

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.



MODERN LAND (CHINA) CO., LIMITED

當代置業(中國)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1107)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the “EGM”) of Modern Land (China) Co., Limited (the “Company”) will be held at 18/F, Shanghai Commercial Bank Tower, 12 Queen’s Road Central, Central, Hong Kong on Wednesday, 29 November 2023 at 10:15 a.m. (or immediately following the AGM to be convened at 10:00 a.m. on the same day) or its adjournment to consider and, if thought fit, to pass with or without amendments, the following resolutions as ordinary resolutions of the Company.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as ascribed to them in the circular of the Company dated 31 October 2023 in relation to the resolutions to be proposed at the EGM.

ORDINARY RESOLUTIONS

1. “**THAT** the continuing connected transactions contemplated under the Renewed Master Property Management Agreement entered into between the Company and First Service on 17 November 2022 and the proposed annual caps in relation thereto be and are hereby generally and unconditionally approved, confirmed and ratified and the Directors acting together or by committee, or any Director acting individually, be and are hereby authorized to do all such further acts and things and execute such further documents and take all such steps which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.”
2. “**THAT** the continuing connected transactions contemplated under the Renewed Master Contracting Services Agreement entered into between the Company and First Moma Renju Construction on 17 November 2022 and the proposed annual caps in relation thereto be and are hereby generally and unconditionally approved, confirmed and ratified and the Directors acting together or by committee, or any Director acting individually, be and are hereby authorized to do all such further acts and things and execute such further documents and take all such steps which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.”

3. “**THAT** the continuing connected transactions contemplated under the Renewed Master Elevator Services Agreement entered into between the Company and First Moma Asset on 17 November 2022 and the proposed annual caps in relation thereto be and are hereby generally and unconditionally approved, confirmed and ratified and the Directors acting together or by committee, or any Director acting individually, be and are hereby authorized to do all such further acts and things and execute such further documents and take all such steps which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.”

By order of the Board
Modern Land (China) Co., Limited
Zhang Peng
Chairman, President and Executive Director

Hong Kong, 31 October 2023

Notes:

1. All votes of the Shareholders above at the EGM will be taken by poll pursuant to the Listing Rules except where the chairman of the EGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The results of the poll will be published on the respective websites of the Stock Exchange and the Company in accordance with the Listing Rules.
2. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote instead of him. A Shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the EGM on a poll. A proxy need not be a Shareholder. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for the holding of the EGM or its adjournment. Delivery of the form of proxy shall not preclude a Shareholder from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. The translation into Chinese language of this announcement is for reference only. In case of any inconsistency, the English version shall prevail.
5. The register of members of the Company will be closed, for the purpose of determining the identity of members who are entitled to attend and vote at the EGM, from Wednesday, 22 November 2023 to Wednesday, 29 November 2023, both days inclusive, during which period no transfer of Shares will be effected. In order to be entitled to attend the EGM, all completed 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, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Tuesday, 21 November 2023.
6. If Typhoon Signal No. 8 or above, or a “black” rainstorm warning is in effect any time after 7:00 a.m. on the date of the EGM, the meeting will be adjourned in accordance with the articles of association of the Company and the shareholders of the Company will be informed of the date, time and place of the adjourned meeting and, if necessary, be given notice thereof pursuant to the articles of association of the Company.
7. As at the date of this announcement, the Board comprises eight Directors, namely executive Directors: Mr. Zhang Peng, Mr. Zhang Lei and Mr. Chen Yin; non-executive Directors: Mr. Tang Lunfei and Mr. Zeng Qiang; and independent non-executive Directors: Mr. Cui Jian, Mr. Hui Chun Ho, Eric and Mr. Gao Zhikai.