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## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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**If you are in any doubt** as to any aspects of this circular, you should consult a licensed securities dealer or registered institution in securities, a bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Chanjet Information Technology Company Limited, you should at once hand this circular together with the form of proxy to the purchaser or transferee or to licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**暢捷通**

**Chanjet**

暢捷通信息技術股份有限公司

**CHANJET INFORMATION TECHNOLOGY COMPANY LIMITED\***

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

**(Stock Code: 1588)**

### **(1) PROPOSED GRANT OF GENERAL MANDATE TO ISSUE NEW SHARES AND (2) NOTICE OF ANNUAL GENERAL MEETING**

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Capitalised terms used in this cover shall have the same meanings as those defined in this circular.

A letter from the Board is set out on pages 3 to 6 of this circular. A notice convening the annual general meeting to be held at 2:00 p.m. on Friday, 12 May 2023 at Meeting Room E103, Building 8, Central District of Yonyou Industrial Park (Beijing), 68 Beiqing Road, Haidian District, Beijing, the PRC is set out at the end of this circular.

Shareholders who intend to appoint a proxy to attend the AGM shall complete and return the accompanying form of proxy in accordance with the instructions printed thereon. The form of proxy must be signed by you or your attorney duly authorized in writing or, in case of a legal person, must either be executed under its seal or under the hand of its director or other attorney duly authorized to sign the same. If the form of proxy is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other document of authorization, must be notarially certified.

In case of joint holders of any Share, any one of such joint holders may vote at the AGM, either personally or by proxy, in respect of such Shares as if he is solely entitled thereto. However, if more than one of such joint holders are present at the AGM, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether personally or by proxy, will be accepted to the exclusion of the votes of other joint holder(s).

For holders of H Shares, please return the accompanying form of proxy together with any documents of authority to the H Share registrar of the Company, Computershare at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible, and in any event not later than 24 hours before the time appointed for holding the AGM. For holders of Domestic Shares, please return the accompanying form of proxy together with any documents of authority to the board office of the Company in the PRC at Floor 3, Building 3, Yard 9, Yongfeng Road, Haidian District, Beijing, the PRC as soon as possible, and in any event not later than 24 hours before the time appointed for holding the AGM. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM, or any adjournment thereof should you so wish.

20 April 2023

\* For identification purpose only

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:*

“AGM”	the annual general meeting of the Company to be convened at 2:00 p.m. on Friday, 12 May 2023 at Meeting Room E103, Building 8, Central District of Yonyou Industrial Park (Beijing), 68 Beijing Road, Haidian District, Beijing, the PRC
“Articles of Association”	the articles of association of the Company
“Board”	the board of directors of the Company
“Company”	Chanjet Information Technology Company Limited (暢捷通信息技術股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed and traded on the Hong Kong Stock Exchange
“Computershare”	Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company in Hong Kong
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	the ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB and are unlisted shares which are currently not listed or traded on any stock exchange
“General Mandate”	the general mandate proposed to be granted to the Board as set out in resolution No. 5 of the notice of the AGM
“general meeting”	the general meeting of the Shareholders of the Company
“H Share(s)”	overseas listed foreign invested ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is/are listed and traded on the Hong Kong Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited

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## DEFINITIONS

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“Latest Practicable Date”	17 April 2023, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“PRC”	the People’s Republic of China which, for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region of the PRC and the region of Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the Domestic Share(s) and the H Share(s)
“Shareholder(s)”	the holder(s) of the Share(s)

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## LETTER FROM THE BOARD

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暢捷通信息技術股份有限公司  
**CHANJET INFORMATION TECHNOLOGY COMPANY LIMITED\***

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

**(Stock Code: 1588)**

*Non-executive Directors:*

Mr. Wang Wenjing (*Chairman*)

Mr. Wu Zhengping

*Executive Director:*

Mr. Yang Yuchun (*President*)

*Independent Non-executive Directors:*

Mr. Chen, Kevin Chien-wen

Mr. Lau, Chun Fai Douglas

Ms. Wu Xiaoqing

*Registered Office and Headquarters:*

Floor 3, Building 3

Yard 9, Yongfeng Road

Haidian District

Beijing, the PRC

*Principal place of Business in Hong Kong:*

40th Floor, Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai

Hong Kong

20 April 2023

*To the Shareholders*

Dear Sir or Madam,

**(1) PROPOSED GRANT OF GENERAL MANDATE TO ISSUE NEW SHARES  
AND  
(2) NOTICE OF ANNUAL GENERAL MEETING**

**I. INTRODUCTION**

The purpose of this circular is to provide you with, among other things, information of the resolution to be proposed at the AGM in respect of the General Mandate.

**II. PROPOSED GRANT OF GENERAL MANDATE TO ISSUE NEW SHARES**

In accordance with the Hong Kong Listing Rules and the Articles of Association, to ensure flexibility and discretion of the Board to issue new Shares according to market conditions and the needs of the Company, the Company proposes to grant the General Mandate to the Board to allot or issue, either separately or concurrently, new Shares up to the limit of 20% of each of the total number of the issued Domestic Shares and/or H Shares, respectively, on the date of passing of the special resolution in relation to the General Mandate at the AGM.

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## LETTER FROM THE BOARD

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As at the Latest Practicable Date, the issued share capital of the Company comprises 243,272,499 Domestic Shares and 82,500,000 H Shares. Subject to the passing of the special resolution in relation to the General Mandate at the AGM and on the basis that the total number of issued Shares will remain unchanged before the AGM, the Board will have the power to issue up to 48,654,499 Domestic Shares and 16,500,000 H Shares.

The General Mandate shall remain effective during the period from the passing of the special resolution in relation to the General Mandate at the AGM until the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles of Association or other relevant laws and regulations; (iii) the expiration of the 12-month period after the passing of the special resolution in relation to the General Mandate at the AGM; or (iv) the revocation or variation of the authority given under the special resolution in relation to the General Mandate by the passing of a special resolution of the Company in a general meeting.

Pursuant to the General Mandate, the Board shall be authorised to formulate and implement the specific issuance plan, including but not limited to: (i) the class and number of the Shares to be issued; (ii) the pricing method and/or issue price (including the range of issue price); (iii) the start and end date of the issuance; (iv) use of proceeds; and (v) other matters to be included in a specific issuance plan as required by the relevant laws, regulations and other regulatory documents of the relevant regulatory institutions as well as the stock exchange of the place where the Shares are listed. The Board shall also be authorised to deal with matters in relation to the increase of registered capital of the Company and make corresponding amendments to provisions of the Articles of Association in relation to the issue of new shares and registered capital as it thinks fit.

Any exercise of the power by the Board under the General Mandate shall comply with the relevant requirements of the Hong Kong Listing Rules, the Articles of Association and relevant applicable laws and regulations of the PRC, as well as obtain all the necessary approvals by relevant governmental or regulatory institutions. The Board has no plan to issue new Shares pursuant to the General Mandate at present.

The resolution in relation to the General Mandate will be put forward at the AGM as a special resolution for consideration and, if thought fit, approval by the Shareholders. For details, please refer to resolution No. 5 of the notice of the AGM.

### **III. CLOSURE OF REGISTER OF MEMBERS**

Pursuant to the Articles of Association, for the purpose of holding the AGM, the register of members of the Company will be closed from Tuesday, 9 May 2023 to Friday, 12 May 2023 (both days inclusive), during which period no transfer of Shares will be registered. Shareholders whose names appear on the register of members of the Company on Friday, 12 May 2023 are entitled to attend and vote at the AGM.

In order to be eligible to attend the AGM and vote at the AGM, all transfer documents together with the relevant share certificates shall be lodged with the H Share registrar of the Company, Computershare (for holders of H Shares) or with the board office of the Company in the PRC (for holders of Domestic Shares) not later than 4:30 p.m. on Monday, 8 May 2023.

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## LETTER FROM THE BOARD

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The address of Computershare is as follows:

Shops 1712-1716  
17th Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

The address of the board office of the Company in the PRC is as follows:

Floor 3  
Building 3  
Yard 9, Yongfeng Road  
Haidian District  
Beijing  
The PRC

#### **IV. AGM**

The AGM will be held at 2:00 p.m. on Friday, 12 May 2023 at Meeting Room E103, Building 8, Central District of Yonyou Industrial Park (Beijing), 68 Beiqing Road, Haidian District, Beijing, the PRC. The notice of the AGM is set out at the end of this circular.

Votes on the resolutions to be proposed at the AGM shall be taken by way of poll.

A form of proxy for use at the AGM is enclosed. Shareholders who intend to appoint a proxy to attend the AGM shall complete, sign and return the accompanying form of proxy together with a copy of the notarially certified power of attorney or other document(s) of authorisation (if the form of proxy is signed by a person authorised by power of attorney or other document(s) of authorisation) in accordance with the instructions printed thereon as soon as possible. For holders of H Shares, the form of proxy, together with a copy of the notarially certified power of attorney or other document(s) of authorisation (if the form of proxy is signed by a person authorised by power of attorney or other document(s) of authorisation), must be delivered to the H Share registrar of the Company, Computershare, not less than 24 hours before the time appointed for holding the AGM in order for such documents to be valid. For holders of Domestic Shares, the form of proxy together with a copy of the notarially certified power of attorney or other document(s) of authorisation (if the form of proxy is signed by a person authorised by power of attorney or other document(s) of authorisation) must be delivered to the board office of the Company in the PRC not less than 24 hours before the time appointed for holding the AGM in order for such documents to be valid. Completion and return of the said form of proxy will not preclude you from attending and voting in person at the AGM or at any adjourned meeting should you so wish.

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## LETTER FROM THE BOARD

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### V. RECOMMENDATION

The Directors consider that the General Mandate is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all resolutions to be proposed at the AGM.

On behalf of the Board  
**Chanjet Information Technology Company Limited**  
**Wang Wenjing**  
*Chairman*

\* *For identification purposes only*



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## NOTICE OF ANNUAL GENERAL MEETING

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暢捷通信息技術股份有限公司  
**CHANJET INFORMATION TECHNOLOGY COMPANY LIMITED\***

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

**(Stock Code: 1588)**

### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the “**AGM**”) of Chanjet Information Technology Company Limited (the “**Company**”) will be held at 2:00 p.m. on Friday, 12 May 2023 at Meeting Room E103, Building 8, Central District of Yonyou Industrial Park (Beijing), 68 Beiqing Road, Haidian District, Beijing, the People's Republic of China (the “**PRC**”) to consider and, if thought fit, pass the following resolutions. Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 20 April 2023 (the “**Circular**”).

#### ORDINARY RESOLUTIONS

1. To consider and, if thought fit, approve the report of the Board for the year ended 31 December 2022.
2. To consider and, if thought fit, approve the report of the supervisory committee of the Company for the year ended 31 December 2022.
3. To consider and, if thought fit, approve the final financial accounts of the Company for the year ended 31 December 2022.
4. To consider and, if thought fit, approve the appointment of Ernst & Young as the audit institution of the financial statements of the Company in respect of International Financial Reporting Standards for the year of 2023, the appointment of Ernst & Young Hua Ming LLP as the audit institution of the financial statements of the Company in respect of the PRC Accounting Standards for Business Enterprises for the year of 2023, and authorize the audit committee of the Board to fix their remuneration.

#### SPECIAL RESOLUTION

5. To consider and, if thought fit, approve the grant of a general mandate to the Board to allot or issue, either separately or concurrently, (1) additional Domestic Shares not exceeding 20% of the Domestic Shares in issue on the date of passing this resolution; and (2) additional H Shares not exceeding 20% of the H Shares in issue on the date of the passing of this resolution, and authorize the Board to make such corresponding amendments to the Articles of Association as it thinks fit so as to reflect the new capital structure upon the allotment or issue of the Shares:

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## NOTICE OF ANNUAL GENERAL MEETING

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**“THAT**

- A. (i) subject to paragraph 5(A)(ii) of this resolution and in accordance with the relevant requirements of the Hong Kong Listing Rules, the Articles of Association and the applicable laws and regulations of the PRC, the exercise by the Board during the Relevant Period (as defined below) of all the powers of the Company to allot or issue, generally and unconditionally either separately or concurrently, additional Domestic Shares and H Shares;
- (ii) each of the total number of Domestic Shares and H Shares allotted or issued by the Board pursuant to the approval granted in paragraph 5(A)(i) of this resolution shall not exceed 20% of each of the total number of the issued Domestic Shares and/or H Shares, respectively, in issue on the date of the passing of this resolution; and

for the purposes of this resolution:

“Relevant Period” means the period from the date of the passing of this resolution until whichever is the earliest of:

- (a) the conclusion of the next annual general meeting of the Company;
- (b) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles of the Association or other relevant laws and regulations;
- (c) the expiration of the 12-month period after the passing of this resolution at the AGM; or
- (d) the revocation or variation of the authority given to the Board under this resolution by passing of a special resolution of the Company in a general meeting.
- B. Contingent on the Board resolving to issue shares pursuant to paragraph 5(A)(i) of this resolution, the Board be authorized to (i) formulate and implement the specific issuance plan with details including but not limited to the class and number of the shares to be issued, pricing method and/or issue price (including the range of issue price), the start and end date of the issuance, use of proceeds and other matters to be included in a specific issuance plan as required by the relevant laws, regulations and other regulatory documents, relevant regulatory institutions as well as stock exchange of the place where the shares are listed; (ii) engage intermediaries in relation to the issue of new shares and review, approve and enter into on behalf of the Company any document and agreement in relation to the issue of new shares, including but not limited to underwriting agreements and engagement letters for intermediaries, etc.; (iii) review, approve and sign on behalf of the Company any statutory document to be submitted to the relevant regulatory institutions in relation to the issue of new shares, perform relevant approval

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## NOTICE OF ANNUAL GENERAL MEETING

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procedures according to the requirement of regulatory institutions and stock exchange of the place where shares are listed and make all necessary filings, registrations, modification and filing for records with the relevant governmental departments, etc.; and (iv) deal with matters in relation to the increase of registered capital of the Company to reflect the shares issued by the Company as authorized by this resolution and make corresponding amendments to provisions of the Articles of Association in relation to the issue of new shares and registered capital as it thinks fit so as to reflect the new share capital structure after the allotment or issue of the new shares according to the general mandate.”

On behalf of the Board  
**Chanjet Information Technology Company Limited**  
**Wang Wenjing**  
*Chairman*

Beijing, the PRC  
20 April 2023

*Notes:*

1. For the purpose of holding the AGM, the register of members of the Company will be closed from Tuesday, 9 May 2023 to Friday, 12 May 2023 (both days inclusive), during which period no transfer of Shares will be registered. The Shareholders whose names appear on the registers of members on Friday, 12 May 2023 are entitled to attend and vote at the AGM.
2. In order to be qualified to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the H Share registrar of the Company, Computershare (for holders of H Shares), or to the board office of the Company in the PRC (for holders of Domestic Shares) no later than 4:30 p.m. on Monday, 8 May 2023.

The address and contact details of Computershare are as follows:

Shops 1712-1716  
17th Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong  
Telephone: (+852) 2862 8555  
Fax: (+852) 2865 0990

The address and contact details of the board office of the Company in the PRC are as follows:

Floor 3  
Building 3  
Yard 9, Yongfeng Road  
Haidian District  
Beijing  
The PRC  
Telephone: (8610) 6243 4214

3. Each Shareholder who has a right to attend and vote at the AGM is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his/her behalf at the AGM. The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorised in writing. If the Shareholder is a legal person, the instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.

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## NOTICE OF ANNUAL GENERAL MEETING

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4. In order to be valid, the form of proxy must be delivered to Computershare for holders of H Shares or to the board office of the Company in the PRC for holder of Domestic Shares not less than 24 hours before the time for holding the AGM or any adjournment thereof. If the form of proxy is signed by the person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other document(s) of authorisation must be delivered at the same time to the same place as mentioned in the form of proxy. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at the AGM or any adjournment thereof should they so wish.
5. Shareholders shall produce their identity documents and supporting documents in respect of the Shares held when attending the AGM. If a legal person Shareholder appoints an authorised representative to attend the AGM, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the Board or other authorised parties of the legal person Shareholder or other notarially certified documents as allowed by the Company. If a proxy attends the AGM on behalf of a Shareholder, he/she shall produce his/her identity documents and the form of proxy signed by the Shareholder or his/her legal representative or his/her duly authorised attorney. Form(s) of proxy duly signed and submitted by HKSCC Nominees Limited are deemed to be valid, and it is not necessary for the proxy(ies) appointed by HKSCC Nominees Limited to produce the signed form of proxy when the proxy(ies) attend(s) the AGM.
6. Where there are joint registered holders of any Share, any one of such joint registered holders may vote at the AGM, either personally or by proxy, in respect of such Share as if he/she was solely entitled thereto. However, if more than one of such joint registered holders are present at the AGM, either personally or by proxy, the vote of the joint registered holder whose name stands first on the register of members will be accepted to the exclusion of the votes of any other joint registered holder(s).
7. The resolutions set out in the notice of the AGM will be voted on by poll. Results of the poll voting will be published on the website of the Company at [www.chanjet.com](http://www.chanjet.com) and the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) after the AGM.
8. The AGM is estimated to last for not more than half a day. Shareholders attending the AGM shall be responsible for their own travel and accommodation expenses.

*As at the date of this notice, the non-executive directors of the Company are Mr. Wang Wenjing and Mr. Wu Zhengping; the executive director of the Company is Mr. Yang Yuchun; and the independent non-executive directors of the Company are Mr. Chen, Kevin Chien-wen, Mr. Lau, Chun Fai Douglas and Ms. Wu Xiaoqing.*

\* *For identification purposes only*