
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Beijing Capital Juda Limited, you should at once hand this circular together with the accompanying form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

A notice convening the extraordinary general meeting of Beijing Capital Juda Limited to be held at 1804A, 18/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Monday, 5 June 2017 at 10:00 a.m., at which matters including the above proposal will be considered, is set out on pages 7 to 8 of this circular.

Whether or not you are able to attend the meeting in person, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible but in any event not later than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the meeting or any adjourned meeting should you so desire.

8 May 2017

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DEFINITIONS

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

“Articles”	the articles of association of the Company as amended from time to time
“Board”	the board of Directors
“Change”	the change of the English name of the Company from “Beijing Capital Juda Limited” to “Beijing Capital Grand Limited”
“Companies Law”	the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands
“Company”	Beijing Capital Juda Limited, a company incorporated in the Cayman Islands with limited liability, whose Shares are listed on the Main Board of the Stock Exchange
“CPS”	Class A limited-voting non-redeemable convertible preference shares and Class B limited-voting non-redeemable convertible preference shares in the share capital of the Company
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be held at 1804A, 18/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Monday, 5 June 2017 at 10:00 a.m. or where the context so admits, any adjournment thereof, to consider the resolution set out in the EGM Notice
“EGM Notice”	the notice convening the EGM as set out on pages 7 to 8 of this circular
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“PCBS”	the 0.01% unsecured HK\$ settled perpetual convertible bond securities issued by the Company
“PRC”	the People’s Republic of China, which for the purpose of this announcement only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

DEFINITIONS

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD

CAPITAL JUDA
BEIJING CAPITAL JUDA LIMITED
首創鉅大有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1329)

Executive Directors:

Mr. Zhong Beichen (*Chairman*)
Mr. Feng Yujian (*Chief Executive Officer*)

Non-executive Directors:

Mr. Sun Shaolin
Mr. Su Jian
Mr. Wang Honghui
Mr. Yang Han Hsiang

Independent Non-executive Directors:

Dr. Ngai Wai Fung
Ms. Zhao Yuhong
Mr. He Xiaofeng

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

Hong Kong Principal Place of Business:

Suites 2906-08
AIA Central
1 Connaught Road Central
Hong Kong

8 May 2017

*To the Shareholders and, for information only,
the holders of the CPS and the PCBS*

Dear Sir or Madam,

**CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to give you details of the Change, which will be proposed at the EGM for consideration and, where appropriate, approval of the Shareholders.

The EGM Notice is set out on pages 7 to 8 of this circular.

LETTER FROM THE BOARD

2. PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Beijing Capital Juda Limited” to “Beijing Capital Grand Limited” without changing the existing dual foreign name in Chinese of the Company, namely “首創鉅大有限公司”. The Chinese stock short name of the Company will also remain unchanged.

Conditions for the Change

The Change will be subject to the following conditions:

1. the passing of a special resolution by the Shareholders at the EGM to approve the Change; and
2. the approval of the Change by the Registrar of Companies in the Cayman Islands.

Subject to the satisfaction of the above conditions, the Change will take effect from the date of entry of the new English name on the register maintained by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

Reasons for the Change

The Group is principally engaged in commercial property development, with focus on the development of outlets-backed commercial integrated projects in PRC. The Board believes that the proposed new English name of the Company can enhance its brand identity and connection to the international investors, and therefore the Change is considered to be in the interests of the Company and the Shareholders as a whole.

Effects of the Change

The Change will not affect any rights of the holders of securities of the Company.

All existing certificates of securities in issue bearing the existing English name of the Company shall, upon the Change becoming effective, continue to be evidence of title to such securities and in particular, the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing certificates of securities for new certificates of securities bearing the new English name of the Company. Upon the Change becoming effective, all new certificates of securities will be issued in the new English name of the Company.

In addition, subject to the confirmation of the Stock Exchange, the English stock short name of the Company for trading in the Shares on the Stock Exchange will also be changed after the Change becomes effective.

The Company will make further announcement(s) as and when appropriate on the results of the EGM, the effective date(s) of the Change and the new English stock short name of the Company for trading in the Shares on the Stock Exchange.

LETTER FROM THE BOARD

3. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

4. EXTRAORDINARY GENERAL MEETING

The Notice of the EGM is set out on pages 7 to 8 of this circular. For the purpose of ascertaining shareholders who are entitled to attend and vote at the EGM (or any adjournment thereof), the register of members of the Company will be closed from 31 May 2017 to 5 June 2017 (both days inclusive). In order to qualify for the right to attend and vote at the EGM (or any adjournment thereof), all transfers documents accompanied by the relevant share certificates should be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong (the "Share Registrar") no later than 4:30 p.m. on 29 May 2017.

A form of proxy for use at the EGM is also enclosed with this circular. Whether or not you are able to attend the EGM in person, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Share Registrar as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

5. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll save that the chairman of the meeting may in good faith allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, all resolutions will be put to vote by way of poll at the EGM. An announcement on the results of the vote by poll will be made by the Company after the EGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

None of the Shareholders is required to abstain from voting at the EGM pursuant to the Listing Rules and/or the Articles.

6. DOCUMENT FOR INSPECTION

A copy of the Articles is available for inspection during normal business hours at the principal place of business of the Company in Hong Kong at Suites 2906-08, AIA Central, 1 Connaught Road Central, Hong Kong, from the date of this circular up to and including the date of the EGM.

LETTER FROM THE BOARD

7. RECOMMENDATION

The Directors consider that the proposal described in this circular is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends all Shareholders to vote in favour of the resolution regarding the Change to be proposed at the EGM.

Yours faithfully,
For and on behalf of the Board
Beijing Capital Juda Limited
Zhong Beichen
Chairman

NOTICE OF EXTRAORDINARY GENERAL MEETING

CAPITAL JUDA
BEIJING CAPITAL JUDA LIMITED
首創鉅大有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1329)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Beijing Capital Juda Limited (the “**Company**”) will be held at 1804A, 18/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Monday, 5 June 2017 at 10:00 a.m. (“**EGM**”) to consider and, if thought fit, approve the following special business:

SPECIAL RESOLUTION

1. “**THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands, the English name of the Company be and is hereby changed from “Beijing Capital Juda Limited” to “Beijing Capital Grand Limited” and the Directors be and are hereby authorised to do all such acts, deeds and things and execute all documents they consider necessary or expedient to give effect to the aforesaid change of name of the Company.”

By order of the Board
Beijing Capital Juda Limited
Lee Sze Wai
Company Secretary

Hong Kong, 8 May 2017

NOTICE OF EXTRAORDINARY GENERAL MEETING

Head office and principal place of business in Hong Kong:

Suites 2906-08

AIA Central

1 Connaught Road Central

Hong Kong

Notes:

1. Any shareholder of the Company entitled to attend and vote at the EGM convened by the above notice 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 attend on the same occasion. A proxy need not be a shareholder of the Company. A form of proxy for use at the EGM is enclosed herewith.
2. Where there are joint registered holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
4. For the purpose of ascertaining shareholders who are entitled to attend and vote at the EGM to be held on 5 June 2017 (or any adjournment thereof), the register of members of the Company will be closed from 31 May 2017 to 5 June 2017 (both days inclusive). In order to qualify for the right to attend and vote at the EGM (or any adjournment thereof), all transfers documents accompanied by the relevant share certificates should be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on 29 May 2017.
5. To be valid, the form of proxy and 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 Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the EGM or any adjournment thereof.
6. Delivery of the form of proxy will not preclude a shareholder from attending and voting in person at the EGM or any adjourned meeting or upon the poll concerned and, in such event, the instrument appointing a proxy will be deemed to be revoked.
7. As at the date of this notice, the Board comprises Mr. Zhong Beichen (Chairman) and Mr. Feng Yujian (Chief Executive Officer) as executive Directors; Mr. Sun Shaolin, Mr. Su Jian, Mr. Wang Honghui and Mr. Yang Han Hsiang as non-executive Directors; and Dr. Ngai Wai Fung, Ms. Zhao Yuhong and Mr. He Xiaofeng as independent non-executive Directors.