Lemo Services Co., Ltd
樂摩科技服務股份有限公司

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

(stock code: 2539)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Lemo Services Co., Ltd (the "**Company**") will hold an annual general meeting (the "**AGM**") by way of a hybrid meeting at 21F, Building B, Wangxun Smart Center, 11 Keji East Road High-Tech Zone, Fuzhou, Fujian, the PRC and online via the eVoting Portal at 10:00 a.m. on Monday, 18 May 2026, for the purpose of considering, and if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the report of the Directors for 2025.

2. To consider and approve the report of the Supervisory Committee for 2025.

3. To consider and approve the annual report of the Company for the year ended 31 December 2025.

4. To consider and approve the profit distribution for 2025.

5. To consider and approve the audited consolidated financial statements for the year ended 31 December 2025.

6. To consider and approve the re-appointment of KPMG as the auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to determine its remuneration.

7. To consider and approve the grant of authorization to the board of Directors to fix the remuneration of the Directors.

8. To consider and approve the proposed conversion of up to 32,329,580 Unlisted Shares held by the Unlisted Shareholders into H Shares and the listing and circulation of such Shares on the Main Board of the Stock Exchange, which may be carried out at the appropriate time or times.

9. To consider and approve the grant of authorization to the Board and its delegated persons to handle matter relating to the H Share Full Circulation.

10. To consider and approve the New Manufacturing Framework Agreement, the New Cooperation Framework Agreement and the New R&D Framework Agreement entered into between the Company and Fujian Rovos on 20 March 2026, and the proposed annual caps for the continuing connected transactions contemplated thereunder; and any Director of the Company is hereby authorized to sign or execute other documents or supplemental agreements or deeds on behalf of the Group and to do all such things and take all such actions as he/she may consider necessary or desirable for the purpose of giving effect to the New Manufacturing Framework Agreement, the New Cooperation Framework Agreement and the New R&D Framework Agreement with such changes as he/she may consider necessary, desirable or expedient.

11. To consider and approve the Mechanical Massage Service Agreement entered into between the Company and Shanghai Maoyihui on 20 March 2026, and the proposed annual caps for the continuing connected transactions contemplated thereunder; and any Director of the Company is hereby authorized to sign or execute other documents or supplemental agreements or deeds on behalf of the Group and to do all such things and take all such actions as he/she may consider necessary or desirable for the purpose of giving effect to the Mechanical Massage Service Agreement with such changes as he/she may consider necessary, desirable or expedient.

SPECIAL RESOLUTIONS

12. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

    "THAT:

    (1) the Board be granted an unconditional general mandate to issue, allot or otherwise deal with additional shares (including sale or transfer of treasury shares) in the capital of the Company, and to make or grant offers, agreements and options which might require the exercise of such powers during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations, in respect thereof, subject to the following conditions:

    (a) the aggregate amount of shares allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the Board pursuant to the mandate above, otherwise than pursuant to:

    (i) a Rights Issue (as defined below);

    (ii) the exercise of options under a share option scheme of the Company; and

(iii) any scrip dividend scheme 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 aggregate number of total Shares of the Company (excluding treasury shares, if any) in issue as at the date of passing this resolution; and

(b) the Board will only exercise its power under such mandate in accordance with the Company Law of China and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") (as the same may be amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained;

For the purpose of this resolution:

"Relevant Period" means the period from the passing of this resolution until the earliest of:

A. the conclusion of the next annual general meeting of the Company;

B. 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 other applicable laws to be held; or

C. the revocation or variation of the authority given under the above-mentioned resolution by a special resolution of the Shareholders in a general meeting;

"Rights Issue" means an offer of shares open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions 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 any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).

(2) subject to the Board resolving to issue shares pursuant to sub-paragraph (1) of this resolution, the Board be authorised to:

(a) approve, execute and do or procure to be executed and done, all such documents, deeds and things as it may consider necessary in connection with the issue of such new shares or sale or transfer of treasury shares including, without limitation, determining the time and place of issue, making all necessary applications to the relevant authorities, and entering into an underwriting agreement (or any other agreements);

(b) determine the use of proceeds and to make all necessary filings and registrations with the relevant authorities in the PRC, Hong Kong and/or any other places and jurisdictions (as appropriate); and

(c) increase the registered capital of the Company in accordance with the actual increase of capital by issuing shares pursuant to sub-paragraph (1) of this resolution, to register the increase of capital with the relevant authorities in the PRC, Hong Kong and/or any other places and jurisdiction (as appropriate) and to make such amendments to the articles of association of the Company as it thinks fit so as to reflect the increase and any other resultant changes in the registered capital of the Company."

13. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

"THAT:

(a) the general mandate that H Shares in issue of the Company are repurchased by the Board of Directors at its discretion and in a timely manner, subject to the fluctuation and changes of the capital markets and the share price of the Company during the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;

(b) the total amount of repurchase of H Shares that were publicly issued by the Company shall not exceed 10% of the total number of the Company's H Shares (excluding treasury shares, if any) in issue as at the date of passing of this resolution at the Annual General Meeting (i.e. the total amount of H Shares repurchased shall not exceed 10% of the total number of H Shares in issue as at the date of passing of this resolution at the Annual General Meeting).

The funds of repurchase are funds which fulfill the requirements of regulatory policies and regulations, including self-owned funds and self-raised funds. The articles of association of the Company confer the Company rights to repurchase H Shares. The funds of repurchase include internal resources of the Company that can be legally allocated for such purpose in accordance with the articles of association and applicable PRC laws, rules and regulations;

(c) to formulate, approve and implement specific repurchase plan, including but not limited to the price, type, batch, amount and time of execution of the repurchase of shares, as well as to handle the relevant procedures, such as notifying the creditors of the Company and publishing announcements and dealing with matters relating to the exercise of their rights by creditors (if involved) in accordance with the provisions of the Company Law of China and the articles of association, and signing other documents or agreements relevant to the repurchase of shares;

(d) if applicable, carry out the cancellation procedures for repurchased H Shares, reduce the registered capital, and make amendments which it deems appropriate to the Articles of Association of the Company to reflect the relevant provisions such as the total share capital and shareholding structure of the Company, and carry out the relevant statutory registrations and filings procedures at home and abroad; or if applicable, carry out the necessary procedures for converting the repurchased H Shares as treasury shares, and make amendments which it deems appropriate to the Articles of Association of the Company to reflect the relevant provisions such as the total share capital and shareholding structure of the Company, and carry out the relevant statutory registrations and filings procedures at home and abroad;

(e) if there are new provisions in laws and regulations or from the securities regulatory authorities relating to the share repurchase policies, or if there are changes in market conditions, unless it is required under the relevant laws and regulations, requirements of the regulators or the articles of association of the Company for a re-vote by the general meeting(s), the Board may adjust the plan for repurchase and continue to deal with relevant matters of repurchase of shares in accordance with requirements of relevant laws and regulations and regulators as well as the market conditions and the actual situation of the Company; and

(f) for the purpose of this resolution:

"H Shares" means the overseas listed foreign invested ordinary share in the share capital of the Company, with a nominal value of RMB1.00 each, which are listed on the Stock Exchange and traded in Hong Kong dollars;

"Relevant Period" means the period from the passing of this resolution until 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 other applicable laws to be held; or

iii. the revocation or variation of the authority given under the abovementioned resolution by a special resolution of the Shareholders in a general meeting;

14. To consider and approve the proposed amendments to the Articles of Association in relation to, among others, the abolition of the Supervisory Committee and the increase in the share capital of the Company.

15. To consider and approve the proposed amendments to the Rules of Procedure for the General Meeting.

16. To consider and approve the proposed amendments to the Rules of Procedure for the Board of Directors.

Yours faithfully,
By order of the Board
Lemo Services Co., Ltd
Han Daohu
Chairman and Non-executive Director

Hong Kong, 24 April 2026

Notes:

1. In order to determine the list of Shareholders (the "Shareholders") of the Company entitled to attend and vote at the AGM, the Company's share register will be closed from Wednesday, 13 May 2026 to Monday, 18 May 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to determine Shareholders entitled to attend and vote at the AGM, all properly completed transfer forms accompanied by the relevant share certificates, must be lodged with 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 H Shares) or the Company's China head office at 21F, Building B, Wangxun Smart Center, 11 Keji East Road, High-Tech Zone, Fuzhou, Fujian, PRC (for holders of Unlisted Shares) for registration not later than 4:30 p.m. on Tuesday, 12 May 2026. Shareholders whose names appear on the register of members of the Company on Monday, 18 May 2026 are entitled to attend and vote at the AGM.

   For determining the entitlement of the Shareholders to the proposed final dividend for the year ended 31 December 2025, the register of members of the Company will be closed from Friday, 22 May 2026 to Thursday, 28 May 2026 (both days inclusive) during which period no transfer of shares will be registered. The Shareholders whose names appear on the register of members of the Company on Thursday, 28 May 2026 will be entitled to the proposed final dividend. In order to qualify for the entitlement to the proposed final dividend, unregistered holders of H Shares shall ensure that all transfer documents accompanied by 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 holders of the Company's H Shares) or the Company's China head office at 21F, Building B, Wangxun Smart Center, 11 Keji East Road, High-Tech Zone, Fuzhou, Fujian, PRC (for holders of the Company's Unlisted Shares) for registration not later than 4:30 p.m. on Thursday, 21 May 2026.

2. Treasury shares, if any and registered under the name of the Company, shall have no voting rights at the general meeting(s) of the Company. For the avoidance of doubt, solely from the perspectives of the Listing Rules, the Company shall, upon depositing any treasury shares in the CCASS, abstain from voting at any of its general meeting(s) in relation to those shares.

3. Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in his/her stead. A proxy need not be a Shareholder of the Company but must attend the AGM in person to represent the relevant Shareholder.

   The instrument appointing a proxy must be in writing and signed by the Shareholder or his/her attorney who was duly authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its Director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.

   Shareholders must lodge the form of proxy together with the notarized power of attorney or other authorization documents (if any) to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders), or to the Company's China head office at 21F, Building B, Wangxun Smart Center, 11 Keji East Road, High-Tech Zone, Fuzhou, Fujian, PRC (for Unlisted shareholders), not less than 24 hours before the time appointed for the AGM (i.e. before 10:00 a.m. on Sunday, 17 May 2026) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjournment thereof (as the case may be) as Shareholders wish.

4. According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of Shareholders at a general meeting must be taken by poll. As such, the resolutions set out in the notice of the AGM will be voted on by poll.

5. Shareholders or their proxies attending the Annual General Meeting (or any adjournment thereof) shall produce their identity documents. Shareholders or their proxies attending the Annual General Meeting shall be responsible for their own travelling and accommodation expenses.

6. For details regarding the resolutions, please refer to the Company's circular dated Friday, 24 April 2026.

7. Shareholders and their proxies are required to produce identity proof when attending the AGM or any adjournment thereof (as the case may be) in person. If the attending Shareholder is a corporation, its legal representative shall present his or her ID card, a valid certificate proving his or her qualification as a legal representative and proof of shareholding; if a proxy is appointed to attend the meeting in person, such proxy shall present his or her ID card and a written power of attorney issued by the relevant Shareholder in accordance with law.

8. References to dates and time in this notice are to Hong Kong dates and time.

As at the date of this announcement, the Board comprises: (i) Mr. Xie Zhonghui, Mr. Feng Baocai and Mr. Chen Xing as executive Directors; (ii) Mr. Han Daohu and Mr. Wu Jinghua as non-executive Directors; and (iii) Mr. Lei Zhigang, Ms. Dong Hui and Mr. SUEK Ka Lun Ernie as independent non-executive Directors.