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## **BEIJING MEDIA CORPORATION LIMITED**

### **北青傳媒股份有限公司**

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

**(Stock Code: 1000)**

### **NOTICE OF THE ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the “AGM”) of Beijing Media Corporation Limited (the “Company”) will be held at 2:00 p.m. on Friday, 17 June 2022 at the Conference Room 704, the 7th Floor, Beijing Youth Daily Agency, No. 23 Baijiazhuang Dongli, Chaoyang District, Beijing, the People’s Republic of China (“PRC”), for the purpose of considering and, if thought fit, passing the following resolutions:

#### **As Ordinary Resolutions**

1. To consider and, if thought fit, to approve the report of the board of directors of the Company for the year ended 31 December 2021;
2. To consider and, if thought fit, to approve the report of the supervisory committee of the Company for the year ended 31 December 2021;
3. To consider and, if thought fit, to approve the audited financial statements of the Company for the year ended 31 December 2021;
4. To consider and, if thought fit, to approve the appointment of WUYIGE Certified Public Accountants LLP (大信會計師事務所(特殊普通合夥)) as the Company’s auditor for the year 2022, and to authorize the audit committee of the Board of the Company to determine their remuneration;
5. To consider and, if thought fit, to approve the re-election of Mr. Su Zhaohui as a non-executive director of the Company, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;

6. To consider and, if thought fit, to approve the re-election of Mr. Xu Jian as an executive director of the Company, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
7. To consider and, if thought fit, to approve the re-election of Ms. Cui Ping as a non-executive director of the Company, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
8. To consider and, if thought fit, to approve the re-election of Mr. Jing Enji as a non-executive director of the Company, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
9. To consider and, if thought fit, to approve the appointment of Ms. Wu Min as an executive director of the Company, to authorize the remuneration committee of the Board to determine her remuneration, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
10. To consider and, if thought fit, to approve the appointment of Mr. Zhang Lei as a non-executive director of the Company, to authorize the remuneration committee of the Board to determine his remuneration, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
11. To consider and, if thought fit, to approve the re-election of Mr. Wang Zechen as a non-executive director of the Company, to authorize the remuneration committee of the Board to determine his remuneration, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
12. To consider and, if thought fit, to approve the re-election of Ms. Shi Hongying as an independent non-executive director of the Company, to authorize the remuneration committee of the Board to determine her remuneration, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
13. To consider and, if thought fit, to approve the re-election of Mr. Chan Yee Ping, Michael as an independent non-executive director of the Company, to authorize the remuneration committee of the Board to determine his remuneration, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;

14. To consider and, if thought fit, to approve the re-election of Ms. Du Guoqing as an independent non-executive director of the Company, to authorize the remuneration committee of the Board to determine her remuneration, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
15. To consider and, if thought fit, to approve the appointment of Mr. Kong Weiping as an independent non-executive director of the Company, to authorize the remuneration committee of the Board to determine his remuneration, and to authorize any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
16. To consider and, if thought fit, to approve the re-election of Mr. Liu Huibin as a shareholder representative supervisor of the Company, and to authorize the legal representative of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
17. To consider and, if thought fit, to approve the re-election of Ms. Li Xiaomei as a shareholder representative supervisor of the Company, and to authorize the legal representative of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
18. To consider and, if thought fit, to approve:

**“THAT**

- a. the single asset management contract for the Capital Securities — Beijing Media (the “**Single Asset Management Contract**”) dated 19 April 2022 and entered into between the Company, Capital Securities Co., Ltd. and Beijing Branch of Bank of Communications Co., Ltd., and the relevant annual cap for the contract validity period for the Single Asset Management Contract transactions contemplated thereunder;
- b. any one director of the Company be and is hereby authorized to sign or execute such other documents or supplemental agreements or deeds on behalf of the Company and to do all such things and take all such actions as he may consider necessary or desirable for the purpose of giving effect to the Single Asset Management Contract and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.”

By Order of the Board  
**Beijing Media Corporation Limited**  
*Chairman*  
**Su Zhaohui**

Beijing, the PRC  
26 May 2022

*As at the date of this notice, the Board comprises: the executive directors of the Company, Xu Jian and Shang Da; the non-executive directors of the Company, Su Zhaohui, Cui Ping, Jing Enji, Yang Qing and Wang Zechen; and the independent non-executive directors of the Company, Cui Enqing, Shi Hongying, Chan Yee Ping, Michael and Du Guoqing.*

*Please also refer to the published notice on the Company's website [www.bjmedia.com.cn](http://www.bjmedia.com.cn).*

*Notes:*

### **1. Eligibility for Attending the AGM**

Holders of H shares whose names appear on the register of the Company maintained by Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, on Wednesday, 18 May 2022 shall be entitled to attend the AGM.

Holders of H shares intending to attend and vote at the AGM to be held on Friday, 17 June 2022 shall lodge all the transfer documents for H shares with the relevant share certificates to the H share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Tuesday, 17 May 2022.

### **2. Proxy**

- (1) Shareholders entitled to attend and vote at the AGM may appoint one or more proxies in writing to attend and vote at the meeting on his behalf. The proxy need not be a shareholder of the Company.
- (2) A proxy shall be appointed by a shareholder by a written instrument signed by the appointor or his attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under hand of its director(s) or duly authorized attorney(s). If the written instrument is signed by an attorney of the appointor, the power of attorney or other documents of authorization of such attorney shall be notarized.
- (3) To be valid, the notarized power of attorney or other document(s) of authorization (if any) and the form of proxy shall be delivered to (i) the registered office address of Company for holders of domestic shares; and (ii) Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, for holders of H shares, no less than 24 hours before the time fixed for convening the AGM or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the meeting if he so desires.
- (4) If a shareholder appoints more than one proxy, such proxies shall only exercise their voting rights by a poll.

### **3. Registration Procedures for Attending the AGM**

A shareholder or his proxy shall produce his identification document when attending the AGM. Where a shareholder is a legal person, the legal representative of that shareholder or the person authorized by its board of directors or other governing body shall produce a copy of the resolutions of the board of directors or other governing body of such shareholder appointing such person to attend the meeting.

#### **4. Closure of Register of Members**

The Register of Members will be closed from Wednesday, 18 May 2022 to Friday, 17 June 2022 (both days inclusive).

#### **5. Method of Voting at the AGM**

Pursuant to Rule 13.39 (4) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by way of poll. Accordingly, the chairman of the AGM will demand a poll in relation to all the proposed resolutions at the AGM.

#### **6. Miscellaneous**

- (1) The AGM is expected to be held for less than half a day. Shareholders attending the AGM shall be responsible for their own travelling and accommodation expenses.
- (2) The address of the Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong is Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong.
- (3) The registered office and the contact details of the Company are:

Building A, No. 23 Baijiazhuang Dongli,  
Chaoyang District, Beijing 100026, the PRC  
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Fax: (+86) 10 6590 2801