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**JD PROPERTY  
GROUP CORPORATION**

*(Incorporated in the Cayman Islands with limited liability)*



**中国物流资产 CHINA LOGISTICS  
PROPERTY HOLDINGS**

**CHINA LOGISTICS PROPERTY  
HOLDINGS CO., LTD**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1589)**

**HK\$1,109,000,000 6.95%  
Convertible Bonds due 2024  
(Debt Stock Code: 5578)**

**JOINT ANNOUNCEMENT**

**(1) DESPATCH OF COMPOSITE DOCUMENT IN RELATION TO THE  
MANDATORY CONDITIONAL CASH OFFERS BY  
MERRILL LYNCH (ASIA PACIFIC) LIMITED**

**FOR AND ON BEHALF OF  
JD PROPERTY GROUP CORPORATION  
TO ACQUIRE ALL THE ISSUED SHARES AND ALL THE  
OUTSTANDING CONVERTIBLE BONDS OF  
CHINA LOGISTICS PROPERTY HOLDINGS CO., LTD  
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE  
ACQUIRED BY JD PROPERTY GROUP CORPORATION  
AND/OR PARTIES ACTING IN CONCERT WITH IT)**

**(2) RESIGNATION AND APPOINTMENT OF DIRECTORS**

**(3) RE-DESIGNATION OF DIRECTORS**

**(4) CHANGES IN THE COMPOSITION OF BOARD COMMITTEES**

**AND**

**(5) CHANGE OF AUTHORISED REPRESENTATIVE  
AND PROCESS AGENT**

**Financial Adviser to JD Property Group Corporation**

**BofA SECURITIES** 

**Independent Financial Adviser to the Independent Board Committee**



References are made to (i) the announcement jointly issued by China Logistics Property Holdings Co., Ltd (the “**Company**”) and JD Property Group Corporation (the “**Offeror**”) dated 3 September 2021 in relation to, among other things, the Sale and Purchase Agreement and the Offers; (ii) the announcement jointly issued by the Company and the Offeror dated 17 September 2021 in relation to the delay in despatch of the Composite Document; (iii) the announcements jointly issued by the Company and the Offeror dated 3 October 2021, 20 October 2021, 19 November 2021, 19 December 2021 and 3 January 2022 in relation to, among other things, the status and progress of the Sale and Purchase Agreement and the Offers; (iv) the announcement jointly issued by the Company and the Offeror dated 24 January 2022 in relation to the satisfaction of Conditions of the Sale and Purchase Agreement; (v) the announcement jointly issued by the Company and the Offeror dated 28 January 2022 in relation to Completion of the Sale and Purchase Agreement; and (vi) the composite offer and response document dated 4 February 2022 jointly issued by the Company and the Offeror (the “**Composite Document**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

## **DESPATCH OF THE COMPOSITE DOCUMENT**

The Composite Document, together with the Form of Acceptance, containing, among other things, (i) details of the Offers and their respective terms (including the expected timetable); (ii) a letter from BofA Securities; (iii) a letter from the Board; (iv) a letter from the Independent Board Committee; and (v) a letter from the Independent Financial Adviser to the Independent Board Committee in respect of the Offers, have been despatched to the Offer Shareholders and Convertible Bond Holders on 4 February 2022 in accordance with the Takeovers Code.

## **EXPECTED TIMETABLE OF THE OFFERS**

Set out below is the expected timetable of the Offers as extracted from the Composite Document. The timetable set out below is indicative only and may be subject to changes. Any changes to the timetable will be announced by the Offeror and the Company as and when appropriate. Unless otherwise expressly stated, all time and date references contained in this joint announcement are to Hong Kong times and dates.

Despatch date of the Composite Document, the Form of Acceptance and the date on which the Electronic Instruction Notice becomes available on the Clearing Systems ( <i>Note 1</i> ) . . . . .	Friday, 4 February 2022
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Offers open for acceptance ( <i>Note 1</i> ). . . . .	Friday, 4 February 2022
First Closing Date of the Offers ( <i>Note 2</i> ). . . . .	Friday, 25 February 2022
Latest time and date for acceptance of the Offers on the First Closing Date ( <i>Note 3</i> ). . . . .	4:00 p.m. on Friday, 25 February 2022
Announcement of the results of the Offers as at the First Closing Date to be posted on the website of the Stock Exchange . . . . .	7:00 p.m. on Friday, 25 February 2022
Latest date for posting of remittances for the amount due in respect of valid acceptances received under the Offers on or before 4:00 p.m. on the First Closing Date assuming the Offers become or are declared unconditional in all respects on the First Closing Date ( <i>Note 4</i> ). . . . .	Tuesday, 8 March 2022
Latest time and date for acceptance of the Offers assuming the Offers become, or are declared, unconditional on the First Closing Date ( <i>Note 5</i> ). . . . .	4:00 p.m. on Friday, 11 March 2022
Latest time and date by which the Offers can become or be declared unconditional as to acceptances ( <i>Note 5</i> ) . . . . .	7:00 p.m. on Wednesday, 6 April 2022

Notes:

- (1) The Offers are made on Friday, 4 February 2022, the date of posting of the Composite Document, and are capable of being accepted on and from this date.
- (2) In accordance with the Takeovers Code, the Offers must initially be opened for acceptance for at least 21 days following the date on which the Composite Document was posted. The Offers will close for acceptances at 4:00 p.m. (Hong Kong time) on Friday, 25 February 2022 unless the Offeror revises or extends the Offers in accordance with the Takeovers Code. The Offeror has the right under the Takeovers Code to extend the Offers until such date as it may determine in accordance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). The Offeror will issue an announcement in relation to any extension of the Offers, which announcement will state either the next Closing Date or, if the Offers are at that time unconditional as to acceptances, a statement that the Offers will remain open until further notice. In the latter case, at least 14 days' notice in writing must be given before the Offers are closed to those Offer Shareholders and Convertible Bond Holders who have not accepted the Offers.
- (3) Beneficial owners of the Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (please also refer to paragraph (c) under "*Procedures for Acceptance of the Share Offer*" on page I-2 in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.

Convertible Bond Holders who wish to accept the Convertible Bond Offer should check with the bank, securities broker or any other intermediary through which they hold their Convertible Bonds whether such intermediary will apply different deadlines for participation to those set out in the Composite Document and, if so, should follow those deadlines (please also refer to "*Procedures for Acceptance of the Convertible Bond Offer*" on pages I-3 to I-5 in Appendix I to the Composite Document). The deadlines set by each of the Clearing Systems and the intermediaries for submission of Electronic Instruction Notices will be earlier than the relevant deadlines as set out in the Composite Document.

Acceptances of the Offers are irrevocable and are not capable of being withdrawn, except in the circumstances as set out in the section headed “*Right of Withdrawal*” in Appendix I of the Composite Document.

- (4) Subject to the Offers becoming unconditional, remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty in respect of acceptances of the Share Offer) payable for the Shares tendered under the Share Offer will be posted to those Shareholders accepting the Share Offer (to the address specified on the Form of Acceptance) of the relevant Shareholder by ordinary post at their own risk as soon as possible, but in any event within seven Business Days from the later of (i) the date of receipt by the Registrar of all the relevant documents to render the acceptance under the Offers complete and valid, and (ii) the date on which the Offers become or are declared unconditional in all respects.

Subject to the Offers becoming unconditional, remittances in respect of the cash consideration payable for the Convertible Bonds tendered under the Convertible Bond Offer will be effected by the crediting of the relevant Clearing System accounts within seven Business Days from the later of (i) the date of receipt by the Tender Agent of the relevant Electronic Instruction Notice, and (ii) the date on which the Offers become or are declared unconditional in all respects.

- (5) In accordance with the Takeovers Code, when the Offers become or are declared unconditional in all respects, at least 14 days’ notice in writing must be given before the Offers are closed to those Offer Shareholders and Convertible Bond Holders who have not accepted the Offers. In accordance with the Takeovers Code, except with the consent of the Executive, the Offers may not become or be declared unconditional as to acceptances after 7:00 p.m. (Hong Kong time) on the 60th day after the day the Composite Document is posted. Accordingly, unless the Offers have previously become unconditional as to acceptances, the Offers will lapse on Wednesday, 6 April 2022 unless extended with the consent of the Executive.
- (6) If there is a tropical cyclone warning signal number 8 or above, or “extreme conditions” caused by a super typhoon or a black rainstorm warning: (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon (Hong Kong time) on the latest date for acceptance of the Offers and the latest date for posting of remittances for the amounts due under the Offers in respect of valid acceptances, the latest time for acceptance of the Offers will remain at 4:00 p.m. (Hong Kong time) on the same Business Day and the latest date for the posting of remittances will remain on the same Business Day; and (b) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. (Hong Kong time) on the latest date for acceptance of the Offers and the latest date for posting of remittances for the amounts due under the Offers in respect of valid acceptances, the latest time for acceptance of the Offers will be rescheduled to 4:00 p.m. (Hong Kong time) on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m. (Hong Kong time) and the posting of remittances will be next following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m. (Hong Kong time).

Unless otherwise expressly stated, all time and date references contained in this joint announcement, the Composite Document, the accompanying Form of Acceptance and the Electronic Instruction Notice are to Hong Kong times and dates.

## **IMPORTANT**

**Offer Shareholders and Convertible Bond Holders are strongly advised to consider carefully the information contained in the Composite Document, the accompanying Form of Acceptance and/or the Electronic Instruction Notice, including the letter from the Independent Board Committee and the advice from the Independent Financial Adviser, before deciding whether or not to accept the Offers (as applicable).**

**Shareholders, Convertible Bond Holders and potential investors should be aware that the Offers are subject to the satisfaction of the Conditions. Accordingly, the Offers may or may not become unconditional. Shareholders, Convertible Bond Holders and potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

**The respective associates (including a person who owns or controls 5% or more of any class of relevant securities) of the Offeror and the Company are reminded to disclose their dealings in the securities of the Company in accordance with Rule 22 of the Takeovers Code.**

## **RESIGNATION AND APPOINTMENT OF DIRECTORS**

Immediately prior to the posting of the Composite Document, the Board consists of 13 Directors, comprising (i) Mr. Li Shifa, Mr. Wu Guolin, Ms. Li Huifang, Ms. Shi Lianghua, Mr. Xie Xiangdong and Mr. Wu Guozhou as executive Directors; (ii) Ms. Li Qing and Mr. Fu Bing as non-executive Directors; and (iii) Mr. Guo Jingbin, Mr. Fung Ching Simon, Mr. Wang Tianye, Mr. Leung Chi Ching Frederick and Mr. Chen Yaomin as independent non-executive Directors.

All existing Directors other than Mr. Fu Bing have resigned from the Board with effect from 1 March 2022. None of the existing Directors will be given any benefit as compensation for loss of office. Each of the resigning Directors has resigned as a result of Completion. All the resigning Directors have confirmed that there is no disagreement with the Board and there is no matter in relation to their resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express its gratitude to all the resigning Directors for their valuable contribution to the Company during their term of service.

The Board hereby announces that with effect immediately after the posting of the Composite Document (i.e. with effect from 4 February 2022), Mr. Hu Wei (胡偉), Mr. Li Chen (李晨), Ms. Yang Jing (楊靜) and Mr. Dai Weiwei (代偉偉) have been appointed as executive Directors and Ms. Zhai Xin (翟昕), Mr. Li Wei (李偉) and Mr. Ji Jiagen (吉家根) have been appointed as independent non-executive Directors.

The Board further announces that with effect immediately after the posting of the Composite Document (i.e. 4 February 2022), Mr. Li Shifa has resigned as the chairman of the Board and Mr. Hu Wei has been appointed as the chairman of the Board.

Set out below are the biographies of each of Mr. Hu Wei (胡偉), Mr. Li Chen (李晨), Ms. Yang Jing (楊靜), Mr. Dai Weiwei (代偉偉), Ms. Zhai Xin (翟昕), Mr. Li Wei (李偉) and Mr. Ji Jiagen (吉家根) (the “**New Directors**”):



## Executive Directors

**Mr. Hu Wei** (胡偉), aged 39, obtained a bachelor's degree in management from Sichuan Agricultural University (四川農業大學) in the PRC in June 2005. Mr. Hu is currently the vice-president of JD Group, the chief executive officer of the Offeror and the chief executive officer of the Group. Mr. Hu has been a non-executive director of ESR Cayman Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1821), since February 2021. Prior to his current positions, Mr. Hu has held several positions in JD Group, including as the general manager of southwest China department and the general manager of north China department of JD Logistics, the logistic arm of JD Group, from May 2015 to November 2017 and from December 2017 to April 2019, respectively.

**Mr. Li Chen** (李晨), aged 40, obtained a bachelor's degree in management from Shandong Technology and Business University (山東工商學院) in the PRC in July 2003 and a master's degree in business administration from Peking University (北京大學) in the PRC in July 2015. Mr. Li is currently the vice president of JD Group and of the Offeror. Prior to his current positions, Mr. Li worked as the logistic manager of Dell (China) Company Limited (戴爾(中國)有限公司) from 2006 to 2010.

**Ms. Yang Jing** (楊靜), aged 39, obtained a master's degree in management from Xi'an Jiaotong University (西安交通大學) in the PRC in May 2008. Ms. Yang is currently the vice president of JD Group, the chief financial officer of the Offeror and a director of certain subsidiaries of the Company. Prior to her current positions, Ms. Yang worked in the audit department of PricewaterhouseCoopers from 2008 to 2010 and served as the financial manager of Mars Food (China) Co., Ltd. (瑪氏食品(中國)有限公司) from 2010 to 2011. In addition, Ms. Yang also served as the director of financial reporting department and the head of financial budgeting and analysis department of JD Group, from May 2011 to February 2016 and from March 2016 to June 2020, respectively. Ms. Yang has been a member of the Chinese Institute of Certified Public Accountants since November 2013.

**Mr. Dai Weiwei** (代偉偉) (with former name as Dai Wei (代偉)), aged 41, obtained a bachelor's degree in business administration from Nankai University (南開大學) in the PRC in June 2003 and a master's degree in business administration from Beijing Normal University (北京師範大學) in the PRC in June 2013. Mr. Dai is currently the human resources director of the Offeror. Prior to his current positions, Mr. Dai has held senior human resources positions at various leading multinational companies and local firms in the past 18 years, including as the human resources specialist of LG Chem (China) Investment Co., Ltd. (樂金化學(中國)投資有限公司) from 2003 to 2006, human resources partner of Lenovo Group from 2006 to 2010 and human resources associate director of Beijing Jones Lang LaSalle Property Management Service Co.,Ltd. (北京仲量聯行物業管理服務有限公司) from 2010 to 2014.

## Independent non-executive Directors

**Ms. Zhai Xin** (翟昕), aged 46, obtained a double bachelor's degree in machinery design and manufacture, and industrial engineering and a master's degree in mechanical manufacturing and automation from Tsinghua University (清華大學) in the PRC in July 1999 and June 2001, respectively. She also obtained a doctorate degree in operation management from Purdue University in the United States in December 2006. Ms. Zhai is currently the associate professor at Guanghua School of Management, Peking University (北京大學光華管理學院). Ms. Zhai has been a supervisor of Scenery Culture Industry Co., Ltd. (山水盛典文化產業股份有限公司) since September 2017. Prior to her current positions, Ms. Zhai served as the lecturer at Guanghua School of Management, Peking University (北京大學光華管理學院) from 2006 to 2012.

**Mr. Li Wei** (李偉), aged 43, obtained a bachelor's degree in accounting from Chongqing University (重慶大學) in the PRC in July 2000, a master's degree in accounting from Zhongnan University of Economics and Law (中南財經政法大學) in the PRC in June 2005, and a doctorate degree in accounting from Guanghua School of Management, Peking University (北京大學光華管理學院) in the PRC in July 2012. Mr. Li is currently the professor at Beijing International Studies University (北京第二外國語學院). He was selected into the Beijing Youth Top-Notch Talent Training Program (北京青年拔尖人才培養計劃) in 2014. Mr. Li serves concurrently as a certified expert in Hainan Intellectual Property Administration (海南省知識產權局入庫專家). Prior to his current positions, Mr. Li served as the deputy director of financial department of Beijing International Studies University (北京第二外國語學院) from 2010 to 2018.

**Mr. Ji Jiagen** (吉家根), aged 43, obtained a bachelor's degree in accounting from Jiangxi University of Technology (江西科技學院) in the PRC in July 2019. Mr. Ji is currently the director partner of Suqian Ruiyuan Certified Public Accountants (宿遷瑞元會計師事務所 (普通合夥)). Prior to his current position, Mr. Ji served as the project manager at former Suqian Sucheng Audit Firm (宿遷市宿城區審計事務所) from October 1997 to December 1999 and deputy director of Suqian Xinde League Certified Public Accountants (宿遷信德聯合會計師事務所 (普通合夥)) from January 2000 to February 2016. Mr. Ji has been a member of the Chinese Institute of Certified Public Accountants since July 2004.

Each of Mr. Hu Wei, Mr. Li Chen, Ms. Yang Jing and Mr. Dai Weiwei has entered into a service contract with the Company and each of Ms. Zhai Xin, Mr. Li Wei and Mr. Ji Jiagen has entered into a letter of appointment with the Company. The term of appointment of each of the New Directors is for a term of 3 years commencing from 4 February 2022, subject to retirement from office and re-election at the next following annual general meeting of the Company in accordance with article 112 of the articles of association of the Company (the "Articles"). In addition, each of the New Directors is also subject to the rotational retirement and re-election requirements at an annual general meeting of the Company pursuant to the Articles.

Pursuant to the service contracts entered into with the Company, each of Mr. Hu Wei, Mr. Li Chen, Ms. Yang Jing and Mr. Dai Weiwei is not entitled to receive any director's remuneration but is entitled to receive a discretionary management bonus as may be determined by the Board based on the Group's overall earnings, his/her performance of duties and period of service.

Pursuant to the letters of appointment entered into with the Company, each of Ms. Zhai Xin, Mr. Li Wei and Mr. Ji Jiagen is entitled to a director's fee of RMB30,000 per month.

The remuneration of the New Directors is determined by the Board and the remuneration committee of the Board with reference to the New Directors' qualification, experience, time commitment and responsibilities in the Company as well as the remuneration policy of the Company.

Each of Ms. Zhai Xin, Mr. Li Wei and Mr. Ji Jiagen has confirmed that he/she meets the independence guidelines as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, none of the New Directors has any relationship with any Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company. As at the date of this joint announcement, none of the New Directors has any interests in the Shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, there is no other information of the New Directors that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there are no other matters of the New Directors that need to be brought to the attention of the Shareholders.

## **RE-DESIGNATION OF DIRECTORS**

The Board announces that each of Mr. Li Shifa, Mr. Wu Guolin, Ms. Li Huifang, Ms. Shi Lianghua, Mr. Xie Xiangdong and Mr. Wu Guozhou (the "**Redesignated Directors**") has been re-designated from an executive Director to a non-executive Director with effect immediately after the posting of the Composite Document (i.e. 4 February 2022).

Set out below are the biographies of the Redesignated Directors:

**Mr. Li Shifa** (李士發), aged 58, is the founder of the Group. Mr. Li was appointed as the chairman of the Board, president of the Group and an executive Director on 12 November 2013, and was re-designated as a non-executive Director on 4 February 2022. He was the chief executive officer of the Group during the period from 26 April 2019 to 28 January 2022. Mr. Li has been the key driver of the business strategies and achievements of the Group. He has been primarily responsible for formulating and leading the implementation of the Group's overall development strategies and business plans and overseeing the Group's management and strategic development. Mr. Li is a pioneer in China's premium logistics facilities market. With over 20 years of industry experience, he possesses profound understanding in, and unique insights to the logistics facilities industry. Among others, Mr. Li has been the vice-president of the China Association of Warehouses and Storage (中國倉儲協會) since December 2014. Mr. Li is the father of Ms. Li Qing, a non-executive Director.



**Mr. Wu Guolin** (吳國林), aged 52, was appointed as an executive Director on 30 March 2017 and was re-designated as a non-executive Director on 4 February 2022. Mr. Wu was certified as a senior engineer (building and construction specialty) by the senior assessment committee of Hubei Province (湖北省高級評審委員會), the PRC, in October 2006. Mr. Wu graduated from Shanghai Jiaotong University (上海交通大學) with a bachelor's degree in civil engineering and obtained a certificate for having completed the practical real estate executive training program, organized by Tsinghua University (清華大學), the PRC, in June 2009.

**Ms. Li Huifang** (李慧芳), aged 40, was appointed as an executive Director on 30 March 2017 and was re-designated as a non-executive Director on 4 February 2022. Ms. Li joined the Group in April 2008. Ms. Li was certified to have attained the intermediate level in accounting by the Ministry of Finance of the PRC in May 2007. Ms. Li passed the Self-taught Higher Education Examinations and obtained a graduation certificate (majoring in accounting) jointly issued by the Shanghai Selftaught Higher Education Examinations Committee (上海市高等教育自學考試委員會) and the Shanghai University of Finance and Economics (上海財經大學), the PRC, in December 2011.

**Ms. Shi Lianghua** (石亮華), aged 51, was appointed as an executive Director on 17 August 2017 and was re-designated as a non-executive Director on 4 February 2022. Ms. Shi joined the Group in September 2011. Ms. Shi was certified as an engineer by the assessment committee of The Second Navigational Engineering Bureau of CHEC (中港第二航務工程局), the PRC, in August 1998; and was certified to have attained the intermediate qualification level in construction economics by the Ministry of Personnel of the People's Republic of China (中華人民共和國人事部) in November 1998. She was also certified as National First-Class Registered Architect by the Ministry of Construction of the People's Republic of China (中華人民共和國建設部) in November 2006. Ms. Shi obtained a master's degree in business administration from Donghua University (東華大學), the PRC, in December 2008.

**Mr. Xie Xiangdong** (謝向東), aged 53, was appointed as an executive Director on 1 January 2019 and was re-designated as a non-executive Director on 4 February 2022. Mr. Xie was certified as an engineer by Human Resources and Social Security Department of Anhui Province, PRC, in April 2011. Mr. Xie obtained an associate degree in Architectural Engineering and Technology from Central China Normal University (華中師範大學) in July 2018.

**Mr. Wu Guozhou** (吳國州), aged 45, was appointed as an executive Director on 16 November 2020 and was re-designated as a non-executive Director on 4 February 2022. Mr. Wu was certified as a national registered first-level constructor in construction engineering in 2010 and then a national registered first-level constructor in municipal engineering in 2013. In addition, Mr. Wu was awarded as a senior engineer in 2013.

As of the date of this joint announcement, the Redesignated Directors have tendered their resignation from their positions from the Board with effect from 1 March 2022. The remuneration package entitled by the Redesignated Directors will continue to be governed by their respective existing service contract with the Company.

Save as disclosed above, none of the Redesignated Directors has any relationship with any Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company. As at the date of this joint announcement, none of the Redesignated Directors has any interests in the Shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, there is no other information of the Redesignated Directors that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there are no other matters of the Redesignated Directors that need to be brought to the attention of the Shareholders.

## **CHANGES IN THE COMPOSITION OF BOARD COMMITTEES**

The Board announces that Mr. Li Shifa, Ms. Li Qing, Mr. Guo Jingbin, Mr. Fung Ching Simon, Mr. Wang Tianye and Mr. Leung Chi Ching Frederick have each resigned from their positions in the remuneration committee, audit committee and nomination committee of the Company (the “**Remuneration Committee**”, the “**Audit Committee**”, the “**Nomination Committee**” respectively and collectively, the “**Board Committees**”) with effect immediately after the posting of the Composite Document (i.e. 4 February 2022).

The Board further announces that with effect immediately after the posting of the Composite Document (i.e. 4 February 2022),

- (a) Mr. Li Wei has been appointed as the chairman of the Audit Committee;
- (b) Mr. Ji Jiagen has been appointed the chairman of the Remuneration Committee and as a member of the Audit Committee and the Nomination Committee;
- (c) Mr. Hu Wei has been appointed as the chairman of the Nomination Committee;
- (d) Ms. Zhai Xin has been appointed as a member of the Nomination Committee, the Audit Committee and the Remuneration Committee; and
- (e) Mr. Dai Weiwei has been appointed as a member of the Remuneration Committee.

# CHANGE OF AUTHORISED REPRESENTATIVE AND PROCESS AGENT

The Board announces that with effect from 4 February 2022, Ms. Li Qing has resigned as an authorised representative of the Company under Rule 3.05 of the Listing Rules (the “**Authorised Representative**”) and Mr. Hu Wei has been appointed as the Authorised Representative.

The Board also announces that with effect from 4 February 2022, Ms. Kwong Man Wa has resigned as the authorised representative to accept service of process or notice on behalf of the Company in Hong Kong (the “**Process Agent**”) under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). The Board has appointed Ms. So Ka Man and Mr. Wong Tin Yu as the Process Agents with effect from 4 February 2022.

By order of the board of  
**JD Property Group Corporation**  
**LIU Qiangdong**  
*Chairman*

By order of the board of  
**China Logistics Property Holdings Co., Ltd**  
中國物流資產控股有限公司  
**HU Wei**  
*Chairman*

Hong Kong, 4 February 2022

*As at the date of this joint announcement, the Board comprises Mr. HU Wei, Mr. LI Chen, Ms. YANG Jing and Mr. DAI Weiwei as the executive Directors; Ms. LI Qing, Mr. FU Bing, Mr. LI Shifa, Mr. WU Guolin, Ms. LI Huifang, Ms. SHI Lianghua, Mr. XIE Xiangdong, Mr. WU Guozhou as the non-executive Directors; and Mr. GUO Jingbin, Mr. FUNG Ching Simon, Mr. WANG Tianye, Mr. LEUNG Chi Ching Frederick, Mr. CHEN Yaomin, Ms. ZHAI Xin, Mr. LI Wei and Mr. JI Jiagen as the independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and parties acting in concert with it), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the directors of the Offeror are LIU Qiangdong, HU Wei, XU Ran, HE Chengfeng, Ellen Hoi Ying NG and Joseph Raymond GAGNON.*

*The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.*