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If you are in any doubt as to any aspect of this circular or as to what action to take in relation to this circular, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional public accountant or other professional adviser.

If you have sold or transferred all your shares in A-Living Services Co., Ltd., you should at once hand this circular, together with the enclosed proxy form and reply slip, to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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A-LIVING SERVICES CO., LTD.*

雅居樂雅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: 3319)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

AND

NOTICE OF THE 2020 FIRST EXTRAORDINARY GENERAL MEETING

Capitalized 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 letter from the Board is set out on pages 2 to 4 of this circular.

A notice convening the EGM to be held at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC on Tuesday, 7 January 2020 at 3:00 p.m. is set out on pages EGM-1 to EGM-2 of this circular. A reply slip and a proxy form for use at the EGM are also enclosed in this circular. Such reply slip and proxy form are also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.agileliving.com.cn>).

Shareholders who intend to attend the EGM in person or by proxy shall complete and return the reply slip in accordance with the instructions printed thereon on or before Tuesday, 17 December 2019. Shareholders who intend to appoint a proxy to attend the EGM 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 EGM 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 EGM or any adjourned meeting thereof if they so wish.

22 November 2019

* for identification purposes only

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DEFINITIONS

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

“Articles of Association”	the articles of association of the Company currently in force
“Board”	the board of Directors
“China” or “PRC”	the People’s Republic of China
“Company”	A-Living Services Co., Ltd.* (雅居樂雅生活服務股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Domestic Shares”	ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB
“EGM”	the 2020 first extraordinary general meeting of the Company to be held at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC on Tuesday, 7 January 2020 at 3:00 p.m., to consider and, if thought fit, to approve the resolution contained in the Notice of the EGM which is set out on pages EGM-1 to EGM-2 of this circular, or any adjournment thereof
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“H Shares”	overseas listed foreign shares 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 Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notice of the EGM”	notice of the 2020 first extraordinary general meeting
“Proposed Amendments”	has the meaning as ascribed to it under the section headed “Proposed Amendments to the Articles of Association” of this circular
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising Domestic Shares, Unlisted Foreign Shares and H Shares
“Shareholders”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Unlisted Foreign Shares”	ordinary shares in the share capital of the Company with a nominal value of RMB1.00 each and are held by persons other than PRC nationals or PRC-incorporated entities and are not listed on any stock exchange

A-LIVING SERVICES CO., LTD.*
雅居樂雅生活服務股份有限公司

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(Stock Code: 3319)

Executive Directors:

Mr. Chan Cheuk Hung (*Co-chairman*)
Mr. Huang Fengchao
(*Co-chairman, Chief Executive Officer and General Manager*)
Mr. Feng Xin (*Vice President*)

Registered Office in the PRC:

Management Building, Xingye Road
Agile Garden, Sanxiang Town
Zhongshan
Guangdong Province, PRC

Non-executive Directors:

Mr. Wei Xianzhong
Ms. Yue Yuan

Principal Place of Office in the PRC:

35/F, Agile Center
26 Huaxia Road
Zhujiang New Town
Tianhe District, Guangzhou
Guangdong Province, PRC

Independent Non-executive Directors:

Mr. Wan Kam To
Mr. Wan Sai Cheong, Joseph
Mr. Wang Peng

Principal Place of Business in

Hong Kong:
Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

22 November 2019

To the Shareholders

Dear Sir/Madam,

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND
NOTICE OF THE 2020 FIRST EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide you with the Notice of the EGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolution at the EGM.

2. SPECIAL RESOLUTION

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated 19 November 2019 in relation to the proposed amendments to the Articles of Association.

LETTER FROM THE BOARD

According to (1) the Reply of the State Council on the Adjustment of the Notice Period of the General Meeting and Other Matters Applicable to the Overseas Listed Companies (Guo Han [2019] No. 97) (《關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批復》(國函[2019]97號)), the requirements on the notice period of the general meeting, shareholders' proposal right and convening procedures for joint stock limited companies incorporated in China and listed overseas shall be unified and governed by the relevant regulations under the Company Law of the People's Republic of China, instead of the regulations under Articles 20 to 22 of the Special Regulations of the State Council on Overseas Offering and Listing of Shares by Joint Stock Limited Companies (《國務院關於股份有限公司境外募集股份及上市的特別規定》); and (2) the Decision of the Standing Committee of the National People's Congress on the amendments to the Company Law of the People's Republic of China (the fourth amendment) (《全國人民代表大會常務委員會關於修改〈中華人民共和國公司法〉的決定》(第四次修正)) approved in the thirteenth session of Standing Committee of the National People's Congress in the sixth meeting, the relevant provisions on shares repurchase under the Company Law of the People's Republic of China shall be amended.

In view of the changes in regulatory requirements and in light of the actual situations of the Company, the Board hereby announces the proposed amendments to Article 1, Article 11, Article 25, Article 28, Article 62, Article 64, Article 66, Article 93 and Article 104 (the **"Proposed Amendments"**) of the Articles of Association.

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

The Proposed Amendments comprise amendments to nine provisions of the Articles of Association. In addition, the numbering of Article 65 to Article 192 of the original Articles of Association and the cross-reference made in it shall be adjusted accordingly as a result of the deletion of Article 64 in its entirety. The contents of other provisions of the Articles of Association remain unchanged. The Proposed Amendments are subject to the approval by the Shareholders by way of a special resolution at the EGM to be held by the Company. Prior to the passing of the relevant resolution at the EGM, the prevailing Articles of Association shall remain valid.

The Articles of Association are prepared in Chinese with no official English version. Any English translation is for reference only. In the event of any inconsistency, the Chinese version shall prevail.

3. EGM AND PROXY ARRANGEMENT

A notice convening the EGM at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC on Tuesday, 7 January 2020 at 3:00 p.m. at which one resolution will be proposed to consider and, if thought fit, to approve the Proposed Amendments to the Articles of Association is set out on pages EGM-1 to EGM-2 of this circular.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the special resolution in relation to the Proposed Amendments to the Articles of Association at the EGM.

The proxy form and the reply slip of the EGM are also enclosed in this circular.

LETTER FROM THE BOARD

In order to determine the Shareholders entitled to attend and vote at the EGM, the register of members of the Company will be closed from Saturday, 7 December 2019 to Tuesday, 7 January 2020, both days inclusive, during which time no transfer of the Shares of the Company will be registered. Accordingly, unregistered H Shareholders shall lodge relevant share transfer documents with the Company's H Share Registrar, Tricor Investor Services Limited not later than 4:30 p.m. on Friday, 6 December 2019.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For shareholders of H Shares, the proxy form should be returned to the Company's H Share Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong. For shareholders of Domestic Shares and Unlisted Foreign Shares, the proxy form should be returned to the Company's principal place of office in the PRC at 35th Floor, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC by personal delivery or by post not less than 24 hours before the time fixed for holding the EGM or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

If you intend to attend the EGM in person or by proxy, you are required to complete and return the accompanying reply slip to the Company's H Share Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (for shareholders of H Shares) or to the Company's principal place of office in the PRC at 35th Floor, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC (for shareholders of Domestic Shares and Unlisted Foreign Shares) on or before Tuesday, 17 December 2019.

4. VOTING BY POLL

According 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 EGM will exercise his power under the Articles of Association to demand a poll in relation to all proposed resolution at the EGM.

5. RECOMMENDATIONS

The Board considers that the special resolution in relation to the Proposed Amendments to the Articles of Association proposed at the EGM 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 the proposed special resolution at the EGM.

Yours faithfully,
By Order of the Board
A-Living Services Co., Ltd.
Chan Cheuk Hung/Huang Fengchao
Co-chairman

** for identification purposes only*

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The details of the Proposed Amendments are as follows (shown with strikethrough to denote text to be deleted and underline to denote text to be added):

Article number	Existing article	Amended article
Article 1	In order to safeguard the legitimate interests of A-Living Services Co., Ltd. (the “Company”), its shareholders and creditors, and regulate the organization and activities of the Company, these Articles of Association are hereby formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (the “Special Regulations”), the Mandatory Provisions of Articles of Association of Companies Listing Overseas (the “Mandatory Provisions”), the Opinion Letter on the Supplementation and Amendment of Articles of Association of Companies Listing in Hong Kong, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other relevant laws, regulations and rules.	In order to safeguard the legitimate interests of A-Living Services Co., Ltd. (the “Company”), its shareholders and creditors, and regulate the organization and activities of the Company, these Articles of Association are hereby formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (the “Special Regulations”), the Mandatory Provisions of Articles of Association of Companies Listing Overseas (the “Mandatory Provisions”), the Opinion Letter on the Supplementation and Amendment of Articles of Association of Companies Listing in Hong Kong, <u>the Reply of the State Council on the Adjustment of the Notice Period of the General Meeting and Other Matters Applicable to the Overseas Listed Companies</u> , the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other relevant laws, regulations and rules.

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article number	Existing article	Amended article
Article 11	<p>As registered according to the laws, the business scope of the Company shall be: household service, property management service; water and electricity maintenance; interior decoration engineering; landscaping engineering (operated by communities of the Company); Chinese food (operated by branches); production and selling of western food (excluding cold dish, decorated cake and raw sea food); tea ceremony; swimming; billiard ball; table tennis; body building; tennis; bowling; golf driving cages; chess and cards (Chinese chess, the game of go, chess and bridge); barbecue; grass skating; elevator maintenance; operation of parking lot; household cleaning service; aerobics; squash; rowing; fishing field; foot bath; beauty salon (excluding medical beauty and operated by branches); agency services of real estate; retail of garments, shoes, boxes, bags and general merchandise (excluding food), stationery and office supplies, toys, sports ware and sports equipment, cosmetics, sanitary articles, hats, household utensils and daily necessities; imports and exports of goods (excluding the goods under special control); and hotel management service; catering management; all types of advertising design, production, publication and agency; marketing planning services; investment advisory. (The aforesaid items do not fall within the scope of Special Administrative Measures for Foreign Investment Admission.) (The items that are subject to approval according to laws, shall be operated only after being approved by relevant departments. According to the Document Yue Fu Ban [2014] No. 24, the abovementioned business scope involves restaurant services and operation of public places.) (The items that are subject to approval according to laws shall commence only after being approved by relevant departments.)</p>	<p>As registered according to the laws, the business scope of the Company shall be: household service, property management service; water and electricity maintenance; interior decoration engineering; landscaping engineering (operated by communities of the Company); Chinese food (operated by branches); production and selling of western food (excluding cold dish, decorated cake and raw sea food); tea ceremony; swimming; billiard ball; table tennis; body building; tennis; bowling; golf driving cages; chess and cards (Chinese chess, the game of go, chess and bridge); barbecue; grass skating; elevator maintenance; operation of parking lot; household cleaning service; aerobics; squash; rowing; fishing field; foot bath; beauty salon (excluding medical beauty and operated by branches); agency services of real estate; retail of garments, shoes, boxes, bags and general merchandise (excluding food), stationery and office supplies, toys, sports ware and sports equipment, cosmetics, sanitary articles, hats, household utensils and daily necessities; imports and exports of goods (excluding the goods under special control); and hotel management service; catering <u>service management</u>; all types of advertising design, production, publication and agency; marketing planning services; <u>corporate</u> investment advisory (<u>except financial business</u>) (<u>excluding social surveys and market surveys</u>). (The aforesaid items do not fall within the scope of Special Administrative Measures for Foreign Investment Admission.) (The items that are subject to approval according to laws, shall be operated only after being approved by relevant departments. According to the Document Yue Fu Ban [2014] No. 24, the abovementioned business scope involves restaurant services and operation of public places.) (The items that are subject to approval according to laws shall commence only after being approved by relevant departments.)</p>

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article number	Existing article	Amended article
Article 25	<p>Under the following circumstances, the Company may, according to the requirements of the laws, administrative regulations, departmental rules and these Articles of Association and obtaining the approval from relevant national competent authorities, repurchase its outstanding shares in accordance with statutory procedures:</p> <ol style="list-style-type: none"> (1) reducing the Company's registered capital and cancelling shares; (2) merging with other companies which hold shares in the Company; (3) awarding shares to employees of the Company; (4) acquiring shares held by shareholders, who vote against any resolution proposed in any general meeting on the merger or division of the Company, upon their request; (5) other circumstances as permitted by laws and administrative regulations. 	<p>Under the following circumstances, the Company may, according to the requirements of the laws, administrative regulations, departmental rules and these Articles of Association and obtaining the approval from relevant national competent authorities, repurchase its outstanding shares in accordance with statutory procedures:</p> <ol style="list-style-type: none"> (1) reducing the Company's registered capital and cancelling shares; (2) merging with other companies which hold shares in the Company; (3) <u>utilizing awarding shares in the employee share ownership scheme or for share incentive to employees of the Company;</u> (4) acquiring shares held by shareholders, who vote against any resolution proposed in any general meeting on the merger or division of the Company, upon their request; (5) <u>utilizing shares to satisfy the conversion of corporate bonds which are convertible into shares issued by the listed company;</u> (6) <u>safeguarding the corporate value and the shareholders' interests as the listed company deems necessary;</u> (7) other circumstances as permitted by laws and administrative regulations.

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article number	Existing article	Amended article
Article 28	<p>After the shares are acquired by the Company pursuant to the requirements, the Company shall cancel such shares within the period prescribed by laws and administrative regulations, and shall apply to the original company registration authority for registration of the change in the registered capital.</p> <p>Acquisition of the Company's shares under circumstances specified in item (1) to item (3) of Article 26 of the Articles of Association shall be subject to the resolution of the general meeting. After the acquisition of the Company's shares pursuant to Article 26 of the Articles of Association, shares acquired pursuant to item (1) shall be cancelled within ten days from the date of the acquisition; for circumstances described in items (2) and (4), the shares shall be transferred or cancelled within six months.</p> <p>Share of the Company acquired according to item (3) of Article 26 of the Articles of Association shall not exceed five percent of the total issued shares of the Company, and such acquisition shall be funded by after-tax profit of the Company, and such shares acquired shall be transferred to employees within one year.</p> <p>The Company shall apply to the Administration for Industry and Commerce for registering the changes in registered capital or equity, and shall make an announcement according to the listing rules.</p> <p>The amount of the Company's registered capital shall be reduced by the aggregate nominal value of those cancelled shares.</p>	<p>After the shares are acquired by the Company pursuant to the requirements, the Company shall cancel such shares within the period prescribed by laws and administrative regulations, and shall apply to the original company registration authority for registration of the change in the registered capital.</p> <p>Acquisition of the Company's shares under circumstances specified in item (1) <u>and item (2) to item (3) of Article 25 Article 26</u> of the Articles of Association shall be subject to the resolution of the general meeting. <u>Acquisition of the Company's shares under circumstances specified in items (3), (5) and (6) of Article 25 of the Articles of Association shall be subject to approval by way of resolution at the Board meeting attended by a two-thirds majority of the Directors.</u></p> <p><u>After the Company acquires its own shares according to Article 25, it shall cancel the shares acquired under the circumstance specified in item (1) within 10 days after the acquisition; transfer or cancel the shares under the circumstances specified in items (2) and (4) within 6 months after the acquisition. In case of the circumstances specified in items (3), (5) and (6), the total shares of the Company held by the Company itself shall not exceed 10% of its total shares in issue and shall be transferred or cancelled within 3 years after the acquisition. After the acquisition of the Company's shares pursuant to Article 26 of the Articles of Association, shares acquired pursuant to item (1) shall be cancelled within ten days from the date of the acquisition; for circumstances described in items (2) and (4), the shares shall be transferred or cancelled within six months.</u></p>

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article number	Existing article	Amended article
		<p>Share of the Company acquired according to item (3) of Article 26 of the Articles of Association shall not exceed five percent of the total issued shares of the Company, and such acquisition shall be funded by after-tax profit of the Company, and such shares acquired shall be transferred to employees within one year.</p> <p><u>When the Company repurchases the shares of the Company under the circumstances specified in items (3), (5) and (6) of Article 25 of the Articles of Association, it shall be conducted through open centralized trading.</u></p> <p>The Company shall apply to the Administration for Industry and Commerce for registering the changes in registered capital or equity, and shall make an announcement according to the listing rules.</p> <p>The amount of the Company's registered capital shall be reduced by the aggregate nominal value of those cancelled shares.</p> <p><u>Where the laws, regulations and any other provisions of the relevant requirements of the Securities Regulatory Authority in the place where the Company's shares are listed in respect of the share repurchases, such provisions shall prevail.</u></p>

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article number	Existing article	Amended article
Article 62	Where a general meeting is convened by the Company, a written notice shall be given forty-five days prior to the convening of the meeting to notify all the registered shareholders of the matters to be considered at the meeting, as well as the date and venue of the meeting. Shareholders who intend to attend the general meeting shall deliver their written replies to the Company twenty days prior to the convening of the meeting.	Where an annual a general meeting is convened by the Company, a written notice shall be given <u>twenty clear business</u> forty-five days prior to the convening of the meeting to notify all the registered shareholders of the matters to be considered at the meeting, as well as the <u>time date</u> and venue of the meeting; <u>where an extraordinary general meeting is convened by the Company, a written notice shall be given ten clear business days or fifteen days (whichever is the longer time) prior to the convening of the meeting to notify all the registered shareholders of the matters to be considered at the meeting, as well as the time and venue of the meeting.</u> , as well as the date and venue of the meeting. Shareholders who intend to attend the general meeting shall deliver their written replies to the Company twenty days prior to the convening of the meeting.
Article 64	The Company shall calculate the number of voting shares represented by the shareholders who intend to attend the meeting in accordance with the written replies received twenty days prior to the convening of the general meeting. If the number of voting shares represented by the shareholders who intend to attend the meeting reaches one half or more of the total number of the Company's voting shares, the Company shall convene the general meeting. If not, the Company shall within five days notify the shareholders again by publishing an announcement stating the matters to be considered as well as the date and venue of the meeting. Upon notification by the announcement, the Company is entitled to convene the general meeting.	Delete the whole article.

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article number	Existing article	Amended article
Article 66	<p>The notice of the general meeting shall be served on the shareholders (whether or not such shareholder is entitled to vote at the general meeting) by hand or postage prepaid mail. The address of the recipient shall be the registered address as shown in the register of shareholders. For holders of domestic shares, the notice of the general meeting may also be given by way of announcement.</p> <p>The announcement referred to in the preceding paragraph shall be published in one or more newspapers designated by the Securities Regulatory Authorities of the State Council forty-five to fifty days prior to the convening of the meeting. Once such an announcement is made, all holders of the Domestic Shares shall be deemed to have received the relevant notice of the general meeting.</p>	<p><u>Unless otherwise specified herein, the</u> The notice of the general meeting shall be served on the shareholders (whether or not such shareholder is entitled to vote at the general meeting) by hand or postage prepaid mail. The address of the recipient shall be the registered address as shown in the register of shareholders. For holders of domestic shares, the notice of the general meeting may also be given by way of announcement.</p> <p>The announcement referred to in the preceding paragraph shall be published in one or more newspapers designated by the Securities Regulatory Authorities of the State Council <u>twenty clear business forty-five to fifty</u> days prior to the convening of the <u>annual general meeting and ten clear business days or fifteen days (whichever is the longer time) prior to the convening of the extraordinary general meeting.</u> Once such an announcement is made, all holders of the Domestic Shares shall be deemed to have received the relevant notice of the general meeting.</p> <p><u>Notices, materials or written statements of shareholders' general meetings issued to shareholders of overseas listed foreign shares shall be delivered twenty clear business days before the annual general meeting and ten clear business days or fifteen days (whichever is the longer time) before the extraordinary general meeting in any of the following ways:</u></p> <p><u>(1) to each holder of overseas listed foreign shares by hand or by post according to their registered addresses;</u></p> <p><u>(2) on the website of the Company and on the website designated by the exchange where the Company's shares are listed, in compliance with applicable laws and regulations and the listing rules of the place where the Company's shares are listed;</u></p> <p><u>(3) issued in accordance with other requirements under the listing rules of the exchanges of the place where the Company's shares are listed.</u></p>

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article number	Existing article	Amended article
Article 93	<p>When the Company is to convene a shareholders' class meeting, it shall issue a written notice forty-five days prior to the date of such meeting informing all the shareholders who are registered as holders of that class in the register of shareholders of the matters to be considered at the meeting as well as the date and place of the meeting. Shareholders who intend to attend the meeting shall deliver their written replies to the Company of their attendance twenty days prior to the date of the meeting.</p> <p>In the event that the number of the voting shares represented by the shareholders intending to attend the meeting is one half or more of the total number of voting shares of that class, the Company may convene a shareholders' class meeting. Otherwise, the Company shall within five days notify the shareholders once again, by way of public announcement, of the matters to be considered at the meeting and the date and place of the meeting. Upon notification by public announcement, the Company may then proceed to convene the shareholders' class meeting.</p> <p>If there are special requirements by the listing rules of the stock exchange where the Company's shares are listed, such requirements shall prevail.</p>	<p>When the Company is to convene a shareholders' class meeting, it shall issue a written notice <u>twenty clear business</u> forty-five days prior to the <u>convening of the annual general meeting and ten clear business days or fifteen days (whichever is the longer time)</u> prior to the convening of the extraordinary general meeting date of such meeting informing all the shareholders who are registered as holders of that class in the register of shareholders of the matters to be considered at the meeting as well as the <u>time date</u> and place of the meeting. Shareholders who intend to attend the meeting shall deliver their written replies to the Company of their attendance twenty days prior to the date of the meeting.</p> <p>In the event that the number of the voting shares represented by the shareholders intending to attend the meeting is one half or more of the total number of voting shares of that class, the Company may convene a shareholders' class meeting. Otherwise, the Company shall within five days notify the shareholders once again, by way of public announcement, of the matters to be considered at the meeting and the date and place of the meeting. Upon notification by public announcement, the Company may then proceed to convene the shareholders' class meeting.</p> <p>If there are special requirements by the listing rules of the stock exchange where the Company's shares are listed, such requirements shall prevail.</p>

APPENDIX PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article number	Existing article	Amended article
Article 104	<p>The Company shall appoint independent Directors who shall comprise no less than one-third of the Board of Directors and shall be no less than three.</p> <p>The powers and duties and relevant matters relating to independent Directors shall be executed in accordance with relevant laws, administrative regulations, department rules and the provisions of the listing rules of the stock exchange where our shares are listed, and the election and appointment of an independent Director shall meet the independence requirement of the Hong Kong Listing Rules. Unless otherwise specified herein, the provisions on qualification and obligations for Directors set out in Chapter 11 of these Articles of Association shall apply to independent Directors.</p>	<p>The Company shall appoint independent Directors who shall comprise no less than one-third of the Board of Directors and shall be no less than three.</p> <p>The powers and duties and relevant matters relating to independent Directors shall be executed in accordance with relevant laws, administrative regulations, department rules and the provisions of the listing rules of the stock exchange where our shares are listed, and the election and appointment of an independent Director shall meet the independence requirement of the Hong Kong Listing Rules. Unless otherwise specified herein, the provisions on qualification and obligations for Directors set out in Chapter <u>15</u> 11 of these Articles of Association shall apply to independent Directors.</p>

A-LIVING SERVICES CO., LTD.*
雅居樂雅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: 3319)

**NOTICE OF THE 2020 FIRST EXTRAORDINARY GENERAL MEETING
TO BE HELD ON 7 JANUARY 2020**

NOTICE IS HEREBY GIVEN that the 2020 first extraordinary general meeting (the “**EGM**”) of A-Living Services Co., Ltd. (the “**Company**”) will be held at Conference Room, 33/F, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC on Tuesday, 7 January 2020 at 3:00 p.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolution. Unless the context requires otherwise, capitalized terms used in this notice and the following resolution shall have the same meanings as those defined in the circular of the Company dated 22 November 2019.

SPECIAL RESOLUTION

1. 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 22 November 2019.

By Order of the Board
A-Living Services Co., Ltd.
Chan Cheuk Hung/Huang Fengchao
Co-chairman

Hong Kong, 22 November 2019

As at the date of this circular, the Board comprises eight members, being Mr. Chan Cheuk Hung[^] (Co-chairman), Mr. Huang Fengchao[^] (Co-chairman, Chief Executive Officer and General Manager), Mr. Feng Xin[^], Mr. Wei Xianzhong^{^^}, Ms. Yue Yuan^{^^}, Mr. Wan Kam To^{^^^}, Mr. Wan Sai Cheong, Joseph^{^^^} and Mr. Wang Peng^{^^^}.

[^] Executive Directors

^{^^} Non-executive Directors

^{^^^} Independent Non-executive Directors

NOTICE OF THE 2020 FIRST EXTRAORDINARY GENERAL MEETING

Notes:

1. All resolution at the EGM 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 (<http://www.hkexnews.hk>) and the Company (<http://www.agileliving.com.cn>) in accordance with the Listing Rules.
2. All shareholders of the Company are eligible for attending the EGM. Any shareholder of the Company entitled to attend and vote at the EGM convened by the above notice is entitled to appoint a proxy or more than one proxy to attend the EGM and to cast a vote for 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 principal place of office in the People’s Republic of China (the “**PRC**”) at 35th Floor, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC (for shareholders of Domestic Shares and Unlisted Foreign Shares) or (ii) the Company’s H Share Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (for shareholders of H Shares) not less than 24 hours before the time scheduled for the EGM. Completion and return of the proxy form will not preclude a shareholder of the Company from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.
4. Shareholders of the Company who intend to attend the EGM (in person or by proxy) shall submit the reply slip for the EGM by hand or by post to the Company’s H Share Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (for shareholders of H Shares) or the Company’s principal place of office in the PRC at 35th Floor, Agile Center, 26 Huaxia Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, PRC (for shareholders of Domestic Shares and Unlisted Foreign Shares) on or before Tuesday, 17 December 2019.
5. For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Saturday, 7 December 2019 to Tuesday, 7 January 2020, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the EGM, shareholders of H Shares 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, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on Friday, 6 December 2019 for registration. Shareholders of H Shares who are registered with Tricor Investor Services Limited on or before the aforementioned date are entitled to attend the EGM.
6. The EGM is expected to take no more than half a day. Shareholders of the Company who attend the EGM (in person or by proxy) shall bear their own travelling and accommodation expenses. Shareholders of the Company may contact the Investor Relations Department of the Company at (852) 2740 8921 (telephone number) and ir@agileliving.com.cn for any enquires in respect of the EGM.

* *for identification purposes only*