

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Tian Shan Development (Holding) Limited
天山發展(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2118)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Tian Shan Development (Holding) Limited (the “**Company**”) will be held at Meeting Room, 6th Floor, No. 109 Tianshan Avenue, Shijiazhuang Hi-Tech Industry Development Zone, Shijiazhuang, Hebei Province, the PRC on Monday, 12 July 2021 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“THAT:

- (i) the form and substance of a financial assistance supplemental agreement dated 14 May 2021 entered into between 天山房地產開發集團有限公司(Tian Shan Real Estate Development Group Limited)(“**Tian Shan Real Estate**”) and 河北天山實業集團建築工程有限公司(Hebei Tianshan Industrial Group Construction Engineering Company Limited) (“**Tianshan Construction**”) (a copy of which has been produced to the meeting marked “A” and signed by the chairman of the meeting for identification purpose) (the “**2020 Financial Assistance Supplemental Agreement**”) in relation to the extension of the term of financial assistance which is provided for a loan taken out by Tianshan Construction in the principal amount of RMB40.0 million, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

- (ii) the implementation of the 2020 Financial Assistance Supplemental Agreement by any director of the Company and by any director of Tian Shan Real Estate be and is hereby approved, ratified and confirmed; and any director of the Company or any director of Tian Shan Real Estate be and is hereby authorised to sign, execute, perfect and deliver the 2020 Financial Assistance Supplemental Agreement and all such documents (collectively, the “**Documents**”) and to affix the common seal of the Company or Tian Shan Real Estate on any such documents (including, but not limited to, the Documents) as and when necessary and do all such deeds, acts, matters and things as he may in his discretion consider necessary or desirable for the purposes of or in connection with the 2020 Financial Assistance Supplemental Agreement and the transactions contemplated under it.”

By order of the Board
Tian Shan Development (Holding) Limited
WU Zhen Shan
Chairman

Hong Kong, 21 June 2021

Registered office:

Windward 3
Regatta Office Park
P.O. Box 1350
Grand Cayman KY1-1108
Cayman Islands

Head office and principal place of business:

Suite 801, 8th Floor
Everbright Centre
108 Gloucester Road
Wanchai
Hong Kong

Notes:

1. Unless otherwise defined in this notice or the context requires otherwise, terms defined in the circular of the Company dated 21 July 2021 shall have the same meanings when used in this notice.
2. Any shareholder entitled to attend and vote at the meeting is entitled to appoint one or, if he is holder of more than one share, more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
3. In order to be valid, a form of proxy in the prescribed form together with the power of attorney or other authority (if any) under which it is signed must be deposited at the branch share registrar of the Company, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting (or any adjournment thereof).

4. The register of members of the Company will be closed from Wednesday, 7 July 2021 to Monday, 12 July 2021 (both days inclusive), during which period no transfer of Shares will be registered. In order to determine the identity of the Shareholders who are entitled to attend and vote at the EGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 6 July 2021.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney or other person duly authorised.
6. Delivery of the form of proxy will not preclude a member from attending and voting in person at the meeting convened and in such event, the form of proxy shall be deemed to be revoked.
7. The vote at the meeting will be taken by poll.
8. In order to facilitate the prevention and control of the spread of the Coronavirus disease (COVID-19) and to safeguard the health and safety of the shareholders of the Company, the Company encourages the shareholders of the Company to consider appointing the chairman of the EGM as his/her/its proxy to vote on the relevant resolution at the EGM as an alternative to attending the EGM in person.

As at the date of this notice, the executive directors of the Company are Mr. Wu Zhen Shan, Mr. Wu Zhen Ling and Mr. Zhang Zhen Hai; and the independent non-executive directors of the Company are Mr. Tian Chong Hou, Mr. Wang Ping and Mr. Cheung Ying Kwan.