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 the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Zhong An Intelligent Living Service Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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众安集团
ZHONG AN GROUP

众安智慧生活服务有限公司
Zhong An Intelligent Living Service Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2271)

PROPOSED RE-ELECTION OF DIRECTORS
AND
PROPOSED GRANTING OF GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING

The notice convening the Annual General Meeting of Zhong An Intelligent Living Service Limited to be held at 4/F, Holiday Inn Xiaoshan Hangzhou, 688 Shanyin Road, Xiaoshan District, Hangzhou, Zhejiang Province, the PRC on Thursday, 4 June 2026 at 11:30 a.m. is set out in this circular.

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed form of proxy for use at the Annual General Meeting in accordance with the instructions printed thereon and return it to the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time fixed for the Annual General Meeting or any adjournment thereof. The completion and return of a form of proxy will not preclude you from attending and voting at the Annual General Meeting or any adjournment thereof in person.

This circular together with the form of proxy are also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.zazhsh.com).

28 April 2026

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

"Annual General Meeting"	the annual general meeting of the Company to be held at 4/F, Holiday Inn Xiaoshan Hangzhou, 688 Shanyin Road, Xiaoshan District, Hangzhou, Zhejiang Province, the PRC on Thursday, 4 June 2026 at 11:30 a.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 20 to 23 of this circular, or any adjournment thereof
"Articles of Association"	the articles of association of the Company currently in force
"Board"	the board of Directors
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"Company"	Zhong An Intelligent Living Service Limited,(众安智慧生活服务有限公司), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the main board of the Stock Exchange
"China" or "PRC"	the People's Republic of China, for the purpose of this circular, excluding Hong Kong and Macau Special Administrative Regions of the PRC and Taiwan
"Controlling Shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries from time to time
"HKSCC"	Hong Kong Securities Clearing Company Limited
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China

"Issuing Mandate"	a general mandate proposed to be granted to the Directors to allot, issue or deal with new Shares (including any sale or transfer of treasury shares out of treasury) of not exceeding 20% of the total number of issued shares (excluding any treasury shares) of the Company as at the date of passing of the proposed ordinary resolution contained in item 7 of the notice of the Annual General Meeting
"Latest Practicable Date"	22 April 2026, 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, as amended or supplemented from time to time
"New Whole Good"	New Whole Good Limited
"Nomination Committee"	the nomination committee of the Company
"Repurchase Mandate"	a general mandate proposed to be granted to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued shares (excluding any treasury shares) of the Company as at the date of passing of the proposed ordinary resolution contained in item 6 of the notice of the Annual General Meeting
"RMB"	Renminbi, the lawful currency of the People's Republic of China
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
"Share(s)"	ordinary share(s) of HK$0.01 each in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company
"Shareholder(s)"	holder(s) of Share(s)

"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"substantial shareholder(s)"	has the meaning ascribed in thereto under the Listing Rules
"Takeovers Code"	The Code on Takeovers and Mergers approved by the Securities and Futures Commission as amended from time to time
"treasury shares"	has the meaning ascribed to it under the Listing Rules
"Zhong An"	Zhong An Group Limited
"Zhong An BVI"	Zhong An Service Holding Limited
"%"	per cent.



众安智慧生活服务有限公司
Zhong An Intelligent Living Service Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2271)

Executive Directors:
Mr. Shi Zhongan *(alias Shi Kancheng)*
Mr. Sun Zhihua
Mr. Ding Lei
Ms. Ding Shuchun

Non-executive Director:
Mr. Wu Zhihua

Independent Non-executive Directors:
Mr. Liang Xinjun
Mr. Chung Chong Sun
Mr. Chiu Ngam

Registered Office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111, Cayman Islands

Principal Place of Business in Hong Kong:
Room 4009, 40/F,
China Resources Building,
26 Harbour Road
Wanchai,
Hong Kong

28 April 2026

To the Shareholders

Dear Sir/Madam,

PROPOSED RE-ELECTION OF DIRECTORS AND PROPOSED GRANTING OF GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES AND NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting to be held on Thursday, 4 June 2026.

2. PROPOSED RE-ELECTION OF DIRECTORS

In accordance with Article 26.3 of the Articles of Association, the Directors may appoint any person to be a Director, either to fill a vacancy or as an additional Director provided that the appointment does not cause the number of Directors to exceed any number fixed by or in accordance with the Articles as the maximum number of Directors. Any Director so appointed shall hold office only until the first annual general meeting of the Company after such Director's appointment and shall then be eligible for re-election at that meeting.

Accordingly, Mr. Wu Zhihua ("**Mr. Wu**"), who was appointed as a non-executive Director on 17 June 2025, shall retire from the office at the Annual General Meeting and, being eligible, offer themselves for re-election.

In accordance with Article 26.4 of the Articles of Association, at each annual general meeting one-third of the Directors for the time being, or, if their number is not three or a multiple of three, then the number nearest to but not less than one-third, shall retire from office by rotation, provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years. A retiring Director shall be eligible for re-election. Accordingly, Mr. Shi Zhongan, Mr. Sun Zhihua and Mr. Ding Lei will retire from the office as executive Directors at the Annual General Meeting, and they, being eligible will offer themselves for re-election at the Annual General Meeting.

The biographical details of the retiring Directors proposed to be re-elected at the Annual General Meeting are set out in Appendix I to this circular in accordance with the relevant requirements of the Listing Rules.

The Nomination Committee has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria set out in the Company's board diversity policy and nomination policy and the Company's corporate strategy, and the independence of all independent non-executive Directors. The Nomination Committee has recommended to the Board on re-election of all the retiring Directors. The Company considers that the retiring Directors will continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity.

3. PROPOSED GRANTING OF GENERAL MANDATE TO REPURCHASE SHARES

At the last annual general meeting of the Company held on 5 June 2025, a general mandate was granted to the Directors to repurchase Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to repurchase Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Repurchase Mandate to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares (excluding treasury shares) of the Company as at the date of passing of the proposed ordinary resolution contained in item 6 of the notice of the Annual General Meeting (i.e. a total of 54,286,400 Shares based on 542,864,000 Shares in issue as at the Latest Practicable Date and on the basis that such number of Shares in issue remains unchanged on the date of passing of the proposed ordinary resolution).

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Repurchase Mandate is set out in Appendix II to this circular.

4. PROPOSED GRANTING OF GENERAL MANDATE TO ISSUE SHARES

At the last annual general meeting of the Company held on 5 June 2025, a general mandate was granted to the Directors to issue Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Issuing Mandate to the directors to allot, issue or deal with additional Shares (including any sale or transfer of treasury shares out of treasury) of not exceeding 20% of the total number of issued Shares (excluding treasury shares) of the Company as at the date of passing of the proposed ordinary resolution contained in item 7 of the notice of the Annual General Meeting (i.e. a total of 108,572,800 Shares based on 542,864,000 Shares in issue as at the Latest Practicable Date and on the basis that such number of Shares in issue remains unchanged on the date of passing of the proposed ordinary resolution). In addition, a separate ordinary resolution to extend the Issuing Mandate by adding the number of Shares repurchased by the Company pursuant to the Repurchase Mandate will also be proposed at the Annual General Meeting.

5. VOTING AT ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 20 to 23 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the Annual General Meeting in the manner prescribed under the Listing Rules. Holders of treasury shares (if any) shall abstain from voting on matters that require Shareholders' approval at the Company's general meetings.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.zazhsh.com). To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority at the Company's share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof. Completion and delivery the proxy form will not preclude you from attending and voting at the Annual General Meeting or any adjournment should you wish.

6. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

7. RECOMMENDATION

The Directors consider that the proposed re-election of retiring Directors and granting of the Repurchase Mandate and the Issuing Mandate are in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favor of the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
Zhong An Intelligent Living Service Limited
Shi Zhongan
Chairman

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

(1) Mr. Shi Zhongan ("**Mr. Shi**") (alias Shi Kancheng), aged 63, was appointed as our Director on 16 November 2020 and re-designated as our executive Director and chairman of the Board on 4 June 2021. Mr. Shi is responsible for overseeing business development, formulation and implementation of business strategies of our Group. He is also the chairman of the nomination committee of our Board. He currently holds directorships in certain subsidiaries of the Remaining Group and our Group.

Mr. Shi has over 33 years' experience in overall strategic planning and corporate operations, investment and financial decisions and financial management relating to property management and property development industry. Mr. Shi served as a tax officer in the finance and revenue bureau of Xiaoshan District of Hangzhou. Mr. Shi joined Zhong An Group since the establishment of the first member of the Zhong An Group, Zhejiang Zhong An, in December 1997. Since then, he has been overseeing business development, formulation and implementation of business strategies of both the property development of the Remaining Zhong An Group and property management of our Group since their commencement of business in 1997 and 1998, respectively. Mr. Shi is currently the executive director and chairman of the board of directors of Zhong An, and the non-executive director and chairperson of the board of directors of China New City.

Mr. Shi completed a program for presidents of real estate companies organized by Zhejiang University (浙江大學) in August 2006 and a program for executive officers, focusing on globalization and real estate developers, organized by the Foreign Academic Cultural Exchange Centre of Tsinghua University (清華大學) in October 2006. Mr. Shi also obtained a doctoral degree in business administration from State University of Arizona in May 2017.

So far as the Directors were aware, as at the Latest Practicable Date, Mr. Shi did not have any interests in securities of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Shi (i) has no other relationship with any Director, senior management, substantial shareholder or Controlling Shareholder of the Company; and (ii) has not held any position with the Company or any of its subsidiaries or any directorship in other listed public companies in the last three years.

Mr. Shi entered into a service contract with the Company for an initial term of three years with effect from 4 June 2021, which shall be renewed and extended automatically for successive terms of one year upon expiry of the then current term, until terminated either by him by giving not less than three months' written notice expiring at the end of the initial term of his appointment or any time thereafter to the Company, or by the Company by giving not less than three months' written notice expiring at the first anniversary of the initial term of his appointment or any time thereafter to him. He is subject to rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Shi is not entitled to any remuneration and benefits as an executive Director under the service agreement.

Save as disclosed above, there is no other information relating to Mr. Sun that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

(2) Mr. Sun Zhihua ("**Mr. Sun**"), aged 47, was appointed as an executive Director with effect from 4 June 2021 and chief executive officer on 1 March 2021. He was redesignated from the chief executive officer to the vice chairman of the Board on 25 August 2023 and has been appointed as a co-chief executive officer of the Company with effect from 25 February 2025. Mr. Sun is responsible for the formulation and implementation of business strategy, daily management and operation of our Group. He is also a member of the remuneration committee of the Board.

Mr. Sun has over 24 years of experience in property administration and management. Mr. Sun joined Zhong An Group in July 2001 and has served in various positions of Zhong An Group. From July 2001 to March 2003, he worked as an officer, where he was primarily responsible for office administration. From March 2003 to February 2012, he worked as manager of a subsidiary of Zhong An principally engaged in property development, where he was primarily responsible for its overall operations and expansion of Zhong An Group's property management business including the setup of Hefei Green Harbor. From February 2012 to April 2014, he worked as secretary to chief executive officer of Zhong An, where he was primarily responsible for assisting the chief executive officer in formulation and implementation of business strategies of both the property development and property management business of Zhong An Group. From April 2014 to April 2018, he worked as manager of chief executive officer's office and head of the operation center of Zhong An, where he was primarily responsible for Zhong An Group's overall operations and assisting the chief executive officer in formulation and implementation of strategies of both the property development and property management business of Zhong An Group. From April 2018 to March 2021, he worked as general manager of the engineering operation center of Zhong An and was responsible for strategic planning, project engineering administration and management of Zhong An Group. In February 2020, Mr. Sun also undertook the responsibility as assistant to chief executive officer of Zhong An where he was primarily responsible for assisting the chief executive officer of Zhong An with its overall strategic development and major business decisions.

Mr. Sun obtained a bachelor's degree in engineering majoring in technological economics of Zhejiang University of Technology (浙江工業大學) in June 2001.

So far as the Directors were aware, as at the Latest Practicable Date, Mr. Sun did not have any interests in securities of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Sun (i) has no other relationship with any Director, senior management, substantial shareholder or Controlling Shareholder of the Company; and (ii) has not held any position with the Company or any of its subsidiaries or any directorship in other listed public companies in the last three years.

Mr. Sun entered into a service contract with the Company for an initial term of three years with effect from 18 July 2023, which shall be renewed and extended automatically for successive terms of one year upon expiry of the then current term, until terminated either by him by giving not less than three months' written notice expiring at the end of the initial term of his appointment or any time thereafter to the Company, or by the Company by giving not less than three months' written notice expiring at the first anniversary of the initial term of his appointment or any time thereafter to him. He is subject to rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Sun is entitled to receive a remuneration of RMB700,000 per annum in the capacity as an executive Director under the service agreement and is entitled to receive a discretionary bonus from the Company as determined by the Board with reference to his responsibility and performance, the results of the Company and prevailing market conditions.

Save as disclosed above, there is no other information relating to Mr. Sun that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

(3) Mr. Ding Lei ("**Mr. Ding**"), aged 45, was appointed as an executive Director with effect from 25 August 2023, and a general manager of Wanlu region of the Group since March 2021. Mr. Ding is responsible for the operations, investment and quality control of projects in Wanlu region, covering Anhui province and Shandong province. He is also the director of Anhui Zhongan Property Management Co., Ltd. ("**Anhui Zhongan Property**") and Hefei Green Harbor Property Management Co., Ltd. ("**Hefei Green Harbor**") which are subsidiaries of the Company.

Mr. Ding has over 18 years of experience in the property management industry. From July 2006 to July 2009, Mr. Ding worked as quality control officer of Zhejiang Zhong An Property Management Co., Ltd. ("**Zhong An Management**"), where he was primarily responsible for quality control operation. He left Zhong An Group Limited and its subsidiaries ("**Zhong An Group**") in July 2009 and worked as a quality control manager at Zhejiang Nade Property Management Co., Ltd.(浙江納德物業服務有限公司) (currently known as Zhejiang Wanxingheng Service Co., Ltd.(浙江萬興恆服務有限公司)) from July 2009 to June 2010 and was primarily responsible for quality control and system implementation. Mr. Ding re-joined the Zhong An Group in June 2010. From June 2010 to March 2016, he worked as a property manager of Zhong An Management, where he was primarily responsible for operation and management of property management projects. From March 2016 to January 2018, Mr. Ding worked as deputy general manager of Anhui Zhongan Property, where he was primarily responsible for overseeing the property management business in Huaibei region. From January 2018 to April 2019, Mr. Ding worked as a general manager of Anhui region of Zhong An Management, where he was primarily responsible for the management of the Huaibei and Hefei branch offices.

From April 2019 to March 2021, Mr. Ding worked as a deputy general manager of Zhong An Management, where he was primarily responsible for day-to-day operation and management of the property management business of the Zhong An Group. From September 2020 to March 2021, Mr. Ding also undertook the responsibility as general manager of Wanlu region of Zhong An Management, where he was primarily responsible for its operation and management of property management business in Anhui and Shandong regions. Since May 2019, Mr. Ding has also been serving as director and general manager of Anhui Zhongan Property and Hefei Green Harbor, where he is primarily responsible for their daily operation and management.

In July 2018, Mr. Ding obtained a diploma in administrative management from the University of International Business and Economics（對外經濟貿易大學）via distance learning.

So far as the Directors were aware, as at the Latest Practicable Date, Mr. Ding did not have any interests in securities of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Ding (i) has no other relationship with any Director, senior management, substantial shareholder or Controlling Shareholder of the Company; and (ii) has not held any position with the Company or any of its subsidiaries or any directorship in other listed public companies in the last three years.

Mr. Ding entered into a service contract with the Company for an initial term of three years with effect from 25 August 2023, which shall be renewed and extended automatically for successive terms of one year upon expiry of the then current term, until terminated either by him by giving not less than three months' written notice expiring at the end of the initial term of his appointment or any time thereafter to the Company, or by the Company by giving not less than three months' written notice expiring at the first anniversary of the initial term of his appointment or any time thereafter to him. He is subject to rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Ding is entitled to receive a remuneration of RMB380,000 per annum in the capacity as an executive Director under the service agreement and is entitled to receive a discretionary bonus from the Company as determined by the Board with reference to his responsibility and performance, the results of the Company and prevailing market conditions.

Save as disclosed above, there is no other information relating to Mr. Ding that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

Mr. Wu Zhihua ("**Mr. Wu**"), aged 47, was appointed as a non-executive Director with effect from 17 June 2025. Mr. Wu leverages his extensive experience in the property management industry to provide professional industry insights to the Board.

Mr. Wu had worked in Zhejiang Guesthouse Co., Ltd.（浙江賓館有限公司）from July 2002 to June 2003. Mr. Wu joined Greentown Service Group Co., Ltd. (stock code: 2869) and its subsidiaries in June 2003, and was promoted as the executive vice general manager and the general manager of Zhejiang Lvsheng Property Management Company Limited（浙江綠升物業管理有限公司）from April 2008 to August 2008 and from August 2008 to December 2008, respectively. He also served as the assistant to general manager, the vice general manager, the vice executive general manager and chairman of Greentown Property Management Group Company Limited（綠城物業服務集團有限公司）from January 2009 to February 2011, from February 2011 to November 2014, from December 2014 to March 2018, and from March 2018 to May 2019, respectively. Mr. Wu worked as the general manager of Zhejiang Greentown Hotel Management Company Limited（浙江綠城酒店管理有限公司）from January 2010 to March 2014, and the general manager of Zhejiang Greentown Property Community Service Company Limited（浙江綠城物業園區生活服務有限公司）from February 2013 to September 2013, respectively. From July 2014 to June 2021, Mr. Wu served as the head master of Hangzhou Greentown Vocational Training School（杭州市綠城職業培訓學校）. From November 2015 to February 2023, Mr. Wu served as the executive director of Greentown Service Group Co., Ltd. (stock code: 2869), during which he was appointed as its chief executive officer from March 2018 to June 2021, and its chief financial officer from August 2018 to June 2021. From June 2020 to July 2023, Mr. Wu served as the non-executive director of Zhong Ao Home Group Limited (stock code: 1538). From February 2021 to June 2023, Mr. Wu served as the chairman of Greentown Technology Group Co., Ltd.*（綠城科技集團有限公司）. Since April 2024, Mr. Wu has been serving as the chairman of Zhejiang Lvrong Intelligent Technology Group Co., Ltd.（浙江綠榮智慧科技集團有限公司）.

Mr. Wu was the president of the Property Management Association of Xihu District, Hangzhou（杭州市西湖區物業管理協會）from July 2014 to June 2023. Mr. Wu is currently a member of the Chinese People's Political Consultative Conference of the Xihu District and a vice chairman of Zhejiang Xingfuli Public Welfare Foundation*（浙江幸福里公益基金會）.

Mr. Wu graduated from Zhejiang University (浙江大學) in Hangzhou, the PRC in June 2002 with a bachelor's degree majoring in tourism management, and obtained his master's degree of science in quality management through an external program from The Hong Kong Polytechnic University (香港理工大學) in Hong Kong in December 2007. Mr. Wu also obtained his executive master of business administration degree from China Europe International Business School (中歐國際工商學院) in November 2018, and a doctorate degree in advanced professional studies in applied finance from University of Geneva in June 2023.

So far as the Directors were aware, as at the Latest Practicable Date, Mr. Wu did not have any interests in securities of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Wu (i) has no other relationship with any Director, senior management, substantial shareholder or Controlling Shareholder of the Company; and (ii) has not held any position with the Company or any of its subsidiaries or any directorship in other listed public companies in the last three years.

Mr. Wu entered into a letter of appointment with the Company for a term of three years commencing from 17 June 2025 and may be terminated by either party by giving not less than three months' notice in writing. He is subject to rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Wu is entitled to receive an annual director's fee of RMB300,000 per annum in the capacity as non-executive Director under the letter of appointment.

Save as disclosed above, there is no other information relating to Mr. Wu that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

* *for identification purpose only*

The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 542,864,000 Shares and the Company did not have any treasury shares.

Subject to the passing of the ordinary resolution set out in item 6 of the notice of the Annual General Meeting in respect of the granting of the Repurchase Mandate and on the basis that the issued share capital of the Company remains unchanged on the date of passing of the proposed ordinary resolution and no further Shares are issued or repurchased before the Annual General Meeting, i.e. being 542,864,000 Shares, the Directors would be authorized under the Repurchase Mandate to repurchase, during the period in which the Repurchase Mandate remains in force, a total of 54,286,400 Shares, representing 10% of the total number of Shares in issue (excluding any treasury shares) as at the date of the Annual General Meeting.

2. REASONS FOR SHARE REPURCHASE

The Directors believe that the granting of the Repurchase Mandate is in the best interests of the Company and the Shareholders.

Shares repurchase may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share. On the other hand, Shares repurchased and held by the Company as treasury shares may be resold on the market at market prices to raise funds for the Company, or transferred or used for other purposes, subject to compliance with the Listing Rules, the memorandum of association of the Company as amended from time to time, the Articles of Association and the applicable laws of the Cayman Islands. Share repurchase will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders.

3. FUNDING OF SHARE REPURCHASE

The Company may only apply funds legally available for share repurchase in accordance with its Articles of Association, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

4. IMPACT OF SHARE REPURCHASE

On the basis of the current financial position of the Company and taking into account the current working capital position of the Company, the Directors consider that, if the Repurchase Mandate was to be executed in full, it might have a material adverse effect on the working capital and/or the gearing position of the Company as compared with the position as at 31 December 2025, being the date to which the last audited accounts of the Company were made up. However, the Directors do not intend to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

5. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares have traded on the Stock Exchange during each of the previous 12 months up to and including the Latest Practicable Date were as follows:

Month	**Highest**	**Lowest**
	HK$	*HK$*
2025		
April	0.714	0.548
May	0.89	0.60
June	1.11	0.85
July	4.80	1.00
August	5.21	3.50
September	6.23	3.52
October	4.00	1.31
November	2.37	1.70
December	2.19	1.81
2026		
January	1.97	1.76
February	3.11	1.75
March	3.17	2.26
April (up to the Latest Practicable Date)	3.20	2.70

6. STATUS OF REPURCHASED SHARES

Shares repurchased by the Company may be held by the Company as treasury shares or cancelled as determined by the Directors, depending on the market conditions and the Group's capital management needs at the relevant time of the repurchase.

For any treasury shares deposited with CCASS pending resale on the Stock Exchange, the Company shall (i) procure its broker not to give any instructions to HKSCC to vote at general meetings of the Company for the treasury shares deposited with CCASS; and (ii) in the case of dividends or distributions, withdraw the treasury shares from CCASS, and either re-register them in its own name as treasury shares or cancel them, in each case before the record date for the dividends or distributions, or take any other measures to ensure that it will not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as treasury shares.

7. GENERAL

To the best of their knowledge and having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Directors will exercise the power of the Company to repurchase pursuant to the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands. The Directors have also confirmed that neither the explanatory statement set out in Appendix II to this circular nor the proposed share repurchase has unusual features.

8. TAKEOVERS CODE

If as a result of a repurchase of Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Directors, Zhong An BVI, a company wholly-owned by Zhong An, holds 368,796,000 Shares, representing 67.94% of the issued share capital of the Company. Zhong An is owned as to approximately 57.89% by New Whole Good, 99.50% of the issued share capital of which is owned by ZA Holding Group Ltd, which in turn is wholly-owned by Trident Trust Company (HK) Limited, being the trustee of discretionary trust established by Mr. Shi Zhongan, an executive Director, who can influence how the trustee exercises its discretion. If the present shareholdings and capital structure of the Company remain the same, the Directors are not aware of any consequences which may give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. In the event that the Repurchase Mandate is exercised in full, the shareholding interest of Zhong An BVI would be increased to approximately 75.48% of the issued share capital of the Company, resulting in less than 25% of the issued share capital of the Company being held by the public as required under the Listing Rules. The Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, result in the aggregate number of Shares held by the public shareholders falling below the prescribed minimum percentage required by the Stock Exchange.

9. SHARE REPURCHASE MADE BY THE COMPANY

The Company had not bought back any Shares (whether on the Stock Exchange or otherwise) during the previous six months immediately prior to the Latest Practicable Date.



众安智慧生活服务有限公司
Zhong An Intelligent Living Service Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2271)

Notice is hereby given that the Annual General Meeting of Zhong An Intelligent Living Service Limited to be held at 4/F, Holiday Inn Xiaoshan Hangzhou, 688 Shanyin Road, Xiaoshan District, Hangzhou, Zhejiang Province, the PRC on Thursday, 4 June 2026 at 11:30 a.m. for the following purposes:

1. To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2025.

2. To declare a final dividend of RMB1.49 cents per ordinary share for the year ended 31 December 2025.

3. (a) To re-elect Mr. Shi Zhongan as an executive director of the Company.

   (b) To re-elect Mr. Sun Zhihua as an executive director of the Company.

   (c) To re-elect Mr. Ding Lei as an executive director of the Company.

   (d) To re-elect Mr. Wu Zhihua as a non-executive director of the Company.

4. To authorize the board of directors to fix the respective directors' remuneration.

5. To re-appoint Ernst & Young, as auditors of the Company and to authorize the board of directors of the Company to fix their remuneration.

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to repurchase its shares and to determine whether such shares repurchased shall be held as treasury shares or otherwise be cancelled by the Company in accordance with all applicable laws, rules and regulations;

(b) the total number of shares of the Company to be repurchased pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

(c) for the purposes of this resolution:

"**Relevant Period**" means the period from 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 association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting."

7. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company (including any sale or transfer of treasury shares out of treasury) 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;

(b) the aggregate number of shares allotted (or transferred out of treasury) or agreed conditionally or unconditionally to be allotted (or transferred out of treasury) by the directors pursuant to the mandate in paragraph (a) 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 total number of issued shares (excluding treasury shares) of the Company as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution); and

(c) for the purposes of this resolution:

"**Relevant Period**" means the period from 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 association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in 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)."

8. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT** conditional upon the passing of the resolutions set out in items 6 and 7 of the notice convening this meeting (the "**Notice**"), the general mandate referred to in the resolution set out in item 7 of the Notice be and is hereby extended by the addition to the aggregate number of shares which may be allotted and issued (or sold or transferred out of treasury) or agreed conditionally or unconditionally to be allotted and issued (or sold or transferred out of treasury) by the directors pursuant to such general mandate of the number of shares repurchased by the Company pursuant to the mandate referred to in resolution set out in item 6 of the Notice, provided that such number of shares shall not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after the date of passing of this resolution)."

By Order of the Board
Zhong An Intelligent Living Service Limited
Shi Zhongan
Chairman

Hong Kong, 28 April 2026

Notes:

1. All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) 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 Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.

2. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy/more than one proxy to attend and on a poll, vote instead of him. 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 form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.

3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company's share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof. Completion and delivery the proxy form will not preclude you from attending and voting at the Annual General Meeting or any adjournment should you wish.

4. For determining the entitlement to attend and vote at the meeting, the Register of Members of the Company will be closed from 1 June 2026 to 4 June 2026, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on 29 May 2026.

5. For determining the entitlement to the proposed final dividend (subject to approval by the shareholders at the Annual General Meeting), the Register of Members of the Company will be closed from 15 June 2026 to 18 June 2026, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on 12 June 2026.

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

As at the date of this notice, the Board comprises Mr. Shi Zhongan, Mr. Sun Zhihua, Mr. Ding Lei and Ms. Ding Shuchun as executive Directors; Mr. Wu Zhihua as non-executive Director; and Mr. Chung Chong Sun, Mr. Liang Xinjun and Mr. Chiu Ngam as independent non-executive Directors.