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If you are in any doubt as to any aspect of this circular or as to what action to take in relation to this circular, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional public accountant or other professional adviser.

If you have sold or transferred all your shares in A-Living Smart City Services Co., Ltd., you should at once hand this circular, together with the enclosed proxy form, to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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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) PROPOSED ELECTION OF DIRECTORS OF
THE THIRD SESSION OF THE BOARD
(2) PROPOSED ELECTION OF NON-EMPLOYEE SUPERVISORS
OF THE THIRD SESSION OF THE SUPERVISORY COMMITTEE
(3) REMUNERATION OF DIRECTORS
(4) REMUNERATION OF SUPERVISORS
AND
NOTICE OF THE 2023 SECOND EXTRAORDINARY GENERAL MEETING**

A notice convening the EGM to be held at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC on Thursday, 20 July 2023 at 3:00 p.m. is set out on pages 16 to 18 of this circular. A proxy form for use at the EGM is also enclosed. Such proxy form is also published on the websites of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.agileliving.com.cn>).

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the enclosed proxy form in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM if they so wish.

* For identification purposes only

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DEFINITIONS

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

“Agile Holdings”	Agile Group Holdings Limited (雅居樂集團控股有限公司) (stock code: 3383), an exempted company with limited liability incorporated in the Cayman Islands and the shares of which are listed on the Main Board of the Hong Kong Stock Exchange
“Announcement”	the announcement of the Company dated 26 June 2023 in relation to the nomination of candidates of directors and non-employee supervisors of the third session of the board of directors and the supervisory committee
“Articles of Association”	the articles of association of the Company currently in force
“Board”	the board of Directors
“China” or the “PRC”	the People’s Republic of China, but for the purpose of this circular and for geographical reference only and except where the context requires, references in this circular to “China” and the “PRC” do not include Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Company”	雅生活智慧城市服務股份有限公司 (A-Living Smart City Services Co., Ltd.*), a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Main Board of the Hong Kong Stock Exchange
“Director(s)”	the director(s) of the Company
“Domestic Shares”	ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi

DEFINITIONS

“EGM”	the 2023 second extraordinary general meeting of the Company to be convened and held at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC on Thursday, 20 July 2023 at 3:00 p.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 16 to 18 of this circular, or any adjournment thereof
“Group”	the Company and its subsidiaries
“H Shares”	overseas listed shares in the ordinary 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 Hong Kong Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	28 June 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)
“Share(s)”	ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising Domestic Shares and H Shares
“Shareholder(s)”	holder(s) of Share(s)
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

LETTER FROM THE BOARD

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)

Executive Directors:

Mr. Chan Cheuk Hung (*Co-chairman*)

Mr. Huang Fengchao (*Co-chairman*)

Mr. Li Dalong

(*President (General Manager)*
and Chief Executive Officer)

Registered Office in the PRC:

Management Building, Xingye Road

Agile Garden, Sanxiang Town

Zhongshan

Guangdong Province, PRC

Non-executive Directors:

Mr. Wei Xianzhong

Ms. Yue Yuan

Principal Place of Office in the PRC:

35/F, Agile Center

26 Huaxia Road

Zhujiang New Town

Tianhe District, Guangzhou

Guangdong Province, PRC

Independent Non-executive Directors:

Mr. Wan Kam To

Mr. Weng Guoqiang

Mr. Li Jiahe

Principal Place of Business in Hong Kong:

17/F, Far East Finance Centre

16 Harcourt Road

Hong Kong

30 June 2023

To the Shareholders

Dear Sir/Madam,

**(1) PROPOSED ELECTION OF DIRECTORS OF
THE THIRD SESSION OF THE BOARD
(2) PROPOSED ELECTION OF NON-EMPLOYEE SUPERVISORS
OF THE THIRD SESSION OF THE SUPERVISORY COMMITTEE
(3) REMUNERATION OF DIRECTORS
(4) REMUNERATION OF SUPERVISORS
AND
NOTICE OF THE 2023 SECOND EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide you with the notice of the EGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the EGM.

LETTER FROM THE BOARD

2. PROPOSED ELECTION OF DIRECTORS OF THE THIRD SESSION OF THE BOARD

According to Articles 95 of the Articles of Association, the tenure of the second session of the Board will expire on 20 July 2023. In accordance with the Articles of Association and with the recommendation by the nomination committee of the Company (the “**Nomination Committee**”), the Board has considered and resolved to propose the following Directors of the second session of the Board be re-elected for directorship at the third session of the Board at the EGM:

- (i) candidates for the position as executive Directors: Mr. Chan Cheuk Hung, Mr. Huang Fengchao and Mr. Li Dalong; and
- (ii) candidates for the position as independent non-executive Directors: Mr. Weng Guoqiang and Mr. Li Jiahe.

The Board has also considered and resolved, with the recommendation by the Nomination Committee, to propose the following candidates be elected for directorship at the third session of the Board at the EGM:

- (i) candidate for the position as an executive Director: Mr. Chen Siyang;
- (ii) candidate for the position as a non-executive Director: Mr. Xu Yongping; and
- (iii) candidate for the position as an independent non-executive Director: Mr. Wang Gonghu.

Biographical details of the candidates for Directors of the third session of the Board are set out in Appendix I to this circular.

Mr. Wei Xianzhong and Ms. Yue Yuan, the existing non-executive Directors, and Mr. Wan Kam To, the independent non-executive Director, will not offer themselves for re-election as Directors at the EGM. They will retire upon the expiry date of the second session of the Board. Each of them has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Hong Kong Stock Exchange and the Shareholders.

Upon the appointments of Directors of the third session of the Board being approved by the Shareholders, the term of office shall be three years commencing from 21 July 2023. The Company will enter into service agreement or appointment letter with such Directors. The Board has recommended the Shareholders to authorize the Board, after taking into account the recommendation from the remuneration and appraisal committee of the Company, to determine the remuneration of the Directors of the third session of the Board. Prior to the commencement date of the third session of the Board, all Directors of the second session of the Board will continue to perform their duties as Directors according to relevant requirements as stipulated in the Articles of Association.

LETTER FROM THE BOARD

As at the Latest Practicable Date, save as disclosed in this circular, each of the candidates for Directors of the third session of the Board does not (i) hold any other position with the Company or its subsidiaries; (ii) hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or other major appointments and professional qualifications; (iii) have any relationship with any directors, supervisors, senior management or substantial or controlling shareholders of the Company; and (iv) have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed in this circular and up to the Latest Practicable Date, there is no other information in relation to the aforesaid candidates of Directors which shall be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any other matters which need to be brought to the attention of the Shareholders.

Mr. Weng Guoqiang has given his annual written confirmation of independence, and Mr. Li Jiahe and Mr. Wang Gonghu have given their respective written confirmation of independence, to the Company and the Nomination Committee had assessed and reviewed them based on the independence criteria as set out in Rule 3.13 of the Listing Rules. Having considered the recommendation of the Nomination Committee, the Board considers each of Mr. Weng Guoqiang and Mr. Li Jiahe remains independent and that Mr. Wang Gonghu is independent and is not aware of any circumstance that might influence Mr. Wang Gonghu and/or Mr. Weng Guoqiang and/or Mr. Li Jiahe in exercising independent judgment, and is satisfied that each of them has the required character, integrity, independence and experience to fulfill the role of an independent non-executive Director and that each of them will be able to maintain an independent view of the Group's affairs.

The Nomination Committee took into account the diversity aspects (including without limitation, gender, age, cultural and education background, professional experience, skills, knowledge and length of service), with due regard for the benefits of diversity, as set out in the diversity policy of the Board when appointing or re-electing an independent non-executive Director. The Board has considered the assessments of the Nomination Committee and is of the view that Mr. Wang Gonghu, Mr. Weng Guoqiang and Mr. Li Jiahe as candidates of independent non-executive Directors are able to promote the Board diversity with their respective comprehensive experience and invaluable expertise in property management and accounting and to contribute continuity and stability to the Board, and the Company has benefited, or will benefit, greatly from their contribution and valuable insights derived from their in-depth knowledge of the Company as independent non-executive Directors. The Board believes that they will, or will continue to, contribute effectively to the Board.

Ordinary resolutions in relation to the proposed election of Directors will be proposed at the EGM for the Shareholders' consideration and approval.

LETTER FROM THE BOARD

3. PROPOSED ELECTION OF NON-EMPLOYEE SUPERVISORS OF THE THIRD SESSION OF THE SUPERVISORY COMMITTEE

According to Article 122 of the Articles of Association, the tenure of the second session of the Supervisory Committee will expire on 20 July 2023, the Supervisory Committee proposed the following non-employee Supervisor of the second session of the Supervisory Committee be re-elected for the supervisorship at the third session of the Supervisory Committee at the EGM:

- (i) candidate for the position as external Supervisor: Mr. Wang Shao.

The Supervisory Committee also proposed the following candidates be elected for supervisorship at the third session of the Supervisory Committee at the EGM:

- (i) candidate for the position as a shareholder representative Supervisor: Ms. Zhang Pingting; and
- (ii) candidate for the position as an external Supervisor: Mr. Zheng Jiancheng.

Biographical details of the candidates of non-employee Supervisors of the third session of the Supervisory Committee are set out in Appendix II to this circular.

Mr. Shi Zhengyu and Mr. Wang Gonghu, the existing shareholder representative Supervisor and external Supervisor, will not offer themselves for re-election as Supervisors at the EGM. They will retire upon the expiry date of the second session of the Supervisory Committee. Each of them has confirmed that he has no disagreement with the Supervisory Committee and there is no matter relating to his retirement that needs to be brought to the attention of the Hong Kong Stock Exchange and the Shareholders.

According to the Articles of Association, employee representative Supervisors are democratically elected by employees of the Company, which are not subject to approvals from the Shareholders. Upon the appointments of non-employee Supervisors of the third session of the Supervisory Committee being approved by the Shareholders, the term of office of all Supervisors of the third session of the Supervisory Committee shall be three years commencing from 21 July 2023. The Company will enter into service contracts with such Supervisors. The Supervisory Committee has recommended the Shareholders to authorize the Supervisory Committee to determine the remuneration of the Supervisors of the third session of the Supervisory Committee. Prior to the commencement date of the third session of the Supervisory Committee, all Supervisors of the second session of the Supervisory Committee will continue to perform their duties as Supervisors according to relevant requirements as stipulated in the Articles of Association.

LETTER FROM THE BOARD

As at the Latest Practicable Date, save as disclosed in this circular, each of Ms. Zhang Pingting and Mr. Zheng Jiancheng does not (i) hold any position with the Company or its subsidiaries; (ii) hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or other major appointments and professional qualifications; (iii) have any relationship with any directors, supervisors, senior management or substantial or controlling shareholders of the Company; and (iv) have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed in this circular and as at the Latest Practicable Date, there is no other information in relation to the aforesaid candidates of Supervisors which shall be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders.

Ordinary resolutions in relation to the proposed election of non-employee Supervisors will be proposed at the EGM for the Shareholders' consideration and approval.

- 4. TO AUTHORISE THE BOARD TO DETERMINE THE REMUNERATION OF THE DIRECTORS**
- 5. TO AUTHORISE THE SUPERVISORY COMMITTEE TO DETERMINE THE REMUNERATION OF THE SUPERVISORS**
- 6. EGM AND PROXY ARRANGEMENT**

The proxy form of the EGM is enclosed.

For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 17 July 2023 to Thursday, 20 July 2023, both dates inclusive, during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the EGM, holders of H Shares whose transfer documents have not been registered are required to submit the share certificates together with the properly completed share transfer forms to the Company's H 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 Friday, 14 July 2023 for registration. Holders of H Shares who are registered with Tricor Investor Services Limited on or before the aforementioned date are entitled to attend the EGM.

LETTER FROM THE BOARD

If you intend to appoint a proxy to attend the EGM, you are required to complete the accompanying proxy form in accordance with the instructions printed thereon and return it by personal delivery or by post not less than 24 hours before the time fixed for holding the EGM or any adjourned meeting thereof. For shareholders of H Shares, the proxy form should be returned to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong. For shareholders of Domestic Shares, the proxy form should be returned to the Company's principal place of office in the PRC at 35th Floor, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

7. VOTING BY POLL

According to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, the chairman of the EGM will exercise his power under the Articles of Association to demand a poll in relation to the proposed resolutions at the EGM.

8. RECOMMENDATION

The Board considers that the resolutions proposed at the EGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the proposed resolutions at the EGM.

Yours faithfully,
For and on behalf of the Board
A-Living Smart City Services Co., Ltd.*
Chan Cheuk Hung/Huang Fengchao
Co-chairman

* *for identification purposes only*

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES OF THE THIRD SESSION OF THE BOARD

Executive Directors

Mr. Chan Cheuk Hung (陳卓雄), aged 66, has been re-designated as an executive Director and co-chairman of the Board with effect from 31 May 2018. Prior to such, he was a non-executive Director since 21 July 2017. He has been the co-chairman of the Board since 27 August 2017 and is a member of the risk management committee of the Board. Mr. Chan is responsible for the formulation of development strategies and provision of guidance for the overall development of the Group. He has been an executive director of Agile Holdings (stock code of Hong Kong Stock Exchange: 3383), since August 2005. Mr. Chan is an executive director and vice president of Agile Holdings and is mainly responsible for providing guidance for the overall operation of Agile Holdings. Mr. Chan is also a director of certain subsidiaries of the Company. Mr. Chan has over 30 years of experience in real estate development and related businesses.

Mr. Chan received various awards including pioneer worker (先進工作者) for the year of 1998 by Zhongshan Individual Workers Association (中山市個體勞動者協會) and Zhongshan Private Enterprise Association (中山市私營企業協會) and the Outstanding Contribution Award for Community Development (小區建設突出貢獻獎) in the Evaluation of the National Representative Well-off Residential Community (國家小康住宅示範小區評比) by the Ministry of Construction of the PRC (中華人民共和國國家建設部) in 2000. Mr. Chan also served as an executive director of the second council of Zhongshan Private Enterprise Association (中山市私營企業協會第二屆理事會) and the fourth council of the Zhongshan Individual Workers Association (中山市個體勞動者協會第四屆理事會) in 1999, and a director and executive director of Guangdong Real Estate Association (廣東省房地產業協會) in 2004.

As at the Latest Practicable Date, Mr. Chan Cheuk Hung is the beneficiary of a family trust (“**Chen’s Family Trust**”). Therefore, Mr. Chan Cheuk Hung is deemed to be interested in 582,100,521 long position and 91,556,229 short position in H shares of the Company under the SFO held by Chen’s Family Trust. In addition, Mr. Chan is deemed to be interested in 2,453,096,250 shares of Agile Holdings.

Mr. Huang Fengchao (黃奉潮), aged 60, has served as an executive Director and the chairman of the Board of the Company since 21 July 2017, and has been the co-chairman of the Board since 27 August 2017. He is also the chairman of the nomination committee and the risk management committee of the Board, and a member of the remuneration and appraisal committee. Mr. Huang performed the duties of the president (general manager) and chief executive officer of the Company from 9 November 2018, and was officially appointed on 28 May 2019 and later resigned on 21 July 2020. Mr. Huang is also a director of certain subsidiaries of the Company. He is responsible for formulating the overall strategic development strategies and policies of the Group and monitoring their implementation. Mr. Huang has over 23 years of experience in real estate development and property management. Mr. Huang joined Agile Holdings in October 1999 and has successively served as a general manager of Zhongshan Agile

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES OF THE THIRD SESSION OF THE BOARD

Real Estate Development Co., Ltd. (中山市雅居樂房地產開發有限公司), head of the real estate management center of Agile Holdings and general manager of Guangzhou Nanhu Agile Real Estate Development Co., Ltd. (廣州南湖雅居樂房地產開發有限公司) and Guangzhou Huadu Agile Real Estate Development Co., Ltd. (廣州花都雅居樂房地產開發有限公司). Mr. Huang has been the vice president of Agile Holdings since January 2005 and has been responsible for the development of real estate projects across the country and property management. Mr. Huang has also served as president of the Hainan and Yunnan regions since 2008 and in charge of the tourism real estate development management. Mr. Huang has been serving as an executive director and vice president of Agile Holdings since March 2014.

Mr. Huang graduated from Guangdong Petroleum School (廣東石油學校)(now known as Guangdong University of Petrochemical Technology (廣東石油化工學院)) in the PRC in July 1983 majoring in turbine management.

As at the Latest Practicable Date, Mr. Huang is a limited partner of and owns 99.9% interest in Tianjin Fengxin Commercial Center (Limited Partnership)* 天津奉欣商業中心(有限合夥)(“**Tianjin Fengxin**”). Tianjin Fengxin is a limited partner of and respectively owns 94.96% and 95% interest in Shanghai Baoya Business Consultancy Limited Partnership* 上海葆雅商務諮詢合夥企業(有限合夥)(“**Shanghai Baoya**”) and Shanghai Bingya Business Consultancy Limited Partnership* 上海秉雅商務諮詢合夥企業(有限合夥)(“**Shanghai Bingya**”). Mr. Huang is also a general partner of Shanghai Baoya and Shanghai Bingya respectively, and has full control over Shanghai Baoya and Shanghai Bingya. Shanghai Baoya is a general partner of Shanghai Yongya Business Consultancy Limited Partnership* 上海詠雅商務諮詢合夥企業(有限合夥)(“**Shanghai Yongya**”) and has full control over Shanghai Yongya. Shanghai Bingya is a limited partner of and owns 50% interest in Shanghai Yongya. Shanghai Yongya is a limited partner of and owns 45% interest in Gongqingcheng A-Living Investment Management Limited Partnership* 共青城雅生活投資管理合夥企業(有限合夥)(“**Gongqingcheng Investment**”) which owns 19,122,646 H shares of the Company. Mr. Huang is a limited partner of and owns 4.99% interest in Gongqingcheng Investment. Hence, Mr. Huang Fengchao is deemed under the SFO to be interested in the shares of the Company held by Gongqingcheng Investment. In addition, Mr. Huang has interests of 1,400,000 shares of Agile Holdings.

Mr. Li Dalong (李大龍), aged 38, has been an executive Director, the president (general manager) and chief executive officer of the Company since 21 July 2020. He is also a member of each of the remuneration and appraisal committee, the nomination committee and the risk management committee of the Board. He was the chief financial officer from August 2016 to July 2020, the joint company secretary from August 2017 to July 2020, and the executive vice president from November 2019 to May 2020. He is responsible for overall strategic decisions, business planning and major operational decisions of the Group. Mr. Li is also a director of certain subsidiaries of the Company. He has over 18 years of experience in operations, finance, investment and capital markets.

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES OF THE THIRD SESSION OF THE BOARD

Mr. Li has profound management experience as well as solid industry knowledge. Since the listing of the Group, he has been assisting the Board in formulating and implementing development strategies and highly enhanced the recognition of the Group in the industry and capital markets. Mr. Li has executed Group's strategy of industry consolidation and led the team completing several quality acquisitions including the acquisitions of A-Living Futurelife Property Management Services Limited (雅生活未來物業管理服務有限公司)(formerly known as CMIG Futurelife Property Management Limited (中民未來物業服務有限公司) and Minrui Property Management (Shanghai) Co., Ltd. (民瑞物業服務(上海)有限公司), to enhance the Group's business portfolio layout and to establish the leading advantages.

Prior to joining the Group, from November 2013 to June 2016, Mr. Li was a senior manager of the capital market department at PricewaterhouseCoopers (Hong Kong), an accounting firm, where he primarily provided a series of professional services in connection with capital markets transactions. From August 2005 to November 2013, Mr. Li successively served as auditor, senior auditor, manager and senior manager at PricewaterhouseCoopers Zhongtian LLP (Shanghai), an accounting firm.

Mr. Li is a member of the Chinese Institute of Certified Public Accountants in the PRC. He obtained his bachelor's degree in literature in July 2005, and second bachelor's degree in administration management in June 2005, from Shanghai Jiao Tong University (上海交通大學).

As at the Latest Practicable Date, Mr. Li Dalong is a limited partner of and owns 99.9% interest in Tianjin Chaotai Commercial Center (Limited Partnership)* 天津朝泰商業中心(有限合夥)("Tianjin Chaotai"). Tianjin Chaotai is a limited partner of and owns 47.5% interest in Shanghai Yanya Business Consultancy Limited Partnership* 上海焰雅商務諮詢合夥企業(有限合夥)("Shanghai Yanya") and Shanghai Chengya Business Consultancy Limited Partnership* 上海澄雅商務諮詢合夥企業(有限合夥)("Shanghai Chengya") respectively. Mr. Li is also a general partner of and owns 2.5% interest in Shanghai Yanya and Shanghai Chengya respectively, and has full control over Shanghai Yanya and Shanghai Chengya. Shanghai Yanya is a limited partner of and owns 50% interest in Shanghai Yeya Business Consultancy Limited Partnership* 上海燁雅商務諮詢合夥企業(有限合夥)("Shanghai Yeya"). Shanghai Chengya is a general partner of Shanghai Yeya and has full control over Shanghai Yeya. Shanghai Yeya is a limited partner of and owns 45% interest in Gongqingcheng Investment. Mr. Li is a general partner of Tianjin Fengxin and has full control over Tianjin Fengxin. Tianjin Fengxin is a limited partner of and owns 94.96% interest in Shanghai Baoya. Tianjin Fengxin is a limited partner of and owns 95% interest in Shanghai Bingya. Shanghai Baoya is a general partner of Shanghai Yongya and has full control over Shanghai Yongya. Shanghai Bingya is a limited partner of and owns 50% interest in Shanghai Yongya. Shanghai Yongya is a limited partner of and owns 45% interest in Gongqingcheng Investment which owns 19,122,646 H shares of the Company. Mr. Li is a limited partner of and owns 2.5% interest in Gongqingcheng Investment. Hence, Mr. Li Dalong is deemed under the SFO to be interested in the shares of the Company held by Gongqingcheng Investment. By virtue of the SFO, Mr. Li Dalong is deemed to be interested in the shares of the Company held by his spouse, Ms. Fei Fan.

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES OF THE THIRD SESSION OF THE BOARD

Mr. Chen Siyang (陳思楊), aged 39, has been the vice president of the Group since May 2023. He is in charge of the operation management center and market development center of the Group. Mr. Chen has extensive experience in corporate governance, operation management and market resource development.

Mr. Chen joined Agile Holdings in 2010 and has held key positions in Agile Holdings and its industrial groups. From June 2010 to July 2016, he successively served as cost commissioner, cost manager and cost director of Agile Holdings. From August 2016 to February 2017, Mr. Chen was in charge of investment and operational business in the Group. From March 2017 to May 2023, Mr. Chen successively served as the vice president of the construction group, the co-chairman of the board of the real estate construction management group and the vice president of capital investment group of Agile Holdings.

Mr. Chen Siyang is the son of Mr. Chan Cheuk Hung, an executive Director and co-chairman of the Company. As at the Latest Practicable Date, Mr. Chen Siyang was interested in 1,051,983 H shares of the Company.

Non-executive Director

Mr. Xu Yongping (徐永平), aged 58, has been the party secretary and chairman of Longcheng City Operation Service Group Co., Ltd. (龍城城市運營服務集團有限公司) (an indirect non wholly-owned subsidiary of the Company and a property management company) (“**Longcheng**”) since June 2013. Mr. Xu is also a director and a supervisor of certain subsidiaries of the Company. Mr. Xu has over 25 years of experience in the property management industry.

Mr. Xu has been a member of the Shenzhen Longgang District Political Consultative Conference (深圳市龍崗區政協委員) since October 2021, a member of the non-public party committee of the Communist Party of China in Longgang District (中共深圳市龍崗區非公黨委委員) since December 2019, a standing committee member of the Shenzhen Longgang District Federation of Industry and Commerce (深圳市龍崗區工商聯常委) since September 2019, a president of the Shenzhen Longgang District Property Management Association (深圳市龍崗區物業管理協會會長) since August 2015 and a vice president of the Shenzhen Property Management Industry Association (深圳市物業管理行業協會副會長) since November 2012.

He is currently a PRC registered property manager, an enterprise human resources manager and a senior engineer in construction engineering.

Mr. Xu graduated from Anhui University of Mechanical and Electrical Engineering (now known as Anhui University of Engineering) in the PRC in 1986 with a bachelor degree in applied electronic technology. In 2004, he received a postgraduate degree in regional economics from Fudan University in the PRC.

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES OF THE THIRD SESSION OF THE BOARD

As at the Latest Practicable Date, Mr. Xu is a limited partner of and owns 91.55% interest in Xuzhou Taozhishi Living Service Partnership (Limited Partnership)(徐州市濤之實生活服務合夥企業(有限合夥)) (“**Xuzhou Taozhishi**”) which owns 3.6% equity interest in Longcheng. By virtue of the SFO, Mr. Xu is deemed to be interested in 3.6% equity interest in Longcheng held by Xuzhou Taozhishi.

Independent non-executive Directors

Mr. Wang Gonghu (王功虎), aged 49, has served as a Supervisor since 21 July 2020. He is currently a deputy general manager of Tianneng Holding Group Strategic Capital Management Center (天能控股集團戰略資本管理中心). Mr. Wang served as the chairman of Suzhou Yangtze New Materials Co., Ltd. (蘇州揚子江新型材料股份有限公司)(stock code of Shenzhen Stock Exchange: 002652) from January 2021 to December 2022, and a director from January 2018 to December 2020. From July 2014 to December 2022, he had successively been a financial director, the chief financial officer, the chairman and the president of CMIG Futurelife Holdings Group Company Limited (中民未來控股集團有限公司), which is a substantial shareholder of the Group at a subsidiary level. From July 1997 to June 2014, he had respectively worked as a financial manager of Beijing Founder Electronics Co., Ltd. (北京北大方正電子有限公司), a financial director of Shanghai Hinge Software Co., Ltd. (上海和勤軟件技術有限公司), a deputy general manager of Copious Zhenjiang Fertilizer Co., Ltd. (科比斯鎮江肥業有限公司), a financial director of Shanghai QST Corporation (上海矽睿科技有限公司) and etc.

Mr. Wang is currently a senior accountant and a member of the Chinese Institute of Certified Public Accountants in the PRC.

Mr. Wang obtained his bachelor’s degree in economics and management from Nanjing University in the PRC in 2002 and his master’s degree in accounting from Shanghai University of Finance and Economics in the PRC in 2010.

Mr. Weng Guoqiang (翁國強), aged 63, has served as an independent non-executive Director of the Company since 21 January 2022. He is also the chairman of the remuneration and appraisal committee, a member of each of the audit committee and the nomination committee of the Board. He has extensive experience in the property management industry in Shanghai for over 23 years. He had served as a general manager of Shanghai Lujiuzui Property Management Co., Ltd. (上海陸家嘴物業管理有限公司) from October 1999 to May 2008 and as a general manager of Wuxi Dongzhou Property Management Company Limited (無錫東洲物業管理有限公司) from May 2008 to December 2009. Since January 2010, Mr. Weng has taken up the positions of general manager and subsequently executive director in Shanghai Tonglai Property Management Company Limited (上海同涑物業管理有限公司).

Mr. Weng currently serves as an independent non-executive director of Riverine China Holdings Limited (a company listed on the Hong Kong Stock Exchange under the stock code: 1417) since November 2017.

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES OF THE THIRD SESSION OF THE BOARD

Mr. Weng was the vice president of China Property Management Institute (中國物業管理協會) from 2002 to September 2014. Since October 2014, he has been the senior consultant of China Property Management Institute. Since 1999, Mr. Weng has been the vice president of Shanghai Property Management Industry Institute (上海市物業管理行業協會)(during the period between 2016 and 2017 served as the chairman of Shanghai Property Management Industry Institute).

Mr. Weng graduated with a Bachelor degree in Applied Mathematics from the Tongji University in the PRC in July 1982 and a Master degree in Public Administration from the University of Macau in Macau in September 2003.

Mr. Weng was accredited as a National Vocational Qualification Level 2 Vocational Management Professional (國家職業資格二級職業經理人) in May 2003 and a Level 1 Senior Vocational Management Professional (一級高級職業經理人) in September 2004 by the Shanghai Vocational Skill Testing Authority (上海市職業技能鑒定中心). Mr. Weng was also accredited as a Certified Property Manager by the Personnel Department of Shanghai (上海市人事局) in October 2006 and an Advanced Economist (高級經濟師) by the Personnel Department of Jiangsu Province (江蘇省人事廳) in September 2009.

Mr. Li Jiahe (黎家河), aged 63, has served as an independent non-executive Director of the Company since 3 March 2023. He is also a member of each of the audit committee, the remuneration and appraisal committee, the nomination committee and the risk management committee of the Board. He has over 19 years of experience in property management related work. He had served as a manager of the finance department of Poly Development and Holdings Group Co., Ltd. (保利發展控股集團股份有限公司)(a company listed on Shanghai Stock Exchange under the stock code: 600048) (“**Poly Holdings**”) from March 1993 to April 2000 and as a manager of the human resources department of Poly Holdings from September 2002 to January 2005. Mr. Li had served as a deputy general manager of Poly Property Services Co., Ltd. (保利物業服務股份有限公司)(formerly known as Poly Property Development Co., Ltd. (保利物業發展股份有限公司)) (a company listed on the Hong Kong Stock Exchange under the stock code: 6049) (“**Poly Property**”) from May 2000 to August 2002, and as a general manager, a director and the chairman of Poly Property successively from January 2005 to April 2019. From May 2019 to August 2020, Mr. Li had served as an executive director and a member of the remuneration committee of Poly Property.

Mr. Li obtained a certificate of completion of corporate management (finance and investments) from Sun Yat-sen Business School (中山大學管理學院) in September 2004. Mr. Li was qualified as a property management manager in December 2005.

APPENDIX II BIOGRAPHICAL DETAILS OF NON-EMPLOYEE SUPERVISOR CANDIDATES OF THE THIRD SESSION OF THE SUPERVISORY COMMITTEE

Shareholder representative Supervisor

Ms. Zhang Pingting (張娉婷), aged 46, joined Agile Holdings since 2011 and is currently the senior human resources director of human resources and administration center of Agile Holdings. Prior to joining Agile Holdings, she was the head of the personnel section of the general management department of GAC Toyota Motor Co., Ltd. (廣汽豐田汽車有限公司). Ms. Zhang has over 20 years of experience in human resources.

Ms. Zhang graduated from Hunan University of Humanities, Science and Technology (中國湖南人文科技學院) in the PRC (formerly known as Hunan Loudi Normal College in the PRC (中國湖南婁底師範高等學校)) in 1997 and graduated from South China Normal University in the PRC (中國華南師範大學) in 2006 with a major in human resource management.

External Supervisors

Mr. Zheng Jiancheng (鄭健程), aged 42, he has been the legal representative of Guangdong Zhuoguan Industrial Investment Co., Ltd. (廣東卓冠實業投資有限公司) since 2021. He worked as a director of the Government Project Management Center of Zhongshan Cuiheng New District (中山市翠亨新區政府項目管理中心) from 2015 to 2021. He worked as a standing deputy director of Urban Construction and Management Bureau of Sanxiang Town in Zhongshan City (中山市三鄉鎮城市建設和管理局) from 2009 to 2015.

Mr. Zheng holds the senior engineer qualification of constructional engineering management. He obtained his bachelor's degree in resources and environment and urban and rural planning management from Guangzhou University in the PRC in January 2009.

Mr. Wang Shao (王韶), aged 51, has served as a Supervisor since 21 August 2017.

Mr. Wang has been serving Guangdong Real Estate Association (廣東省房地產行業協會) since October 1994, and is currently the president where he is responsible for its overall management, including strategic planning, public relations and presiding the council meeting. Since June 2003, he has also served various positions in Southern Real Estate Magazine (南方房地產雜誌社), an affiliate to Guangdong Real Estate Association, where he is currently the president and is responsible for its overall management, including planning, management by objectives and communications and cooperations.

Mr. Wang currently serves as an independent non-executive director of Aoyuan Healthy Life Group Company Limited (stock code of Hong Kong Stock Exchange: 3662).

Mr. Wang graduated from Sun Yat-sen University (中山大學) in the PRC majoring in real estate brokerage and management in June 1994, and his bachelor's degree in administration management from the same university in July 1999.

Mr. Wang is currently a director of China Real Estate Association (中國房地產協會).

NOTICE OF EGM

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)

NOTICE OF THE 2023 SECOND EXTRAORDINARY GENERAL MEETING TO BE HELD ON 20 JULY 2023

NOTICE IS HEREBY GIVEN THAT the 2023 second extraordinary general meeting (the “**EGM**”) of A-Living Smart City Services Co., Ltd. (the “**Company**”) will be convened and held at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC on Thursday, 20 July 2023 at 3:00 p.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the proposed election of the directors (the “**Directors**”) of the third session of the board of Directors (the “**Board**”):
 - 1.1 The re-election of Mr. Chan Cheuk Hung as an executive Director.
 - 1.2 The re-election of Mr. Huang Fengchao as an executive Director.
 - 1.3 The re-election of Mr. Li Dalong as an executive Director.
 - 1.4 The election of Mr. Chen Siyang as an executive Director.
 - 1.5 The election of Mr. Xu Yongping as a non-executive Director.
 - 1.6 The election of Mr. Wang Gonghu as an independent non-executive Director.
 - 1.7 The re-election of Mr. Weng Guoqiang as an independent non-executive Director.
 - 1.8 The re-election of Mr. Li Jiahe as an independent non-executive Director.
2. To consider and approve the proposed election of non-employee supervisors (the “**Supervisors**”) of the third session of the supervisory committee of the Company (the “**Supervisory Committee**”):
 - 2.1 The election of Ms. Zhang Pingting as a shareholder representative Supervisor.
 - 2.2 The election of Mr. Zheng Jiancheng as an external Supervisor.
 - 2.3 The re-election of Mr. Wang Shao as an external Supervisor.

NOTICE OF EGM

3. To authorise the Board to determine the remuneration of the Directors.
4. To authorise the Supervisory Committee to determine the remuneration of the Supervisors.

By Order of the Board
A-Living Smart City Services Co., Ltd.*
Chan Cheuk Hung/Huang Fengchao
Co-chairman

Hong Kong, 30 June 2023

As at the date of this circular, 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

Notes:

1. All resolutions at the EGM 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**”). The results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>) and the Company (<http://www.agileliving.com.cn>) in accordance with the Listing Rules.
2. All shareholders of the Company are eligible for attending the EGM. Any shareholder of the Company entitled to attend and vote at the EGM convened by the above notice is entitled to appoint a proxy or more than one proxy to attend the EGM and vote instead of him/her. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant proxy form. Every shareholder of the Company present in person or by proxy shall be entitled to one vote for each share held by him/her.
3. In order to be valid, the proxy form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be completed and returned to (i) the Company’s principal place of office in the People’s Republic of China (the “**PRC**”) at 35th Floor, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, the PRC (for shareholders of Domestic Shares) or (ii) the Company’s H share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for shareholders of H Shares) not less than 24 hours before the time appointed for the EGM. Completion and return of the proxy form will not preclude a shareholder of the Company from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.

NOTICE OF EGM

4. For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 17 July 2023 to Thursday, 20 July 2023, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the EGM, shareholders of H Shares whose transfer documents have not been registered are required to submit the share certificates together with the properly completed share transfer forms to the Company's H share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Friday, 14 July 2023 for registration. Shareholders of H Shares who are registered with Tricor Investor Services Limited on or before the aforementioned date are entitled to attend the EGM.
5. The EGM is expected to take no more than half a day. Shareholders of the Company who attend the EGM (in person or by proxy) shall bear their own travelling and accommodation expenses. Shareholders of the Company may contact the Investor Relations Department of the Company at (852) 2740 8921 (telephone number) and ir@agileliving.com.cn for any enquires in respect of the EGM.

* *for identification purposes only*