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Colour Life Services Group Co., Limited

彩生活服務集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1778)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of Colour Life Services Group Co., Limited (the “Company”) will be held at 12th Floor, Colour Life Building, Meilong Road, Liuxian Avenue, Long Hua District, Shenzhen, PRC on Thursday, 4 June 2015 at 10:00 a.m. for the purposes of considering and, if thought fit, passing, with or without modifications, the following resolution:

ORDINARY RESOLUTION

“THAT:

- (1) the transactions contemplated under the conditional equity transfer agreement (the “Agreement”, a copy of which has been produced to the meeting marked “A” and signed by the Chairman of the meeting for the purpose of identification) dated 12 February 2015 entered into among all shareholders of 深圳市開元國際物業管理有限公司 (Shenzhen Kaiyuan International Property Management Co., Ltd.*, the “Target Company”), as vendors (“Vendors”), and Shenzhen Colour Life Services Group Company Limited (深圳市彩生活服務集團有限公司), an indirect wholly owned subsidiary of the Company, as purchaser (“Purchaser”), in relation to, among other things, the sale by the Vendors and the purchase by the Purchaser of the entire equity interests of the Target Company at a consideration of RMB330 million (subject to adjustments pursuant to the Agreement), further details of which are set out in the circular of the Company dated 16 May 2015, be and are hereby approved, confirmed and ratified; and
- (2) any one and all directors of the Company be and are hereby authorized to exercise all the powers of the Company and take all steps as might in their opinion be desirable, necessary or expedient to give effect to or in connection with the Agreement including without limitation to:
 - (a) the execution, amendment, supplement, delivery, submission and/or implementation of any further documents or agreements in relation to the Agreement; and

(b) the taking of all necessary actions to implement the transactions contemplated under the Agreement.”

By Order of the Board
Colour Life Services Group Co., Limited
TANG Xuebin
Executive Director and Chief Executive Officer

Hong Kong, 16 May 2015

Notes:

1. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company.
2. A form of proxy for the extraordinary general meeting is enclosed. In order to be valid, a form of proxy, together with the power of attorney or other authority (if any), under which the form is signed must be deposited at the Company’s branch registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the meeting.
3. Completion and return of the form of proxy will not preclude shareholders of the Company from attending and voting in person at the meeting or any adjourned meeting or upon the poll concerned if the shareholders of the Company so wish. In such event, the instrument appointing the proxy shall be deemed to be revoked.
4. Where there are joint holders of any share any one of such joint holders 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 any meeting the vote of the senior holder 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 joint holding.
5. A member of the Company entitled to more than one vote needs not, if he votes on a poll, use all his votes or cast all the votes he uses in the same way.
6. The resolution is to be voted by way of poll.
7. For the purpose of determining shareholders who are entitled to attend and vote at the forthcoming extraordinary general meeting to be held on 4 June 2015, the register of members of the Company will be closed on Wednesday, 3 June 2015 to Thursday, 4 June 2015, both days inclusive. In order to qualify for attending and voting at the meeting, all transfer documents should be lodged for registration with Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Tuesday, 2 June 2015 or any adjournment thereof.

As at the date of this announcement, the board of directors comprises Mr. TANG Xuebinm, Mr. DONG Dong and Mr. ZHOU Qinwei as executive directors; Mr. PAN Jun, Mr. LAM Kam Tong and Mr. Zhou Hongyi as non-executive directors; and Mr. TAM Chun Hung, Anthony, Dr. LIAO Jianwen and Mr. XU Xinmin as independent non-executive directors.

* for identification purpose only