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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 OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Beijing Capital Juda Limited (the “**Company**”) will be held at 1804D, 18/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Monday, 19 December 2016 at 10:00 a.m. for the purposes of considering and, if thought fit, passing the following resolutions numbered 1 to 4 as ordinary resolutions of the Company, with or without amendments. Capitalised terms used in the circular dated 2 December 2016 issued by the Company have the same meanings when used in this notice unless otherwise specified.

ORDINARY RESOLUTIONS

Resolution in relation to the Subscription

1. “**THAT:**

- (a) the Subscription Agreements and the instruments constituting the Subscription PCBS and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) subject to fulfillment of the conditions precedent set out in each of the Subscription Agreements, the allotment and issue of the Subscription Securities and the Conversion Shares upon conversion of the Subscription PCBS (as the case may be) in accordance with the terms and conditions of the Subscription Agreements and the instruments constituting the Subscription PCBS be and is hereby approved; and

- (c) the Directors be and are hereby authorised to do all such acts and things and to sign and execute all such documents, instruments and agreements for and on behalf of the Company as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the matters contemplated in this resolution no.1, including without limitation, to authorise the Cayman Islands registered office of the Company to make all such requisite filings with the Registrar of Companies in accordance with the laws of the Cayman Islands, subject to and following the Completion Date.”

Resolution in relation to the Specific Mandate

2. “**THAT** subject to the passing of ordinary resolution no.1 and conditional upon the Listing Committee granting the listing of, and the permission to deal in, the Subscription Shares and the Conversion Shares:
- (a) the grant of the Specific Mandate for the allotment and issue of the Subscription Securities in accordance with the terms of the Subscription Agreements and the instruments constituting the Subscription PCBS and the Conversion Shares be and is hereby approved; and
- (b) the Directors be and are hereby authorised to do all such acts and things and to sign and execute all such documents, instruments and agreements for and on behalf of the Company as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with paragraph (a) of this resolution no. 2.”

Resolutions in relation to the appointment of non-executive Directors

3. “**THAT** subject to the passing of ordinary resolutions no. 1 and 2, the appointment of Mr. WANG Honghui as a non-executive Director, subject to and with effect from the Completion Date, be and is hereby approved.”
4. “**THAT** subject to the passing of ordinary resolutions no. 1 and 2, the appointment of Mr. YANG Han Hsiang as a non-executive Director, subject to and with effect from the Completion Date, be and is hereby approved.”

Yours faithfully
For and on behalf of the Board of
Beijing Capital Juda Limited
Lee Sze Wai
Company Secretary

Hong Kong, 2 December 2016

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 with this notice.
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. 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, Hopwell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the EGM or any adjournment thereof.
5. 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.

As at the date of this announcement, the Board comprises Mr. TANG Jun (Chairman) and Mr. ZHONG Beichen as executive Directors; Mr. WANG Hao and Mr. LI Songping as non-executive Directors; and Dr. NGAI Wai Fung, Prof. ZHAO Yuhong and Prof. HE Xiaofeng as independent non-executive Directors.