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JS Global Lifestyle Company Limited

JS 环球生活有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1691)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Extraordinary General Meeting**”) of JS Global Lifestyle Company Limited (the “**Company**”) will be held at Main Conference Room, 1/F, Administrative Building, Joyoung Innovation Industrial Park, No. 760, Yin Hai Street, Qiantang District, Hangzhou, Zhejiang Province, China on May 28, 2021 at 10:00 a.m. or immediately after the annual general meeting of the Company, whichever is later for the purposes of considering and, if thought fit, approving the following ordinary resolutions:

ORDINARY RESOLUTIONS

1. “**THAT** the adoption of the proposed share option scheme (a copy of which has been produced to the Extraordinary General Meeting marked ‘A’ and initialled by the chairman of the Extraordinary General Meeting for the purpose of identification, the “**Subsidiary Option Scheme**”) of Joyoung Co., Ltd. (“**Joyoung**”) be and is hereby approved and that any one director of the Company (the “**Director(s)**”) be and is hereby authorised to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to the foregoing.”
2. “**THAT** subject to and conditional upon the passing of resolution 1 above, the proposed grant of share options (the “**Options**”) to Ms. Han Run under the Subsidiary Option Scheme to subscribe for 900,000 shares in the share capital of Joyoung (the “**Share(s)**”) at the exercise price of RMB21.99 per Share and on the terms and conditions set out in the circular to the shareholders of the Company dated May 12, 2021 (the “**Circular**”) be and is hereby approved and that any one Director be and is hereby authorised to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to the foregoing.”
3. “**THAT** subject to and conditional upon the passing of resolution 1 above, the grant of the Share Options to Ms. Yang Ningning under the Subsidiary Option Scheme to subscribe for 1,500,000 Shares at the exercise price of RMB21.99 per Share and on the terms and conditions set out in the Circular be and is hereby approved and that any one Director be and is hereby authorised to do all such acts and/or execute all such documents as may be necessary or expedient in order to give effect to the foregoing.”

4. “**THAT** the directors of Joyoung be and are hereby authorized to allow and issue Shares to be issued upon exercise of the Options to be granted under the Subsidiary Option Scheme, as well as to take all steps as considered necessary, expedient and appropriate to the said allotment and issuance.”

By order of the Board
JS Global Lifestyle Company Limited
Wang Xuning
Chairman

Hong Kong, May 12, 2021

Notes:

1. Any shareholder of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. A shareholder who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her to attend and vote on his/her behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited (the “**Branch Share Registrar**”) at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the Extraordinary General Meeting (i.e. before May 26, 2021 at 10:00 a.m.) or any adjournment thereof. Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the Extraordinary General Meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
4. Where there are joint holders of any share, any one of such joint holders may vote at the Extraordinary General Meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the Extraordinary General Meeting personally or by proxy, then the one of such joint holders so present whose name stands first on the register of members of the Company shall, in respect of such share, be entitled alone to vote in respect thereof.
5. The resolutions at the Extraordinary General Meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the results of the poll will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.jsgloballife.com) in accordance with the Listing Rules.
6. The register of members of the Company will be closed from May 25, 2021 to May 28, 2021 (both days inclusive), during which period no transfer of shares of the Company will be registered. In order to determine the identity of members who are entitled to attend and vote at the Extraordinary General Meeting, all share transfer documents accompanied by the relevant share certificates must be lodged with the Branch Share Registrar at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration not later than 4:30 p.m. on May 24, 2021.

For details in relation to the ordinary resolutions set out in the above notice, please refer to the circular regarding the proposed adoption of the Subsidiary Option Scheme and proposed grant of the Options despatched together with this notice.

As of the date of this notice, the board of directors of the Company comprises Mr. Wang Xuning, Ms. Han Run and Ms. Huang Shuling as executive directors, Mr. Hui Chi Kin Max, Mr. Stassi Anastas Anastassov and Mr. Mao Wei as non-executive directors and Dr. Wong Tin Yau Kelvin, Mr. Timothy Roberts Warner and Mr. Yang Xianxiang as independent non-executive directors.