY

The Company had not bought back any Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

Mr. WANG Haimin (*Executive Director*)

Mr. WANG Haimin (王海民先生), aged 52, was appointed as an executive Director and the vice president of the Company in August 2020. He has extensive experience in real estate and corporate management.

Mr. WANG worked in China Northern Airlines (中國北方航空公司) from July 1993 to May 2003, where he successively served as the budgeting officer of the construction department of the airline's Dalian branch, general manager of Aviation Hotel Dalian (大連航空賓館), director and deputy general manager of Shenyang Northern Airlines Yangzi Industrial Co., Ltd. (瀋陽北方航空揚子實業有限公司). He joined the preparation group of China Southern Airlines Group Tourist Hotel (中國南方航空集團旅遊酒店) in May 2003 and served as the deputy general manager of China Southern Airlines Tourism Development Co., Ltd. (南航集團旅遊發展公司) from August 2003 to April 2010. In addition, Mr. WANG also worked in Northern Airlines Yangzi Industrial Co., Ltd. (北方航空揚子實業有限公司) from February 2007 to January 2012, during which he served as the vice chairman, director and deputy general manager. From January to October 2012, he served as the manager of the corporate management department of Northern branch of China Southern Airlines Company Limited (中國南方航空股份有限公司). In addition, Mr. WANG also served as the deputy general manager of Yuexiu Property Shenyang Co., Ltd. (瀋陽越秀地產有限公司) from October 2012 to October 2013.

Mr. WANG has joined CR Land in October 2013, which he successively served as the deputy general manager of China Resources Land (Shenyang) Co., Ltd. (華潤置地(瀋陽)有限公司) of the Shenyang region from October 2013 to May 2015, and the general manager of the marketing management department of the Shenyang region from May 2015 to December 2016. From December 2016 onwards, Mr. WANG has been responsible for overseeing the Group's business and is in charge of primarily the property management business of the Group. He has assumed various roles including the general manager of the Dalian company of Northeast China Region from December 2016 to August 2019 as well as the assistant general manager of Northeast China Region from August 2017 to August 2019. He was the general manager of the operation management department of CR Land from August 2019 to August 2020. For the purpose of the reorganization, Mr. WANG was appointed as the Group's vice president in August 2020 to continue managing the Group's business and ceased his appointment at CR Land.

Mr. WANG obtained a bachelor's degree in economics (investment and economic management) and a doctoral degree in national economics from Dongbei University of Finance & Economics in the PRC in 1993 and 2010, respectively.

Save as disclosed above, Mr. WANG did not hold any directorship in other listed public companies in the last three years and did not hold any other position with the Company and other members of the Group.

Mr. WANG has entered into a service contract with the Company for a term of three years commencing from the listing date of the Company. However, he will be subject to rotational retirement and re-election requirements at annual general meeting of the Company pursuant to the Articles of Association. Mr. WANG will not receive Director's fee from the Company. Mr. WANG is entitled to receive a monthly salary of RMB72,000 which was determined with reference to his duties and responsibilities with the Company. Save as disclosed above, Mr. WANG is and was not connected with any Directors, senior management of the Company or substantial or controlling Shareholders. As at the Latest Practicable Date, Mr. WANG had subscribed and held interests in 52,955 Shares under the employee preferential offering through the asset management schemes established by CICC Financial Trading Limited, and save as disclosed, Mr. WANG did not have any interest in shares, underlying shares and debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. WANG has confirmed that there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to rule 13.51(2) of the Listing Rules.

Ms. WEI Xiaohua (*Executive Director*)

Ms. WEI Xiaohua (魏小華女士), aged 54, was appointed as an executive Director and the vice president of the Company in August 2020. She has experience in real estate and corporate management.

Ms. WEI served as the marketing manager of Ericsson (China) Co., Ltd. (愛立信(中國)有限公司) from May 1998 to September 2003.

Ms. WEI joined China Resources (Shenzhen) Co., Ltd. (華潤(深圳)有限公司) in September 2003 and served as the deputy manager of the marketing department until June 2005. Since October 2007, Ms. Wei has held various positions in CR Land, including the marketing director of China Resources (Shenyang) Real Estate Co., Ltd. (華潤(瀋陽)地產有限公司) from October 2007 to January 2011, assistant general manager of China Resources (Shenyang) Real Estate Co., Ltd. (華潤(瀋陽)地產有限公司) and general manager of Shenyang China Resources Centre (瀋陽華潤中心) from January 2011 to February 2013, deputy general manager of China Resources (Shenyang) Real Estate Co., Ltd. (華潤(瀋陽)地產有限公司) and the dual role of the general manager of the commercial real estate management department of Shenyang region (known as Liaoning region prior to October 2013) from February 2013 to February 2015, as well as general manager of the commercial real estate management department of Beijing region from February 2015 to December 2016. From December 2016 onwards, Ms. WEI has been responsible for the management of the commercial operational services business of the Group where she has successively served as the assistant general manager of the North China Region from December 2016 to September 2017 as well as the general manager of the commercial real estate business division in North China Region from September 2017 to March 2020. Ms. WEI was appointed as the general manager of the commercial real estate business division of CR Land from March 2020 to August 2020. For the purpose of the reorganization, Ms. WEI was appointed as the Group's vice president in August 2020 to continue managing the Group's business and ceased her appointment at CR Land.

Ms. WEI obtained a bachelor of engineering degree in technological English from the Beijing University of Posts and Telecommunications in the PRC in 1991. She obtained a Master of Business Administration from Tsinghua University in the PRC in 2001.

Save as disclosed above, Ms. WEI did not hold any directorship in other listed public companies in the last three years and did not hold any other position with the Company and other members of the Group.

Ms. WEI has entered into a service contract with the Company for a term of three years commencing from the listing date of the Company. However, she will be subject to rotational retirement and re-election requirements at annual general meeting of the Company pursuant to the Articles of Association. Ms. WEI will not receive Director's fee from the Company. Ms. WEI is entitled to receive a monthly salary of RMB77,000 which was determined with reference to her duties and responsibilities with the Company. Save as disclosed above, Ms. WEI is and was not connected with any Directors, senior management of the Company or substantial or controlling Shareholders. As at the Latest Practicable Date, Ms. WEI had subscribed and held interests in 263,459 Shares under the employee preferential offering through the asset management schemes established by CICC Financial Trading Limited, and save as disclosed, Ms. WEI did not have any interest in shares, underlying shares and debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Ms. WEI has confirmed that there are no other matters relating to her re-election that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to rule 13.51(2) of the Listing Rules.

Mr. GUO Shiqing (*Non-executive Director*)

Mr. GUO Shiqing (郭世清先生), aged 53, has been our Director since December 2018 and was appointed as a non-executive Director in August 2020. He is a member of audit committee of the Company.

Mr. GUO served as the accountant of Guangdong Electric Power Industry Bureau No. 1 Engineering Bureau (廣東省電力工業局第一工程局) from July 1994 to October 2001. Subsequently, he joined CR Land in October 2001 and served as the manager of the finance management department of Shenzhen China Resources Property Management Co. Ltd. (深圳華潤物業管理有限公司) from October 2001 to September 2006. He subsequently served as finance director of China Resources (Dalian) Co., Ltd. (華潤(大連)有限公司) from September 2006 to January 2011, assistant general manager of China Resources (Dalian) Co., Ltd. (華潤(大連)有限公司) from January 2011 to August 2012, and general manager of the finance department of Shenyang region (known as Liaoning region prior to October 2013) from August 2012 to November 2014. At the same time, he also served as the assistant general manager and deputy general manager of China Resources (Shenyang) Real Estate Co., Ltd. (華潤(瀋陽)地產有限公司). Mr. GUO was the assistant general manager and finance director of Shenyang

region between November 2014 to November 2016, assistant general manager and finance director of Northeast China Region from November 2016 to August 2017 and deputy general manager of Northeast China Region from August 2017 to October 2018, mainly responsible for financial management of CR Land in the Northeast China Region. He has been the general manager of the finance department of CR Land since October 2018. He was appointed as the chief financial officer of CR Land in June 2020. Since December 2020, Mr. GUO has also been serving as an executive director of CR Land. In December 2022, he was further appointed as the secretary of the Board of CR Land.

Mr. GUO completed an undergraduate program in accounting from Xiamen University in the PRC in 1994.

Save as disclosed above, Mr. GUO did not hold any directorship in other listed public companies in the last three years and did not hold any other position with the Company and other members of the Group.

Mr. GUO has entered into a service contract with the Company for a term of three years commencing from the listing date of the Company. However, he will be subject to rotational retirement and re-election requirements at annual general meeting of the Company pursuant to the Articles of Association. Mr. GUO will not receive Director's fee from the Company. Save as disclosed above, Mr. GUO is and was not connected with any Directors, senior management of the Company or substantial or controlling Shareholders. As at the Latest Practicable Date, Mr. GUO was deemed to be interested in 51,700 shares of Jiangzhong Pharmaceutical Co, Ltd, an associated corporation of the Company, representing approximately 0.00821% of its total issued shares, and save as disclosed, Mr. GUO did not have any interests in shares, underlying shares and debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. GUO has confirmed that there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to rule 13.51(2) of the Listing Rules.

Mr. CHAN Chung Yee Alan (*Independent non-executive Director*)

Mr. CHAN Chung Yee Alan (陳宗彝先生), age 56, was appointed as an independent non-executive Director on 25 November 2020. He is the chairman of audit committee and the member of the remuneration committee.

Mr. CHAN is currently the chief operations officer of Miramar Hotel and Investment Company, Limited, (a company listed on the Stock Exchange, stock code: 00071). He served as an independent non-executive director of Upbest Group Limited (a company listed on the Stock Exchange, stock code: 00335) from September 2007 to August 2022 and UBA Investments Limited (a company listed on the Stock Exchange, stock code: 00768) from September 2007 to April 2022. He was the managing director of Chinalink Express Holdings

Limited (a wholly owned subsidiary of Kwoon Chung Bus Holdings Limited (a company listed on the Stock Exchange, stock code: 306)) from 2003 to 2021, and the vice president in the corporate support department of Henderson China Group Limited (恆基中國集團有限公司) from 2002 to 2003.

Mr. CHAN was appointed as a member of the Board of Review (Inland Revenue Ordinance) of the HKSAR from 2009 to 2011. He became an elected member of the Election Committee of the HKSAR since 2021. Mr. CHAN is a standing member and convenor of Hong Kong members of the Yunfu Municipal Committee of the Chinese People's Political Consultative Conference since 2011, a standing member of the Guangdong's Association for Promotion of Guangdong-Hong Kong-Macao Cooperation since 2009, a member of the China Overseas Friendship Association since 2019 and a member of Friends of Hong Kong Association 2019 and a co-founder of Hong Kong Coalition since 2020.

Mr. CHAN graduated from the Hong Kong Polytechnic (currently known as the Hong Kong Polytechnic University) in 1989 with a professional diploma in Business Studies (Banking) and graduated from Monash University in Australia with master degrees in Practising Accounting and Business Law in 2000 and 2006, respectively. He is a member and fellow of the Hong Kong Institute of Certified Public Accountants since 2002 and 2014 respectively, a member and fellow of CPA Australia since 2001 and 2014 respectively, the certified membership of the Institute of Certified Management Accountants (Australia) since 2003, a fellow of The Chartered Governance Institute since 2001 (and has subsequently received the designations of "Chartered Secretary" and "Chartered Governance Professional" in 2018), a fellow of The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) since 2001, a fellow of The Hong Kong Institute of Directors since 2002, an ordinary member and fellow of the Hong Kong Securities and Investment Institute since 2015 and 2021, a member of Chartered Institute of Logistics and Transport in Hong Kong since 2000. Mr. CHAN is also a member of the Chartered Banker Institute, the United Kingdom since 2014 with a designation of "Chartered Banker" and an associate and "Certified Banker" of the Hong Kong Institute of Bankers since 2003 and 2018 respectively.

Save as disclosed above, Mr. CHAN did not hold any directorship in other listed public companies in the last three years and did not hold any other position with the Company and other members of the Group.

Mr. CHAN has entered into a letter of appointment with the Company for a term of three years commencing from the listing date of the Company. However, he will be subject to rotational retirement and re-election requirements at annual general meeting of the Company pursuant to the Articles of Association. With effect from 21 December 2022, Mr. CHAN is entitled to receive a Director's fee of HK\$400,000 per annum which was determined with reference to his duties and responsibilities with the Company. Such Director's fee shall be subject to review by the remuneration committee of the Company. Mr. CHAN is and was not connected with any Directors, senior management of the Company or substantial or controlling

Shareholders. As at the Latest Practicable Date, Mr. CHAN did not have any interest in shares, underlying shares and debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. CHAN has confirmed that there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to rule 13.51(2) of the Listing Rules.

Mr. CHAN has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

NOTICE OF ANNUAL GENERAL MEETING



華潤萬象生活有限公司

China Resources Mixc Lifestyle Services Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1209)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting of the Company will be held at Ball Room, 1st Floor, Hotel Kapok Shenzhen Bay, No. 3001, Binhai Avenue, Nanshan District, Shenzhen, Guangdong, China on Tuesday, 6 June 2023 at 3:00 p.m. for the following purposes:

ORDINARY RESOLUTIONS

To consider and if thought fit, pass the following resolutions (with or without modification) as ordinary resolutions of the Company:

1. To receive and consider the audited financial statements and the directors' report and the independent auditor's report for the year ended 31 December 2022.
2. To declare a final dividend of RMB0.312 (equivalent to HK\$0.357) per share for the year ended 31 December 2022.
3.
 - (1) To re-elect Mr. WANG Haimin as executive Director;
 - (2) To re-elect Ms. WEI Xiaohua as executive Director;
 - (3) To re-elect Mr. GUO Shiqing as non-executive Director;
 - (4) To re-elect Mr. CHAN Chung Yee Alan as independent non-executive Director;
and
 - (5) To authorise the board of directors to fix the remuneration of the Directors.
4. To appoint KPMG as the auditor of the Company and to authorise the board of directors to fix their remuneration.
5. **“THAT:**
 - (a) subject to paragraph (b) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares of US\$0.00001 each in the capital of the

NOTICE OF ANNUAL GENERAL MEETING

Company on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or on any other stock exchange on which the securities of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

- (b) the total number of shares of the Company which the directors of the Company are authorised to repurchase pursuant to the approval in paragraph (a) above shall not exceed 10% of the total number of the issued shares of the Company as at the date of this resolution, provided that if any subsequent consolidation or subdivision of shares of the Company is effected, 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 such maximum number of shares shall be adjusted accordingly; and
- (c) for the purposes of this resolution, “**Relevant Period**” means the period from the 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 law to be held; and
 - (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting of the Company.”

6. “**THAT:**

- (a) subject to paragraph (c) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of US\$0.00001 each in the capital of the Company and to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which would or might require the exercise of such power be and is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

- (b) the approval in paragraph (a) above shall authorise the directors of the Company during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which would or might require the exercise of such power after the end of the Relevant Period;
- (c) the total number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the directors of the Company pursuant to the approval in paragraph (a) above, otherwise than (i) a Rights Issue (as hereinafter defined); (ii) an issue of shares under any option scheme or similar arrangement for the time being adopted for the grant or issue of shares or rights to acquire shares of the Company; (iii) an issue of shares upon the exercise of the subscription or conversion rights under the terms of any warrants or any securities of the Company which are convertible into shares of the Company; or (iv) an issue of shares as scrip dividends pursuant to the articles of association of the Company from time to time, shall not exceed 20% of the total number of the issued shares of the Company as at the date of passing this resolution, provided that if any subsequent consolidation or subdivision of shares of the Company is effected, the maximum number of shares of the Company that may be allotted and 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 such maximum number of shares shall be adjusted accordingly; and
- (d) for the purpose of this resolution,

“**Relevant Period**” means the period from the 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 law to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting of the Company; and

“**Rights Issue**” means an offer of shares open for a period fixed by the directors of the Company to the holders of shares of the Company on the register on a fixed record date in proportion to their then holdings of such shares as at that date (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, or the requirements of any recognised regulatory body or any stock exchange in, any territory outside Hong Kong applicable to the Company).”

NOTICE OF ANNUAL GENERAL MEETING

7. “**THAT** subject to the passing of the resolution nos. 5 and 6 set out in the notice convening this meeting, the general mandate granted to the directors of the Company to allot, issue and deal with additional shares pursuant to resolution no. 6 set out in the notice convening this meeting be and is hereby extended by the addition thereto of the total number of shares of the Company repurchased by the Company under the authority granted pursuant to resolution no. 5 set out in the notice convening this meeting, provided that such number of shares so repurchased shall not exceed 10% of the total number of the issued shares of the Company as at the date of the said resolution.”

By Order of the Board
SO Yiu Fung
Company Secretary

Hong Kong, 28 April 2023

Notes:

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint proxy to attend and vote in his stead. A proxy need not be a member of the Company.
2. To be valid, a form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be lodged with the branch share registrar of the Company in Hong Kong at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. The register of members of the Company will be closed from Wednesday, 31 May 2023 to Tuesday, 6 June 2023, both days inclusive, during which no transfer of shares of the Company will be effected. In order to determine the identity of members who are entitled to attend and vote at the meeting, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on Tuesday, 30 May 2023.

Subject to the approval of Shareholders at the meeting, the proposed final dividend will be payable to Shareholders whose names appear on the register of members of the Company after the close of business of the Company at 4:30 p.m. on Wednesday, 14 June 2023 and the register of members of the Company will be closed from Tuesday, 13 June 2023 to Wednesday, 14 June 2023, both days inclusive, during which no transfer of shares of the Company will be registered. In order to qualify for the proposed final dividend, all share transfer documents accompanied by the relevant share certificates shall be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at the above address not later than 4:30 p.m. on Monday, 12 June 2023.

4. With regard to item no. 3 in this notice, the board of directors of the Company proposes that four retiring Directors, namely Mr. GUO Shiqing, Mr. WANG Haimin, Ms. WEI Xiaohua and Mr. CHAN Chung Yee Alan, who shall be eligible for re-election, be re-elected as directors of the Company. Details of these Directors are set out in appendix II of the circular to shareholders dated 28 April 2023.
5. All the resolutions set out in this notice shall be decided by poll.

NOTICE OF ANNUAL GENERAL MEETING

6. If a tropical cyclone warning signal no. 8 or above, or “extreme conditions” caused by a super typhoon, or black rainstorm warning signal is in force at any time between 8:30 a.m. and 11:30 a.m. on the day of the above meeting, the above meeting will be adjourned or postponed. The Company will post an announcement on the Company’s website and HKEXnews website to notify shareholders of the date, time and place of the adjourned or postponed meeting.

The above meeting will be held as scheduled when an amber or a red rainstorm warning signal is in force. Shareholders should decide on their own whether they would attend the above meeting under bad weather conditions bearing in mind their own situations.

7. As at the date of this notice, the board of directors of the Company comprises Mr. YU Linkang, Mr. WANG Haimin, Ms. WEI Xiaohua and Ms. YANG Hongxia as executive Directors; Mr. LI Xin (Chairman) and Mr. GUO Shiqing as non-executive Directors; and Mr. LAU Ping Cheung Kaizer, Mr. CHEUNG Kwok Ching, Mr. CHAN Chung Yee Alan and Ms. QIN Hong as independent non-executive Directors.