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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Roiserv Lifestyle Services Co., Ltd., you should at once hand this circular, together with the accompanying proxy form, to the purchaser or transferee or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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ROISERV 榮万家

Roiserv Lifestyle Services Co., Ltd.

榮萬家生活服務股份有限公司

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

(Stock code: 2146)

- (1) REPORT OF THE BOARD OF DIRECTORS FOR 2020;**
(2) REPORT OF THE SUPERVISORY COMMITTEE FOR 2020;
(3) AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR 2020;
(4) PROFIT DISTRIBUTION PLAN FOR 2020;
(5) 2020 ANNUAL REPORT;
(6) REMUNERATION OF DIRECTORS;
(7) REMUNERATION OF SUPERVISORS;
(8) RE-APPOINTMENT OF AUDITOR FOR 2021;
(9) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES;
(10) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
AND
NOTICES OF ANNUAL GENERAL MEETING

Capitalised terms used on this cover shall have the same meanings as those defined in the section headed “Definitions” in this circular, unless the context requires otherwise.

A Notice convening the Annual General Meeting, the Annual General Meeting to be held at 4:00 p.m. on Wednesday, 30 June 2021 at RiseSun Development Mansion, 81 Xiangyun Road, Economic and Technological Development Area, Langfang, Hebei Province, the PRC, are set out in pages 16 to 18 of this circular. A proxy form for use at the Annual General Meeting is enclosed in this circular. Such proxy form for use at the Annual General Meeting is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.roiserv.com).

Shareholders who intend to appoint a proxy to attend the Annual General Meeting 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 Annual General Meeting 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 Annual General Meeting or any adjourned meeting thereof if they so wish.

30 April 2021

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DEFINITIONS

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

“2020 Annual Report”	the annual report of the Company for the year ended 31 December 2020, which has been published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.roiserv.com)
“Annual General Meeting”	the annual general meeting of the Company to be convened and held at 4:00 p.m. on Wednesday, 30 June 2021 at RiseSun Development Mansion, 81 Xiangyun Road, Economic and Technological Development Area, Langfang, Hebei Province, the PRC to consider and, if appropriate, to approve the resolutions contained in the notice of the Annual General Meeting which is set out in pages 16 to 18 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
“China” or the “PRC”	the People’s Republic of China
“Company”	Roiserv Lifestyle Services Co., Ltd. (榮萬家生活服務股份有限公司), a joint stock company established in the PRC with limited liability and the H Shares of which are listed on the main board of the Stock Exchange (Stock Code: 2146)
“Company Law”	the Company Law of the PRC
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	the ordinary share(s) in the capital of the Company issued by the Company in PRC, with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB by PRC natural persons or entities consolidated under the relevant laws of the PRC

DEFINITIONS

“Domestic Shareholder(s)”	the holder(s) of Domestic Share(s)
“Final Dividend”	the payment of a final dividend of RMB0.15 per share (before tax) for the year ended 31 December 2020
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign share(s) 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 main board of the Stock Exchange
“H Shareholder(s)”	the holder(s) of H Share(s)
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Issue Mandate”	a general and unconditional mandate to be granted to the Board for exercising the power of the Company to issue additional Domestic Shares and H Shares not exceeding 20% of each of the total number of Domestic Shares and H Shares, respectively, in issue on the date of passing the related resolution, subject to the conditions set out in the resolution proposed at the Annual General Meeting for approving the general mandate
“Latest Practicable Date”	23 April 2021, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Date”	15 January 2021, the date on which dealings in the H Shares on the Main Board of the Stock Exchange first commence
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC

DEFINITIONS

“Share(s)”	share(s) 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)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company
“%”	per cent

LETTER FROM THE BOARD



Roiserv Lifestyle Services Co., Ltd.

榮萬家生活服務股份有限公司

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

(Stock code: 2146)

Executive Directors:

Mr. Geng Jianfu (*Chairman*)
Mr. Xiao Tianchi
Mr. Liu Yonggang

Headquarters in the PRC:

81 Xiangyun Road
Economic and Technological Development Area
Langfang, Hebei Province, PRC

Non-executive Director:

Mr. Zhang Wenge

Registered Office in the PRC:

East Daxiang Line and North Heyuan Road
(Within Xianghe Xiandai Water Industry
Co., Ltd.* (香河現代水業有限公司))

Independent non-executive Directors:

Mr. Jin Wenhui
Mr. Siu Chi Hung
Mr. Tang Yishu

Jiangxintun Town
Xianghe County
Langfang
Hebei Province
PRC

Principal place of business in Hong Kong:

40th Floor
Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai
Hong Kong

30 April 2021

To the Shareholders

Dear Sir/Madam,

- (1) REPORT OF THE BOARD OF DIRECTORS FOR 2020;**
 - (2) REPORT OF THE SUPERVISORY COMMITTEE FOR 2020;**
 - (3) AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR 2020;**
 - (4) PROFIT DISTRIBUTION PLAN FOR 2020;**
 - (5) 2020 ANNUAL REPORT;**
 - (6) REMUNERATION OF DIRECTORS;**
 - (7) REMUNERATION OF SUPERVISORS;**
 - (8) RE-APPOINTMENT OF AUDITOR FOR 2021;**
 - (9) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES;**
 - (10) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**
- AND**
- NOTICES OF ANNUAL GENERAL MEETING**

LETTER FROM THE BOARD

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with the notices of the Annual General Meeting 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 Annual General Meeting.

2. BUSINESSES TO BE CONSIDERED AT THE ANNUAL GENERAL MEETING

The businesses to be considered at the Annual General Meeting are described in more details in the sections headed “Notice of Annual General Meeting” of this circular.

At the Annual General Meeting, ordinary resolutions will be proposed to approve the followings:

- (1) the report of the Board for the year ended 31 December 2020 (the “**2020 Report of the Board**”);
- (2) the report of the Supervisory Committee for the year ended 31 December 2020 (the “**2020 Report of the Supervisory Committee**”);
- (3) the audited consolidated financial statements of the Company for the year ended 31 December 2020 (the “**2020 Financial Statements**”);
- (4) the profit distribution plan for the year ended 31 December 2020 (the “**2020 Profit Distribution Plan**”);
- (5) the 2020 Annual Report;
- (6) to authorise the Board to determine the remuneration of the Directors;
- (7) to authorise the Supervisory Committee to determine the remuneration of the Supervisors; and
- (8) the re-appointment of PricewaterhouseCoopers as the auditor of the Company for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine its remuneration.

At the Annual General Meeting, special resolutions will be proposed to approve:

- (9) the Issue Mandate; and

LETTER FROM THE BOARD

(10) the proposed amendments to the Articles of Association.

3. BUSINESS OF THE ANNUAL GENERAL MEETING

Ordinary Resolutions

3.1 To consider and approve the 2020 Report of the Board

The text of the 2020 Report of the Board is set out in the section headed “Report of the Directors” in the 2020 Annual Report.

The 2020 Report of the Board will be proposed at the Annual General Meeting for consideration and approval.

3.2 To consider and approve the 2020 Report of the Supervisory Committee

The text of the 2020 Report of the Supervisory Committee is set out in the section headed “Report of the Supervisory Committee” in the 2020 Annual Report.

The 2020 Report of the Supervisory Committee will be proposed at the Annual General Meeting for consideration and approval.

3.3 To consider and approve the 2020 Financial Statements

Please refer to the audited consolidated financial statements contained in the 2020 Annual Report.

The 2020 Financial Statements will be proposed at the Annual General Meeting for consideration and approval.

3.4 To consider and approve the 2020 Profit Distribution Plan

On 29 March 2021, the Board recommended the payment of a final dividend of RMB0.15 per Share (before tax) in the form of cash for the year ended 31 December 2020, totaling approximately RMB56.40 million, representing approximately 21.38% of the Group’s profit attributable to the owners of the Company for the year ended 31 December 2020 (the “**Final Dividend**”). The Final Dividend is subject to the approval of the Shareholders at the Annual General Meeting.

LETTER FROM THE BOARD

The Final Dividend payable to the holders of Domestic Shares will be paid in Renminbi, and that to the holders of H Shares will be declared in Renminbi and paid in Hong Kong Dollars at an exchange rate 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 Annual General Meeting. Subject to the approval at the Annual General Meeting, the Final Dividend will be paid on or before Tuesday, 31 August 2021.

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稅法》) which came into effect on 1 January 2008, and 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稅法實施條例》) which took effect on 1 January 2008, 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稅有關問題的通知》 (國稅函[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 for financial periods beginning from 1 January 2008 to non-resident enterprise shareholders, 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 Final Dividend as enterprise income tax, distribute the Final Dividend to non-resident enterprise shareholders whose names appear on the H Shares register of members of the Company, i.e. any shareholders who hold H Shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or shareholders of H Shares registered in the name of other organizations and groups. After receiving dividends, the non-resident enterprises 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).

Pursuant to the Notice on the Issues Regarding Levy of Individual Income Tax after the Abolishment of Guo Shui Fa [1993] No. 045 Document (Guo Shui Han [2011] No. 348) (《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)), the Company shall withhold and pay individual income tax for individual holders of H Shares. If the individual holders of H Shares are Hong Kong or Macau residents or residents of other countries or regions that have a tax rate of 10% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 10% on behalf of such Shareholders.

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If the individual holders of H Shares are residents of countries or regions that have a tax rate lower than 10% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 10% on behalf of such Shareholders. If such Shareholders wish to claim refund of the amount in excess of the individual income tax payable under the relevant tax treaties, the Company may apply, on behalf of such Shareholders and according to the relevant tax treaties, for the relevant agreed preferential tax treatment, provided that the relevant Shareholders submit the relevant documents and information in a timely manner required by the Administrative Measures on Enjoying Treatment under Tax Treaties by Non-resident Taxpayers (State Administration of Taxation Announcement 2015, No. 60) (《非居民納稅人享受稅收協議待遇管理辦法》(國家稅務總局公告2015年第60號)) and the provisions of the relevant tax treaties. The Company will assist with the tax refund subject to the approval of the competent tax authorities.

If the individual holders of H Shares are residents of countries or regions that have a tax rate higher than 10% but lower than 20% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the applicable tax rates stated in such tax treaties on behalf of such Shareholders.

If the individual holders of H Shares are residents of countries or regions that have a tax rate of 20% under the tax treaties with the PRC, or that have not entered into any tax treaties with the PRC, or otherwise, the Company will withhold and pay individual income tax at the rate of 20% on behalf of such Shareholders. Shareholders are recommended to consult their tax advisors regarding the ownership and disposal of H Shares of the Company in the PRC and in Hong Kong and other tax effects.

Pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (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稅收政策的通知》(財稅[2016]127號)), for dividends and bonus received by domestic investors from investing in H shares listed on the Stock Exchange through southbound trading, the company of such H shares shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends and bonus received by domestic securities investment funds from investing in shares listed on the Stock Exchange through southbound trading, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold the income tax for dividends and bonus on behalf of domestic enterprise investors and those domestic enterprise investors shall declare and pay the relevant tax themselves.

LETTER FROM THE BOARD

3.5 To consider and approve the 2020 Annual Report

The 2020 Annual Report will be proposed at the Annual General Meeting for consideration and approval.

3.6 To authorise the Board to determine the remuneration of the Directors

3.7 To authorise the Supervisory Committee to determine the remuneration of the Supervisors

3.8 To consider and approve the re-appointment of PricewaterhouseCoopers as the auditor of the Company for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine its remuneration

Special Resolutions

3.9 To consider and approve the grant of the Issue Mandate to issue Shares

In order to meet the capital requirements of the Company for its continuous business development, to utilise financing platforms effectively and flexibly and to take advantage of capital market windows in a timely manner, and in accordance with the applicable laws and regulations of the PRC, the Listing Rules and the Articles of Association, the Company proposes to grant the Issue Mandate to the Board by way of a special resolution at the Annual General Meeting to allot, issue or deal with additional Domestic Shares and H Shares not exceeding 20% of each of the total number of Domestic Share and H Shares, respectively, in issue on the date of passing such resolution. As at the Latest Practicable Date, the issued share capital of the Company comprised 282,000,000 Domestic Shares and 94,000,000 H Shares. Subject to the passing of the resolution related to the granting of the Issue Mandate and on the basis that no further Shares will be issued before the Annual General Meeting, the Company will be allowed to issue a maximum of the additional of 56,400,000 Domestic Shares and 18,800,000 H Shares respectively in accordance with the Issue Mandate.

(A) Specific plans on the Issue Mandate:

- (a) Subject to the conditions set out in (b) below, the Board is hereby authorised to approve, allot, issue, grant and/or otherwise deal with additional Shares (Domestic Shares and/or H Shares), securities convertible into Shares, and options, warrants to subscribe for or convertible into Shares or other securities with rights to subscribe for or convert into Shares, separately or at the same time during the Relevant Period (as defined below).

LETTER FROM THE BOARD

Notwithstanding the fulfillment of the conditions set out in (b) below, if the allotment of voting Shares will result in a de facto change of control of the Company, the Board shall separately obtain authorisation by way of a special resolution in advance before making such an allotment.

- (b) The number of additional Shares (Domestic Shares and/or H Shares), securities convertible into Shares, or options, warrants to subscribe for or convertible into Shares or other securities with rights to subscribe for or convert to Shares (which shall be calculated on the basis of the number of Domestic Shares and/or H Shares that such securities can be converted into/be allotted) proposed to be approved, allotted, issued, granted and/or otherwise dealt with by the Board shall not exceed 20% of each class of Domestic Shares and H Shares, respectively, in issue of the Company as at the date on which this resolution is passed at the Annual General Meeting.

- (c) For the purposes of this resolution:

“**Relevant Period**” means the period from the date on which this special resolution is passed at the Annual General Meeting until the earliest of: (1) the conclusion of the next annual general meeting of the Company following the date of passing of this resolution; (2) the expiration of twelve months following the date of passing of this resolution; and (3) the date on which the authority granted to the Board under this resolution is revoked or varied by a special resolution of the Shareholders at a general meeting.

- (d) The Board is hereby authorised to determine the details of the issuance plan, including but not limited to: (1) the class and number of Shares proposed to be issued; (2) the pricing basis and/or the offer price (including the price range); (3) the date of opening and closing of the issuance; (4) the specific use of the proceeds raised; (5) the recommendation, agreement and share options to be made or granted for the exercise of the said power; and (6) other contents to be included in the detailed issuance plan as required by the relevant laws and regulations and other regulatory documents, the relevant regulatory authorities and the local stock exchange.
- (e) The Board is hereby authorised to implement the issuance plan and deal with the matters related to an increase in the registered capital of the Company so as to reflect the Shares authorised to be issued by the Company under this resolution, and to make such amendments as it deems appropriate and necessary to the provisions related to the issuance of Shares and registered capital in the Articles of

LETTER FROM THE BOARD

Association, and to adopt and complete any other actions and procedures that are necessary for the implementation of the issuance plan and the completion of the increase in the registered capital of the Company.

(B) Relevant mandate:

In order to enhance the efficiency of decision-making, reduce internal approval procedures and grasp market opportunities, in respect of the Issue Mandate to issue Shares, it is proposed to the Annual General Meeting to approve the authorisation of the Board and any persons authorised by the Board to deal with the matters in connection with the Issue Mandate to issue Shares. The specific details of the mandate given to the authorised persons will be separately determined upon the exercise of the Issue Mandate by the Board under this resolution.

3.10 To consider and approve the proposal on the amendments to the Articles of Association

In view of the fact that the over-allotment option was not exercised after the initial public offering of overseas listed Shares, in order to clarify the Company's registered capital, the Board proposes to amend Article 21 and Article 22 of the Articles of Association (the "**Proposed Amendments**").

For details of the Proposed Amendments, please refer to Appendix I of this circular.

The Proposed Amendments include the amendments to two articles of the Articles of Association, and the other articles of the Articles of Association remain unchanged. The Proposed Amendments are subject to the Shareholders' approval by way of a special resolution at the Annual General Meeting.

The Articles of Association are prepared in Chinese without an official English version. Any English translation thereof is for reference only.

If there is any discrepancy between the two versions, the Chinese version shall prevail.

4. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENTS

A notice convening the Annual General Meeting containing the resolutions to be proposed at the Annual General Meeting are set out in pages 16 to 18 of this circular. Proxy forms for use at the Annual General Meeting are also enclosed in this circular.

LETTER FROM THE BOARD

If Shareholders intend to appoint a proxy to attend the Annual General Meeting, Shareholders are required to complete and return the respective 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 Annual General Meeting or any adjournment thereof (as the case may be). For H Shareholders, the proxy form should be returned to the Company's H share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong. For Domestic Shareholders, the proxy form should be returned to the Company's headquarters in the PRC at 81 Xiangyun Road, Economic and Technological Development Area, Langfang, Hebei Province, the PRC. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the Annual General Meeting or any adjourned meeting thereof (as the case may be) if they so wish.

5. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. Accordingly, the respective chairman of the Annual General Meeting will exercise his power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the Annual General Meeting. The Company will announce the result of the poll of the Annual General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

6. CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining the entitlement of Shareholders to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Friday, 25 June 2021 to Wednesday, 30 June 2021 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the Annual General Meeting, H Shareholders 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 shares registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration, no later than 4:30 p.m. on Thursday, 24 June 2021. Domestic Shareholders should contact the secretary of the Board for details concerning registration and transfer of Domestic Shares.

For the purpose of determining the entitlement of the Final Dividend, the register of members of the Company will be closed from Wednesday, 7 July 2021 to Friday, 9 July 2021 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the Final Dividend, H Shareholders 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 shares registrar in Hong Kong, Tricor Investor Services Limited, at Level 54,

LETTER FROM THE BOARD

Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration, no later than 4:30 p.m. on Tuesday, 6 July 2021. Domestic Shareholders should contact the secretary of the Board for details concerning registration and transfer of Domestic Shares.

7. RECOMMENDATION

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

8. 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 purposes 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.

By order of the Board
Roiserv Lifestyle Services Co., Ltd.
Geng Jianfu
Chairman and Executive Director

In accordance with the Listing Rules, this appendix serves as the explanatory statement to provide you with requisite information reasonably necessary to enable you to make an informed decision on whether to vote for or against the special resolution to be proposed at the Annual General Meeting for the amendments to the Articles of Association.

Set forth below are details of the proposed amendments (shown with strikethrough to denote text to be deleted and underline to denote text to be added):

Article 21 of the Articles of Association:

Original Article

Prior to the initial public offering of overseas listed shares, the total number of shares of the Company was 282 million shares while the share capital structure of the Company consists of 282 million ordinary shares, among which 235.527 million shares were held by RiseSun Real Estate Development Co., Ltd.; 22.74 million shares were held by Hebei Zhonghong Kaisheng Investment Co., Ltd. and 23.733 million shares were held by Xianghe Shengyide Commercial Consulting Center (Limited Partner).

Upon the completion of the initial public offering of overseas listed shares and if the overallotment option has not been exercised, the share capital structure of the Company includes 376 million ordinary shares, among which, 235.527 million shares are held by RiseSun Real Estate Development Co., Ltd.; 22.74 million shares are held by Hebei Zhonghong Kaisheng Investment Co., Ltd., 23.733 million shares are held Xianghe Shengyide Commercial Consulting Center (Limited Partner) and 94 million shares are held by H-share Shareholders.

If the over-allotment option is fully exercised, the share capital structure of the Company includes 390.1 million ordinary shares, among which, 235.527 million shares are held by RiseSun Real Estate Development Co., Ltd.; 22.74 million shares are held by Hebei Zhonghong Kaisheng Investment Co., Ltd.; 23.733 million shares are held by Xianghe Shengyide Commercial Consulting Center (Limited Partner) and 108.1 million shares are held by H-share Shareholders.

Proposed to be amended as follows

Prior to the initial public offering of overseas listed shares, the total number of shares of the Company was 282 million shares while the share capital structure of the Company consists of 282 million ordinary shares, among which 235.527 million shares were held by RiseSun Real Estate Development Co., Ltd.; 22.74 million shares were held by Hebei Zhonghong Kaisheng Investment Co., Ltd. and 23.733 million shares were held by Xianghe Shengyide Commercial Consulting Center (Limited Partner).

Upon the completion of the initial public offering of overseas listed shares ~~and if the over-allotment option has not been exercised~~, the share capital structure of the Company includes 376 million ordinary shares, among which, 235.527 million shares are held by RiseSun Real Estate Development Co., Ltd.; 22.74 million shares are held by Hebei Zhonghong Kaisheng Investment Co., Ltd., 23.733 million shares are held Xianghe Shengyide Commercial Consulting Center (Limited Partner) and 94 million shares are held by H-share Shareholders.

~~If the over-allotment option is fully exercised, the share capital structure of the Company includes 390.1 million ordinary shares, among which, 235.527 million shares are held by RiseSun Real Estate Development Co., Ltd.; 22.74 million shares are held by Hebei Zhonghong Kaisheng Investment Co., Ltd.; 23.733 million shares are held by Xianghe Shengyide Commercial Consulting Center (Limited Partner) and 108.1 million shares are held by H-share Shareholders.~~

Article 22 of the Articles of Association:

Original Article

Prior to the initial public offering of overseas listed shares, the registered capital of the Company was RMB282 million.

Proposed to be amended as follows

~~Prior to the initial public offering of overseas listed shares, t~~The registered capital of the Company ~~wasis~~ RMB282376 million.

NOTICE OF ANNUAL GENERAL MEETING

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

ROISERV 榮万家

Roiserv Lifestyle Services Co., Ltd.

榮萬家生活服務股份有限公司

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

(Stock code: 2146)

NOTICE OF ANNUAL GENERAL MEETING TO BE HELD ON WEDNESDAY, 30 JUNE 2021

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the “**Annual General Meeting**”) of Roiserv Lifestyle Services Co., Ltd. (the “**Company**”) will be held at 4:00 p.m. on Wednesday, 30 June 2021 at RiseSun Development Mansion, 81 Xiangyun Road, Economic and Technological Development Area, Langfang, Hebei Province, the PRC for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board (the “**Board**”) of directors (the “**Directors**”) of the Company for the year ended 31 December 2020.
2. To consider and approve the report of the supervisory committee of the Company (the “**Supervisory Committee**”) for the year ended 31 December 2020.
3. To consider and approve the audited consolidated financial statements of the Company for the year ended 31 December 2020.
4. To consider, approve and authorise the Board to implement the profit distribution plan of the Company for the year ended 31 December 2020 and to declare a final dividend (“**Final Dividend**”) of RMB0.15 per share of the Company (before tax) for the year ended 31 December 2020.
5. To consider and approve the annual report of the Company for the year ended 31 December 2020.
6. To authorise the Board to determine the remuneration of the Directors.

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7. To authorise the Supervisory Committee to determine the remuneration of the supervisors.
8. To consider and approve the re-appointment of PricewaterhouseCoopers as the auditors of the Company for a term until the conclusion of the next annual general meeting of the Company and to authorise the Board to determine its remuneration.

SPECIAL RESOLUTION

9. To grant a general mandate to the Board to allot, issue and deal with additional domestic shares and/or H shares of the Company not exceeding 20% of each of the total number of issued domestic shares and H shares of the Company, respectively, and to authorise the Board to make such amendments as it deems appropriate to the provisions of the articles of association of the Company, so as to reflect the new capital structure upon additional allotment and issuance of shares pursuant to such mandate.
10. To consider and approve the proposed amendments to the Articles of Association of the Company as set out in the circular of the Company dated 30 April 2021.

By Order of the Board
Roiserv Lifestyle Services Co., Ltd.
Geng Jianfu
Chairman and Executive Director

Langfang, the PRC, 30 April 2021

Notes:

1. All resolutions at the Annual General Meeting 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 (www.hkexnews.hk) and the Company (www.roiserv.com) in accordance with the Listing Rules.
2. All shareholders of the Company are eligible for attending the Annual General Meeting. Any shareholder of the Company entitled to attend and vote at the Annual General Meeting convened by the above notice is entitled to appoint a proxy or more than one proxy to attend the Annual General Meeting 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 headquarters in the People’s Republic of China (“**PRC**”) at 81 Xiangyun Road Economic and Technological Development Area Langfang, Hebei Province, PRC (for holders of domestic shares of the Company) or (ii) the Company’s H share

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registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (for holders of H shares of the Company) not less than 24 hours before the time appointed for the Annual General Meeting or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude a shareholder of the Company from attending and voting at the Annual General Meeting or any adjourned meeting thereof should he/she so wish.

4. For determining the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Friday, 25 June 2021 to Wednesday, 30 June 2021 (both dates inclusive), during which period no transfer of shares will be registered. In order to qualify for attending and voting at the Annual General Meeting, holders of H shares of the Company 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 in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Thursday, 24 June 2021 for registration. Holders of domestic shares of the Company should contact the secretary of the Board for details concerning registration and transfer of domestic shares of the Company.
5. The instrument appointing the proxy must be in writing and signed by the appointor or his/her attorney duly authorised in writing, or if the appointer is a legal person, either under a legal person's seal or signed by its director or an attorney duly authorised in writing.
6. The Annual General Meeting (or any adjournment thereof) is expected to take no more than half a day. Shareholders of the Company or their proxies attending the Annual General Meeting (or any adjournment thereof) shall bear their own travelling and accommodation expenses.
7. For the purpose of determining the entitlement of the Final Dividend, the register of members of the Company will be closed from Wednesday, 7 July 2021 to Friday, 9 July 2021 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for the Final Dividend, holders of H shares of the Company 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 shares registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration, no later than 4:30 p.m. on Tuesday, 6 July 2021. Holders of domestic shares of the Company should contact the secretary of the Board for details concerning registration and transfer of Domestic Shares.

As at the date of this announcement, the executive Directors are Mr. Geng Jianfu, Mr. Xiao Tianchi and Mr. Liu Yonggang, the non-executive Director is Mr. Zhang Wenge; and the independent non-executive Directors are Mr. Jin Wenhui, Mr. Siu Chi Hung and Mr. Tang Yishu.