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Jiayuan Services Holdings Limited **佳源服務控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1153)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“EGM”) of Jiayuan Services Holdings Limited (the “**Company**”) will be held at Room 1403, 9 Queen’s Road Central, Hong Kong, on Monday, 17 January 2022 at 4:30 p.m. for the purposes of considering and, if thought fit, passing the following resolution, with or without amendments, as an ordinary resolution of the Company.

ORDINARY RESOLUTION

1. **“THAT**

- (a) the framework agreement (“**Chuangsheng Sales Management and Other Services Framework Agreement**”) entered into between Chuangsheng Holdings Group Co., Ltd. (“**Chuangsheng Holdings**”) and the Company in relation to the continuing connected transactions (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”)) and all the transactions contemplated thereunder as well as the proposed revised annual cap for the year ended 31 December 2021 and the proposed annual caps for the transactions contemplated under the Chuangsheng Sales Management and Other Services Framework Agreement for the three years ending 31 December 2022, 2023 and 2024, as more particularly set out in the circular of the Company dated 29 December 2021, be and are hereby approved;
- (b) the framework agreement (“**Jiayuan International Sales Management and Other Services Framework Agreement**”) entered into between Jiayuan International Group Limited (“**Jiayuan International**”) and the Company in relation to the continuing connected transactions (as defined in the Listing Rules) and all the transactions contemplated thereunder as well as the proposed revised annual cap for the year ended 31 December 2021 and the proposed annual caps for the transactions contemplated under the Jiayuan International Sales Management and Other Services Framework Agreement for the three years ending 31 December 2022, 2023 and 2024, as more particularly set out in the circular of the Company dated 29 December 2021, be and are hereby approved; and

- (c) the directors (the “**Directors**” and each a “**Director**”) be and are hereby generally and unconditionally authorised to do all such acts or things and execute and deliver all such documents, instruments and agreements which they consider necessary, desirable or expedient to give effect to the transactions contemplated under the Chuangsheng Sales Management and Other Services Framework Agreement and the Jiayuan International Sales Management and Other Services Framework Agreement, and to agree to such variation, amendments or waiver of matters relating thereto as are, in the opinion of the Directors, in the interests of the Company and in accordance with the Listing Rules (where relevant).”

By order of the Board
Jiayuan Services Holdings Limited
Zhu Hongge
Chairman

Hong Kong, 29 December 2021

As at the date of this notice, the board of Directors comprises seven Directors, of which Mr. Zhu Hongge, Mr. Bao Guojun and Mr. Pang Bo are the executive Directors, Mr. Huang Fuqing is the non-executive Director, Ms. Liang Yunxu, Mr. Wang Huimin and Mr. Wong Kwok Yin are the independent non-executive Directors.

Notes:

1. For ascertaining shareholders' right to attend and vote at the EGM, which is to be held on Monday, 17 January 2022, the register of members of the Company will be closed from Wednesday, 12 January 2022 to Monday, 17 January 2022, both days inclusive, during which period no transfers of shares of the Company will be registered. In order to qualify for attending and voting at the EGM, all transfer documents 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 Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration by no later than 4:30 p.m. on Tuesday, 11 January 2022.
2. A member entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and, on a poll, vote on his behalf and such proxy need not be a member of the Company.
3. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of the power of attorney or authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 48 hours before the time appointed for the holding of the EGM (or the adjourned meeting as the case may be).
4. Completion and delivery of the form of proxy will not preclude a member of the Company from attending and voting in person at the EGM or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. In the case of joint holders of a share, any one of such joint holders may vote at the EGM, either in person or by proxy, in respect of such shares as if he/she was solely entitled thereto; and if more than one of such joint holders are present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
6. The ordinary resolutions to be considered at the EGM will be decided by poll.