THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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 People's Republic of China with limited liability)

(Stock Code: 3319)

(1) PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR
(2) PROPOSED DISTRIBUTION OF 2025 INTERIM DIVIDEND
AND
(3) NOTICE OF THE 2025 FIRST EXTRAORDINARY GENERAL MEETING

Capitalized terms used in this cover page have the same meanings as those defined in the section headed "Definitions" in this circular.

A notice convening the EGM to be held at Room 3, 10/F., United Conference Centre, United Centre, 95 Queensway, Admiralty, Hong Kong on Wednesday, 8 October 2025 at 3:00 p.m. is set out on pages 9 to 10 of this circular. A proxy form for use at the EGM is enclosed with this circular. Such proxy form is also published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (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 or any adjourned meeting thereof if they so wish.

* *For identification purposes only*

19 September 2025

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

"Agile Holdings"	雅居樂集團控股有限公司 (Agile Group Holdings Limited) (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
"Articles of Association"	the articles of association of the Company currently in force
"Board"	the board of Directors
"China" or "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
"EGM"	the forthcoming 2025 first extraordinary general meeting of the Company to be convened and held at Room 3, 10/F., United Conference Centre, United Centre, 95 Queensway, Admiralty, Hong Kong on Wednesday, 8 October 2025 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 9 to 10 of this circular, or any adjournment thereof
"Group" or "we"	the Company and its subsidiaries
"H Shareholders"	holders of the H Shares
"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

"HK$" or "Hong Kong dollars"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Interim Dividend"	the distribution of an interim dividend of RMB0.062 per share (before tax) for the six months ended 30 June 2025
"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
"Main Board"	has the meaning ascribed to it under the Listing Rules
"Ms. Zhao"	Ms. Zhao Yu
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
"Share(s)"	ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Domestic Shares and the H Shares
"Shareholder(s)"	holder(s) of Share(s)
"Treasury Shares"	has the meaning as ascribed to it under the Listing Rules
"%"	per cent.

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Executive Directors:
Mr. Chan Cheuk Hung *(Co-chairman)*
Mr. Wang Haiyang *(Co-chairman)*
Mr. Li Dalong *(President (General Manager) and Chief Executive Officer)*
Mr. Chen Siyang *(Vice President)*

Independent Non-executive Directors:
Mr. Wang Gonghu
Mr. Weng Guoqiang
Mr. Li Jiahe

Registered Office in the PRC:
Management Building, Xingye Road
Agile Garden, Sanxiang Town
Zhongshan
Guangdong Province, PRC

Principal Place of Office in the PRC:
35/F, Agile Center
26 Huaxia Road
Zhujiang New Town
Tianhe District, Guangzhou
Guangdong Province, PRC

Principal Place of Business in Hong Kong:
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

19 September 2025

To the Shareholders

Dear Sir or Madam,

(1) PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR
(2) PROPOSED DISTRIBUTION OF 2025 INTERIM DIVIDEND
AND
(3) NOTICE OF THE 2025 FIRST 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.

2. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

As disclosed in the announcement of the Company dated 22 August 2025, upon the recommendation made by the nomination committee of the Company and the approval by the resolutions of the Board, Ms. Zhao has been nominated as a candidate for the proposed appointment of executive Director subject to the consideration and approval by the

Shareholders at the EGM. Her terms of office, if approved by the Shareholders at the EGM, will commence from the date on which the relevant resolution is passed at the EGM until the expiration of the terms of the third session of the Board.

Biographical details of Ms. Zhao are set out as follows:

Ms. Zhao Yu (趙昱), aged 45, joined Agile Holdings a company listed on the Hong Kong Stock Exchange (stock code: 3383) in February 2007 and has previously served as the vice general manager of Xi'an Qujiang Agile Real Estate Development Co., Ltd.* (西安曲江雅居樂房地產開發有限公司) and the vice president of Western China Region of Agile Holdings. Since July 2020, Ms. Zhao has been appointed as the vice president of the Group, responsible for assisting the chief executive officer of the Group in strategic management of the Group and responsible for human resources and administration and branding of the Group. Ms. Zhao is also a director of certain subsidiaries of the Company.

Ms. Zhao obtained the certificate of human resources manager (national qualification class 1) of the PRC, bachelor's degree in business administration from Xi'an University of Technology (西安理工大學) in the PRC and master's degree of business administration from Fudan University (上海復旦大學) in Shanghai in the PRC.

As at the date of this circular, save as disclosed above, Ms. Zhao 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 Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Subject to the approval of the Shareholders by way of an ordinary resolution at the EGM, the Company will enter into a service contract with Ms. Zhao. The initial length of service will commence from the date on which the relevant resolution is passed at the EGM until the expiration of the term of the third session of the Board. The proposed director's fees payable to Ms. Zhao is zero and is subject to the approval by the Shareholders at the EGM.

Save as disclosed above and as at the date of this circular, there is no other information in relation to Ms. Zhao which is required to be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matters which need to be brought to the attention of the Shareholders.

If the proposed appointment of Ms. Zhao is approved by the Shareholders at the EGM and becomes effective, the composition of the Board shall comply with Rule 13.92 of the Listing Rules regarding gender diversity of the Board from the date of approval of the relevant resolution at the EGM.

Upon approval by the Shareholders at the EGM, the Board will consider to adjust the composition of the Nomination Committee in order to comply with Rule 3.27A and Code Provision B.3.5 of the Corporate Governance Code set out in Part 2 to Appendix C1 of the Listing Rules.

3. PROPOSED DISTRIBUTION OF 2025 INTERIM DIVIDEND

To consider and approve the proposed 2025 interim dividend

The Board proposed the Interim Dividend, and the amount of which will be subject to the approval of the Shareholders at the EGM. Interim Dividend payable to the holders of domestic shares of the Company will be paid in Renminbi, whereas Interim Dividend payable to the holders of H Shares will be declared in Renminbi and paid in Hong Kong dollars (except for the holders of H Shares who became Shareholders through the Inter-connected Mechanism for Trading on the Shanghai and Hong Kong Stock Markets and the Inter-connected Mechanism for Trading on the Shenzhen and Hong Kong Stock Markets, whose Interim Dividend will be paid in Renminbi), the exchange rate of which will be calculated based on the average exchange rate of RMB against Hong Kong dollars published by The People's Bank of China five business days prior to the EGM. Subject to the approval of the EGM, the Interim Dividend will be paid on or about Wednesday, 14 January 2026.

Upon obtaining approval of the Shareholders at the EGM, the Interim Dividend will be payable to the Shareholders whose names appear on the register of members of the Company as at the close of business on Thursday, 4 December 2025. For the purpose of determining the entitlement of the holders of H Shares to the Interim Dividend, the H Share register of members of the Company will be closed from Monday, 1 December 2025 to Thursday, 4 December 2025, both days inclusive, during which period no transfer of H Shares will be registered. In order for holders of H Shares to qualify for the Interim Dividend, all properly completed share transfer forms together with the relevant share certificates must be lodged with the Company's H Share Registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Friday, 28 November 2025.

According to the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得税法》) which came into effect on 1 January 2008, and was amended on 24 February 2017 and 29 December 2018, the Provision for Implementation of Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得税法實施條例》) which took effect on 1 January 2008 and was amended on 23 April 2019, and the Notice on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprise to H Shareholders which are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得税有關問題的通知》(國税函[2008]897號)), which was promulgated by the State Administration of Taxation and came into effect on 6 November 2008, etc., where a PRC domestic enterprise distributes dividends for 2008 and subsequent years to H Shareholders which are overseas non-resident enterprises (Please refer to the Enterprise Income Tax Law of the People's Republic of China (《中華人民共

和國企業所得税法》) for the definition of non-resident enterprises), it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, as a PRC domestic enterprise, the Company will, after withholding 10% of the Interim Dividend as enterprise income tax, distribute the Interim Dividend to non-resident enterprise Shareholders whose names appear on the H Shares register of members of the Company, i.e. including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups. After receiving dividends, the non-resident enterprise Shareholders may apply to the relevant tax authorities for enjoying treatment of taxation treaties (arrangement) in person or by proxy or by the Company, and provide information to prove that it is an actual beneficiary under the requirements of such taxation treaties (arrangement). After the tax authorities have verified that there is no error, it shall refund tax difference between the amount of tax levied and the amount of tax payable calculated at the tax rate under the requirements of the relevant taxation treaties (arrangement).

In accordance with requirement of the Circular on Certain Issues Concerning the Policies of Individual Income Tax (Cai Shui Zi [1994] No. 020) (《關於個人所得税若干政策問題的通知》(財税字[1994]020號)) which was promulgated by the Ministry of Finance and the State Administration of Taxation and came into effect on 13 May 1994, overseas individuals are exempted from the individual income tax for dividends or bonuses received from foreign-invested enterprises. Therefore, as a foreign-invested enterprise, the Company will not withhold PRC individual income tax on behalf of overseas individual Shareholders whose names appear on the H Shares register of members of the Company when the Company distributes the dividends.

Interim Dividend for Investors of Southbound Trading

For investors (including enterprises and individuals) investing in the H Shares listed on the Hong Kong Stock Exchange through Shanghai Stock Exchange and Shenzhen Stock Exchange (collectively the "**Southbound Trading**"), the Company has entered into the Agreement on Distribution of Cash Dividends of H shares for Southbound Trading with China Securities Depository and Clearing Corporation Limited, pursuant to which, the Shanghai Branch of China Securities Depository and Clearing Corporation Limited or the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominees of the investors for Southbound Trading, will receive the cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of Southbound Trading through its depository and clearing system. The cash dividends of the investors of Southbound Trading will be distributed in Renminbi.

According to the provisions of the Notice on the Relevant Tax Policies Concerning the Pilot Program of an Interconnected Mechanism for Trading on the Shanghai and Hong Kong Stock Connect (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關税收政策的通知》(財税[2014]81號)) and the Notice on the Relevant Tax Policies Concerning the Pilot Program of an Inter-connected Mechanism for Trading on the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關税收政策的通知》(財税[2016]127號)), the income tax implications on dividends and bonuses received by Mainland individual investors, Mainland securities investment funds and Mainland enterprise investors are as follows:

(i) for Mainland individual investors, H share companies shall withhold the individual income tax for these investors at the tax rate of 20% on dividends and bonuses received by them from investing in H shares listed on the Hong Kong Stock Exchange via Southbound Trading;

(ii) for dividends and bonuses received by Mainland securities investment funds from investing in shares listed on the Hong Kong Stock Exchange via Southbound Trading, the individual income tax shall be levied in accordance with the above provisions; and

(iii) for dividends and bonuses received by Mainland enterprise investors from investing in shares listed on the Hong Kong Stock Exchange via Southbound Trading, the income tax on the Mainland enterprises shall not be withheld by the H share companies. The tax payable shall be declared and paid by the enterprises. For dividends and bonuses received by the Mainland resident enterprises after holding the H shares for 12 months continuously, the enterprise income tax will be exempted according to laws.

The record date and the date of distribution of cash dividends and other time arrangements for the investors of Southbound Trading will be the same as those for the holders of H Shares.

The Interim Dividend was considered and approved by the Board on 26 August 2025 and will be submitted, by way of an ordinary resolution, for the Shareholders' consideration and approval at the EGM.

4. EGM AND PROXY ARRANGEMENT

A notice of the EGM is set out on pages 9 to 10 of this circular. The EGM will be convened and held at Room 3, 10/F., United Conference Centre, United Centre, 95 Queensway, Admiralty, Hong Kong on Wednesday, 8 October 2025 at 3:00 p.m. to consider and, if appropriate, to approve the ordinary resolutions contained in the notice of the meeting by the Shareholders who are entitled to vote and not required to be abstained from voting under the Listing Rules.

For the purpose of determining the eligibility of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 6 October 2025 to Wednesday, 8 October 2025, both days inclusive, during which period no transfer of the H Shares will be registered. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the EGM will be Wednesday, 8 October 2025. In order to qualify for attending and voting at EGM, holders of the H Shares whose transfer documents have not been registered are required to deposit all properly completed share transfer forms

together with the relevant share certificates to the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Friday, 3 October 2025.

The proxy form of the EGM is also enclosed in this circular.

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 holders of the 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 holders of the 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.

5. 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.

To the best of the knowledge and belief of the Directors and having made all reasonable enquiries, none of the Shareholders is required to abstain from voting on the relevant resolutions to be proposed at the EGM.

6. RECOMMENDATION

The Board considers that the resolutions proposed at the EGM is 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,
By order of the Board
A-Living Smart City Services Co., Ltd.
Chan Cheuk Hung/WANG Haiyang
Co-chairman

* *For identification purposes only*

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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 People's Republic of China with limited liability)

(Stock Code: 3319)

NOTICE OF THE 2025 FIRST EXTRAORDINARY GENERAL MEETING TO BE HELD ON 8 OCTOBER 2025

NOTICE IS HEREBY GIVEN THAT the 2025 first extraordinary general meeting of A-Living Smart City Services Co., Ltd. (the "**Company**") will be convened and held at Room 3, 10/F., United Conference Centre, United Centre, 95 Queensway, Admiralty, Hong Kong on Wednesday, 8 October 2025 at 3:00 p.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the appointment of Ms. Zhao Yu as an executive director of the Company, and to authorise the board of directors of the Company to fix her remuneration.

2. To consider and approve an interim dividend of RMB0.062 per share (before tax) during the six months ended 30 June 2025.

By order of the Board
A-Living Smart City Services Co., Ltd.
Chan Cheuk Hung/Wang Haiyang
Co-chairman

Hong Kong, 19 September 2025

As at the date of this circular, the Board comprises seven members, being Mr. Chan Cheuk Hung^ (Co-chairman), Mr. Wang Haiyang^ (Co-chairman), Mr. Li Dalong^ (President (General Manager) and Chief Executive Officer), Mr. Chen Siyang^ (Vice President), Mr. Wang Gonghu^^^, Mr. Weng Guoqiang^^^ and Mr. Li Jiahe^^^.

^ *Executive Directors*
^^^ *Independent Non-executive Directors*

* *For identification purposes only*

Notes:

1. The 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 holders of the 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 holders of the 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.

4. For the purpose of determining the eligibility of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 6 October 2025 to Wednesday, 8 October 2025, both days inclusive, during which period no transfer of Shares will be registered. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the EGM will be Wednesday, 8 October 2025. In order to qualify for attending and voting at the EGM, holders of the 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, 3 October 2025 for registration. Holders of the 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 who attend the EGM (in person or by proxy) shall bear their own travelling and accommodation expenses. Shareholders may contact the Investor Relations Department of the Company at (852) 2740 8921 or ir@agileliving.com.cn for any enquiries in respect of the EGM.