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北京京客隆商業集團股份有限公司  
**BEIJING JINGKELONG COMPANY LIMITED\***  
*(a joint stock limited company incorporated in the People's Republic of China)*  
(Stock Code: 814)

**NOTICE OF THE SECOND EXTRAORDINARY  
GENERAL MEETING OF 2021**

**NOTICE IS HEREBY GIVEN THAT** the second extraordinary general meeting of 2021 (the “**EGM**”) of 北京京客隆商業集團股份有限公司 (Beijing Jingkelong Company Limited\*) (the “**Company**”) will be held at 9 a.m. on Friday, 26 March 2021 at the Conference Room, 4th Floor, Block No. 45, Xinyuan Street, Chaoyang District, Beijing, the People's Republic of China (the “**PRC**”) for the purpose of considering the following matters:

**AS ORDINARY RESOLUTION:**

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

1. To consider and approve the appointment of Mr. Wang Deshan (“**Mr. Wang**”) as a supervisor of the Company (the “**Supervisor**”) for the term from the conclusion of the EGM to the conclusion of the annual general meeting for the year ending 31 December 2021 (“**2021 Annual General Meeting**”). (Ms. Fu Yanjun will resign as a Supervisor on the date of the EGM due to personal work reasons.) (Note (H))

**AS SPECIAL RESOLUTION:**

To consider and, if thought fit, pass the following resolution as a special resolution:

2. “THAT:

the following amendment to the existing Articles of Association of the Company (the “**Articles of Association**”) be and is hereby approved, and any one director be and is hereby authorized to do all such things as are necessary in respect of or incidental to the amendment to the Articles

\* For identification purpose only

of Association pursuant to the requirements of the relevant authorities of the PRC (including but not limited to all applications, filings and registrations etc. with the relevant authorities) (Note (I)):

Article to amend	Original Article	Amended Article
Article 12	<p>The Company's scope of business shall be consistent with and subject to the scope of business approved by the authority responsible for the registration of the Company.</p> <p>The Company's scope of business includes: selling food, auxiliary food, health food, beverage, alcohol, oil product, feed, general merchandise, textile, hardware (exclude dangerous chemical product), cell phone, medical equipment (type I), car, arts product, flower, magnetic card, costume, jewelry, stationary, sports equipment, household supplies, OHS product, clock, glasses, pet product, communication equipment, electronic products, home appliances, birth control product, cosmetics; repair communication equipment; retail domestic book, magazine, newspaper, video and music product, gold, grain, tobacco, cigar, photocopying, import/export merchandise, import/export technology, import/export broker, leasing property, laundry, digital film, warehousing, merchandise supply, freight, cool freight supply (cooling fresh product), technology innovation, technology transferring, technology consulting and servicing, electronic business, tailoring, manufacture commercial equipment, food processing, photographer, repair households, jewelry processing, selling travel pass, locksmith, property developer, design and produce commercials, hotel management. The following operated by subsidiary: property management, parking service, manufacture soy product, food court, processing and selling noodles, cakes, hot food, bread, snack, fast food, barbeque food, packaged food (including cold milk product), bulk food, cooked food, meat, fruit and vegetables, marine product, fireworks (the Company's scope of business shall be consistent with the registration by the administration for industry and commerce)</p>	<p>The Company's scope of business shall be consistent with and subject to the scope of business approved by the authority responsible for the registration of the Company.</p> <p>The Company's scope of business includes: selling food, auxiliary food, health food, beverage, alcohol, oil product, feed, general merchandise, textile, hardware (exclude dangerous chemical product), cell phone, medical equipment (type I), car, arts product, flower, magnetic card, costume, jewelry, stationary, sports equipment, household supplies, OHS product, clock, glasses, pet product, communication equipment, electronic products, home appliances, birth control product, cosmetics; repair communication equipment; retail domestic book, magazine, newspaper, video and music product, gold, grain, tobacco, cigar, photocopying, import/export merchandise, import/export technology, import/export broker, leasing property, laundry, digital film, warehousing, merchandise supply, freight, cool freight supply (cooling fresh product), technology innovation, technology transferring, technology consulting and servicing, electronic business, tailoring, manufacture commercial equipment, food processing, photographer, repair households, jewelry processing, selling travel pass, locksmith, property developer, design and produce commercials, hotel management. The following operated by subsidiary: property management, parking service, manufacture soy product, food court, processing and selling noodles, cakes, hot food, bread, snack, fast food, barbeque food, packaged food (including cold milk product), bulk food, cooked food, meat, fruit and vegetables, marine product; <b><u>internet information service</u></b>; fireworks (the Company's scope of business shall be consistent with the registration by the administration for industry and commerce)</p>

The amended Articles of Association shall become effective on the date of passing this resolution at the EGM. Prior to the passing of this resolution at the EGM, the prevailing Articles of Association of the Company shall remain valid.”

By Order of the Board  
**Beijing Jingkelong Company Limited**  
**Li Jianwen**  
*Chairman*

Beijing, the PRC  
5 March 2021

*Notes:*

- (A) The Company will not process registration of transfers of the H Shares of the Company (the “**H Shares**”) from Monday, 22 March 2021 to Friday, 26 March 2021 (both days inclusive). Holders of H Shares whose names appear on the register of shareholders kept at the Company’s H-Share Registrar and Transfer Office Computershare Hong Kong Investor Services Limited (the “**Company’s H-Share Registrar**”) at 4:30 p.m., the close of business on Friday, 19 March 2021 are entitled to attend and vote at the EGM following completion of the registration procedures.

To qualify for attendance and voting at the EGM, all documents on transfers of H Shares, accompanied by the relevant share certificates, must be lodged with the Company’s H-Share Registrar, not later than 4:30 p.m. on Friday, 19 March 2021. The address of the Company’s H-Share Registrar is as follows:

Computershare Hong Kong Investor Services Limited  
Shops 1712-16, 17th Floor, Hopewell Centre  
183 Queen’s Road East  
Wanchai  
Hong Kong

The Company will not process registration of transfers of the Domestic Shares of the Company (the “**Domestic Shares**”) from Monday, 22 March 2021 to Friday, 26 March 2021 (both days inclusive). Holders of Domestic Shares who are registered and recorded on the register of shareholders of the Company at 4:30 p.m., the close of business on Friday, 19 March 2021 are entitled to attend and vote at the EGM. Holders of Domestic Shares should contact the Secretary to the Board of the Company (the “**Secretary to the Board**”) for details concerning registration of transfers of shares. The contact details of the Secretary to the Board are as follows:

3rd Floor  
Block No. 45, Xinyuan Street  
Chaoyang District, Beijing  
The People’s Republic of China  
Telephone No.: 8610-64603046  
Facsimile No.: 8610-64611370

- (B) Holders of H Shares entitled to attend and vote at the EGM may, by completing the proxy form of the Company, appoint one or more proxies to attend and vote at the EGM on his/her behalf. A proxy needs not be a shareholder of the Company (the “**Shareholder**”). With respect to any Shareholder who has appointed more than one proxy, the proxy holders may only vote on a poll.
- (C) Holders of H Shares must use the proxy form of the Company for appointing a proxy and the appointment must be in writing. The proxy form must be signed by the relevant Shareholder or by a person duly authorized by the relevant Shareholder in writing (a “**Power of Attorney**”). If the proxy form is signed by the person authorized by the relevant Shareholder as aforesaid, the relevant Power of Attorney and other relevant documents of authorization (if any) must be notarized. If a corporate Shareholder appoints a person other than its legal representative to attend the EGM on its behalf, the relevant proxy form must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorized by that corporate shareholder as required by its articles of association.
- (D) To be valid, the proxy form and the relevant notarized Power of Attorney (if any) and other relevant documents of authorization (if any) as mentioned in note (C) above must be delivered to the Company’s H-Share Registrar, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong) by personal delivery or by post, not less than 24 hours before the time appointed for the EGM.
- (E) Holders of Domestic Shares who is entitled to attend and vote at the EGM may also, by completing the proxy form of the Company, appoint one or more proxies to attend and vote at the EGM on his/her behalf. A proxy needs not be a Shareholder. Notes (C) and (D) above also apply to the holders of Domestic Shares, except that, to be valid, the proxy form and the relevant Power of Attorney (if any) and other relevant documents of authorization (if any) must be delivered to the Secretary to the Board by personal delivery or by post, not less than 24 hours before the time appointed for the EGM. The address of the Secretary to the Board is stated in note (A) above.
- (F) A Shareholder or his/her proxy should produce proof of identity when attending the EGM. If a corporate Shareholder’s legal representative or any other person authorized by the board of directors or other governing body of such corporate Shareholder attends the EGM, such legal representative or other person shall produce his/her proof of identity, and proof of designation as legal representative and the valid resolution or authorization document of the board of directors or other governing body of such corporate Shareholder (as the case may be) to prove the identity and authorization of that legal representative or other person.
- (G) The EGM is expected to last for not more than half a day. Shareholders who attend the EGM shall bear their own travelling and accommodation expenses.
- (H) Ms. Fu Yanjun will resign as a Supervisor on the date of the EGM due to personal work reasons. The supervisory committee has resolved to propose to the Shareholders to elect Mr. Wang Deshan as a Supervisor. The biography of Mr. Wang Deshan is set out as follows:

Mr. Wang Deshan (王德山), aged 57, graduated and obtained a master’s degree in law from China University of Political Science and Law\* (中國政法大學), specializing in civil and commercial Law. Since March 1994, Mr. Wang has served in the School of Law of Capital University of Economics and Business\* (首都經濟貿易大學) as a professor and master supervisor, and teaches contract law, corporate law, commercial law and other courses for graduate and undergraduate students. Mr. Wang’s main research fields are contract law and company law. He has written and edited more than 20 books such as

“Contract Law”, “Company Law”, “Contract Validity Study” and “Company Law Training Course”. Mr. Wang also serves as the vice president of Beijing Aging Law Research Association\* (北京市老齡法律研究會).

If the resolution to elect Mr. Wang as a Supervisor is approved at the EGM, the Company will enter into a service contract with Mr. Wang for the term from the conclusion of the EGM to the conclusion of the 2021 Annual General Meeting. Pursuant to the service contract, the remuneration of Mr. Wang as a Supervisor will be implemented in accordance with the standards reviewed and approved by the 2018 Annual General Meeting, that is, RMB35,100 per year (before tax).

Save as disclosed above, as at the date of this notice, Mr. Wang:

- (i) does not hold any position with the Company or any of its subsidiaries;
- (ii) has not held any other directorship in any listed public companies on securities markets, whether in Hong Kong or overseas, in the last three years;
- (iii) does not have any other relationship with any director, senior management or substantial or controlling shareholder of the Company; and
- (iv) does not hold any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this notice, there are no other matters relating to the appointment of Mr. Wang that need to be brought to the attention of the Shareholders, and there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

- (I) Please note that the proposed amendment to the existing Articles of Association is written in Chinese and there is no official translation in respect thereof. The translation into English language in this notice is for reference only. In case of any inconsistency between the English and Chinese versions, the Chinese version shall prevail.

*As at the date of this notice, the executive directors of the Company are Mr. Li Jianwen, Mr. Zhang Liwei, Ms. Li Chunyan and Mr. Li Shenlin; the non-executive directors are Ms. Zhang Yan and Mr. Li Shunxiang and the independent non-executive directors are Mr. Wang Liping, Mr. Chen Liping and Mr. Choi Onward.*