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Jinmao Hotel

金茂酒店

(As constituted pursuant to a deed of trust on 13 June 2014 under the laws of Hong Kong, the trustee of which is Jinmao (China) Investments Manager Limited)

and

Jinmao (China) Hotel Investments and Management Limited

金茂(中國)酒店投資管理有限公司

(Registered in the Cayman Islands with limited liability)

(Stock Code: 06139)

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

Cause No. FSD 170 OF 2020 (CRJ)

IN THE MATTER OF SECTIONS 15 AND 86 OF THE COMPANIES LAW (2020 REVISION)
(AS AMENDED)

AND IN THE MATTER OF THE GRAND COURT RULES 1995 ORDER 102

AND IN THE MATTER OF JINMAO (CHINA) HOTEL INVESTMENTS AND
MANAGEMENT LIMITED

NOTICE OF COURT MEETING OF HOLDER OF SCHEME ORDINARY SHARES

NOTICE IS HEREBY GIVEN that, by an order dated on or about 13 August 2020 (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 the holder(s) of Scheme Ordinary Shares (as defined in the Scheme of Arrangement hereinafter mentioned) for the purpose of considering and, if thought fit, approving, with or without modification(s), a scheme of arrangement (the “**Scheme of Arrangement**”) proposed to be made between Jinmao (China) Hotel Investments and Management Limited (the “**Company**”) and the holder of the Scheme Ordinary Shares (as defined in the Scheme of Arrangement) and that the Court Meeting will be held at Salon I-IV, Mezzanine Floor, Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Thursday, 10 September 2020 at 11:00 a.m. (Hong Kong time) at which place and time all holder(s) of Scheme Ordinary Shares are invited to attend.

A copy of the Scheme of Arrangement and a copy of an explanatory statement explaining the effect of the Scheme of Arrangement 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 holder(s) of the Scheme Ordinary Shares from the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

The holder(s) of Scheme Ordinary Shares may vote in person, or by corporate representative, at the Court Meeting or they may appoint another person (who must be an individual), whether a member of the Company or not, to attend, speak and vote in their stead. As the Trustee-Manager will attend the Court Meeting of Scheme Ordinary Shareholder by corporate representative, no proxy form will be provided.

By the Order, the Court has appointed Tse Yung Hoi, a director of the Company, or failing him, any other director of the Company as at the date of the Court Meeting, or failing which, Chan Shan Shan Janette (being a person so nominated by the board of directors of the Company) 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 of Arrangement will be subject to a subsequent application seeking the sanction of the Court.

By Order of the Court
Jinmao (China) Hotel and Investments Management Limited
LI Congrui
Chairman of the board of the Company

Hong Kong, 17 August 2020

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Notes:

- (1) Unless defined herein, terms in this notice shall have the meaning ascribed to it as stated in the composite scheme document dated 17 August 2020.
- (2) Voting at the Court Meeting will be taken by poll as required under the Listing Rules and the Takeovers Code.
- (3) The register of members of the Company maintained in the Cayman Islands will be closed from 7 September 2020 to 10 September 2020 (both days inclusive) and during such period no transfer of Shares will be registered.

As at the date of this announcement, the directors of the Trustee-Manager and the Company are Mr. LI Congrui (Chairman), Mr. ZHANG Hui and Mr. JIANG Nan as non-executive directors; Mr. TANG Yong as executive director and Chief Executive Officer; and Dr. CHEN Jieping, Dr. XIN Tao and Mr. TSE Yung Hoi as independent non-executive directors.