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Shanghai Jin Jiang Capital Company Limited*

上海錦江資本股份有限公司

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

(Stock Code: 02006)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Shanghai Jin Jiang Capital Company Limited (the “**Company**”) (the “**EGM**”) will be held at 1:30 p.m. on Tuesday, 26 April 2022 at Jin Jiang Grand Hall, 59 South Maoming Road, Huangpu District, Shanghai, the PRC for the purpose of considering and, if thought fit, passing the following resolutions. Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the composite document (the “**Composite Document**”) jointly issued by the Company and Jin Jiang International Holding Company Limited (the “**Offeror**”) dated 1 April 2022.

AS SPECIAL RESOLUTION

1. (a) To consider and, if thought fit, to approve, confirm and ratify the Merger Agreement dated 24 November 2021 entered into between the Company and the Offeror and the Merger and the transactions contemplated under the Merger Agreement.

(b) To consider and, if thought fit, to approve that any Director be authorised to do all such acts and things, to sign and execute all such other documents, deeds and instruments, to make applications to the relevant regulatory authorities and to take such steps as he may consider necessary, appropriate, expedient and in the interest of the Company to give effect to and in connection with any transactions contemplated under the Merger Agreement.

By order of the Board
Shanghai Jin Jiang Capital Company Limited*
Ma Mingju
Executive Director and CEO

Shanghai, the PRC
1 April 2022

Notes:

- (A) As set out in the Composite Document, it is one of the Conditions to effectiveness of the Merger Agreement that the special resolution in the EGM approving the Merger Agreement is passed by not less than two-thirds of the votes cast by way of poll by the Shareholders present and voting in person or by proxy at the EGM.
- (B) For the purpose of determining the Shareholders who will be entitled to attend and vote at the EGM, the register of members of the Company (the “**Register of Members**”) will be closed from Thursday, 21 April 2022 to Tuesday, 26 April 2022 (both dates inclusive), during which period no transfer of Shares will be registered. Shareholders of the Company whose names appear on the Register of Members on Tuesday, 26 April 2022 are entitled to attend and vote at the EGM.
- (C) To be eligible to attend and vote at the EGM, shareholders of the Company’s H shares shall lodge all transfer documents together with the relevant share certificates with Computershare Hong Kong Investor Services Limited, the Company’s H share registrar and transfer office, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Wednesday, 20 April 2022.
- (D) Each holder of H Shares of the Company who has the right to attend and vote at the EGM is entitled to appoint in writing one (or, if he/she/it holds two or more issued Shares, more than one) proxy, whether a shareholder or not, to attend and vote on his behalf at the EGM. The form of proxy shall contain the number and class of the Shares to be represented by the proxy. If several persons are authorised as the proxies of a Shareholder, the form of proxy shall specify the number and class of Shares to be represented by each proxy.
- (E) The form of proxy must be signed by the appointor or his attorney duly authorised in writing or, in the case of the shareholder being a legal person, must be either executed under its common seal or under the hand of its directors(s) or attorney(s) duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other authorisation documents, must be notarised.
- (F) For holders of H shares of the Company, the form of proxy and, if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointor, the notarially certified copies of that power of attorney or other authorisation documents (if any), must be delivered to the Company’s H share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not later than 24 hours before the time appointed for holding the EGM (i.e. no later than Monday, 25 April 2022 at 1:30 p.m.) or any adjournment thereof in order for such documents to be valid.

- (G) Each holder of domestic shares of the Company is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the EGM. Notes (C) to (E) also apply to holders of domestic shares of the Company, except that the form of proxy or the notarially certified copies of any power of attorney or other authorisation documents (if any) must be delivered to the Office of the Board of the Company, the address of which is set out below, not later than 24 hours before the time appointed for holding the EGM (i.e. no later than Monday, 25 April 2022 at 1:30 p.m.) or any adjournment thereof in order for such documents to be valid. Details of the Office of the Board of Directors are as follows:

26/F., Union Building
No. 100 Yan'an East Road
Shanghai
The People's Republic of China
Postal code: 200002
Tel: (86 21) 2037 5105
Fax: (86 21) 6323 8221

- (H) Delivery of the form of proxy shall not preclude a Shareholder from subsequently attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (I) If a proxy attends the EGM on behalf of a shareholder, he/she should produce his identity card and the form of proxy signed by the shareholder or his legal representative or his duly authorised attorney, specifying the date of its issuance. If a corporate shareholder appoints its corporate representative to attend the EGM, such representative should produce his identity card and the notarised copy of the resolution passed by the board of directors or other authorities of such corporate shareholder.
- (J) The EGM is expected to last for half a day. Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.

As at the date of this notice, the executive directors of the Company are Mr. Zhao Qi, Mr. Chen Liming, Mr. Ma Mingju, Ms. Zhou Wei and Mr. Sun Yu; and the independent non-executive directors of the Company are Mr. Ji Gang, Dr. Rui Mingjie and Mr. Shen Liqiang.

* *The Company is registered as a non-Hong Kong company as defined in the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) under its Chinese name and the English name "Shanghai Jin Jiang Capital Company Limited".*