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ROISERV 榮万家

Roiserv Lifestyle Services Co., Ltd.

榮萬家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: 2146)

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON DECEMBER 13, 2023; AND
(2) PAYMENT OF SPECIAL DIVIDEND**

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”, together with the Circular, the “**EGM Documents**”) of the extraordinary general meeting (the “**EGM**”) of Roiserv Lifestyle Services Co., Ltd. (the “**Company**”) both dated November 24, 2023. Unless the context otherwise requires, the terms used in this announcement shall have the same meaning as those defined in the EGM Documents.

The Board is pleased to announce that the EGM was convened and held on Wednesday, December 13, 2023 at RiseSun Development Mansion, 81 Xiangyun Road, Economic and Technological Development Area, Langfang, Hebei Province, the PRC.

As at the date of the EGM, the total number of Shares in issue was 376,000,000 Shares, comprising 282,000,000 Domestic Shares and 94,000,000 H Shares, which was the total number of Shares entitling holders to attend and vote on the proposed resolution at the EGM. Shareholders (including their proxies and authorised representatives) holding a total of 282,062,000 Shares and representing approximately 75.02% of the total number of issued Shares attended the EGM. The proposed resolution as set out in the Notice was voted by way of poll at the EGM.

As at the date of the EGM, (i) there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolution proposed at the EGM pursuant to Rule 13.40 of the Listing Rules; (ii) none of the Shareholders were required under the Listing Rules to abstain from voting at the EGM; and (iii) none of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on the resolution proposed at the EGM.

The EGM was legally and validly convened in accordance with the provisions of the Company Law of the People's Republic of China and the articles of association of the Company and was chaired by Mr. Geng Jianfu, the chairman of the Board.

Tricor Investor Services Limited, being the Company's H share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

POLL RESULTS OF THE EGM

The poll results in respect of the proposed resolution at the EGM were as follows:

Ordinary Resolution		Number of votes (approximate percentage)		
		For	Against	Abstain
1.	To consider, approve and authorise the Board to implement the special profit distribution plan of the Company and to declare and pay a special dividend (“ Special Dividend ”) of RMB0.20 per share of the Company (before tax) in cash.	282,062,000 (100%)	0 (0%)	0 (0%)

In respect of the above ordinary resolution, as more than one-half of the voting rights represented by the Shareholders (including their proxies and authorised representatives) attending the EGM were cast in favour of such resolution, such resolution was duly passed as ordinary resolution at the EGM.

PAYMENT OF SPECIAL DIVIDEND

The Board is pleased to announce that the proposed declaration and payment of the Special Dividend of RMB0.20 per Share (before tax) in cash was approved by the Shareholders at the EGM. Details of the payment of the Special Dividend are as follows:

The Special Dividend will be paid on or before Friday, December 29, 2023 to the Shareholders. For determining the entitlement to the Special Dividend, the register of members of the Company will be closed from Tuesday, December 19, 2023 to Wednesday, December 20, 2023, both days inclusive. In order to be qualified to receive the Special Dividend, all transfers accompanied by the relevant share certificates must be lodged with the H share registrar of the Company, namely Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration by holders of H Shares, or to the Company’s headquarters in the PRC at 81 Xiangyun Road, Economic and Technological Development Area, Langfang, Hebei Province, the PRC for registration by holders of Domestic Shares no later than 4:30 p.m. on Monday, December 18, 2023. The Company has appointed Tricor Investor Services Limited as the Hong Kong receiving agent and will pay the Special Dividend to the receiving agent on or before Friday, December 29, 2023 for payment to the H Shareholders. Cheques will be sent to H Shareholders by ordinary mail at their own risk.

The Special Dividend payable to the holders of Domestic Shares will be paid in RMB, and that to the holders of H Shares will be declared in RMB and paid in Hong Kong Dollars at an exchange rate calculated based on average central parity rate of Hong Kong Dollars against RMB published by the People’s Bank of China one calendar week prior to the proposed declaration of the Special Dividend approved by the Shareholders, i.e. the date of the EGM.

The average exchange rate of RMB against Hong Kong Dollars published by the People’s Bank of China for the one calendar week prior to December 13, 2023 (i.e. from Wednesday, December 6, 2023 to Tuesday, December 12, 2023), being the date of the EGM at which the Special Dividend is approved, is RMB1.00 to HK\$1.09780. Accordingly, the Special Dividend per Share to the holders of H Shares is HK\$0.21956 (before tax).

According to the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) which came into effect on January 1, 2008, and amended on February 24, 2017 and December 29, 2018, the Provision for Implementation of Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法實施條例》) which took effect on January 1, 2008, and the Notice on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprise to H Shareholders which are Overseas Non-resident Enterprises (Guo Shui Han [2008] No.897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), which was promulgated by the State Administration of Taxation and came into effect on November 6, 2008, etc., where a PRC domestic enterprise distributes dividends for 2008 and subsequent years for financial periods beginning from January 1, 2008 to non-resident enterprise shareholders, it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, as a PRC domestic enterprise, the Company will, after withholding 10% of such dividend as enterprise income tax, distribute the Special Dividend to non-resident enterprise shareholders whose names appear on the H shares register of members of the Company, i.e. any shareholders who hold H Shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups. After receiving dividends, the non-resident enterprises shareholders may apply to the relevant tax authorities for enjoying treatment of taxation treaties (arrangement) in person or by proxy or by the Company, and provide information to prove that it is an actual beneficiary under the requirements of such taxation treaties (arrangement). After the tax authorities have verified that there is no error, it shall refund tax difference between the amount of tax levied and the amount of tax payable calculated at the tax rate under the requirements of the relevant taxation treaties (arrangement).

Pursuant to the Notice on the Issues Regarding Levy of Individual Income Tax after the Abolishment of Guo Shui Fa [1993] No. 045 Document (Guo Shui Han [2011] No. 348)(《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)), the Company shall withhold and pay individual income tax for individual holders of H Shares. If the individual holders of H Shares are Hong Kong or Macau residents or residents of other countries or regions that have a tax rate of 10% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 10% on behalf of such Shareholders.

If the individual holders of H Shares are residents of countries or regions that have a tax rate lower than 10% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 10% on behalf of such Shareholders. If such Shareholders wish to claim refund of the amount in excess of the individual income tax payable under the relevant tax treaties, the Company may apply, on behalf of such Shareholders and according to the relevant tax treaties, for the relevant agreed preferential tax treatment, provided that the relevant Shareholders submit the relevant documents and information in a timely manner required by the Administrative Measures on Enjoying Treatment under Tax Treaties by Non-resident Taxpayers (State Administration of Taxation Announcement 2015, No. 60)(《非居民納稅人享受稅收協議待遇管理辦法》(國家稅務總局公告2015年第60號)) and the provisions of the relevant tax treaties. The Company will assist with the tax refund subject to the approval of the competent tax authorities.

If the individual holders of H Shares are residents of countries or regions that have a tax rate higher than 10% but lower than 20% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the applicable tax rates stated in such tax treaties on behalf of such Shareholders.

If the individual holders of H Shares are residents of countries or regions that have a tax rate of 20% under the tax treaties with the PRC, or that have not entered into any tax treaties with the PRC, or otherwise, the Company will withhold and pay individual income tax at the rate of 20% on behalf of such Shareholders. Shareholders are recommended to consult their tax advisors regarding the ownership and disposal of H Shares of the Company in the PRC and in Hong Kong and other tax effects.

Pursuant to the relevant requirements under the Notice on the Tax Policies related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127)(《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), for dividends and bonus received by domestic investors from investing in H shares listed on the Stock Exchange through southbound trading, the company of such H shares shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends and bonus received by domestic securities investment funds from investing in shares listed on the Stock Exchange through southbound trading, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold the income tax for dividends and bonus on behalf of domestic enterprise investors and those domestic enterprise investors shall declare and pay the relevant tax themselves.

Based on the latest management account of the Group as of November 30, 2023, except for the IPO proceeds, the Group had sufficient cash balance to pay the Special Dividend of approximately RMB75.2 million. The Company will utilise internally generated funds instead of the unutilised IPO proceeds to finance the Special Dividend. The IPO proceeds has been and will continue to be utilised in the manners as disclosed in the 2023 interim report of the Company.

GENERAL

All the Directors, namely Mr. Geng Jianfu, Ms. Liu Hongxia, Mr. Xiao Tianchi, Mr. Zhang Wenge, Mr. Jin Wenhui, Mr. Xu Shaohong Alex and Mr. Tang Yishu, attended the EGM in person or by electronic means.

By order of the Board
Roiserv Lifestyle Services Co., Ltd.
Geng Jianfu
Chairman and Executive Director

Langfang, the PRC, December 13, 2023

As at the date of this announcement, the Board comprises Mr. Geng Jianfu, Ms. Liu Hongxia and Mr. Xiao Tianchi as executive Directors; Mr. Zhang Wenge as non-executive Director; and Mr. Jin Wenhui, Mr. Xu Shaohong Alex and Mr. Tang Yishu as independent non-executive Directors.