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銀泰商業

INTIME RETAIL (GROUP) COMPANY LIMITED

銀泰商業(集團)有限公司

(Incorporated in the Cayman Islands with Limited Liability)

(Stock Code: 1833)

**IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION**

Cause No. FSD 35 of 2017

**IN THE MATTER of sections
15 and 86 of the Companies Law (2016 Revision)
AND IN THE MATTER OF ORDER 102 OF
THE GRAND COURT RULES 1995 AND IN THE MATTER OF
INTIME RETAIL (GROUP) COMPANY LIMITED 銀泰商業(集團)有限公司**

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an order dated 28 March 2017 (the “**Order**”) made in the above matter, the Grand Court of the Cayman Islands (the “**Court**”) has directed a meeting (the “**Court Meeting**”) to be convened of holders of ordinary shares of US\$0.00001 each in the capital of Intime Retail (Group) Company Limited 銀泰商業(集團)有限公司 (the “**Company**”) other than the Joint Offerors, the Joint Offerors Concert Parties (other than Mr Joseph C. Tsai, The Libra Capital Greater China Fund Limited and CICC group) and the Chen Group, all of which are defined in the composite scheme document, of which this Notice forms part (the “**Holders**”), for the purpose of considering and, if thought fit, approving, with or without modifications, a scheme of arrangement (the “**Scheme**”) proposed to be made between the Company and the Scheme Shareholders (as defined in the Scheme) and that the Court Meeting will be held at 1/F, Peacock Room to Stork Room, Mandarin Oriental, 5 Connaught Road Central, Hong Kong on Monday, 8 May 2017 at 3:00

p.m. (Hong Kong time) at which place and time all such Holders are requested to attend. A copy of the Scheme and a copy of an explanatory memorandum explaining the effect of the Scheme are incorporated in the composite scheme document of which this Notice forms part.

A copy of the composite scheme document can also be obtained by the Holders from the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

Such Holders may vote in person at the Court Meeting or they may appoint one other person (who must be an individual), whether a member of the Company or not, to attend and vote in their stead. A pink form of proxy for use at the Court Meeting is enclosed with the composite scheme document dated 31 March 2017 dispatched to members of the Company on 31 March 2017.

In the case of joint holders of a share, any one of such persons may vote at the Court Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto. However, if more than one of such joint holders be present at the Court Meeting personally or by proxy, that one of the said persons so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding. For this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register of members of the Company in respect of such joint holding, the first named shareholder being the senior.

It is requested that forms appointing proxies be deposited at the Hong Kong branch share registrar of the Company at Computershare Hong Kong Investor Services Limited., at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 3:00 p.m. (Hong Kong time) on Saturday, 6 May 2017. By the Order, the Court has appointed Mr. Xin Xiangdong, a non-executive director of the Company, or failing him, Mr. Hu Yongmin, an independent non-executive director of the Company, or failing him, any other independent non-executive director of the Company as at the date of the Order, to act as the chairman of the Court Meeting and has directed the chairman of the Court Meeting to report the results of the Court Meeting to the Court.

The Scheme will be subject to a subsequent application seeking the sanction of the Court.

By Order of the Court
Intime Retail (Group) Company Limited
銀泰商業(集團)有限公司

Dated 31 March 2017

Registered Office

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George Town

Grand Cayman

Cayman Islands

Principal Place of Business in Hong Kong

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18 Harcourt Road

Hong Kong

As at the date of this announcement, the executive Director of the Company is Mr. Chen Xiaodong, the non-executive Directors of the Company are Mr. Zhang Yong and Mr. Xin Xiangdong, and the independent non-executive Directors of the Company are Mr. Chow Joseph, Mr. Chen Jiangxu and Mr. Hu Yongmin.