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FSE LIFESTYLE SERVICES LIMITED

豐盛生活服務有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 331)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of **FSE LIFESTYLE SERVICES LIMITED** (the “**Company**”) will be held at 17th Floor, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong on Wednesday, 28 June 2023 at 12:00 noon for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolutions each to be proposed as an ordinary resolution of the Company:

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) the NWD Master Services Agreement dated 28 April 2023 entered into between NWD and the Company (a copy of which has been produced to the meeting marked “A” and initialled by the chairman of the meeting for identification purpose), the Services Transactions contemplated thereunder and the proposed annual caps in respect of the Service Transactions contemplated thereunder for each of the three financial years ending 30 June 2026 as more particularly set out in the “Letter from the Board” in the circular of the Company dated 5 June 2023 (the “**Circular**”) be and are hereby approved (capitalised terms defined in the Circular have the same meanings when used in this resolution); and
- (b) the directors (the “**Directors**”) of the Company acting together or by committee, or any Director acting individually, be and is/are hereby authorised to take all steps necessary on behalf of the Company whatever as he or they may, in his/their absolute discretion, consider necessary, desirable or expedient for the purpose of, or in connection with, implementing and/or giving effect to the above matters”.

2. **“THAT:**

- (a) the CTFJ Master Services Agreement dated 28 April 2023 entered into between CTFJ and the Company (a copy of which has been produced to the meeting marked “B” and initialled by the chairman of the meeting for identification purpose), the Services Transactions contemplated thereunder and the proposed annual caps in respect of the Service Transactions contemplated thereunder for each of the three financial years ending 30 June 2026 as more particularly set out in the “Letter from the Board” in the Circular be and are hereby approved (capitalised terms defined in the Circular have the same meanings when used in this resolution); and
- (b) the Directors acting together or by committee, or any Director acting individually, be and is/are hereby authorised to take all steps necessary on behalf of the Company whatever as he or they may, in his/their absolute discretion, consider necessary, desirable or expedient for the purpose of, or in connection with, implementing and/or giving effect to the above matters”.

3. **“THAT:**

- (a) the CTFE Master Services Agreement dated 28 April 2023 entered into between CTFE and the Company (a copy of which has been produced to the meeting marked “C” and initialled by the chairman of the meeting for identification purpose), the Services Transactions contemplated thereunder and the proposed annual caps in respect of the Service Transactions contemplated thereunder for each of the three financial years ending 30 June 2026 as more particularly set out in the “Letter from the Board” in the Circular be and are hereby approved (capitalised terms defined in the Circular have the same meanings when used in this resolution); and
- (b) the Directors acting together or by committee, or any Director acting individually, be and is/are hereby authorised to take all steps necessary on behalf of the Company whatever as he or they may, in his/their absolute discretion, consider necessary, desirable or expedient for the purpose of, or in connection with, implementing and/or giving effect to the above matters”.

4. “**THAT**:

- (a) the Doo’s Associates Group Master Services Agreement dated 28 April 2023 entered into between FSE Management and the Company (a copy of which has been produced to the meeting marked “D” and initialled by the chairman of the meeting for identification purpose), the Services Transactions contemplated thereunder and the proposed annual caps in respect of the Service Transactions contemplated thereunder for each of the three financial years ending 30 June 2026 as more particularly set out in the “Letter from the Board” in the Circular be and are hereby approved (capitalised terms defined in the Circular have the same meanings when used in this resolution); and
- (b) the Directors acting together or by committee, or any Director acting individually, be and is/are hereby authorised to take all steps necessary on behalf of the Company whatever as he or they may, in his/their absolute discretion, consider necessary, desirable or expedient for the purpose of, or in connection with, implementing and/or giving effect to the above matters”.

By order of the Board
FSE Lifestyle Services Limited
Chan Ju Wai
Company Secretary

Hong Kong, 5 June 2023

Registered office:

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

*Head office and principal place
of business in Hong Kong:*
Units 801–810, 8th Floor
Chevalier Commercial Centre
8 Wang Hoi Road
Kowloon Bay, Kowloon
Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote in his stead. A member who is the holder of two or more ordinary shares (the “**Shares**”) of HK\$0.10 each in the Company may appoint more than one proxy to represent him and vote on his behalf at the Meeting. A proxy needs not be a member of the Company.
2. In the case of joint registered holders of any Share, any one of such joint holders may vote at the Meeting (or any adjournment thereof), either personally or by proxy, in respect of such Share as if he were solely entitled thereto; but if more than one of such joint holders are present at the Meeting (or any adjournment thereof) personally or by proxy, that one of the said joint holders so present whose name stands first on the Company’s register of ordinary shareholders in respect of such Share shall alone be entitled to vote in respect thereof.
3. A form of proxy for use at the Meeting is enclosed. Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the Meeting (or any adjournment thereof) if you so wish, and in such event, the form of proxy shall be deemed to be revoked.

4. To be valid, the instrument appointing a proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Meeting (or any adjournment thereof).
5. In order to determine entitlement of a member of the Company to attend and vote at the Meeting (or any adjournment thereof), the Company's register of ordinary shareholders will be closed from Friday, 23 June 2023 to Wednesday, 28 June 2023 (both days inclusive) during which period no transfer of Shares will be effected. In order to be eligible to attend and vote at the Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration no later than 4:30 p.m. on Wednesday, 21 June 2023.
6. Voting on the above resolutions will be taken by poll.

As at the date of this notice, the board of directors of the Company comprises Dr. Cheng Kar Shun, Henry (Chairman) (Mr. Doo Wai Hoi, William as his alternate) as non-executive director, Mr. Lam Wai Hon, Patrick (Executive Vice-Chairman), Mr. Poon Lock Kee, Rocky (Chief Executive Officer), Mr. Doo William Junior Guilherme, Mr. Lee Kwok Bong, Mr. Soon Kweong Wah, Mr. Wong Shu Hung and Dr. Cheng Chun Fai as executive directors, Mr. Kwong Che Keung, Gordon, Mr. Hui Chiu Chung, Stephen, Mr. Lee Kwan Hung, Eddie and Dr. Tong Yuk Lun, Paul as independent non-executive directors.