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北京北辰實業股份有限公司
BEIJING NORTH STAR COMPANY LIMITED

(A sino-foreign joint venture joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 588)

FURTHER NOTICE
IN RELATION TO THE 2019 ANNUAL GENERAL MEETING
TO BE HELD ON 16 JUNE 2020

This notice is given in accordance with the disclosure requirements under the Articles of Association of Beijing North Star Company Limited (the “**Company**”).

As calculated by the Company based on the written replies received by 20 days prior to the 2019 annual general meeting of the Company to be held on 16 June 2020 (the “**AGM**”), the number of shares with voting rights represented by the shareholders of the Company (the “**Shareholders**”) who intend to attend the AGM does not exceed one-half of the total number of shares of the Company with voting rights. Pursuant to the requirements under Article 74 of the Articles of Association of the Company, the Company hereby gives further notice of the relevant matters of the AGM to be convened:

1. DATE AND TIME OF THE MEETING:

The meeting shall be held on Tuesday, 16 June 2020 at 9:00 a.m.

2. VENUE OF THE MEETING:

Meeting Room One, 12th Floor, Tower A, Hui Xin Building, No. 8 Bei Chen Dong Road, Chao Yang District, Beijing, the People's Republic of China (the “**PRC**”)

3. MATTERS PROPOSED TO BE CONSIDERED AT THE MEETING:

SPECIAL RESOLUTIONS

1. To consider and approve “Amendments to the Articles of Association” of the Company.
2. To consider and approve “Amendments to the Rules of Procedures of the General Meeting” of the Company.
3. To consider and approve “The resolution on authorisation in relation to provision of guarantee” of the Company.
4. To consider and approve “The resolution on grant of general mandate for issuance of Shares” of the Company.
5. To consider and approve “The resolution on the Company’s registration and issuance of perpetual medium term notes in an amount of not more than RMB3.5 billion” of the Company.
6. To consider and approve “The resolution on the Company’s registration and issuance of medium term notes in an amount of not more than RMB3 billion” of the Company.
7. To consider and approve “The resolution on grant of general mandate for issuance of debt financing instruments” of the Company.

ORDINARY RESOLUTIONS

8. To consider and approve the financial report of the Company for the year of 2019 prepared in accordance with the PRC accounting standards and Hong Kong generally accepted accounting principles respectively.
9. To consider and approve the report of the Directors of the Company for the year of 2019 prepared in accordance with the relevant regulations and requirements of the PRC and Hong Kong for disclosure in annual report respectively.
10. To consider and approve the report of the Supervisory Committee of the Company for the year of 2019.
11. To consider and approve the scheme of profit distribution and capital reserve fund conversion of the Company for the year of 2019.
12. To consider and approve “The resolution on remuneration of the Directors” of the Company.
13. To consider and approve “The resolution on remuneration of the Supervisors” of the Company.

14. To consider and approve “The resolution on the adjustment to the remuneration of the Company’s independent non-executive Directors” of the Company.
15. To consider and approve “The resolution on the re-appointment of the auditors for the year of 2020” of the Company.
16. To consider and approve “The resolution on the renewal of liability insurance for the Directors, Supervisors and senior management” of the Company.
17. To consider and approve “The resolution on the election of Mr. ZHANG Sheng-Huai as a Company’s independent non-executive Director of the Eighth Session of the Board” of the Company.
18. To consider and approve “The resolution on the election of Supervisors representing the Shareholders” of the Company. (The proposal adopts a cumulative voting system)
 - (a) To consider and approve “The resolution on the election of Ms. LI Xue-Mei as a Company’s Supervisor representing the Shareholders of the Eighth Session of Supervisory Committee” of the Company.
 - (b) To consider and approve “The resolution on the election of Mr. HU Hao as a Company’s Supervisor representing the Shareholders of the Eighth Session of Supervisory Committee” of the Company.
 - (c) To consider and approve “The resolution on the election of Mr. MO Fei as a Company’s Supervisor representing the Shareholders of the Eighth Session of Supervisory Committee” of the Company.

For the details of the AGM, please also refer to the circular of the Company in relation to (1) proposed amendments to the Articles of Association, (2) proposed amendments to the Rules of Procedures of the General Meeting, (3) proposed authorisation of provision of guarantee by the Company, (4) proposed grant of general mandate for issuance of Shares, (5) proposed registration and issuance of perpetual medium term notes of not more than RMB3.5 billion of the Company, (6) proposed registration and issuance of medium term notes of not more than RMB3 billion of the Company, (7) proposed grant of general mandate for issuance of debt financing instruments, (8) proposed remuneration of Directors and Supervisors, (9) proposed adjustment to the remuneration of independent non-executive Directors, (10) proposed renewal of liability insurance for Directors, Supervisors and senior management, (11) election of independent non-executive Director and (12) election of Supervisors representing the Shareholders, and the notice of the AGM, both dated 29 April 2020.

H Shareholders of the Company must complete the proxy form for holders of H shares in accordance with the instructions printed thereon and return the same to the Company's H Share Registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 24 hours before the time fixed for holding the AGM (i.e. not later than 15 June 2020 at 9:00 a.m. (Hong Kong time)).

By order of the Board
BEIJING NORTH STAR COMPANY LIMITED
GUO Chuan
Executive Director and Company Secretary

Beijing, PRC, 28 May 2020

As at the date of this announcement, the Board of the Company comprises eight directors, of whom Mr. LI Wei-Dong, Ms. LI Yun, Mr. CHEN De-Qi, Ms. ZHANG Wen-Lei and Mr. GUO Chuan are executive directors and Mr. FU Yiu-Man, Mr. DONG An-Sheng and Mr. WU Ge are independent non-executive directors.