

LIFESTYLE CHINA GROUP LIMITED

利福中國集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2136)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING (OR AT ANY ADJOURNMENT THEREOF)

I/We (Note 1), _____ of _____

being the registered holder(s) of (Note 2) _____ ordinary share(s) of

HK\$0.005 each in the capital of Lifestyle China Group Limited (“Company”) hereby appoint the chairman of the meeting,

or (Note 3) _____ of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting of the Company (the “EGM”) to be held at the Event Gallery, 16/F SOGO CLUB, New Wing, East Point Centre, 555 Hennessy Road, Causeway Bay, Hong Kong on Monday, 20 March 2023 at 4:30 p.m. and at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the EGM as indicated below or if no such indication is given, as my/our proxy thinks fit and in respect of any other business that may properly come before the EGM and/or at any adjournment thereof (Note 4):

	Ordinary Resolution (Note 5)	For (Note 4)	Against (Note 4)
1.	(a) To approve, confirm and ratify the tenancy agreement dated 28 December 2022 (the “ New Shanghai Jiuguang Tenancy Agreement ”) entered into between 上海九百城市廣場有限公司 (Shanghai Joinbuy City Plaza Co. Ltd.*) as landlord and Shanghai Ongoing Department Store Limited (上海久光百貨有限公司) as tenant and the transactions contemplated thereunder; and (b) To authorise any one director of the Company to do all such further acts and things for the purposes of and in connection with the implementation and/or give full effect to any matters relating to the New Shanghai Jiuguang Tenancy Agreement and the transactions contemplated thereunder.		
	Special Resolution (Note 5)	For (Note 4)	Against (Note 4)
2.	(a) To approve the proposed amendments (the “ Proposed Amendments ”) to the existing memorandum of association and existing articles of association of the Company; (b) To approve and adopt the second amended and restated memorandum of association and articles of association of the Company (the “ Amended and Restated Memorandum and Articles of Association ”) in substitution for, and to the exclusion of, the existing memorandum of association and articles of association of the Company; and (c) To authorise any one director, secretary or registered office provider of the Company to do all such acts and things to give effect to the Proposed Amendments and the adoption of the Amended and Restated Memorandum and Articles of Association.		

Dated this _____ day of _____ 2023

Signature (Note 6): _____

Notes:

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
2. Please insert the number of share(s) registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the chairman is preferred, please strike out “the chairman of the meeting, or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, TICK THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, TICK THE RELEVANT BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the EGM and/or at any adjournment thereof other than those referred to in the notice convening the EGM.
5. The description of each resolution herein is by way of summary only. The full text of the resolution is set out in the notice of the EGM as contained in the Company’s circular dated 22 February 2023.
6. This form of proxy must be signed by you or your attorney duly authorized in writing or, if in the case of a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same. In the case of this form of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorized to sign this form on behalf of the corporation without further evidence of the fact.
7. Any member entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his holding of shares in the Company. A proxy need not be a member of the Company.
8. This form of proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned meeting at which the person named in this form proposes to vote.
9. Delivery of this form of proxy shall not preclude a member from attending and voting in person at the EGM convened and in such event, this form of proxy shall be deemed to be revoked.
10. Where there are joint holders of any share of the Company, any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be 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, and 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 relevant joint holding.

* For identification purpose only