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

雅生活智慧城市服務股份有限公司

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

(Stock Code: 3319)

**(1) POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING
HELD ON 30 MAY 2023**

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

(3) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”, together with the Circular, the “**AGM Documents**”) of 雅生活智慧城市服務股份有限公司 (A-Living Smart City Services Co., Ltd.*) (the “**Company**”) dated 28 April 2023 in relation to the 2022 annual general meeting of the Company (the “**AGM**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the AGM Documents.

AGM

The Board is pleased to announce that the AGM was convened and held at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC at 3:00 p.m. on Tuesday, 30 May 2023.

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

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

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

Shareholders (including their proxies and authorised representatives), holding a total of 856,544,049 Shares and representing approximately 60.32% of the total number of issued Shares, were present at the AGM.

POLL RESULTS

The poll results of the proposed resolutions are as follows:

ORDINARY RESOLUTIONS		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the report of the Board for the year ended 31 December 2022.	850,582,549 (99.30%)	4,760,000 (0.56%)	1,201,500 (0.14%)
2.	To consider and approve the report of the Supervisory Committee for the year ended 31 December 2022.	850,582,549 (99.30%)	4,760,000 (0.56%)	1,201,500 (0.14%)
3.	To consider and approve the audited consolidated financial statements of the Company for the year ended 31 December 2022.	850,582,549 (99.30%)	4,760,000 (0.56%)	1,201,500 (0.14%)
4.	To consider and approve the annual report of the Company for the year ended 31 December 2022.	850,582,549 (99.30%)	4,760,000 (0.56%)	1,201,500 (0.14%)
5.	To consider and approve the annual financial budget of the Company for the year ending 31 December 2023.	851,784,049 (99.44%)	4,760,000 (0.56%)	0 (0.00%)
6.	To authorise the Board to determine the remuneration of the Directors.	851,378,459 (99.40%)	5,165,590 (0.60%)	0 (0.00%)
7.	To authorise the Supervisory Committee to determine the remuneration of the Supervisors.	851,378,459 (99.40%)	5,165,590 (0.60%)	0 (0.00%)
8.	To consider and approve the re-appointment of Grant Thornton Hong Kong Limited as the auditor of the Company for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine their remuneration.	847,392,299 (98.93%)	9,151,750 (1.07%)	0 (0.00%)
SPECIAL RESOLUTIONS		Number of votes (%)		
		For	Against	Abstain
9.	To grant a general mandate to the Board to allot, issue and deal with additional H shares not exceeding 20% of the total number of issued H shares of the Company and to authorise the Board to make such amendments as it deems appropriate to the provisions of the articles of association of the Company, so as to reflect the new capital structure upon additional allotment and issuance of shares pursuant to such mandate.	704,339,208 (82.23%)	152,204,841 (17.77%)	0 (0.00%)
10.	To grant a general mandate to the Board to buy back H shares not exceeding 10% of the total number of issued H shares of the Company.	851,784,049 (99.44%)	4,760,000 (0.56%)	0 (0.00%)
11.	To consider and approve the proposed expansion of the business scope of the Company as set out in the circular of the Company dated 28 April 2023.	851,784,049 (99.44%)	4,760,000 (0.56%)	0 (0.00%)
12.	To consider and approve the proposed amendments to the articles of association of the Company as set out in the circular of the Company dated 28 April 2023, among which, the proposed amendment to the article numbered 11 is conditional upon the passing of the special resolution numbered 11.	851,784,049 (99.44%)	4,760,000 (0.56%)	0 (0.00%)

In respect of each of the above ordinary resolutions numbered 1 to 8, as more than half of the votes of the voting Shareholders (including their proxies and authorised representatives) were cast in favour of each of these resolutions, all these resolutions were duly passed as ordinary resolutions.

In respect of each of the above special resolutions numbered 9 to 12, as more than two-thirds of the votes of the voting Shareholders (including their proxies and authorised representatives) were cast in favour of each of these resolutions, all these resolutions were duly passed as special resolutions.

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

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

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Proposed Amendments have been approved by the Shareholders by way of a special resolution at the AGM and has become effective on 30 May 2023. The full text of the revised Articles of Association will be published on the websites of the Hong Kong Stock Exchange and the Company.

By order of the Board
A-Living Smart City Services Co., Ltd.*
LI Dalong
*Executive Director, President (General Manager) and
Chief Executive Officer*

Hong Kong, 30 May 2023

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

[^] *Executive Directors*

^{^^} *Non-executive Directors*

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

** for identification purposes only*