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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)

**NOTICE OF THE FIRST EXTRAORDINARY
GENERAL MEETING OF 2020**

Notice is hereby given that the first extraordinary general meeting of 2020 (the “EGM”) of Beijing North Star Company Limited (the “**Company**”) will be held at 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**”) on Tuesday, 20 October 2020 at 9:00 a.m. for the following purpose:

SPECIAL RESOLUTION

1. To consider and approve the “Amendments to the Articles of Association” of the Company.

ORDINARY RESOLUTIONS

2. To consider and approve the “Proposal on the Company’s Application to the Controlling Shareholder for Borrowing Limit and Related Party Transactions” of the Company.
3. To consider and approve the “Proposal on Establishing the Legal Compliance Committee of the Board” of the Company.

4. To consider and approve the “Resolution on the Election of Mr. GAN Peizhong as the Company’s Independent Non-Executive Director of the Eighth Session of the Board” of the Company.

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

Beijing, PRC, 3 September 2020

Notes:

1. Any shareholder of the Company (the “**Shareholder**”) entitled to attend and vote at the meeting mentioned above is entitled to appoint one or more proxies to attend and vote at the meeting on his/her behalf in accordance with the Articles of Association of the Company. A proxy need not be a Shareholder of the Company.
2. In order to be valid, the proxy form for H Shareholders and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited with the Company’s H share registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road Central, Wanchai, Hong Kong not less than 24 hours before the time fixed for holding the meeting (i.e. not later than 19 October 2020 at 9 a.m. (Hong Kong time)) or 24 hours before the time appointed for taking the poll.
3. A Shareholder or his/her proxy shall produce his/her own identity proof documentation when attending the meeting. A Shareholder attending the meeting in person shall produce (i) the document of his/her identity; and (ii) the evidence of his/her shareholding. A proxy who has been appointed to attend the meeting on behalf of others shall produce (i) the document of his/her identity; (ii) the proxy form; and (iii) the evidence of shareholding.

A corporate Shareholder shall be represented at the meeting by its legal representative, or the proxy appointed by the legal representative, or a proxy appointed by the board of directors or other governance body. If a corporate Shareholder appoints its legal representative to attend the meeting, the legal representative shall produce (i) the document of his/her identity; (ii) valid proof of his/her identity as a legal representative; and (iii) the evidence of shareholding. Where a proxy is appointed by the legal representative to attend the meeting on his/her behalf, the proxy shall produce (i) the document of his/her identity; (ii) the written proxy form duly issued by the legal representative of the corporate Shareholder; and (iii) the evidence of shareholding.

4. The register of Shareholders of the Company will be closed from Monday, 21 September 2020 to Tuesday, 20 October 2020 (both days inclusive), during which no transfer of the Company’s shares will be registered. In order to be eligible to attend and vote at the EGM, all completed transfer documents relating to H shares, accompanied by the relevant share certificates, must be lodged with the H share registrar of the Company, Hong Kong Registrars Limited at Shops 1712–16, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 18 September 2020.

5. Shareholders whose names appear in the register of Shareholders after the close of the office hours, i.e. 4:30 p.m. on Friday, 18 September 2020 are entitled to attend and vote at the meeting.
6. Shareholders who intend to attend the meeting shall complete and lodge the reply slip for attending the meeting at the Company's legal address at No. 8 Bei Chen Dong Road, Chao Yang District, Beijing, the PRC on or before Wednesday, 30 September 2020. The reply slip may be delivered to the Company by hand, by post, by cable or by fax No. (8610) 6499-1352.
7. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), all votes at the Shareholders' general meeting will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.
8. The EGM is not expected to take more than half a day. Shareholders or their proxies shall be responsible for their own travel and accommodation expenses.
9. Information of the resolutions in this notice is set out in the circular dated 3 September 2020 despatched to the Shareholders.
10. Should there be any discrepancies between the Chinese and English versions of this notice, the Chinese version shall prevail.
11. As at the date of this notice, the board of directors comprises 8 directors, of which 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.