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## **THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in doubt** as to any aspect of this circular or the offers referred to herein, you should consult a licensed securities dealer or registered institution in securities, a bank manager, solicitor, professional accountant, or other professional adviser.

**If you have sold or transferred** all your shares in **Xi'an Kingfar Property Services Co., Ltd.**, you should at once hand this circular with the accompanying form of proxy to the purchaser(s) or the transferee(s) or to the bank, the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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### **Xi'an Kingfar Property Services Co., Ltd.** **西安經發物業股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1354)**

- (1) 2024 REPORT OF THE BOARD**
- (2) 2024 REPORT OF THE SUPERVISORY COMMITTEE**
- (3) 2024 AUDITED CONSOLIDATED FINANCIAL STATEMENTS**
- (4) 2024 ANNUAL REPORT**
- (5) ANNUAL BUDGET REPORT FOR 2025**
- (6) REMUNERATION DISBURSEMENT FOR 2024 AND  
REMUNERATION OF THE DIRECTORS, SUPERVISORS AND  
SENIOR MANAGEMENT FOR 2025**
- (7) MANAGEMENT MEASURES FOR PROPOSALS OF  
THE BOARD OF DIRECTORS**
- (8) RE-APPOINTMENT OF AUDITORS FOR 2025**
- (9) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
AND**
- (10) NOTICE OF THE 2024 ANNUAL GENERAL MEETING**

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A notice convening the AGM of Xi'an Kingfar Property Services Co., Ltd. to be held on Wednesday, 18 June 2025 at 10:00 a.m. at Room 10701, Unit 1, Building 3, Xi'an Financial Innovation Center, No. 51 Fengcheng Second Road, Economic and Technological Development Zone, Xi'an, Shaanxi, PRC is set out on pages 22 to 24 to this circular, respectively. The form of proxy for use at the AGM are also enclosed herein. Such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.xajfwy.com](http://www.xajfwy.com)).

Shareholders who intend to appoint a proxy to attend the AGM shall complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time fixed for holding the AGM or any adjourned meeting thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjourned meeting thereof if they so wish, and in such event, the relevant form of proxy shall be deemed to be revoked.

27 May 2025

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## DEFINITIONS

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

“2024 Annual Report”	the annual report of the Company for the year ended 31 December 2024, which has been published on the website of the Stock Exchange ( <a href="http://www.hkexnews.hk">www.hkexnews.hk</a> ) and the website of the Company ( <a href="http://www.xajfwy.com">www.xajfwy.com</a> )
“2024 Audited Consolidated Financial Statements”	the audited consolidated financial statements of the Group for the year ended 31 December 2024, which are set out in the 2024 Annual Report
“2024 Report of the Board”	the report of the Board for the year ended 31 December 2024, which is set out in the 2024 Annual Report
“2024 Report of the Supervisory Committee”	the report of the Supervisory Committee for the year ended 31 December 2024, which is set out in the 2024 Annual Report
“AGM” or “Annual General Meeting”	the annual general meeting of the Company to be held on Wednesday, 18 June 2025 at 10:00 a.m. at Room 10701, Unit 1, Building 3, Xi’an Financial Innovation Center, No. 51 Fengcheng Second Road, Economic and Technological Development Zone, Xi’an, Shaanxi, PRC to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 22 to 24 of this circular, or any adjournment thereof
“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	board of Directors
“China” or the “PRC”	the People’s Republic of China, but for the purpose of this circular and for geographical reference only and except where the context otherwise requires, references in this circular to “China” and the “PRC” do not include Hong Kong, the Macau Special Administrative Region and Taiwan of the PRC
“Company”	Xi’an Kingfar Property Services Co., Ltd., a joint stock company incorporated in the People’s Republic of China with limited liability and the H Shares of which are listed on the Main Board of the Stock Exchange

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## DEFINITIONS

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“Director(s)”	director(s) of the Company
“Domestic Share(s)”	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 Renminbi
“Domestic Shareholder(s)”	the holder(s) of Domestic Share(s)
“Group”	the Company and its subsidiaries
“H Share(s)”	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 Main Board of the Stock Exchange
“H Shareholder(s)”	the holder(s) of H Share(s)
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Latest Practicable Date”	26 May 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“RMB” or “Renminbi”	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 and H Shares
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company
“%”	per cent

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## DEFINITIONS

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*In this circular, terms such as “subsidiary(ies)” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.*

*The English names of Chinese entities included in this circular are unofficial translations of their Chinese names and are included for identification purposes only.*

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## LETTER FROM THE BOARD

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### **Xi'an Kingfar Property Services Co., Ltd.** **西安經發物業股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1354)**

*Executive Directors:*

Mr. Wu Suozheng (*Chairman*)  
Mr. Sun Qi  
Mr. Cheng Hongrang

*Non-executive Directors:*

Mr. Zhao Junping  
Mr. Yang Gang  
Ms. Li Lingxiao

*Independent Non-executive Directors:*

Mr. Lam Siu Wing  
Dr. Jiang Li  
Mr. Cao Yang

*Headquarters and Registered Office  
in the PRC:*

Room 10701, Unit 1, Building 3  
Xi'an Financial Innovation Center  
No. 51 Fengcheng Second Road  
Economic and Technological  
Development Zone  
Xi'an, Shaanxi  
PRC

*Principal Place of Business  
in Hong Kong:*

31/F, Tower Two  
Times Square  
1 Matheson Street  
Causeway Bay  
Hong Kong

27 May 2025

*To the Shareholders,*

Dear Sir or Madam,

- (1) 2024 REPORT OF THE BOARD**
- (2) 2024 REPORT OF THE SUPERVISORY COMMITTEE**
- (3) 2024 AUDITED CONSOLIDATED FINANCIAL STATEMENTS**
- (4) 2024 ANNUAL REPORT**
- (5) ANNUAL BUDGET REPORT FOR 2025**
- (6) REMUNERATION DISBURSEMENT FOR 2024 AND  
REMUNERATION OF THE DIRECTORS, SUPERVISORS AND  
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- (8) RE-APPOINTMENT OF AUDITORS FOR 2025**
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AND**
- (10) NOTICE OF THE 2024 ANNUAL GENERAL MEETING**

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## LETTER FROM THE BOARD

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### 1. INTRODUCTION

The purpose of this circular is to provide you with the notice of the AGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the above meeting.

At the AGM, ordinary resolutions will be proposed as follows:

- (1) to consider and approve the 2024 Report of the Board;
- (2) to consider and approve the 2024 Report of the Supervisory Committee;
- (3) to consider and approve the 2024 Audited Consolidated Financial Statements;
- (4) to consider and approve the 2024 Annual Report;
- (5) to consider and approve the Annual Budget Report for 2025;
- (6) to consider and review the remuneration disbursement for the 2024 and approve the remuneration of the Directors, Supervisors and senior management for 2025;
- (7) to consider and adopt the Management Measures for Proposals of the Board of Directors as set out in the Appendix I to this circular; and
- (8) to consider and approve the re-appointment of Xigema Certified Public Accountants Firm (Special General Partnership) and KPMG as the domestic auditor and overseas auditor of the Company for 2025, respectively, and to approve to authorise the Board to determine their remunerations and enter into the relevant agreements.

At the AGM, a special resolution will be proposed as follows:

- (9) to consider and approve the proposed amendments to the Articles of Association as set out in the Appendix II to this circular.

In order to enable you to have a better understanding of the resolutions to be proposed at the AGM and to make an informed decision in the circumstances where sufficient and necessary information are available, we have provided detailed information in this circular to the Shareholders.

### 2. MATTERS TO BE CONSIDERED AT THE AGM

#### 2.1 To consider and approve the 2024 Report of the Board

The text of the 2024 Report of the Board is set out in the section headed “Report of the Board” in the 2024 Annual Report.

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## LETTER FROM THE BOARD

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The 2024 Report of the Board was considered and approved by the Board on 26 March 2025 and is hereby proposed at the AGM for consideration and approval.

### **2.2 To consider and approve the 2024 Report of the Supervisory Committee**

The text of the 2024 Report of the Supervisory Committee is set out in the section headed “Report of the Supervisory Committee” in the 2024 Annual Report.

The 2024 Report of the Supervisory Committee was considered and approved by the Supervisory Committee on 26 March 2025 and is hereby proposed at the AGM for consideration and approval.

### **2.3 To consider and approve the 2024 Audited Consolidated Financial Statements**

The 2024 Audited Consolidated Financial Statements are set out in the 2024 Annual Report.

The 2024 Audited Consolidated Financial Statements were considered and approved by the Board on 26 March 2025 and are hereby proposed at the AGM for consideration and approval.

### **2.4 To consider and approve the 2024 Annual Report**

The 2024 Annual Report was considered and approved by the Board on 26 March 2025 and is hereby proposed at the AGM for consideration and approval.

### **2.5 To consider and approve the Annual Budget Report for 2025**

The Annual Budget Report for 2025 was considered and approved by the Board on 26 March 2025 and is hereby proposed at the AGM for consideration and approval.

The Group plans to allocate capital expenditure in 2025 primarily to support business development and to ensure sufficient resource investment aimed at achieving revenue growth of at least 10.0%. These efforts are intended to continuously enhance the Group’s core competitiveness and operational efficiency.

### **2.6 To consider and review the remuneration disbursement for the 2024 and approve the remuneration of the Directors, Supervisors and senior management for 2025**

The disbursement of remuneration of the Directors, Supervisors and senior management for 2024 is set out in the 2024 Annual Report.

The disbursement of remuneration of the Directors, Supervisors and senior management for 2024 was considered and reviewed by the Board on 26 March 2025 and is hereby proposed at the AGM for consideration and approval.



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## LETTER FROM THE BOARD

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The remuneration of the Directors, Supervisors and senior management for 2025 was considered and reviewed by the Board and approved by the Supervisory Committee on 26 March 2025 and is hereby proposed at the AGM for consideration and approval.

In accordance with the relevant provisions of the PRC Company Law, the Articles of Associations and other regulations, and taking into account of the current economic environment, the actual situation of the Company and the remuneration level of the directors, supervisors and members of senior management in the same industry and other comparable companies, the Remuneration Committee, the Board and the Supervisory Committee have formulated the remuneration proposal of Directors, Supervisors and Senior Management for the year ending 31 December 2025. Details of the remuneration proposal are set out as follows:

***(a) Directors***

In view of the fact that the executive Directors concurrently hold different positions within the Company, remuneration of each of the executive Directors shall be determined based on their positions.

The remuneration before tax paid to each of the independent non-executive Directors' for the year ending 31 December 2025 shall be RMB200,000.

The non-executive Directors shall not be entitled to any remuneration from the Company.

***(b) Supervisors***

For employee Supervisors holding concurrent positions in the Company, their remuneration shall be determined in accordance with the Kingfar Senior Management Compensation Adjustment Scheme, based on their actual job responsibilities, without additional supervisor allowances. For other Supervisors, their remuneration shall be determined by their respective employing companies for roles other than their supervisory positions.

For departing Supervisors, in cases of retirement, resignation during the tenure, or other reasons for departure, remuneration shall be calculated and disbursed based on the actual served tenure.

***(c) Senior Management***

The remuneration of each of the members of senior management shall be determined based on a number of factors, including but not limited to, the positions and work performance of the relevant member, the Company's operating performance and the Company's remuneration management policy.

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## LETTER FROM THE BOARD

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### **2.7 To consider and adopt the Management Measures for Proposals of the Board of Directors as set out in the Appendix I to this circular**

The text of the Management Measures for Proposals of the Board of Directors is set out in the Appendix I to this circular.

The Management Measures for Proposals of the Board of Directors was considered and approved by the Board on 26 March 2025 and is hereby proposed at the AGM for consideration and approval.

### **2.8 To consider and approve the re-appointment of auditors for 2025**

In accordance with the relevant provisions of the Articles of Association and the audit requirements of the Company, the Company proposes to re-appoint Xigema Certified Public Accountants (Special General Partnership) and KPMG as the Company's domestic auditor and overseas auditor for 2025, respectively.

The terms of office of Xigema Certified Public Accountants (Special General Partnership) and KPMG will expire at the conclusion of the forthcoming AGM. To ensure continuity of audit services, the Board proposes their re-appointment as the Company's domestic and overseas auditors for 2025 until the conclusion of the next AGM.

Such resolution was considered and approved by the Board on 21 May 2025 and is hereby proposed at the AGM for consideration and approval (including authorizing the Board to determine their remunerations and entering into the relevant agreements).

### **2.9 To consider and approve the proposed amendments to the Articles of Association as set out in the Appendix II to this circular**

The Board has proposed to amend certain articles of the Articles of Association (the "**Proposed Amendments**") to adjust the provisions in respect of, among others, the business scope of the Company.

Details of the Proposed Amendments are set out in the Appendix II to this circular. Save as disclosed in the Appendix II to this circular, the contents of the other articles of the Articles of Association remain unchanged.

The Proposed Amendments have been approved by the Board on 21 May 2025, and are subject to the passing of a special resolution by the Shareholders at the AGM and will become effective upon the approval at the AGM.

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## LETTER FROM THE BOARD

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The Company has received a written confirmation from its Hong Kong legal advisers, confirming that the Proposed Amendments conform with the requirements of the Listing Rules. The Company has also received a written confirmation from its PRC legal advisers, confirming that the Proposed Amendments conform with the laws of the PRC. The Company confirms that there is nothing unusual about the Proposed Amendments for a company listed in Hong Kong.

### **3. AGM, PROXY ARRANGEMENT AND CLOSURE OF REGISTER OF MEMBERS**

The proxy form of the AGM is enclosed herewith.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon by personal delivery or by post not less than 24 hours before the time fixed for holding the AGM or any adjourned meeting thereof. H Shareholders are required to return the proxy form to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong and the Domestic Shareholders are required to return the proxy form to the Company's principal place of business in the PRC at Room 10701, Unit 1, Building 3, Xi'an Financial Innovation Center, No. 51 Fengcheng Second Road, Economic and Technological Development Zone, Xi'an, Shaanxi, PRC. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or at any adjourned meeting should you so wish, and in such event the form of proxy shall be deemed to be revoked.

For the purpose of determining the Shareholders' eligibility to attend and vote at the AGM (and any adjourned meeting thereof), the register of members of the Company will be closed from Friday, 13 June 2025 to Wednesday, 18 June 2025, both days inclusive, during which period no transfer of Shares will be registered. In order for the H Shareholders to qualify for attending and voting at the AGM, all properly completed share transfer forms together with the relevant H Share certificates shall be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 12 June 2025. Shareholders whose names appear on the register of members of the Company on Wednesday, 18 June 2025 are entitled to attend and vote at the AGM.

### **4. VOTING BY POLL**

In accordance with Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the AGM must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company shall publish the poll results announcement in the manner prescribed under Rule 13.39(5) of the Listing Rules.

None of the Shareholders are required to abstain from voting on the proposed resolutions at the AGM.

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## LETTER FROM THE BOARD

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### 5. RECOMMENDATION

The Board (including independent non-executive Directors) considers that the resolutions proposed at the AGM are fair and reasonable and in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of the proposed resolution at the AGM.

### 6. FUTURE INFORMATION

Your attention is drawn to other parts of this circular, which contain further information on the Group and other information required to be disclosed under the Listing Rules.

By order of the Board  
**Xi'an Kingfar Property Services Co., Ltd.**  
**Mr. Wu Suozheng**  
*Chairman of the Board and Executive Director*

**Xi'an Kingfar Property Services Co., Ltd.**  
**Management Measures for Proposals of the Board of Directors**

**Chapter 1: General Provisions**

**Article 1** In order to further standardise the management of proposals submitted to the board of directors of Xi'an Kingfar Property Services Co., Ltd. (hereinafter referred to as the "Company"), improve the internal control mechanism, enhance the efficiency of the board of directors, strengthen the scientific nature of decision-making, and ensure the timely, accurate, and complete fulfilment of disclosure obligations, these measures are formulated in accordance with the *Company Law*, *Articles of Association*, *Rules of Procedure for the Board of Directors*, *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited*, *Guidelines on Disclosure of Inside Information*, and other relevant regulations, in combination with the actual situation of the Company.

**Article 2** The proposals referred to in these measures apply to all reports and materials submitted or proposed to the board of directors in the name of proposals for deliberation and decision-making.

**Chapter 2: Responsibilities and Authorities**

**Article 3** The following entities are eligible to submit board proposals:

- (1) Shareholders holding more than 10% of the voting rights;
- (2) The Chairman;
- (3) Members of the board of directors;
- (4) The Supervisory Committee;
- (5) The General Manager or other senior management personnel authorised by the General Manager (management team);
- (6) Other circumstances stipulated in the *Articles of Association*.

**Article 4** Shareholders holding more than 10% of the voting rights, the Supervisory Committee, and members of the board of directors (including non-executive directors and independent non-executive directors) acting as proposers must draft board proposals in accordance with Chapter 3 of these measures. Proposers are responsible for submitting signed/sealed written proposals and their supporting documents to the board of directors.

**Article 5** Proposals by the Chairman and General Manager shall be drafted, submitted, and implemented with the assistance of the relevant functional departments of the Company. These departments are responsible for ensuring the authenticity, accuracy, and completeness of the content of the proposals.

**Article 6** The Board Office is the centralised management department for proposals, responsible for providing business guidance, consolidating and reporting proposals, reviewing the compliance of proposals in accordance with these measures, and handling information disclosure.

**Article 7** The Board Office shall collect proposals and proposal approval forms, conduct a preliminary review via the Board Secretary, and submit them to the Chairman for convening the board meeting.

**Article 8** These measures apply to the Company's headquarters. Subsidiaries may refer to these measures for implementation.

### **Chapter 3: Content and Elements of Proposals**

**Article 9** Board proposals generally consist of two parts: the main text of the proposal and its attachments. The main text is mandatory, while the attachments supplement the main text and may include explanatory materials, tables, and third-party documents.

**Article 10** The content of proposals submitted to the board should be goal-oriented, well-argued, complete in materials, and compliant with procedures. Proposals should generally include, but are not limited to, the following elements:

- (1) the *Board Proposal Submission Form* (refer to Attachment 1 for format guidelines);
- (2) the *Board Proposal Approval Form* (Attachment 2);
- (3) an introduction to the proposal, including the background of the matter, opinions from the General Manager's meeting, pre-research opinions from the Party Committee, and a clear statement of the matters requiring board resolution;
- (4) supporting documents, including agreements, feasibility study reports, audit reports, valuation reports, etc.;
- (5) for matters involving personnel management, remuneration management, financial audit, funding, or other matters requiring review by specialised committees of the board, prior approval from the relevant specialised committee must be obtained;

- (6) the matters of the proposal must fall within the authority of the board as stipulated in the Articles of Association and the Rules of Procedure for the Board of Directors.

**Article 11** Main types of proposals:

- (1) Reports (e.g. annual General Manager's work report, board work report, audit work report);
- (2) Plans (e.g. investment plans, business plans, strategic planning);
- (3) Equity investments (e.g. mergers, acquisitions, equity investment projects, and disposal of equity, major assets, or debts);
- (4) Annual financial budgets and final accounts, profit distribution, and loss compensation;
- (5) Guarantees, financing, and external borrowing;
- (6) Organisational structure adjustments, establishment or cancellation of branches;
- (7) Company merger, division, dissolution, liquidation, change of company form, and relevant subsidiary matters;
- (8) Core management system adjustments;
- (9) Amendments to the Articles of Association;
- (10) Management of senior executives, remuneration management, and employee income distribution.

**Chapter 4: Procedures and Management**

**Article 12** Proposals to be submitted to the board must undergo preliminary review procedures and be approved by the Party Committee and the General Manager's meeting.

**Article 13** If proposals are found to be improperly drafted, incomplete, or lacking internal approvals, the Board Office shall require the proposer to make adjustments or provide additional materials.

**Article 14** If modifications are required after proposal approval, the proposer must resubmit the approval process unless otherwise authorised in writing by the responsible management.

**Article 15** Proposers should submit proposal materials to the Board Office at least 20 days before a regular board meeting (7 days for extraordinary meetings). For matters requiring disclosure to the HKEX, materials must be submitted at least 20 days in advance, except in urgent cases where adjustments may be proposed.

**Article 16** After reviewing submitted proposals, the Board Office will prepare a *Board File Submission Form* (Attachment 3), and the Board Secretary will provide recommendations for the Chairman's approval. Meeting notices and materials must be sent to directors within the prescribed timeframe.

**Article 17** Any changes, additions, or cancellations to proposals after meeting notices are issued must comply with relevant laws, the *Articles of Association*, and the *Rules of Procedure for the Board of Directors*.

**Article 18** If more than half of the attending directors believe a proposal lacks clarity, specificity, or adequate supporting materials, the presiding chair may postpone voting on the matter.

### **Chapter 5: Information Disclosure and Insider Information Management**

**Article 21** After proposals are approved, information disclosure shall be conducted promptly in accordance with the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* and the Company's *Guidelines on Disclosure of Inside Information*.

**Article 22** Information related to proposals, voting results, resolutions, and meeting minutes that could significantly impact the Company's share price or have not been publicly disclosed is considered insider information. Insiders must maintain confidentiality and must not use insider information for trading or advising others.

### **Chapter 6: Performance Evaluation**

**Article 23** The Board Office may recommend performance evaluations in the following cases:

- (1) failure to submit proposals that should be reviewed by the board;
- (2) failure to implement approved proposals in a timely manner;
- (3) non-compliance with proposal content or procedural requirements, causing delays;
- (4) failure to submit proposals within the prescribed timeframe;
- (5) other cases seriously affecting proposal management.



**Chapter 7: Supplementary Provisions**

**Article 24** These measures shall be drafted and revised by the Board Office.

**Article 25** These measures shall take effect upon approval by the board of directors.

**Attachments:**

1. *Board Proposal Submission (Template)*
2. *Board Proposal Approval Form*
3. *Board Document Submission Form*

**Attachment 1**

**Xi'an Kingfar Property Services Co., Ltd.**

**Proposal for the \_\_\_\_\_ Meeting of the \_\_\_\_\_ Session of the Board of Directors**

**Subject: \_\_\_\_\_**

**I. Background of the Proposal**

(Background or relevant information regarding the matter)

**II. Content of the Proposal**

(Details of the formal content of the proposal)

**III. Matters for Review and Approval**

The above proposal was pre-reviewed and approved by the Party Committee on \_\_\_\_\_ or reviewed and approved by the General Manager's Office Meeting on \_\_\_\_\_. It is hereby submitted to the board of directors for deliberation regarding \_\_\_\_\_. Specifically, it is proposed to approve (insert the content of the proposal along with clear statements requiring board approval, consent, or resolution).

(If the content of the proposal has been reviewed and approved by the Party Committee or the General Manager's Office Meeting, the above explanation must be included.)

Proposer/Department: \_\_\_\_\_

Date: \_\_\_\_\_

*Notes:*

- (1) The format must comply with the relevant requirements of the Company's Norms for Official Document Handling.
- (2) The list of attachments in the main text must specify the full names of all the attachments.
- (3) All proposal materials must be submitted in electronic format.

## Attachment 2

## Board Proposal Approval Form

<b>Application Date</b>		<b>Applicant</b>	
<b>Proposer/Department</b>			
<b>Subject for Deliberation</b> (Name and Summary)			
<b>Pre-review Procedures</b>	<input type="checkbox"/> Party Committee <input type="checkbox"/> General Manager's Office <input type="checkbox"/> Other Review Procedures		
<b>Department Manager's Review</b>			
<b>Opinions from Related Departments</b>			
<b>Opinions of Responsible Leadership</b>			
<b>Board Secretary's Opinion</b>			
<b>General Manager's Opinion</b>			
<b>Chairman's Opinion</b>			
<b>Board Office Handling Status</b>	The relevant content has been included in the agenda of the _____ Meeting of the _____ Session of the Board of Directors.		

*Note:* All materials related to the proposal must be attached as appendices.

**Attachment 3****Board Document Submission Form**

<b>Session of the Board Meeting</b>	
<b>Proposed Meeting Date</b>	
<b>Meeting Format</b>	<input type="checkbox"/> Onsite Meeting <input type="checkbox"/> Online Video Conference <input type="checkbox"/> Written/Communication Meeting
<b>Participants</b>	
<b>Matters for Review</b> (Proposal Names)	1.
	2.
	3.
	4.
<b>Board Office Review</b>	
<b>Board Secretary's Proposed Actions</b>	
<b>General Manager's Review</b>	
<b>Chairman's Approval</b>	

*Note:* Proposals and related approval materials must be attached.

*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):*

**Existing Provisions**

**Article 13** As registered according to the laws, the Company's business scope is: general items: production, sales, processing, transportation and storage of agricultural products and other related services; construction of landscaping projects; sales of food (pre-packaged food only); sales of general merchandise; sales of household appliances; domestic trade agency; sales of health food (pre-packaged); sales of household supplies; retail of edible agricultural products; sales of knitwear and textile; retail of cosmetics; sales of gifts and flowers; sales of maternal and infant supplies; retail of stationery supplies; retail of automobile spare parts; retail of hardware products; sales of furniture; sales of building decoration materials; used car brokerage; sales of automotive decorative supplies; sales of electronic products; sales of audio equipment; sales of sanitary wares; sales of special ceramic products; import and export of goods; parking lot services; software development; information system integration services; data processing and storage support services; property management; real estate appraisal; real estate brokerage; real estate consulting; non-residential real estate leasing; machinery and equipment leasing; minibus leasing operation services; construction machinery and equipment leasing; computer and communication equipment leasing; transportation equipment leasing services; office equipment leasing services; cultural supplies and equipment leasing; warehousing equipment leasing services; charging control equipment leasing; information consulting services (excluding licensed information consulting services); health consulting services (excluding diagnosis and treatment services); advertising design and agency; advertisement release; human resources services (excluding occupational intermediary activities and labor dispatch services); conference and exhibition services; commercial agency services; advertisement production; labor services

**Amended Provisions**

**Article 13** As registered according to the laws, the Company's business scope is: general items: production, sales, processing, transportation and storage of agricultural products and other related services; construction of landscaping projects; sales of food (pre-packaged food only); sales of general merchandise; sales of household appliances; sales of charging piles; domestic trade agency; sales of health food (pre-packaged); sales of household supplies; centralised fast charging stations; retail of edible agricultural products; sales of knitwear and textile; retail of cosmetics; sales of gifts and flowers; sales of maternal and infant supplies; retail of stationery supplies; retail of automobile spare parts; sales of motor vehicle charging; retail of hardware products; sales of furniture; sales of building decoration materials; used car brokerage; sales of automotive decorative supplies; sales of power distribution switch control equipment; sales of electronic products; sales of audio equipment; sales of sanitary wares; sales of special ceramic products; import and export of goods; parking lot services; software development; information system integration services; data processing and storage support services; property management; real estate appraisal; real estate brokerage; real estate consulting; non-residential real estate leasing; machinery and equipment leasing; minibus leasing operation services; construction machinery and equipment leasing; computer and communication equipment leasing; transportation equipment leasing services; office equipment leasing services; cultural supplies and equipment leasing; warehousing equipment leasing services; charging control equipment leasing; information consulting services (excluding licensed information consulting services); health consulting services (excluding diagnosis and treatment services); advertising design and agency; advertisement release; human resources services (excluding occupational intermediary activities and labor

## Existing Provisions

(excluding labor dispatch); planning and design management; real estate registration agency services; household services; washing and dyeing services; etiquette services; chauffeur services; residential water and electricity installation and maintenance services; household appliances installation services; electrical appliances repair; professional cleaning, washing and disinfection services; business training (excluding education training, vocational skill training and other trainings that require permits); nursing institution services (excluding medical services); rehabilitation assistant device adaptation services; maternal and infant life care (excluding medical services); elderly care services (community elderly care services); operation of electric vehicle charging infrastructure; centralised fast charging stations; sales of motor vehicle charging; sales of charging piles; sales of power distribution switch control equipment. (Except for items that are subject to approval according to the laws, business activities shall be conducted independently by laws by virtue of the business license)

Licensed items: food production; special equipment installation, renovation and repair; building construction works; interior decoration and fitment of residence; sales of food; liquor operation; road passenger transportation operation; catering services; occupational intermediary activities; labor dispatch services; tourism business; power supply business. (For items that are subject to approval according to the laws, operating activities shall only be conducted upon approval from relevant authorities, and specific items shall be subject to the results of approval) (subject to the approval of the registration authority)

The business scope in the preceding paragraph is subject to the record of the Company maintained by the registration authority.

## Amended Provisions

dispatch services); conference and exhibition services; commercial agency services; advertisement production; labor services (excluding labor dispatch); operation of electric vehicle charging infrastructure; planning and design management; real estate registration agency services; household services; washing and dyeing services; etiquette services; chauffeur services; residential water and electricity installation and maintenance services; household appliances installation services; electrical appliances repair; professional cleaning, washing and disinfection services; business training (excluding education training, vocational skill training and other trainings that require permits); nursing institution services (excluding medical services); elderly care services (limited to branches only); rehabilitation assistant device adaptation services; maternal and infant life care (excluding medical services); ~~elderly care services (community elderly care services)~~; ~~operation of electric vehicle charging infrastructure~~; ~~centralised fast charging stations~~; ~~sales of motor vehicle charging~~; ~~sales of charging piles~~; ~~sales of power distribution switch control equipment~~; food delivery services; catering management; fresh fruit wholesale; fresh fruit retail; edible agricultural products wholesale; fresh vegetable retail; fresh vegetable wholesale; fresh meat wholesale; fresh meat retail; online food sales (pre-packaged food only); aquatic products retail; aquatic products wholesale; low-temperature storage (excluding hazardous chemicals and other items requiring special permits); general goods warehousing services (excluding hazardous chemicals and other items requiring special permits); food import and export. (Except for items that are subject to approval according to the laws, business activities shall be conducted independently by laws by virtue of the business license)

**Existing Provisions****Amended Provisions**

Licensed items: food production; special equipment installation, renovation and repair; **power supply business**; building construction works; interior decoration and fitment of residence; sales of food; liquor operation; road passenger transportation operation; catering services; occupational intermediary activities; labor dispatch services; tourism business; ~~**power supply business urban distribution and transportation services (excluding hazardous goods)**~~; **online food sales**. (For items that are subject to approval according to the laws, operating activities shall only be conducted upon approval from relevant authorities, and specific items shall be subject to the results of approval) ~~(subject to the approval of the registration authority)~~

The business scope in the preceding paragraph is subject to the record of the Company maintained by the registration authority.

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## NOTICE OF THE 2024 ANNUAL GENERAL MEETING

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### Xi'an Kingfar Property Services Co., Ltd. 西安經發物業股份有限公司

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 1354)

## NOTICE OF THE 2024 ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 2024 annual general meeting (the “**AGM**”) of Xi'an Kingfar Property Services Co., Ltd. (the “**Company**”) will be held on Wednesday, 18 June 2025 at 10:00 a.m. at Room 10701, Unit 1, Building 3, Xi'an Financial Innovation Center, No. 51 Fengcheng Second Road, Economic and Technological Development Zone, Xi'an, Shaanxi, PRC for the purposes of considering and, if thought fit, approving the following resolutions. In this notice, unless the context otherwise requires, terms used herein shall have the same meanings as defined in the Company's circular dated 27 May 2025 (the “**Circular**”).

### ORDINARY RESOLUTIONS

1. To consider and approve the 2024 Report of the Board;
2. To consider and approve the 2024 Report of the Supervisory Committee;
3. To consider and approve the 2024 Audited Consolidated Financial Statements;
4. To consider and approve the 2024 Annual Report;
5. To consider and approve the Annual Budget Report for 2025;
6. To consider and review the remuneration disbursement for the 2024 and approve the remuneration of the Directors, Supervisors and senior management for 2025;
7. To consider and adopt the Management Measures for Proposals of the Board of Directors as set out in the Appendix I to the circular of the Company dated 27 May 2025; and
8. To consider and approve the re-appointment of Xigema Certified Public Accountants (Special General Partnership) and KPMG as the domestic auditor and overseas auditor of the Company for 2025, respectively, and to approve to authorise the Board to determine their remunerations and enter into the relevant agreements.



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## NOTICE OF THE 2024 ANNUAL GENERAL MEETING

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### SPECIAL RESOLUTION

9. To consider and approve the resolution on the proposed amendments to the Articles of Association as set out in the Appendix II to the circular of the Company dated 27 May 2025.

By order of the Board  
**Xi'an Kingfar Property Services Co., Ltd.**  
**Mr. Wu Suozheng**  
*Chairman of the Board and Executive Director*

Hong Kong, 27 May 2025

*As at the date of this notice, the Board comprises: (i) Mr. Wu Suozheng, Mr. Sun Qi and Mr. Cheng Hongrang as executive Directors; (ii) Mr. Zhao Junping, Mr. Yang Gang and Ms. Li Lingxiao as non-executive Directors; and (iii) Mr. Lam Siu Wing, Dr. Jiang Li and Mr. Cao Yang as independent non-executive Directors.*

*Notes:*

1. All resolutions at the AGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Company at [www.xajfwy.com](http://www.xajfwy.com) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) after the AGM.
2. Any Shareholder entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy needs 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 presents 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 instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for Shareholders of H Shares), at least 24 hours before the AGM (i.e. before 10:00 a.m. on 17 June 2025) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting at the AGM or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the Shareholders' eligibility to attend and vote at the AGM (and any adjourned meeting thereof), the Company's H share registrar will be closed from Friday, 13 June 2025 to Wednesday, 18 June 2025, both days inclusive, during which period no transfer of H Shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of the H Shares shall ensure all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Thursday, 12 June 2025 for registration. Shareholders whose names appear on the register of members of the Company on Wednesday, 18 June 2025 are entitled to attend and vote at the AGM.
5. The necessary expenses required for the general meetings convened by the Shareholders shall be borne by the Company.

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## NOTICE OF THE 2024 ANNUAL GENERAL MEETING

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6. Individual Shareholders attending a shareholders' general meeting in person shall produce their identity cards or other valid proof or certificate of their identities; in the case of attendance by proxies, the proxies shall produce valid proof of their identities and the power of attorneys from Shareholders.

7. Contact information of the meeting:

The Office of the Board of Xi'an Kingfar Property Services Co., Ltd.

Address: Room 10701, Unit 1, Building 3, Xi'an Financial Innovation Center, No. 51 Fengcheng Second Road,  
Economic and Technological Development Zone, Xi'an, Shaanxi, PRC

Postal code: 710016

Phone: 029-86689912

Email: JF-IPO@xajfwy.cn

8. Further details of the resolution are set out in the circular of the Company dated 27 May 2025. Unless otherwise indicated, capitalized terms used in this notice shall have the same meanings as those defined in the circular.
9. References to dates and time in this notice are to Hong Kong dates and time.