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**首創置業股份有限公司**  
**BEIJING CAPITAL LAND LTD.**

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

**(Stock Code: 2868)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of Beijing Capital Land Ltd. (the “**Company**”) will be held on Friday, 19 February 2021 at 9:00 a.m. at Block A, Fucheng Building, No. 98, Beilishi Road, Xicheng District, Beijing, the People's Republic of China (the “**PRC**”) to consider and, if thought fit, pass the following resolution. Capitalised terms defined in the circular dated 31 January 2021 issued by the Company (the “**Circular**”) shall have the same meanings when used herein unless otherwise specified:

**ORDINARY RESOLUTION**

“**THAT**

- (a) entering into of the Equity Transfer Agreement (as defined in the Circular), a copy of which has been produced to the EGM and marked “A” and initialed by the chairman of the EGM for identification purpose and the terms and conditions thereof and the transactions contemplated thereunder (including, among other things, the Equity Transfer, the Capital Increase and the Shareholder's Loan) be and are hereby approved, confirmed, authorised and ratified; and
- (b) any one Director be and is hereby authorised to implement and take all steps and to do all acts and things which in his opinion may be necessary or desirable to give effect and/or to complete or in connection with the Equity Transfer Agreement and the transactions contemplated thereunder, including, without limitation, to approve any changes and amendments thereto, to obtain all necessary approvals from, and make all relevant registrations and filings with, the relevant PRC and other authorities, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder.”

By Order of the Board  
**Beijing Capital Land Ltd.**  
Lee Sze Wai  
Company Secretary

Hong Kong, 31 January 2021

*Notes:*

## **1. Voting arrangements**

As disclosed in the Circular, Capital Group, together with China Resource Products Limited and Yieldwell International Enterprise Limited, and any Shareholder who has a material interest in the Equity Transfer Agreement and the transactions contemplated thereunder, will abstain from voting on the resolutions to be proposed at the EGM for approving the Equity Transfer Agreement and the transactions contemplated thereunder.

If you are a registered member of the Company, you are entitled to attend the EGM and cast your vote in person. If you are a registered Shareholder and do not plan to attend the EGM, you may appoint a proxy to exercise your rights at the EGM. You may also appoint separate proxies to represent respectively the number of the shares held by you as specified in each of your proxy forms and instruct your proxy(ies) to cast your vote(s) at the EGM.

If you are not a registered member of the Company (e.g. your shares are held through a nominee or broker), you may instruct them to appoint you as their proxy or corporate representative to attend and vote at the EGM.

## **2. Proxy**

- i. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote at the meeting on his or her behalf. A proxy need not be a Shareholder.
- ii. In order to be valid, the proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority, shall be deposited by holders of domestic shares or non-H foreign Shares at the place of business of the Company in the PRC not less than 24 hours before the time for holding of the EGM, or by the holder of H Shares at the place of business of the Company in Hong Kong or to the H Share registrar of the Company by such time. The H Share registrar of the Company is Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong by such time.
- iii. Shareholders or their proxies shall produce their identification documents when attending the EGM.

## **3. Miscellaneous**

- i. The duration of the EGM is expected not to exceed half a day. The Shareholders who attend the EGM shall arrange for their own transportation and accommodation at their own expenses.
- ii. All voting at the EGM will be conducted by poll.

iii. Place of business of the Company in the PRC:

Block A, Fucheng Building  
No. 98, Beilishi Road  
Xicheng District  
Beijing  
the People's Republic of China  
Telephone: 86-10-6192 8888  
E-mail: ir@bjcapitalland.com.cn

iv. Place of business of the Company in Hong Kong:

Suites 4602-05,  
One Exchange Square  
Central  
Hong Kong  
Telephone: 852-2869 9098  
Facsimile: 852-2869 9708

*The Board as of the date of this notice comprises Mr. Li Songping (Chairman) who is a non-executive Director, Mr. Zhong Beichen (President), Mr. Huang Ziquan, Mr. Hu Weimin and Mr. Fan Shubin who are executive Directors, Ms. Sun Baojie who is a non-executive Director, and Mr. Li Wang, Mr. Wong Yik Chung, John and Mr. Liu Xin who are independent non-executive Directors.*