

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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If you are in any doubt about any of the contents of this circular or actions 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 or transferred all your shares in Suxin Joyful Life Services Co., Ltd., you should immediately send this circular and the accompanying proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.



Suxin Joyful Life Services Co., Ltd.

蘇新美好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: 2152)

- (1) 2022 ANNUAL REPORT;**
 - (2) 2022 WORK REPORT OF THE BOARD OF DIRECTORS;**
 - (3) 2022 WORK REPORT OF THE SUPERVISORY COMMITTEE;**
 - (4) 2022 FINAL ACCOUNT REPORT;**
 - (5) 2023 FINANCIAL BUDGET PLAN;**
 - (6) 2022 PROFIT DISTRIBUTION PROPOSAL;**
 - (7) PROPOSED RE-APPOINTMENT OF THE AUDITOR FOR 2023;**
 - (8) REMUNERATION OF DIRECTORS AND SUPERVISORS FOR 2022;**
 - (9) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTORS;**
 - (10) PROPOSED APPOINTMENT OF SUPERVISORS;**
- AND**
- (11) NOTICE OF 2022 AGM**

The Letter from the Board is set out on pages 3 to 12 of this circular. A notice convening the Annual General Meeting of the Company to be held at 10:00 a.m. on Thursday, 15 June 2023 at Room 3001, 30/F, SND International Commerce Tower, 28 Shishan Road, Gaoxin District, Suzhou, Jiangsu Province, the PRC is set out on pages 13 to 15 of this circular, and is also published and available for download on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company's website (www.suxinfuwu.com).

Whether or not you are able to attend the Annual General Meeting, please complete and sign the proxy form in accordance with the instructions printed thereon, and return it 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 no later than 24 hours before the time appointed for convening the Annual General Meeting or any adjournment thereof (as the case may be) (i.e. not later than 10:00 a.m. on Wednesday, 14 June 2023). Completion and return of the proxy form will not preclude you from attending and voting in person at the Annual General Meeting or any adjourned meeting (as the case may be) thereof if you so wish.

15 May 2023

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DEFINITIONS

In this circular, unless the context otherwise requires, the following words and expressions have the following meanings.

“AGM” or “Annual General Meeting”	The annual general meeting or any adjournment thereof that the Company intends to hold at 10:00 a.m. on Thursday, 15 June 2023 at Room 3001, 30/F, SND International Commerce Tower, 28 Shishan Road, Gaoxin District, Suzhou City, Jiangsu Province, PRC
“Articles of Association”	the Company’s articles of association currently in force (as amended from time to time)
“Board” or “Board of Directors”	the board of Directors of the Company
“Supervisory Committee”	supervisory committee of the Company
“Company” or “our Company”	Suxin Joyful Life Services Co., Ltd. (蘇新美好生活服務股份有限公司), a company established in the PRC as an enterprise owned by the whole people (全民所有制企業) on 12 April 1994, converted into a company with limited liability on 25 March 2004 and then converted into a joint stock company with limited liability on 23 April 2021
“Director(s)”	the director(s) of our Company
“Domestic Shares”	ordinary shares in the Company’s capital, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi
“Group” “our Group,”	the Company and its subsidiaries
“H Share(s)”	overseas listed foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange
“H Share Registrar”	Computershare Hong Kong Investor Services Limited
“H Shareholder(s)”	the holder(s) of H Share(s)
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Latest Practicable Date”	12 May 2023, being the latest practicable date for the purpose of ascertaining certain information in this circular prior to its publication

DEFINITIONS

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Notice of AGM”	The notice of the AGM dated 15 June 2023 is set out on pages 13 to 15 of this circular
“PRC” or “China”	the People’s Republic of China
“Prospectus”	the Company’s prospectus dated 11 August 2022
“Renminbi” or “RMB”	Renminbi, the lawful currency of the PRC
“Senior management”	senior management of the Company
“Share(s)”	shares in the share capital of our Company, with a nominal value of RMB1.00 each, comprising our Domestic Shares and our H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	supervisor(s) of the Company

LETTER FROM THE BOARD



Suxin Joyful Life Services Co., Ltd.

蘇新美好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: 2152)

Executive directors:

Mr. Cui Xiaodong (*Chairman*)
Mr. Zhou Jun
Ms. Zhou Lijuan

Non-executive directors:

Mr. Cai Jinchun
Mr. Tang Chunshan
Mr. Zhang Jun

Independent non-executive directors:

Ms. Zhou Yun
Ms. Xin Zhu
Mr. Liu Xin

Registered office in the PRC:

Room 3001, 30/F
SND International Commerce Tower
28 Shishan Road
Gaoxin District, Suzhou
Jiangsu Province
PRC

*Principal Place of Business in
Hong Kong:*

40/F, Dah Sing Financial Center
248 Queen's Road East
Wan Chai
Hong Kong

15 May 2023

To the Shareholders

Dear Sirs or Madam,

- (1) 2022 ANNUAL REPORT;**
(2) 2022 WORK REPORT OF THE BOARD OF DIRECTORS;
(3) 2022 WORK REPORT OF THE SUPERVISORY COMMITTEE;
(4) 2022 FINAL ACCOUNT REPORT;
(5) 2023 FINANCIAL BUDGET PLAN;
(6) 2022 PROFIT DISTRIBUTION PROPOSAL;
(7) PROPOSED RE-APPOINTMENT OF THE AUDITOR FOR 2023;
(8) REMUNERATION OF DIRECTORS AND SUPERVISORS FOR 2022;
(9) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTORS;
(10) PROPOSED APPOINTMENT OF SUPERVISORS;
AND
(11) NOTICE OF 2022 AGM

INTRODUCTION

The purpose of this circular is to provide shareholders with information on certain resolutions to be presented at the AGM to be held on Thursday, 15 June 2023 and to enable you to make an informed decision as to whether to vote for or against the proposed resolution at the AGM. For details of the proposed resolutions to be submitted at the AGM, please also refer to the Notice of AGM attached to this circular.

LETTER FROM THE BOARD

THE 2022 ANNUAL REPORT

An ordinary resolution will be proposed at the AGM to consider and approve the 2022 Annual Report published on the Hong Kong Stock Exchange's website.

THE 2022 WORK REPORT OF THE BOARD OF DIRECTORS

An ordinary resolution will be proposed at the AGM to consider and approve the 2022 Work Report of the Board of Directors, with the full text contained in the section headed "Report of the Board of Directors" of the 2022 Annual Report. The 2022 Work Report of the Board of the Directors was considered and approved by the Board on 28 March 2023 and is hereby proposed at the AGM for consideration and approval.

THE 2022 WORK REPORT OF THE SUPERVISORY COMMITTEE

An ordinary resolution will be proposed at the AGM to consider and approve the 2022 Work Report of the Supervisory Committee, with the full text contained in the section headed "Report of the Supervisory Committee" of the 2022 Annual Report. The 2022 Work Report of the Supervisory Committee was considered and approved by the Board on 28 March 2023 and is hereby proposed at the AGM for consideration and approval.

THE 2022 FINAL ACCOUNT REPORT

An ordinary resolution will be proposed at the AGM to consider and approve the audited financial statements of the Group for 2022, with the full text contained in the 2022 Annual Report. The 2022 audited financial statements were considered and approved by the Board on 28 March 2023 and are hereby proposed at the AGM for consideration and approval.

THE 2023 FINANCIAL BUDGET PLAN

An ordinary resolution will be proposed at the AGM to consider and approve the 2023 Financial Budget Plan of the Group.

The total budget of operating expenses (net of tax, surcharges and non-operating expenses) of the Company for 2023 is estimated to be approximately RMB0.78 billion.

The above resolution was considered and approved by the Board on 28 March 2023 and is hereby proposed at the AGM for consideration and approval.

THE 2022 PROFIT DISTRIBUTION PROPOSAL

An ordinary resolution will be proposed at the AGM to consider and approve the 2022 Profit Distribution Proposal.

LETTER FROM THE BOARD

DETAILS OF 2022 PROFIT DISTRIBUTION PLAN

The 2022 profit distribution plan was considered and approved by the Board on 28 March 2023 and the Board recommends a final dividend of RMB0.17 per share (inclusive of tax) for the year ended 31 December 2022 (the “**Final Dividend**”). The profit distribution plan is subject to the consideration and approval via ordinary resolution by Shareholders at the AGM. The final dividend payable to Domestic shareholders will be paid in RMB, while the final dividend payable to H Share Shareholders will be declared in RMB and paid in Hong Kong dollars at an exchange rate using the average selling price of the relevant foreign exchange (i.e. RMB1 = HK\$1.1429) published by the People’s Bank of China one calendar week before the date of the announcement of the proposed Final Dividend, i.e. the final dividend for H Shares is HK\$0.194293 (including tax) per H Share. Subject to approval by the AGM, the final dividend will be paid on or before Thursday, 31 August 2023.

For determining the entitlement of the Shareholders to the proposed Final Dividend, the register of members of the Company will be closed from Wednesday, 21 June 2023 to Thursday, 29 June 2023, both days inclusive, during which period no transfer of Shares will be registered. In order to be entitled to the proposed Final Dividend, all duly completed transfer forms accompanied by the relevant share certificates 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 Company’s registered office at Room 3001, 30/F, SND International Commerce Tower, 28 Shishan Road, Gaoxin District, Suzhou, Jiangsu Province, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Tuesday, 20 June 2023 for registration. Shareholders whose names appear on the register of members of the Company on Thursday, 29 June 2023 are entitled to the proposed Final Dividend.

PROPOSED RE-APPOINTMENT OF AUDITOR FOR 2023

An ordinary resolution will be proposed at the AGM to consider and approve the re-appointment of Ernst & Young as the auditor of the Company for 2023 to hold office for one year, and authorizing the Board to fix its remuneration.

LETTER FROM THE BOARD

REMUNERATION OF DIRECTORS AND SUPERVISORS FOR 2022

In accordance with the Articles of Association, the terms of reference of the remuneration committee of the Board and other relevant provisions, the Board and the Supervisory Committee reviewed and approved the remuneration of the Directors and Supervisors of the Company for 2022 based on the annual operating results of the Company in 2022. Details are as follows:

Name	Position(s)	Remuneration in the Company (before tax) (RMB)
Mr. Cui Xiaodong	Chairman and general manager	0
Mr. Zhou Jun	Executive Director and deputy general manager	764,000
Ms. Zhou Lijuan	Executive Director and board secretary	643,000
Mr. Cai Jinchun	Non-executive Director	0
Mr. Tang Chunshan	Non-executive Director	0
Mr. Zhang Jun	Non-executive Director	0
Ms. Zhou Yun	Independent non-executive Director	0
Ms. Xin Zhu	Independent non-executive Director	0
Mr. Liu Xin	Independent non-executive Director	0
Mr. Feng Jingen	President of the Supervisory Committee	0
Mr. Huang Wei	Supervisor	0
Ms. Yuan Hongjuan	Supervisor	336,000
Total		<u>1,743,000</u>

An ordinary resolution will be proposed at the AGM to consider and approve the remuneration of Directors and Supervisors for 2022.

LETTER FROM THE BOARD

AGM AND PROXY ARRANGEMENT

The notice to convene the AGM is set out on pages 13 to 15 of this circular and such notice is also published and available for downloading on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.suxinfuwu.com). A form of proxy for the AGM is enclosed with this circular.

Whether or not you are able to attend the AGM, please complete and sign the form of proxy in accordance with the instructions printed thereon and return it, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority to 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 as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the AGM (i.e. no later than 10:00 a.m. on Wednesday, 14 June 2023) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM if you so wish.

For determining eligibility to attend and vote at 2022 AGM, the register of members of the Company will be closed from Monday, 12 June 2023 to Thursday, 15 June 2023, both days inclusive, during which period no transfer of Shares will be registered. To be eligible for attending and voting at 2022 AGM, all duly completed transfer forms accompanied by the relevant share certificates 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 Company's registered office at Room 3001, 30/F, SND International Commerce Tower, 28 Shishan Road, Gaoxin District, Suzhou, Jiangsu Province, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Friday, 9 June 2023 for registration. Shareholders whose names appear on the register of members of the Company on Thursday, 15 June 2023 shall be entitled to attend and vote at 2022 AGM.

According to the Listing Rules, any vote of Shareholders at the AGM must be taken by poll.

LETTER FROM THE BOARD

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTORS

Ordinary resolutions will be proposed at the AGM to consider and approve the appointment of Ms. Li Xin and Mr. Cao Bin as non-executive Directors of the Company.

Reference is made to the announcement of the Company dated 25 April 2023 in relation to, among other things, the resignation of non-executive Directors and the proposed appointment of non-executive Directors. Mr. Cai Jinchun has resigned as a non-executive Director and a member of the audit committee of the Board of the Company due to work relocation; and Mr. Tang Chunshan has resigned as a non-executive Director and a member of the remuneration committee of the Board of the Company due to work relocation. Their resignation will take effect from the date when new non-executive Directors to be elected at the general meeting of the Company officially assume their duties. During this period, Mr. Cai Jinchun and Mr. Tang Chunshan will continue to perform their duties as non-executive Directors.

As nominated by Suzhou Sugaoxin Group Co., Ltd.* (蘇州蘇高新集團有限公司), a controlling Shareholder of the Company, the Board proposes to elect (i) Ms. Li Xin as a non-executive Director of the first session of the Board of the Company; and (ii) Mr. Cao Bin as a non-executive Director of the first session of the Board of the Company. Their term of service will commence from the date of approval at the general meeting of the Company until the expiry of the term of the current session of the Board, and shall be eligible for re-election upon expiry of the term in accordance with the articles of association of the Company.

The biographical details of Ms. Li Xin and Mr. Cao Bin, which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, are set out as follows:

Ms. Li Xin (李昕), aged 40, has over 17 years of experience in finance and accounting. From 2005 to 2015, Ms. Li successively served as an accountant, account manager, deputy general manager of corporate banking department, manager, assistant to the president, deputy manager of customer department and specialised approver of the SME department in Hua Xia Bank, Suzhou Branch, Bank of East Asia, Suzhou Branch, Bank of Jiangsu, Suzhou Branch and Hua Xia Bank, New District Branch. From April 2015 to October 2018, she served as the assistant director of the settlement center in Suzhou New District Economy Development (Group) Corporation* (蘇州高新區經濟發展集團總公司) (the former name of Suzhou Sugaoxin Group Co., Ltd.*); from October 2018 to March 2022, she served as the deputy director of the settlement center in Suzhou Sugaoxin Group Co., Ltd.*; from October 2021 to May 2022, she served as the financial controller I in Suzhou Gaoxin Real Estate Yangzhou Co. Ltd.* (蘇州高新資產管理有限公司); from October 2021 to May 2022, she served as the financial controller I in Suzhou West Eco City Development Co., Ltd.* (蘇州新合盛融資租賃有限公司); from March 2022 to April 2023, she served as the deputy director of the financial management department in Suzhou Sugaoxin Group Co., Ltd.*; and since April 2023, she has been serving as the director of the financial management department in Suzhou Sugaoxin Group Co., Ltd.*.

LETTER FROM THE BOARD

Ms. Li graduated from Soochow University in June 2005, majoring in International Economics and Trade with a double bachelor's degree in Economics and Management. Ms. Li obtained the titles of Economist and Certified Public Accountant in April 2017 and September 2017, respectively.

Mr. Cao Bin (曹彬), aged 40, has over 16 years of experience in finance, investment management, and operational management. From 2006 to 2021, Mr. Cao successively held various positions in such fields as finance, internal control, and assistant to general manager in multiple companies; from October 2020 to October 2021, he served as the financial controller I in Sugaoxin Chengjian Development (Suzhou) Co., Ltd.* (蘇高新城建發展(蘇州)有限公司), and Suzhou Gaoxin Education Industry Development Suzhou Co., Ltd.* (蘇高新教育產業發展(蘇州)有限公司); from January 2021 to October 2021, he served as the deputy director of the internal control department in Suzhou Sugaoxin Group Co., Ltd.*; from September 2021 to October 2021, he served as the financial controller I in Suzhou Sugaoxin Commercial Development Co., Ltd.* (蘇州蘇高新商業發展有限公司); from October 2021 to March 2022, he served as the deputy director of the investment management department in Suzhou Sugaoxin Group Co., Ltd.*; from March 2022 to April 2023, he served as the deputy director of the operations management department in Suzhou Sugaoxin Group Co., Ltd.*; since April 2023, he has been serving as the director of the operations management department in Suzhou Sugaoxin Group Co., Ltd.*; and since April 2022, he has also been serving as the secretary of the Second Branch of the Party Committee of Suzhou Sugaoxin Group Co., Ltd.*.

Mr. Cao received his bachelor's degree in Business Administration from Soochow University in June 2006. He obtained the titles of Economist and Certified Public Accountant in January 2013 and January 2015, respectively. Ms. Li Xin and Mr. Cao Bin will not receive any remuneration for holding their office as non-executive directors.

Upon the approval of the appointment of Ms. Li Xin and Mr. Cao Bin at the general meeting of the Company, they will enter into the appointment letter with the Company after the appointment, with a term commencing from the date of approval at the general meeting of the Company until the expiry of the term of the first session of the Board.

Save for the above, as at the Latest Practicable Date, Ms. Li Xin and Mr. Cao Bin have confirmed that they: (i) did not hold other directorships in any public companies listed in Hong Kong or overseas in the last three years or other positions in the Group; (ii) did not have any relationships with any directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; (iii) were not interested in the shares of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); and (iv) there were no any other matters with respect to their appointment that are required to be notified to the Shareholders and there was no information that is required to be disclosed pursuant to the provisions of Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders or the Stock Exchange.

LETTER FROM THE BOARD

PROPOSED APPOINTMENT OF SUPERVISORS

Ordinary resolutions will be proposed at the AGM to consider and approve the appointment of Mr. Zhang Wei and Mr. Tang Bo as Supervisors of the Company.

Reference is made to the announcement of the Company dated 25 April 2023 in relation to, among other things, the resignation of Supervisors and the proposed appointment of Supervisors. Mr. Feng Jingen has resigned as a Supervisor and the president of the Supervisory Committee of the Company due to work relocation; and Mr. Huang Wei has resigned as a Supervisor of the Company due to work relocation. Their resignation will take effect from the date when new Supervisors to be elected at the general meeting of the Company officially assume their duties. During this period, Mr. Feng Jingen and Mr. Huang Wei will continue to perform their duties as Supervisors.

As nominated by Suzhou Sugaoxin Group Co., Ltd.*, a controlling Shareholder of the Company, the Board proposes to elect (i) Mr. Zhang Wei as a representative Supervisor of Shareholder of the first session of the Supervisory Committee of the Company; and (ii) Mr. Tang Bo as a representative Supervisor of Shareholder of the first session of the Supervisory Committee of the Company. Their term of service will commence from the date of approval at the general meeting of the Company until the expiry of the term of the current session of the Supervisory Committee, and shall be eligible for re-election upon expiry of the term in accordance with the articles of association of the Company.

During a meeting of the Supervisory Committee held on 27 March 2023, the Supervisory Committee had passed the resolution regarding the election of Mr. Zhang Wei as the chairman of the Supervisory Committee.

The biographical details of Mr. Zhang Wei and Mr. Tang Bo, which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, are set out as follows:

Mr. Zhang Wei (張偉), aged 35, has over 9 years of experience in finance and internal control. From 2013 to 2021, Mr. Zhang successively held various positions in such fields as internal control, internal audit, and finance in multiple companies; from October 2021 to March 2022, he served as the financial controller II in Sugaoxin Chengjian Development (Suzhou) Co., Ltd.* (蘇高新城建發展(蘇州)有限公司); from October 2021 to April 2022, he served as the financial controller II in each of Suzhou Gaoxin Education Industry Development Suzhou Co., Ltd.*, Suzhou Shishan Plaza Development Co., Ltd.* (蘇州獅山廣場發展有限公司) and Suzhou Sugaoxin Commercial Development Co., Ltd.*, and also acted as the assistant director of Suzhou Sugaoxin Group Co., Ltd.*; and since April 2022, he has been serving as the deputy director of the internal control department in Suzhou Sugaoxin Group Co., Ltd.*.

Mr. Zhang received his bachelor's degree in E-commerce and master's degree in Management from Nanjing University in June 2010 and June 2013, respectively. Mr. Zhang obtained the titles of Economist and Certified Public Accountant in January 2015 and February 2017, respectively.

LETTER FROM THE BOARD

Mr. Tang Bo (唐波), aged 38, has over 13 years of experience in financial and investment management. From 2011 to 2018, Mr. Tang successively held various positions in such fields as finance and investment management in multiple companies; from March 2016 to December 2018, he served as the deputy section chief of the finance budget and settlement section of the investment management department in Suzhou New District Economy Development (Group) Corporation* (the former name of Suzhou Sugaoxin Group Co., Ltd.*); from December 2018 to January 2020, he served as the section chief of the project management section of the investment management department in Suzhou Sugaoxin Group Co., Ltd.*; from January 2020 to March 2021, he served as the section chief of the risk control section of the internal control department in Suzhou Sugaoxin Group Co., Ltd.*; from March 2021 to March 2022, he served as the assistant director of the investment management department in Suzhou Sugaoxin Group Co., Ltd.*; from March 2021 to August 2022, he served as the assistant director of the internal control department in Suzhou Sugaoxin Group Co., Ltd.*; and since August 2022, he has been serving as the deputy director of the Discipline Inspection Office (Supervision Office) in Suzhou Sugaoxin Group Co., Ltd.*.

Mr. Tang received his bachelor's degree in Engineering Management from School of Civil and Hydraulic Engineering, Dalian University of Technology in July 2008 and his master's degree in Civil Engineering Construction and Management from Southeast University in March 2011. Mr. Tang obtained the title of Senior Engineer in September 2019.

Mr. Zhang Wei and Mr. Tang Bo will not receive any remuneration for holding their office as Supervisors.

Upon the approval of the appointment of Mr. Zhang Wei and Mr. Tang Bo at the general meeting of the Company, they will enter into service contract with the Company after the appointment, with a term commencing from the date of approval at the general meeting until the expiry of the term of the first session of the Supervisory Committee.

Save for the above, as at the Latest Practicable Date, Mr. Zhang Wei and Mr. Tang Bo have confirmed that they: (i) did not hold other directorships in any public companies listed in Hong Kong or overseas in the last three years or other positions in the Group; (ii) did not have any relationships with any Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; (iii) were not interested in the shares of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); and (iv) there were no any other matters with respect to their appointment that are required to be notified to the Shareholders and there was no information that is required to be disclosed pursuant to the provisions of Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders or the Stock Exchange.

LETTER FROM THE BOARD

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 Board (including the independent non-executive Directors) considers that all resolutions set out in the notice of the AGM for Shareholders' consideration and approval are in the interests of the Company and the Shareholders as a whole. As such, the Board recommends the Shareholders to vote in favor of the resolutions on the above matters to be proposed at the AGM.

Yours faithfully
By order of the Board
Suxin Joyful Life Services Co., Ltd.
Mr. Cui Xiaodong
Chairman and executive Director

* *For identification purpose only*

NOTICE OF 2022 AGM



Suxin Joyful Life Services Co., Ltd.

蘇新美好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: 2152)

NOTICE OF 2022 AGM

NOTICE IS HEREBY GIVEN THAT the 2022 annual general meeting (the “AGM”) of Suxin Joyful Life Services Co., Ltd. (the “Company”) will be held at Room 3001, 30/F, SND International Commerce Tower, 28 Shishan Road, Gaoxin District, Suzhou, Jiangsu Province, the PRC at 10:00 a.m. on Thursday, 15 June 2023 for the purpose of considering and, if thought fit, approving the following resolutions.

ORDINARY RESOLUTIONS

To consider and, if thought fit, approve the following ordinary resolutions:

1. The 2022 Annual Report;
2. The 2022 Work Report of the Board of Directors;
3. The 2022 Work Report of the Supervisory Committee;
4. The 2022 Final Account Report;
5. The 2023 Financial Budget Plan;
6. The 2022 Profit Distribution Proposal;
7. The Proposed Re-appointment of the Auditor for 2023;
8. The Remuneration of Directors and Supervisors for 2022;
9. Proposed Appointment of non-executive directors; and
10. Proposed Appointment of supervisors.

CLOSURE OF REGISTER OF MEMBERS

For determining eligibility to attend and vote at 2022 AGM, the register of members of the Company will be closed from Monday, 12 June 2023 to Thursday, 15 June 2023, both days inclusive, during which period no transfer of Shares will be registered. To be eligible for attending and voting at 2022 AGM, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor,

NOTICE OF 2022 AGM

Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders), or the Company's registered office at Room 3001, 30/F, SND International Commerce Tower, 28 Shishan Road, Gaoxin District, Suzhou, Jiangsu Province, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Friday, 9 June 2023 for registration. Shareholders whose names appear on the register of members of the Company on Thursday, 15 June 2023 shall be entitled to attend and vote at 2022 AGM.

For determining the entitlement of the Shareholders to the proposed final dividend, the register of members of the Company will be closed from Wednesday, 21 June 2023 to Thursday, 29 June 2023, both days inclusive, during which period no transfer of Shares will be registered. In order to be entitled to the proposed final dividend, all duly completed transfer forms accompanied by the relevant share certificates 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 Company's registered office at Room 3001, 30/F, SND International Commerce Tower, 28 Shishan Road, Gaoxin District, Suzhou, Jiangsu Province, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Tuesday, 20 June 2023 for registration. Shareholders whose names appear on the register of members of the Company on Thursday, 29 June 2023 are entitled to the proposed final dividend.

By order of the Board
Suxin Joyful Life Services Co., Ltd.
Mr. Cui Xiaodong
Chairman and executive Director

Suzhou, the People's Republic of China, 15 May 2023

As at the date of this notice, the executive Directors of the Company are Mr. Cui Xiaodong, Mr. Zhou Jun and Ms. Zhou Lijuan, the non-executive Directors of the Company are Mr. Cai Jinchun, Mr. Tang Chunshan and Mr. Zhang Jun, and the independent non-executive Directors of the Company are Ms. Zhou Yun, Ms. Xin Zhu and Mr. Liu Xin.

Notes:

- (1) Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 15 May 2023.
- (2) All votes of resolutions at the AGM will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.suxinfuwu.com) in accordance with the Listing Rules
- (3) Any shareholders entitled to attend and vote at the AGM can appoint one or more proxies to attend and vote at the AGM on his/her behalf. A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and type of Shares in respect of which each proxy is so appointed.

NOTICE OF 2022 AGM

- (4) Shareholders shall appoint their proxies in writing. The form of proxy shall be signed by the shareholder or his/her attorney who has been duly authorized in writing. If the shareholder is a corporation, the form of proxy shall be affixed with the corporation's seal or signed by its director, or its attorney duly authorized in writing. If the form of proxy is signed by an attorney of the shareholder, the power of attorney or other authorization documents shall be notarized. For shareholders of H Shares, the aforementioned documents shall be lodged with our H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 24 hours before the time appointed for holding the AGM (by 10:00 a.m. on Wednesday, 14 June 2023 (Hong Kong time)) or any adjournment thereof in order to be valid. For shareholders of Domestic Shares, the form or proxy together with the notarized power of attorney or other authorization documents (if any) shall be lodged with the Company at Room 3001, 30/F, SND International Commerce Tower, 28 Shishan Road, Gaoxin District, Suzhou, Jiangsu Province, the PRC not less than 24 hours before the time appointed for holding the AGM (by 10:00 a.m. on Wednesday, 14 June 2023) or any adjournment thereof (as the case may be) in order to be valid. Completion and delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (5) Shareholders shall produce their identification documents when attending the AGM.
- (6) If a proxy attends the AGM on behalf of a shareholder, he/she should produce his/her identification document and the power of attorney or other documents signed by the appointer or his/her attorney, which specifies the date of its issuance. If a representative of a corporate shareholder attends the AGM, such representative shall produce his/her identification document and the notarized copy of the resolution passed by the board of directors or other authority or notarized copy of authorization documents issued by such corporate shareholder.
- (7) The AGM is expected to last for half a day. Shareholders who attend the AGM (in person or by proxy) shall bear their own travelling, food and accommodation and other expenses.
- (8) The contact of the Company:
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| Address: | Suxin Joyful Life Services Co., Ltd.
Room 3001, 30/F, SND International Commerce Tower
28 Shishan Road, Gaoxin District
Suzhou, Jiangsu Province, the PRC |
| Telephone: | (86) 0512-68251855 |
| Contact person: | Zhao Yu (趙宇) |
| Email: | investors@suxinfuwu.com |
- (9) Details of the above resolutions to be proposed at the AGM are set out in the circular of the Company dated 15 May 2023.