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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 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 2021;**
- (2) REPORT OF THE SUPERVISORY COMMITTEE FOR 2021;**
- (3) AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR 2021;**
- (4) 2021 ANNUAL REPORT;**
- (5) REMUNERATION OF DIRECTORS;**
- (6) REMUNERATION OF SUPERVISORS;**
- (7) RE-APPOINTMENT OF AUDITOR FOR 2022;**
- (8) PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR;**
- (9) PROPOSED APPOINTMENT OF AN INDEPENDENT
NON-EXECUTIVE DIRECTOR;**
- (10) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES;
AND
NOTICE 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 to be held at 4:00 p.m. on Monday, 22 August 2022 at RiseSun Development Mansion, 81 Xiangyun Road, Economic and Technological Development Area, Langfang, Hebei Province, the PRC is set out on pages 13 to 15 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.

25 July 2022

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PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

In view of the ongoing COVID-19 epidemic and recent requirements for prevention and control of its spread, the Company will implement necessary preventive measures at the Annual General Meeting to protect attending Shareholders, proxy and other attendees from the risk of infection, including:

- (i) Compulsory body temperature check will be conducted on every Shareholder, proxy and other attendees at the entrance of the Annual General Meeting venue. Any person with a body temperature of over 37.5 degrees Celsius may be denied entry into the Annual General Meeting venue or be required to leave the Annual General Meeting venue.
- (ii) Attendees are required to prepare his/her own surgical face masks and wear the same inside the Annual General Meeting venue at all times.
- (iii) No refreshments or corporate gifts will be served.

To the extent permitted under law, the Company reserves the right to deny entry into the Annual General Meeting venue or require any person to leave the Annual General Meeting venue in order to ensure the safety of the attendees at the Annual General Meeting.

In the interest of all attendees' health and safety, the Company wishes to advise all Shareholders that physical attendance in person at the Annual General Meeting is not necessary for the purpose of exercising voting rights. As an alternative, by using proxy forms with voting instructions duly completed, Shareholders may appoint the Chairman of the Annual General Meeting as their proxy to vote on the relevant resolutions at the Annual General Meeting instead of attending the Annual General Meeting in person.

The proxy form, which can also be downloaded from the Company's website (www.roiserv.com), is enclosed to this circular. If you are not a registered Shareholder (i.e., if your Shares are held via banks, brokers, custodians or Hong Kong Securities Clearing Company Limited), you should consult directly with your banks or brokers or custodians (as the case may be) to assist you in the appointment of proxy.

DEFINITIONS

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

“2021 Annual Report”	the annual report of the Company for the year ended 31 December 2021, 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 Monday, 22 August 2022 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 on pages 13 to 15 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)
“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
“Domestic Shareholder(s)”	the holder(s) of Domestic Share(s)
“Group”	the Company and its subsidiaries

DEFINITIONS

“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”	20 July 2022, 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
“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

Non-executive Director:

Mr. Zhang Wenge

Independent non-executive Directors:

Mr. Jin Wenhui

Mr. Tang Yishu

Headquarters in the PRC:

81 Xiangyun Road

Economic and Technological Development Area

Langfang, Hebei Province, PRC

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))

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

25 July 2022

To the Shareholders

Dear Sir/Madam,

- (1) REPORT OF THE BOARD OF DIRECTORS FOR 2021;
(2) REPORT OF THE SUPERVISORY COMMITTEE FOR 2021;
(3) AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR 2021;
(4) 2021 ANNUAL REPORT;
(5) REMUNERATION OF DIRECTORS;
(6) REMUNERATION OF SUPERVISORS;
(7) RE-APPOINTMENT OF AUDITOR FOR 2022;
(8) PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR;
(9) PROPOSED APPOINTMENT OF AN INDEPENDENT
NON-EXECUTIVE DIRECTOR;
(10) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES;
AND
NOTICE 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 2021 (the “**2021 Report of the Board**”);
- (2) the report of the Supervisory Committee for the year ended 31 December 2021 (the “**2021 Report of the Supervisory Committee**”);
- (3) the audited consolidated financial statements of the Company for the year ended 31 December 2021 (the “**2021 Financial Statements**”);
- (4) to consider and approve the annual report of the Company for the year ended 31 December 2021;
- (5) to authorise the Board to determine the remuneration of the Directors;
- (6) to authorise the Supervisory Committee to determine the remuneration of the Supervisors;
- (7) the re-appointment of ShineWing Certified Public Accountants LLP 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;
- (8) to consider and approve the appointment of Ms. Liu Hongxia as an executive Director; and
- (9) to consider and approve the appointment of Mr. Xu Shaohong as an independent non-executive Director.

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

- (10) the grant of the Issue Mandate to issue Shares.

LETTER FROM THE BOARD

3. BUSINESS OF THE ANNUAL GENERAL MEETING

Ordinary Resolutions

3.1 To consider and approve the 2021 Report of the Board

The text of the 2021 Report of the Board is set out in the section headed “Report of the Board of Directors” in the 2021 Annual Report.

The 2021 Report of the Board will be proposed at the Annual General Meeting for consideration and approval.

3.2 To consider and approve the 2021 Report of the Supervisory Committee

The text of the 2021 Report of the Supervisory Committee is set out in the section headed “Report of the Supervisory Committee” in the 2021 Annual Report.

The 2021 Report of the Supervisory Committee will be proposed at the Annual General Meeting for consideration and approval.

3.3 To consider and approve the 2021 Financial Statements

Please refer to the audited consolidated financial statements contained in the 2021 Annual Report.

The 2021 Financial Statements will be proposed at the Annual General Meeting for consideration and approval.

3.4 To consider and approve the 2021 Annual Report

The 2021 Annual Report will be proposed at the Annual General Meeting for consideration and approval.

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

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

3.7 To consider and approve the re-appointment of ShineWing Certified Public Accountants LLP 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

LETTER FROM THE BOARD

3.8 To consider and approve the appointment of an executive Director

Reference is made to the announcement of the Company dated 24 June 2022 in relation to the proposed appointment of Ms. Liu Hongxia (“**Ms. Liu**”) as an executive Director.

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

Ms. Liu Hongxia, aged 44. Ms. Liu joined RiseSun Real Estate Development Co., Ltd. (榮盛房地產發展股份有限公司) in 2001 and served as a development specialist of RiseSun Construction Engineering Co., Ltd. (榮盛建設工程有限公司) from July 2001 to February 2002, responsible for business development of engineering projects. From February 2002 to July 2004, she served as the secretary of the chairman’s office of RiseSun Holding Co., Ltd. (榮盛控股股份有限公司), assisting the chairman in daily work arrangements. From July 2004 to December 2005, she served as the deputy director of the chairman’s office of RiseSun Holding Co., Ltd. (榮盛控股股份有限公司), where she was responsible for administrative management and participated in the management and operation. From December 2005 to May 2009, she served as the manager of the human resources department of RiseSun Holding Co., Ltd. (榮盛控股股份有限公司), responsible for the human resources management. From May 2009 to March 2016, she served as the human resources director of RiseSun Real Estate Development Co., Ltd. (榮盛房地產發展股份有限公司), responsible for the human resources management. Since March 2016, she has been the general manager of the human resources information center of RiseSun Real Estate Development Co., Ltd. (榮盛房地產發展股份有限公司); and she was appointed as the general manager of the Company on 24 June 2022 and she is entitled to a remuneration of RMB2,000,000 per annum as the general manager of the Company but she does not receive any director’s fee or emoluments from the Company as an executive Director.

Ms. Liu graduated from Hebei Institute of Civil Engineering and Architecture (河北建築工程學院) with a bachelor’s degree in architectural engineering in July 2001. She obtained a master’s degree in business administration from Guanghua School of Management of Peking University (北京大學光華管理學院) in June 2017 and was awarded the title of engineer in April 2009.

Subject to the approval of the Shareholders by way of an ordinary resolution at the Annual General Meeting, the Company will enter into a service contract with Ms. Liu. The initial length of service will commence from the date of the Annual General Meeting and ends when the term of the first session of the Board expires. Pursuant to the service contract, Ms. Liu does not receive any director’s fee or emoluments from the Company as an executive Director.

Save as disclosed above, Ms. Liu confirms that (i) she does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder of the Company; (ii) she does not, nor did she in the past three years, hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) she does not hold any other position in the Company or any of its subsidiaries; and (iv) she does not have interest in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

LETTER FROM THE BOARD

There are no other matters relating to the proposed appointment that need to be brought to the attention of the Shareholders or the Stock Exchange and there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

3.9 To consider and approve the appointment of an independent non-executive Director

Reference is made to the announcement of the Company dated 20 July 2022 in relation to the proposed appointment of Mr. Xu Shaohong (“**Mr. Xu**”) as an independent non-executive Director, the chairman of the audit committee of the Company and a member of the nomination committee of the Company. The Board identified Mr. Xu as a candidate for the independent non-executive Director through business network and has assessed and reviewed the written confirmation of independence of Mr. Xu based on the independence criteria as set out in Rule 3.13 of the Listing Rules and considered Mr. Xu to be independent. The Board has also assessed and evaluated the experience of Mr. Xu based on the nomination policy of the Company and believes that the valuable knowledge and experience of Mr. Xu in the area of financial service would generate significant contribution to the Company and the Shareholders as a whole and diversity of the Board.

Biographical details of Mr. Xu are set out as follows:

Mr. Xu Shaohong, aged 54, worked in the customer service department of HSBC Hong Kong Branch from 1993 to 2000; served as an assistant manager of the international private bank department of Citibank from 2000 to 2002; served as a department manager of customer service centre of HSBC from 2002 to 2003; served as a director of UBS Hong Kong Branch from 2005 to 2008; served as an executive director of Merrill Lynch (Asia Pacific) Limited from 2008 to 2009; served as a vice president of the private bank department of Credit Suisse from 2009 to 2011, responsible for private banking product sales and customer service; and served as a managing director of the investment bank department of Guosen Securities (Hong Kong) Co., Ltd. (國信證券(香港)有限公司) from January 2011 to April 2012, responsible for corporate financing and stock sales. Since 2012, Mr. Xu has been in charge of the team sales management and internal control as well as compliance duties. He served as a managing director for China area of private bank department of BNP Paribas Hong Kong Branch from 2012 to 2016, responsible for review of team accomplishments and performance and other financial reports during his term of office; served as a managing director of Jupai HongKong Investment Limited (鉅派香港投資有限公司) from 2017 to 2018; and served as a vice president and the head of wealth and sales department of HongKong Kaisa Technology Financial Group (香港佳兆業科技金融集團) from 2018 to 2022, responsible for review of department performance and financial reports including reporting the financial statements of the entire finance department to the board of directors. Mr. Xu has more than 30 years’ experience in the area of commercial bank, investment bank and private bank service with extensive experience of financial services in Hong Kong and mainland China, and has expertise in stock block transactions and real estate project financing and providing professional investment advisory and asset management services.

LETTER FROM THE BOARD

Mr. Xu graduated from Shenzhen University in 1992, with a bachelor's degree in arts, and has type 1 and 4 licenses issued by Hong Kong Securities and Futures Commission and Hong Kong Monetary Authority.

Subject to the approval of the Shareholders by way of an ordinary resolution at the Annual General Meeting, the Company will enter into an appointment letter with Mr. Xu. The initial length of service will commence from the date of the Annual General Meeting and ends when the term of the first session of the Board expires. Pursuant to the appointment letter, Mr. Xu is entitled to a director's fee of RMB144,375 per annum (before tax), which was determined by the Board on the recommendation of the remuneration committee of the Company with reference to his qualifications, experience, duties and responsibilities, and the prevailing market conditions.

Save as disclosed above, Mr. Xu confirms that (i) he does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder of the Company; (ii) he does not, nor did he in the past three years, hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) he does not hold any other position in the Company or any of its subsidiaries; and (iv) he does not have interest in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

There are no other matters relating to the proposed appointment that need to be brought to the attention of the Shareholders or the Stock Exchange and there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

Special Resolution

3.10 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 of 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 additional 56,400,000 Domestic Shares and 18,800,000 H Shares respectively in accordance with the Issue Mandate.

LETTER FROM THE BOARD

(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).

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.

LETTER FROM THE BOARD

- (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 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.

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 is set out on pages 13 to 15 of this circular. Proxy forms for use at the Annual General Meeting are also enclosed in this circular.

If Shareholders intend to appoint a proxy to attend the Annual General Meeting, Shareholders are required to complete and return the 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 returning the completed proxy form before 15 August 2022) or 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong (for returning the completed proxy form on or after 15 August 2022). 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.

LETTER FROM THE BOARD

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 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 the Listing Rules.

6. CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Wednesday, 17 August 2022 to Monday, 22 August 2022 (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, unregistered holders of H Shares should ensure that all transfer documents together with the relevant share certificates are lodged with the Company's H shares registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (if such documents shall be lodged before 15 August 2022) or 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (if such documents shall be lodged on or after 15 August 2022), for registration, no later than 4:30 p.m. on Tuesday, 16 August 2022.

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

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 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

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 Monday, 22 August 2022 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 2021.
2. To consider and approve the report of the supervisory committee of the Company (the “**Supervisory Committee**”) for the year ended 31 December 2021.
3. To consider and approve the audited consolidated financial statements of the Company for the year ended 31 December 2021.
4. To consider and approve the annual report of the Company for the year ended 31 December 2021.
5. To authorise the Board to determine the remuneration of the Directors.
6. To authorise the Supervisory Committee to determine the remuneration of the supervisors.
7. To consider and approve the re-appointment of ShineWing Certified Public Accountants LLP 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.

NOTICE OF ANNUAL GENERAL MEETING

8. To consider and approve the appointment of Ms. Liu Hongxia as an executive Director.
9. To consider and approve the appointment of Mr. Xu Shaohong as an independent non-executive Director.

SPECIAL RESOLUTION

10. 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.

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

Langfang, the PRC, 25 July 2022

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 registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (for returning the completed proxy form before 15 August 2022) or 17/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong (for returning the completed proxy form on or after 15 August 2022) (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 the purpose of determining the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Wednesday, 17 August 2022 to Monday, 22 August 2022 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending

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and voting at the Annual General Meeting, unregistered holders of H shares should ensure that all transfer documents together with the relevant share certificates are lodged with the Company's H shares registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (if such documents shall be lodged before 15 August 2022) or 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (if such documents shall be lodged on or after 15 August 2022), for registration, no later than 4:30 p.m. on Tuesday, 16 August 2022.

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.

As at the date of this notice, the Board comprises Mr. Geng Jianfu and Mr. Xiao Tianchi as executive Directors; Mr. Zhang Wenge as non-executive Director; and Mr. Jin Wenhui and Mr. Tang Yishu as independent non-executive Directors.