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If you are in any doubt as to any aspect of this circular, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional Adviser.

If you have sold or transferred all your shares in Lushang Life Services Co., Ltd., you should at once hand this circular to the purchaser or the 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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Lushang Life Services Co., Ltd.
魯商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: 2376)

**PROPOSED APPOINTMENT OF DIRECTOR
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

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

The Company will convene and hold the EGM at 10:00 a.m. on Friday, November 22, 2024, at 38th Floor, Block 5, Lushang Guo'ao City, No. 9777 Jingshi Road, Lixia District, Jinan, Shandong, the PRC. A notice of the EGM is set out on pages EGM-1 to EGM-2 of this circular. A form of proxy for use in the EGM is enclosed with this circular and such form of proxy is also published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (www.lushangfuwu.com).

Shareholders who intend to appoint a proxy to attend the EGM are required to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same not later than 24 hours before the time designated for the EGM (being before 10:00 a.m. on Thursday, November 21, 2024) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

November 1, 2024

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DEFINITIONS

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

“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“Company”	Lushang Life Services Co., Ltd. (魯商生活服務股份有限公司) (formerly known as Shandong Lushang Property Services Co., Ltd. (山東魯商物業服務有限公司)), a company established in the PRC with limited liability on March 24, 2006 and converted into a joint stock company with limited liability on March 12, 2021 and the H Shares of which are listed on the Stock Exchange (stock code: 2376)
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Domestic Share(s)”	ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid for in Renminbi
“Domestic Shareholder(s)”	holder(s) of the Domestic Share(s)
“EGM”	the 2024 second extraordinary general meeting of the Company (or any adjournment thereof) to be convened and held at 38th Floor, Block 5, Lushang Guo’ao City, No. 9777 Jingshi Road, Lixia District, Jinan, Shandong, the PRC on Friday, November 22, 2024 at 10:00 a.m. for the purpose of considering and, if thought fit, approving, among other things, the appointment of Mr. Ning as an executive Director
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

DEFINITIONS

“H Share(s)”	the ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is/are listed on the Main Board of the Stock Exchange and subscribed for and traded in Hong Kong dollars
“H Shareholder(s)”	holder(s) of the H Share(s)
“H Share Registrar”	Tricor Investor Services Limited
“Latest Practicable Date”	October 31, 2024, 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
“Mr. Ning”	Mr. Ning Daoju (寧道舉)
“PRC”	the People’s Republic of China, excluding, for the purposes of this circular only, Hong Kong, Macau Special Administrative Region of the People’s Republic of China and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	Domestic Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited



Lushang Life Services Co., Ltd.

魯商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: 2376)

Executive Directors:

Mr. Wang Zhongwu (*Chairman*)

Mr. Shao Meng

Non-executive Directors:

Ms. Li Lu

Ms. Luo Ye

Ms. Li Han

Independent Non-executive Directors:

Ms. Leung Bik San

Ms. Chen Xiaojing

Mr. Ma Tao

Registered office in the PRC:

Room 202, Block 2

Lushang Guo'ao City

No. 9777 Jingshi Road

Lixia District, Jinan

Shandong, the PRC

Principal place of business

in Hong Kong:

40/F, Dah Sing Financial Centre

248 Queen's Road East

Wanchai

Hong Kong

November 1, 2024

To the Shareholders

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF DIRECTOR
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you the notice of EGM and the detailed information in relation to, among other things, the following resolution to be proposed at the EGM, to enable you to make an informed decision on whether to vote for or against the following resolution.

LETTER FROM THE BOARD

PROPOSED APPOINTMENT OF DIRECTOR

Reference is made to the announcement of the Company dated November 1, 2024 in relation to, among other things, the proposed appointment of executive Director of the first session of the Board. On November 1, 2024, the Board has resolved and approved to nominate Mr. Ning as an executive Director. Pursuant to the Articles of Association, the appointment of Mr. Ning shall be subject to the approval by the Shareholders at the EGM.

At the EGM, ordinary resolution will be proposed to appoint Mr. Ning as an executive Director with the term of office commencing from the date of obtaining approval at the EGM and ending upon the completion of the election of the second session of the Board according to the Articles of Association. The profile of Mr. Ning is set out in the Appendix to this circular.

THE EGM

The Company will convene and hold the EGM at 10:00 a.m. on Friday, November 22, 2024, at 38th Floor, Block 5, Lushang Guo'ao City, No. 9777 Jingshi Road, Lixia District, Jinan, Shandong, the PRC to consider and, where appropriate, approve the proposed appointment of Mr. Ning. A notice of the EGM is set out on pages EGM-1 to EGM-2 of this circular. The Company will publish an announcement of the poll results in the manner required under Rule 13.39(5) of the Listing Rules after the conclusion of the EGM.

The register of members of the Company will be closed from Tuesday, November 19, 2024 to Friday, November 22, 2024, both days inclusive, during which no transfer of Shares will be effected. Shareholders whose names appear on the register of members of the Company to Friday, November 22, 2024 shall be entitled to attend and vote at the EGM. To be eligible for attending and voting at the EGM, all share transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders), or the registered office of the Company at Room 202, Block 2, Lushang Guo'ao City, No. 9777 Jingshi Road, Lixia District, Jinan, Shandong, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Monday, November 18, 2024 for registration.

LETTER FROM THE BOARD

If you intend to appoint a proxy to attend the EGM, you are required to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the form. If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney authorizing the execution of the instrument or other authorization documents shall be notarized and must be served concurrently with the instrument. The form of proxy, together with the copies of the notarized power of attorney or other authorization documents, shall be deposited at the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders), or the registered office of the Company at Room 202, Block 2, Lushang Guo'ao City, No. 9777 Jingshi Road, Lixia District, Jinan, Shandong, the PRC (for Domestic Shareholders) no later than 24 hours before the time designated for the EGM (being before 10:00 a.m. on Thursday, November 21, 2024) or any adjournment thereof (as the case may be) before the form becomes effective. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any adjourned meeting thereof should you so wish.

VOTE 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 resolutions to be proposed at the EGM will be voted on by poll.

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, as at the Latest Practicable Date, no Shareholders were required to abstain from voting on the resolutions to be proposed at the EGM.

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.

RECOMMENDATION

The Directors consider that the proposed appointment of Mr. Ning is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the resolution to be proposed at the EGM.

By Order of the Board
Lushang Life Services Co., Ltd.
Mr. WANG Zhongwu
Chairman and executive Director

The profile of Mr. Ning is set out below:

Mr. Ning Daoju, aged 40. He has been working in the Department of Justice of Shandong Province from August 2009 to September 2016. During the period of September 2016 and January 2020, Mr. Ning served at various positions successively at the Publicity Department of the CPC Shandong Provincial Committee. From January 2020 to August 2024, Mr. Ning has served successively as deputy head (deputy secretary) of Department of Policies Research and Strategic Development (deputy secretariat of the East-West Poverty Alleviation Collaboration Industry Co-operation Alliance (東西部扶貧協作產業合作聯盟副秘書處)), deputy officer of the Office (the office of the party committee and the office of the board and supervisory committee) and the head of Department of Policies Research and Strategic Development (政策研究與戰略發展部部長) of Shandong Commercial Group Co., Ltd. (the controlling shareholder of the Company). From August 2024 and up to the date, Mr. Ning has served as the deputy secretary of the party committee of the Company.

Mr. Ning has obtained a bachelor's degree of science from Shandong Normal University in July 2007 and a master's degree of law from Central Party School of the Communist Party of China in July 2016. He has obtained a certificate of the title of senior political engineer in September 2021.

Taking into consideration of the diversity perspectives (including but not limited talent, skills, gender, age, cultural and education background, ethnicity, professional experience, independence and knowledge), the Board is satisfied that Mr. Ning is of such character, integrity and experience commensurate with the office of an executive Director.

The term of office of Mr. Ning shall commence from the date of approval at the EGM until the completion of the election of the second session of the Board according to the Articles of Association. Mr. Ning shall be eligible for re-election upon the expiry of his term of office according to the Articles of Association. Mr. Ning will receive no remuneration for holding his office as an executive Director.

Save as disclosed in this circular and as at the Latest Practicable Date, Mr. Ning does not have any relationship with any Director, supervisor, senior management or substantial or controlling Shareholders of the Company, nor does he hold any other positions in the Company or any of its subsidiaries, or hold any directorships in other listed companies in the last three years.

As at the Latest Practicable Date, Mr. Ning does not have or is not deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO).

Save as disclosed above and as at the Latest Practicable Date, the Board is not aware of any other matters in relation to the proposed appointment of Mr. Ning that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

NOTICE OF EXTRAORDINARY GENERAL MEETING



Lushang Life Services Co., Ltd.

魯商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: 2376)

NOTICE IS HEREBY GIVEN that the 2024 second extraordinary general meeting of Lushang Life Services Co., Ltd. (the “**Company**”) will be convened and held at 38th Floor, Block 5, Lushang Guo’ao City, No. 9777 Jingshi Road, Lixia District, Jinan, Shandong, the PRC on Friday, November 22, 2024 at 10:00 a.m. (the “**EGM**”) for the purposes of considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTION

1. To consider and approve the appointment of Mr. Ning Daoju as an executive director of the Company (the “**Director(s)**”) with the term of office commencing from the date of obtaining approval at the EGM and ending upon the completion of the election of the second session of the board of directors of the Company (the “**Board**”) according to the articles of association of the Company, and to authorize the Board to fix his remuneration.

By order of the Board
Lushang Life Services Co., Ltd.
Mr. WANG Zhongwu
Chairman and executive Director

Hong Kong, November 1, 2024

As at the date of this notice, the Board comprises Mr. WANG Zhongwu as Chairman and executive Director, Mr. SHAO Meng as executive Director, Ms. LI Lu, Ms. LUO Ye and Ms. LI Han as non-executive Directors, and Ms. LEUNG Bik San, Ms. CHEN Xiaojing and Mr. MA Tao as independent non-executive Directors.

Notes:

- (a) Individual shareholders who wish to attend the meeting in person shall produce their identity cards or other effective document or proof of identity and stock account cards. Proxies of individual shareholders shall produce their effective proof of identity and form of proxy. A corporate shareholder should attend the meeting by its legal representative or proxy appointed by the legal representative.

A legal representative who wishes to attend the meeting should produce his/her identity card or other valid documents evidencing his/her capacity as a legal representative. If appointed to attend the meeting, the proxy should produce his/her identity card and an authorization instrument duly signed by the legal representative of the corporate shareholder.

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (b) Any shareholder entitled to attend and vote at the EGM is entitled to appoint one or more person(s) (if the shareholder holds two or more issued shares of the Company (the “**Share(s)**”)), whether (each of) such person is a shareholder of the Company or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the EGM.

The instrument appointing a proxy must be signed by the shareholder or his/her attorney duly authorized in writing. For a corporate shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorized in writing.

If the power of attorney of the proxy is signed by the authorized person of the appointer under a power of attorney or other authorization document(s) given by the appointer, such power of attorney or other authorization document(s) shall be notarized and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authorization document(s), must be delivered to the H share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H shareholders), or to the registered office of the Company at Room 202, Block 2, Lushang Guo’ao City, No. 9777 Jingshi Road, Lixia District, Jinan, Shandong, the PRC (for domestic shareholders) not later than 24 hours before the designated time for the holding of the EGM (being before 10:00 a.m. on Thursday, November 21, 2024) or any adjournment thereof (as the case may be).

In case of registered joint holders of any Shares, any one of the registered joint holders can vote on such Shares at the EGM in person or by proxy as if he/she is the only holder entitled to vote. If more than one registered joint holders attend the EGM in person or by proxy, only the vote of the person whose name appears first in the register of members of the Company relating to such Shares (in person or by proxy) will be accepted as the sole and exclusive vote of the joint holders.

After the completion and return of the form of proxy and the power of attorney, you can attend and vote in person at the EGM or any adjournment thereof should you so wish. In this case, the power of attorney will be deemed to have been revoked.

- (c) According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), any vote of Shareholders at a general meeting must be taken by poll. Accordingly, the resolutions to be proposed at the EGM will be voted on by poll. Results of the poll voting will be posted on the website of the Company (www.lushangfuwu.com) and the website of the Stock Exchange (www.hkexnews.hk) upon the conclusion of the EGM.
- (d) The Company’s register of members will be closed from Tuesday, November 19, 2024 to Friday, November 22, 2024, both days inclusive, during which period no transfer of the Shares will be effected. The shareholders whose names appear on the Company’s register of members on Friday, November 22, 2024 shall be entitled to attend and vote at the EGM.

For a shareholder to be eligible for attending and voting at the EGM, all share transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged with the Company’s H share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H shareholders) or to the registered office of the Company at Room 202, Block 2, Lushang Guo’ao City, No. 9777 Jingshi Road, Lixia District, Jinan, Shandong, the PRC (for domestic shareholders) no later than 4:30 p.m. on Monday, November 18, 2024 for registration.

- (e) Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.
- (f) The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.