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Shanghai Jin Jiang Capital Company Limited*

上海錦江資本股份有限公司

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

(Stock Code: 02006)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of Shanghai Jin Jiang Capital Company Limited (the “**Company**”) for the year 2020 (the “**EGM**”) will be held at 2:00 p.m. on Friday, 13 November 2020 at Jin Jiang Grand Hall, 59 South Maoming Road, Huangpu District, Shanghai, the PRC for the following purposes:

by way of ordinary resolution:

1. Consider and approve the deemed disposal of maximum 6.82% equity interest in Shanghai Jin Jiang International Hotels Company Limited (“**Jin Jiang Hotels**”) by not subscribing for the A shares to be issued under the non-public issuance by Jin Jiang Hotels.

By Order of the Board
Shanghai Jin Jiang Capital Company Limited*
Zhang Jue
Joint Company Secretary

Shanghai, the PRC, 29 October 2020

Notes:

- (A) For the purpose of holding the EGM, the register of members of the Company (the “**Register of Members**”) will be closed from Tuesday, 10 November 2020 to Friday, 13 November 2020 (both dates inclusive), during which period no share transfers will be registered. Shareholders of the Company whose names appear on the Register of Members on Friday, 13 November 2020 are entitled to attend and vote at the EGM.

- (B) In order to attend the EGM, holders of the Company's H shares shall lodge all transfer documents together with the relevant share certificates with Computershare Hong Kong Investor Services Limited, the Company's H share registrar and transfer office, not later than 4:30 p.m. on Monday, 9 November 2020.
- (C) Each holder of H shares of the Company who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the EGM.
- (D) A proxy must be appointed by a shareholder in writing and the instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing or, in the case of the shareholder being a corporation, must be either executed under its common seal or under the hand of its directors(s) or attorney(s) duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other authorisation documents, must be notarised.
- (E) For holders of H shares of the Company, the form of proxy and, if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's H share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 24 hours before the time appointed for holding the EGM (i.e. no later than Thursday, 12 November 2020 at 2:00 p.m.) or any adjournment thereof in order for such documents to be valid.
- (F) Each holder of domestic shares of the Company is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the EGM. Notes (C) to (E) also apply to holders of domestic shares of the Company, except that the form of proxy or other documents of authority must be delivered to the Office of the Board of the Company, the address of which is set out below, not later than 24 hours before the time appointed for holding the EGM (i.e. no later than Thursday, 12 November 2020 at 2:00 p.m.) or any adjournment thereof in order for such documents to be valid.

Details of the Office of the Board of Directors are as follows:

26/F., Union Building
No. 100 Yan'an East Road
Shanghai
The People's Republic of China
Post code: 200002
Tel: (86 21) 6326 4000
Fax: (86 21) 6323 8221

- (G) If a proxy attends the EGM on behalf of a shareholder, he should produce his identity card and the form of proxy signed by the shareholder or his legal representative or his duly authorised attorney, specifying the date of its issuance. If a corporate shareholder appoints its corporate representative to attend the EGM, such representative should produce his identity card and the notarised copy of the resolution passed by the board of directors or other authorities of such corporate shareholder.
- (H) In accordance with the requirements of Rule 13.39(4) of the Listing Rules, all votes of the shareholders to be taken at a general meeting shall be taken by poll. Therefore, in accordance with Article 8.17 of the articles of association of the Company, the chairman of the EGM will demand a poll for all resolutions to be voted on as set out in this notice of EGM.

On a poll taken at the meeting, a shareholder (including proxy) entitled to two or more votes need not cast all his votes in the same way.

- (I) The EGM is expected to last for half a day. Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.

As at the date of this notice, the executive directors of the Company are Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming, Mr. Ma Mingju, Ms. Zhou Wei and Mr. Sun Yu; and the independent non-executive directors of the Company are Mr. Ji Gang, Dr. Rui Mingjie and Mr. Shen Liqiang.

* *The Company is registered as a non-Hong Kong company as defined in the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) under its Chinese name and the English name “**Shanghai Jin Jiang Capital Company Limited**”.*