

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



**Evergrande Property Services Group Limited**  
**恒大物業集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 6666)**

**NOTICE OF 2022 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of Evergrande Property Services Group Limited (the “**Company**”) for the year ended 31 December 2022 (the “**2022 Annual General Meeting**”) will be held at Meeting Room 1, 13th Floor, Guangzhou Evergrande Center, No. 78 Huangpu Avenue West, Tianhe District, Guangzhou, Guangdong Province, the PRC, on Thursday, 16 November 2023 at 9:15 a.m. (or immediately following the conclusion of the annual general meeting of the Company for the year ended 31 December 2021), for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolutions as ordinary resolutions and a special resolution (as the case may be) of the Company:

**ORDINARY RESOLUTIONS**

- (1) To receive, consider and adopt the audited consolidated financial statements and the reports of the directors (the “**Directors**”) of the Company and the independent auditors of the Company (the “**Auditors**”) for the year ended 31 December 2022.
- (2) To re-elect Mr. Duan Shengli as an executive Director.
- (3) To re-elect Mr. Han Chao as an executive Director.
- (4) To re-elect Mr. Hu Xu as an executive Director.
- (5) To re-elect Mr. Sang Quan as a non-executive Director.
- (6) To re-elect Mr. Lin Wuchang as a non-executive Director.
- (7) To re-elect Ms. Wen Yanhong as an independent non-executive Director.
- (8) To re-elect Mr. Peng Liaoyuan as an independent non-executive Director.
- (9) To re-elect Mr. Dong Xinyi as an independent non-executive Director.
- (10) To authorise the board of Directors to fix the remuneration of the Directors.
- (11) To re-appoint Prism Hong Kong and Shanghai Limited as the auditors of the Company, and authorise the board of Directors to fix their remuneration.

## SPECIAL BUSINESS

(12) To consider and, if thought fit, pass the following resolution as an ordinary resolution of the Company:

“**THAT:**

- a) subject to paragraph (c) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or deal with additional shares in the capital of the Company or securities convertible into such shares or options, warrants or similar rights to subscribe for any shares or convertible securities and to make or grant offers, agreements and options which would or might require the exercise of such powers in accordance with all applicable laws be and is hereby generally and unconditionally approved;
- b) the approval in paragraph (a) shall be in addition to any other authorisation gives to the Directors and shall authorise the Directors during the Relevant Period to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the end of the Relevant Period;
- c) the total number of shares of the Company allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a), otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) the share option scheme of the Company approved by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); or (iii) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company, shall not exceed 20% of the total number of shares of the Company in issue as at the date of passing this resolution, and the said approval shall be limited accordingly; and
- d) for the purposes of this resolution:

“**Relevant Period**” means the period from the date of 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 the articles of association of the Company or any applicable laws of the Cayman Islands to be held; and

- iii. the date upon which the authority set out in this resolution is revoked or varied by way of ordinary resolution of the Company in general meeting.

“**Rights Issue**” means an offer of shares by the Company for a period fixed by the Directors to holders of ordinary shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares (subject to such exclusion or other arrangements as the Directors 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 regulatory body or any stock exchange in, any territory outside Hong Kong).”

- (13) To consider and, if thought fit, pass the following resolution as an ordinary resolution of the Company:

“**THAT:**

- a) subject to paragraph (c) below, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to buy-back the shares of the Company on the Stock Exchange or any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Future Commission of Hong Kong (the “**SFC**”) and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and regulations of the Cayman Islands, the articles of association of the Company and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchange as amended from time to time, be and the same is hereby generally and unconditionally approved;
- b) the approval in paragraph (a) will not include any other authorisation granted to the Directors and will authorise the Directors during the Relevant Period to procure the Company to buy-back its shares at a price determined by the Directors;
- c) the total number of shares of the Company which may be bought back by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the total number of shares of the Company in issue as at the date of passing this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and
- d) for the purposes of this resolution:

“**Relevant Period**” means the period from the date of 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 the articles of the Company or any applicable laws of the Cayman Islands to be held; and
  - iii. the date on which the authority set out in this resolution is revoked or varied by way of ordinary resolution of the Company in general meeting.
- (14) “**THAT** conditional upon the passing of resolutions nos. 12 and 13 above, the general mandate granted to the Directors pursuant to resolution no. 12 be and is hereby extended by the addition thereto of such number of shares of the Company bought back by the Company under the authority granted pursuant to the resolution no. 13, provided that such number of shares shall not exceed 10% of the total number of shares of the Company in issue as at the date of passing this resolution.”

### **SPECIAL RESOLUTION**

- (15) As a special business, to consider and, if thought fit, pass the following resolution as a special resolution:

“**THAT**

- (a) the proposed amendments (the “**Proposed Amendments**”) to the existing amended and restated articles of the Company (the “**Existing Articles**”), the details of which are set forth in Appendix III to the circular of the Company dated 16 October 2023 (the “**Circular**”), be and are hereby approved;
- (b) the new second amended and restated articles of the Company (incorporating the Proposed Amendments) (the “**New Articles**”), a copy of which has been produced to this meeting marked “A” and signed by the Chairman of the meeting for identification purpose, be and is hereby approved and adopted in substitution for and to the exclusion of the Existing Articles with immediate effect after the close of this meeting; and
- (c) any one director of the Company be and is hereby authorised to do all such acts and things and execute all such documents, deeds and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of the New Articles.”

By order of the Board  
**Evergrande Property Services Group Limited**  
**Duan Shengli**  
*Executive Director*

Hong Kong, 16 October 2023

*Registered Office:*

Cricket Square  
Hutchins Drive  
PO Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

*Head Office and Principal Place of Business in Hong Kong:*

15/F, YF Life Centre  
38 Gloucester Road,  
Wanchai  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the above meeting may appoint one or, if he holds two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. Where there are joint holders of any share, any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
3. In order to be valid, a form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof shall be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof (i.e. on or before 9:15 a.m., Tuesday, 14 November 2023, Hong Kong time). The proxy form will be published on the website of the Stock Exchange.
4. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the meeting should he so wishes. In such event, the form of proxy shall be deemed to be revoked.
5. The register of members of the Company will be closed from 13 November 2023 to 16 November 2023 (both days inclusive) during which period no transfer of shares will be registered. In order to qualify for the entitlement to attend and vote at the forthcoming Annual General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch 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 registration not later than 4:30 p.m. on Friday, 10 November 2023 (Hong Kong time).
6. As at the date of this notice, the Board comprises Mr. Duan Shengli, Mr. Han Chao and Mr. Hu Xu as executive Directors; Mr. Sang Quan and Mr. Lin Wuchang as non-executive Directors; and Mr. Peng Liaoyuan, Ms. Wen Yanhong and Mr. Dong Xinyi as independent non-executive Directors.