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**大連萬達商業地產股份有限公司**  
**Dalian Wanda Commercial Properties Co., Ltd.**

*(A joint stock limited liability company incorporated in the People's Republic of China)*  
**(Stock code: 3699)**

**NOTICE OF THE DOMESTIC SHARE CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that the class meeting of holders of domestic Shares (the “**Domestic Share Class Meeting**”) will be held at 10:00 a.m. on Monday, 19 September 2016 at Opera Meeting Room, 7/F, Sofitel Wanda Beijing, Block C Wanda Plaza, No. 93, Jianguo Road, Chaoyang District, Beijing, the People’s Republic of China (the “**PRC**”) for the purposes of considering and, if thought fit, passing the following resolutions:

**AS SPECIAL RESOLUTIONS**

1. To consider and approve the extension of the validity period of the shareholders’ approval granted on 18 August 2015 in relation to the proposal on the plan for the A Share Offering, including the following information:
  - (1) Type of the securities to be issued;
  - (2) Par value;
  - (3) Issuance size;
  - (4) Target subscribers;
  - (5) Method of issuance;
  - (6) Method of price determination;
  - (7) Method of underwriting;
  - (8) Place of listing;
  - (9) Conversion of the form of the Company;
  - (10) Distribution of the accumulated undistributed profits before the A Share Offering;
  - (11) Proposal on the use of proceeds to be raised through the A Share Offering and the feasibility analysis; and

- (12) Validity period of the resolution;
2. To consider and approve the extension of the validity period of the shareholders' approval granted on 18 August 2015 in relation to the proposal on the authorisation to the Board to deal with all matters in relation to the A Share Offering.

By order of the Board  
**Dalian Wanda Commercial Properties Co., Ltd.**  
**Ding Benxi**  
*Chairman*

Beijing, the PRC  
1 August 2016

*Notes:*

1. Domestic Shareholders whose names appear on the domestic share register of members of the Company on Monday, 19 August 2015 will be entitled to attend and vote at the Domestic Share Class Meeting.
2. Shareholders intending to attend the Domestic Share Class Meeting (or any adjournment thereof) should complete and return the reply slip for attending the Domestic Share Class Meeting (or any adjournment thereof) personally, by facsimile or by post.

Shareholders should complete and return the reply slip to the Company's Department of Securities Affairs by facsimile (at +8610 8585 3095) or by post to (or by depositing it at) 21/F Block B, Wanda Plaza, 93 Jianguo Road, Chaoyang District, Beijing, China, 100022 (contact person: Wu Hua, Tel: +8610 8585 3229, Fax: +8610 8585 3095), such that the reply slip shall be received by the Company's Department of Securities Affairs 20 days before the Domestic Share Class Meeting (i.e. on or before Tuesday, 30 August 2016).

3. Shareholders may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the Domestic Share Class Meeting (or any adjournment thereof) on his behalf. A proxy need not be a shareholder of the Company.
4. Shareholders must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant shareholder of the Company or by a person duly authorized by the relevant shareholder of the Company in writing. If the form of proxy is signed by the person authorized by the relevant shareholder of the Company as aforesaid, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarized. If a corporate shareholder of the Company appoints a person other than its legal representative to attend the Domestic Share Class Meeting (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal of the corporate shareholder of the Company or duly signed by its director or any other person duly authorized by that corporate shareholder of the Company as required by the articles of association of the Company.
5. To be valid, the form of proxy and the relevant notarized power of attorney (if any) and other relevant documents of authorisation (if any) as mentioned in note 4 above must be delivered to the Company's Department of Securities Affairs (address: 21/F Block B, Wanda Plaza, 93 Jianguo Road, Chaoyang District, Beijing, China, 100022) (contact person: Wu Hua, Tel: +8610 8585 3229, Fax: +8610 8585 3095) not less than 24 hours before the time appointed for the Domestic Share Class Meeting (or any adjournment thereof).
6. A shareholder of the Company or his proxy should produce proof of identity when attending the Domestic Share Class Meeting (or any adjournment thereof). If a corporate shareholder's legal representative or any other person duly authorized by such corporate shareholder attends the Domestic Share Class Meeting (or any adjournment thereof), such legal representative or other person shall produce his proof of identity, and proof of designation as legal representative or the valid authorisation document (as the case may be).
7. The Domestic Share Class Meeting (or any adjournment thereof) is expected to last less than one day. Shareholders or their proxies who attend the Domestic Share Class Meeting (or any adjournment thereof) shall bear their own travelling and accommodation expenses.

8. The Company's principal place of business in the PRC is situated at:

Block B Wanda Plaza  
No. 93 Jianguo Road  
Chaoyang District  
Beijing, PRC

Tel No.: (8610) 8585 3888  
Fax No.: (8610) 8585 3222

The address of the Company's H Shares Registrar, Computershare Hong Kong Investor Services Limited is:

17M Floor, Hopewell Centre  
183 Queen's Road East Wan Chai  
Tel No.: (852) 2862 8628  
Fax No.: (852) 2865 0990

*As at the date of this notice, the Board of Directors of the Company comprises Mr. DING Benxi, Mr. QI Jie and Mr. WANG Zhibin being the executive Directors, Mr. QU Dejun, Mr. YIN Hai and Mr. LIU Zhaohui being the non-executive Directors, and Dr. HU, Fred Zuluu, Mr. QI Daqing and Mr. LI Guinian being the independent non-executive Directors.*