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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 stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisor.

If you have sold or transferred all your shares in Zhongguancun Science-Tech Leasing Co., Ltd., you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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中關村科技租賃股份有限公司
ZHONGGUANCUN SCIENCE-TECH LEASING CO., LTD.
(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1601)

- (1) ELECTION OF DIRECTORS OF THE SECOND SESSION
OF THE BOARD OF DIRECTORS OF THE COMPANY;**
 - (2) THE REMUNERATION OF DIRECTORS OF THE SECOND SESSION
OF THE BOARD OF DIRECTORS OF THE COMPANY
DURING THEIR TERM OF OFFICE;**
 - (3) ELECTION OF SUPERVISORS OF THE SECOND SESSION
OF THE BOARD OF SUPERVISORS OF THE COMPANY;**
 - (4) THE REMUNERATION OF SUPERVISORS OF THE SECOND
SESSION OF THE BOARD OF SUPERVISORS OF THE COMPANY
DURING THEIR TERM OF OFFICE;**
 - (5) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
AND**
 - (6) NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING**
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The 2023 First Extraordinary General Meeting of Zhongguancun Science-Tech Leasing Co., Ltd. will be held at Conference Room 617, Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC on Thursday, January 19, 2023 at 3:00 p.m. The notice convening the 2023 First Extraordinary General Meeting is set out on pages 21 to 23 of this circular.

The form of proxy for use at the 2023 First Extraordinary General Meeting is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.zgclease.com). Whether or not you intend to attend the 2023 First Extraordinary General Meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for the holding of the 2023 First Extraordinary General Meeting (i.e. before Wednesday, January 18, 2023 at 3:00 p.m.). Completion and return of the form of proxy will not preclude you from attending the meeting and voting in person if you so wish.

January 3, 2023

CONTENTS

| | <i>Page</i> |
|---|-------------|
| DEFINITIONS | 1 |
| LETTER FROM THE BOARD | 3 |
| Introduction | 4 |
| Election of Directors of the Second Session of the Board of Directors of the Company. | 4 |
| The Remuneration of Directors of the Second Session of the Board of Directors of the Company during their term of office | 5 |
| Election of Supervisors of the Second Session of the Board of Supervisors of the Company. | 6 |
| The Remuneration of Supervisors of the Second Session of the Board of Supervisors of the Company during their term of office | 7 |
| Proposed amendments to the Articles of Association | 7 |
| The 2023 First Extraordinary General Meeting | 10 |
| Closures of register of members | 11 |
| Voting by poll. | 11 |
| Recommendation | 11 |
| APPENDIX I – BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES | 12 |
| APPENDIX II – BIOGRAPHICAL DETAILS OF SHAREHOLDER REPRESENTATIVE SUPERVISOR CANDIDATES AND EMPLOYEE REPRESENTATIVE SUPERVISORS | 17 |
| NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING | 21 |

DEFINITIONS

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

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| “2023 First Extraordinary General Meeting” or “Extraordinary General Meeting” | the 2023 first extraordinary general meeting of the Company to be held on Thursday, January 19, 2023 at 3:00 p.m. to consider and, if thought fit, to approve the resolution contained in the notice of the meeting which is set out on pages 21 to 23 of this circular |
| “Articles of Association” | the articles of association of the Company, as amended from time to time |
| “Board of Directors” | the board of directors of the Company |
| “Board of Supervisors” | the board of supervisors of the Company |
| “Company” | Zhongguancun Science-Tech Leasing Co., Ltd. (中關村科技租賃股份有限公司), a joint stock company incorporated under the laws of the PRC with limited liability, H Shares of which are listed on the main board of the Stock Exchange |
| “Company Law” | the Company Law of the PRC (《中華人民共和國公司法》) |
| “Director(s)” | the director(s) of the Company |
| “Domestic Share(s)” | the domestic share(s) with a nominal value of RMB1.00 each in the share capital of the Company, which are subscribed for or credited as fully paid in RMB |
| “Domestic Shareholder(s)” | the holder(s) of the Domestic Share(s) |
| “Group” | the Company and its subsidiaries |
| “H Share(s)” | the overseas listed foreign share(s) with a nominal value of RMB1.00 each in the share capital of the Company, which are subscribed for and traded in HK\$ and listed on the Stock Exchange |
| “H Shareholder(s)” | the holder(s) of the H share(s) |
| “Hong Kong” | the Hong Kong Special Administrative Region of the PRC |
| “Listing Rules” | the Rules Governing the Listing of Securities on the Stock Exchange |
| “PRC” or “China” | the People’s Republic of China, for the purpose of this circular and for geographic reference, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan |
| “RMB” | Renminbi, the lawful currency of the PRC |

DEFINITIONS

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|------------------------------|--|
| “SFO” | the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong |
| “Share(s)” | collectively, the Domestic Share(s) and the H Share(s) |
| “Shareholder(s)” | the holder(s) of Share(s) |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Substantial Shareholder(s)” | has the meaning ascribed thereto under the Listing Rules |
| “Supervisor(s)” | the supervisor(s) of the Company |
| “ZGC Finance” | Beijing Zhongguancun Finance Group Co., Ltd. (北京中關村科技創業金融服務集團有限公司), a company incorporated under the laws of the PRC with limited liability on February 24, 2009 and also one of the Controlling Shareholders of the Company |
| “ZGC Group” | Zhongguancun Development Group Co., Ltd. (中關村發展集團股份有限公司), a company incorporated under the laws of the PRC with limited liability on March 31, 2010 and is one of the controlling Shareholders of the Company |

LETTER FROM THE BOARD



中關村科技租賃股份有限公司
ZHONGGUANCUN SCIENCE-TECH LEASING CO., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1601)

Non-executive Directors:

Mr. ZHANG Shuqing (*acting on behalf
of the chairman of the Board of Directors*)

Mr. LOU Yixiang

Mr. DU Yunchao

Registered Office:

610, 6/F, Block A
No. 2 Lizezhong 2nd Road
Chaoyang District, Beijing
the PRC

Executive Directors:

Mr. HE Rongfeng

Mr. HAUNG Wen

*Headquarters and Principal Place
of Business in China:*

Floor 5 & 6, Suite 7, Courtyard 2
No. 1 West Third Ring North Road
Haidian District, Beijing
the PRC

Independent Non-executive Directors:

Mr. CHENG Dongyue

Mr. WU Tak Lung

Ms. LIN Zhen

Principal Place of Business in Hong Kong:

40th Floor, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai, Hong Kong

To the Shareholders

Dear Sir/Madam,

- (1) ELECTION OF DIRECTORS OF THE SECOND SESSION
OF THE BOARD OF DIRECTORS OF THE COMPANY;**
- (2) THE REMUNERATION OF DIRECTORS OF THE SECOND SESSION
OF THE BOARD OF DIRECTORS OF THE COMPANY
DURING THEIR TERM OF OFFICE;**
- (3) ELECTION OF SUPERVISORS OF THE SECOND SESSION
OF THE BOARD OF SUPERVISORS OF THE COMPANY;**
- (4) THE REMUNERATION OF SUPERVISORS OF THE SECOND
SESSION OF THE BOARD OF SUPERVISORS OF THE COMPANY
DURING THEIR TERM OF OFFICE;**
- (5) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
AND**
- (6) NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING**

LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to give you notices of the 2023 First Extraordinary General Meeting and to provide you with information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the 2023 First Extraordinary General Meeting as described below.

ORDINARY RESOLUTIONS

1. ELECTION OF DIRECTORS OF THE SECOND SESSION OF THE BOARD OF DIRECTORS OF THE COMPANY

An ordinary resolution will be proposed at the 2023 First Extraordinary General Meeting to approve the election of directors of the second session of the Board of Directors of the Company.

According to the requirements and regulations of the Listing Rules, the Company Law and the Articles of Association, the term of office of a director of the Company for each session is three years. A director may be re-elected upon expiry of his/her term of office. The first session of the Board of Directors expired on August 13, 2022. The Board of Directors has considered and approved at its meeting held on December 28, 2022 that the second session of the Board of Directors shall consist of 9 directors including four non-executive directors, two executive directors and three independent non-executive directors.

The list of director candidates (the “**Director Candidates**”) for the second session of the Board of Directors which has been reviewed and resolved by the Board of Directors is as follows:

- (1) Four non-executive Director Candidates: Mr. ZHANG Shuqing, Mr. LOU Yixiang, Ms. WANG Sujuan and Mr. DU Yunchao;
- (2) Two executive Director Candidates: Mr. HE Rongfeng and Mr. HUANG Wen;
- (3) Three independent non-executive Director Candidates: Mr. CHENG Dongyue, Mr. WU Tak Lung and Ms. LIN Zhen.

Among the above-mentioned Director Candidates, Ms. WANG Sujuan is a newly elected Director Candidate, and other Director Candidates are all directors of the current first session of the Board of Directors. Each of the independent non-executive director candidates has satisfied the requirement of independence as set out in Rule 3.13 of the Listing Rules. If each of the Director Candidates is elected as a director at the shareholder’s general meeting of the Company and where applicable obtains the approval of director’s qualification from the Beijing Municipal Bureau of Local Financial Regulation and Supervision (北京市地方金融监督管理局), the Company will enter into service contracts with them.

Biographical details of the Director Candidates required to be disclosed in accordance with Rule 13.51(2) of the Listing Rules are set out in the Appendix I to this circular.

LETTER FROM THE BOARD

The term of the second session of the Board of Directors will be three years commencing from the date of consideration and approval at the shareholders' general meeting of the Company. The newly elected director will report to the Beijing Municipal Bureau of Local Financial Regulation and Supervision for approval of her director's qualification, and her term of office shall be effective from the date of approval of the Beijing Municipal Bureau of Local Financial Regulation and Supervision to the date of expiry of the second session of the Board of Directors. The term of office of the re-elected directors will take effect from the date of approval by the shareholders at the general meeting of the Company. In order to ensure normal operation of the Board of Directors, prior to the establishment of the second session of the Board of Directors, directors of the first session of the Board of Directors shall continue performing the duties as directors prudently by complying with the requirements of the laws, administrative regulations, normative documents and the Articles of Association.

2. THE REMUNERATION OF DIRECTORS OF THE SECOND SESSION OF THE BOARD OF DIRECTORS OF THE COMPANY DURING THEIR TERM OF OFFICE

An ordinary resolution will be proposed at the 2023 First Extraordinary General Meeting to approve the remuneration of the Directors of the second session of the Board of Directors of the Company during their term of office.

The specific plan for the remuneration of the Directors of the second session of the Board of Directors of the Company during their term of office is as follows:

- (1) Non-executive directors: the non-executive directors shall not receive remuneration from the Company;
- (2) Executive directors: the remuneration of the executive directors during their term of office is implemented in accordance with the relevant remuneration management measures for senior executives of the Company, and they shall not receive additional director subsidies or subsidies for attending meetings as executive directors of the Company;
- (3) Independent non-executive directors: the annual remuneration of the independent non-executive directors is RMB186,842.12 before tax, which is withheld and remitted by the Company.

LETTER FROM THE BOARD

3. ELECTION OF SUPERVISORS OF THE SECOND SESSION OF THE BOARD OF SUPERVISORS OF THE COMPANY

An ordinary resolution will be proposed at the 2023 First Extraordinary General Meeting to approve the election of directors of the second session of the Board of Supervisors of the Company.

According to the requirements and regulations of the Listing Rules, the Company Law and the Articles of Association, the term of office of a supervisor of the Company for each session is three years. A supervisor may be re-elected upon expiry of his/her term of office. The first session of the Board of Supervisors expired on August 13, 2022. The Board of Supervisors has considered and approved at its meeting held on December 20, 2022 that the second session of the Board of Supervisors shall consist of 7 supervisors including four shareholder representative supervisors and three employee representative supervisors. At the employee representatives' general meeting held on October 17, 2022, Mr. TONG Chao, Ms. ZHOU Di and Ms. HAN Nana were re-elected as the employee representative supervisors of the second session of the Board of Supervisors. The employee representative supervisors were elected by the employees of the Company and are not subject to the shareholders' approval.

The list of shareholder representative supervisor candidates (the “**Shareholder Representative Supervisor Candidates**”) for the second session of the Board of Supervisors which has been reviewed and resolved by the Board of Supervisors is as follows:

Shareholder Representative Supervisor Candidates: Mr. ZHANG Jian, Mr. TIAN Anping, Mr. FANG Fang and Mr. DU Xiaoming.

Mr. KAN Wei, a supervisor of the first session of the Board of Supervisors, will retire as supervisor and will not stand for re-election upon the expiry of his term of office on the date of the shareholders' general meeting of the Company. Mr. KAN Wei has confirmed that he has no disagreement with the Board of Directors and Supervisors and there are no other matters relating to his retirement that need to be brought to the attention of the shareholders of the Company. The Board of Directors and Supervisors would like to express their sincere gratitude to Mr. KAN Wei for his contributions to the Company during his term of office as supervisor.

Among the above-mentioned Shareholder Representative Supervisor Candidates, Mr. DU Xiaoming is a newly elected Shareholder Representative Supervisor Candidate, and other Shareholder Representative Supervisor Candidates are all supervisors of the current first session of the Board of Supervisors.

Biographical details of the Shareholder Representative Supervisor Candidates and employee representative supervisors required to be disclosed in accordance with Rule 13.51(2) of the Listing Rules are set out in the Appendix II to this circular.

LETTER FROM THE BOARD

The term of the second session of the Board of Supervisors will be three years commencing from the date of consideration and approval at the shareholders' general meeting of the Company. The newly elected supervisor will report to the Beijing Municipal Bureau of Local Financial Regulation and Supervision for approval of their supervisor's qualification, and his term of office shall be effective from the date of approval of the Beijing Municipal Bureau of Local Financial Regulation and Supervision to the date of expiry of the second session of the Board of Supervisors. The term of office of the re-elected supervisors will take effect from the date of the shareholders' general meeting of the Company. In order to ensure normal operation of the Board of Supervisors, prior to the establishment of the second session of the Board of Supervisors, supervisors of the first session of the Board of Supervisors shall continue performing the duties as supervisors prudently by complying with the requirements of the laws, administrative regulations, normative documents and the Articles of Association.

4. THE REMUNERATION OF SUPERVISORS OF THE SECOND SESSION OF THE BOARD OF SUPERVISORS OF THE COMPANY DURING THEIR TERM OF OFFICE

An ordinary resolution will be proposed at the 2023 First Extraordinary General Meeting to approve the remuneration of the Supervisors of the second session of the Board of Supervisors of the Company during their term of office.

The specific plan for the remuneration of the Supervisors of the second session of the Board of Supervisors of the Company during their term of office is as follows:

- (1) Shareholder representative supervisors: the shareholder representative supervisor shall not receive remuneration from the Company;
- (2) Employee representative supervisors: the remuneration of the employee representative supervisor shall be subject to the relevant remuneration management measures of the Company.

SPECIAL RESOLUTION

5. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

A special resolution will be proposed at the 2023 First Extraordinary General Meeting to consider and approve the proposed amendments to the Articles of Association.

LETTER FROM THE BOARD

Due to the change in place of the domicile of the Company, the change of the name of the Company's promoter shareholder and pursuant to the filing requirements of the Articles of Association of Beijing Chaoyang District Market Regulation Administration, the Board proposes to modify the relevant provisions in the Articles of Association and the shareholders' general meeting of the Company to authorize the chairman of the Board of Directors to make such amendments to the Articles of Association as it deems necessary and appropriate in accordance with the modification requirements put forward by the relevant regulatory authorities in the process of applying for approval/filing of the Articles of Association, and to handle or handle with authorization relevant necessary legal procedures for the amendments of the Articles of Association. Details of the proposed amendments are as follows:

| No. | Original article | Amended article |
|-----|--|--|
| 1. | <p>Article 2...The promoters of the Company include Zhongguancun Development Group Co., Ltd.* (中關村發展集團股份有限公司), Beijing Chaoyang State-owned Capital Operation and Management Center * (北京市朝陽區國有資本經營管理中心), Beijing Chaoyang District Wangjing Xinxing Industry Zone Comprehensive Development Company* (北京望京新興產業區綜合開發有限公司), Nanshan Group Capital Investment Co., Ltd.* (南山集團資本投資有限公司), Beijing OriginWater Technology Co., Ltd.* (北京碧水源科技股份有限公司) and Beijing Zhongguancun Finance Group Co., Ltd.* (北京中關村科技創業金融服務集團有限公司).....</p> | <p>Article 2...The promoters of the Company include Zhongguancun Development Group Co., Ltd.* (中關村發展集團股份有限公司), Beijing Chaoyang State-owned Capital Operation and Management Center * (北京市朝陽區國有資本經營管理中心) <u>Beijing Chaoyang State Owned Capital Operation Management Company Limited*</u> (北京朝陽國有資本運營管理有限公司), Beijing Chaoyang District Wangjing Xinxing Industry Zone Comprehensive Development Company* (北京望京新興產業區綜合開發有限公司), Nanshan Group Capital Investment Co., Ltd.* (南山集團資本投資有限公司), Beijing OriginWater Technology Co., Ltd.* (北京碧水源科技股份有限公司) and Beijing Zhongguancun Finance Group Co., Ltd.* (北京中關村科技創業金融服務集團有限公司)....</p> |
| 2. | <p>Article 4 Place of domicile of the Company: 1610, 16/F, Building 101 (2-16/F), No. 21 Rongda Road, Chaoyang District, Beijing</p> <p>Postal code: 100012</p> <p>Telephone number: 010-8345-3801</p> <p>Facsimile number: 010-8345-3809</p> | <p>Article 4 Place of domicile of the Company: 1610, 16/F, Building 101 (2-16/F), No. 21 Rongda Road, Chaoyang District, Beijing <u>610, 6/F, Block A, No.2 Lizezhong 2nd Road, Chaoyang District, Beijing</u></p> <p>Postal code: 100012 <u>100102</u></p> <p>Telephone number: 010-8345-3801</p> <p>Facsimile number: 010-8345-3809</p> |

LETTER FROM THE BOARD

| No. | Original article | Amended article |
|-----|--|---|
| 3. | <p>Article 21...The share capital structure of the Company is as follows: Zhongguancun Development Group Co., Ltd.* (中關村發展集團股份有限公司) held 600,000,000 shares, representing 45% of the total share capital of the Company; Beijing Chaoyang State-owned Capital Operation and Management Center* (北京市朝陽區國有資本經營管理中心) held 100,000,000 shares, representing 7.5% of the total share capital of the Company; Beijing Wangjing Xinxing Industry Zone Comprehensive Development Company* (北京望京新興產業區綜合開發有限公司) held 100,000,000 shares, representing 7.5% of the total share capital of the Company; Nanshan Group Capital Investment Co., Ltd.* (南山集團資本投資有限公司) held 99,900,000 shares, representing 7.49% of the total share capital of the Company; Beijing OriginWater Technology Co., Ltd.* (北京碧水源科技股份有限公司) held 60,100,000 shares, representing 4.51% of the total share capital of the Company; Beijing Zhongguancun Finance Group Co., Ltd.* (北京中關村科技創業金融服務集團有限公司) held 40,000,000 shares, representing 3% of the total share capital of the Company; and H shareholders held 333,334,000 shares, representing 25% of the total share capital of the Company.</p> | <p>Article 21...The share capital structure of the Company is as follows: Zhongguancun Development Group Co., Ltd.* (中關村發展集團股份有限公司) held 600,000,000 shares, representing 45% of the total share capital of the Company; Beijing Chaoyang State-owned Capital Operation and Management Center* (北京市朝陽區國有資本經營管理中心)Beijing Chaoyang State Owned Capital Operation Management Company Limited* (北京朝陽國有資本運營管理有限公司) held 100,000,000 shares, representing 7.5% of the total share capital of the Company; Beijing Wangjing Xinxing Industry Zone Comprehensive Development Company* (北京望京新興產業區綜合開發有限公司) held 100,000,000 shares, representing 7.5% of the total share capital of the Company; Nanshan Group Capital Investment Co., Ltd.* (南山集團資本投資有限公司) held 99,900,000 shares, representing 7.49% of the total share capital of the Company; Beijing OriginWater Technology Co., Ltd.* (北京碧水源科技股份有限公司) held 60,100,000 shares, representing 4.51% of the total share capital of the Company; Beijing Zhongguancun Finance Group Co., Ltd.* (北京中關村科技創業金融服務集團有限公司) held 40,000,000 shares, representing 3% of the total share capital of the Company; and H shareholders held 333,334,000 shares, representing 25% of the total share capital of the Company.</p> |

LETTER FROM THE BOARD

| No. | Original article | Amended article |
|-----|--|---|
| 4. | Article 100... At least one-third of members of the Board shall be Independent Directors, and the total number shall not be fewer than three, among which at least one Independent Director must have appropriate professional qualification or appropriate accounting or relevant financial management expertise.... | Article 100... At least one-third of members of the Board shall be Independent Directors, and the total number shall not be fewer than three <u>Three of the Board members shall be Independent Directors</u> , among which at least one Independent Director must have appropriate professional qualification or appropriate accounting or relevant financial management expertise.... |
| 5. | Article 105... The chairman of the nomination committee shall be the chairman of the Board or an independent non-executive director; and independent non-executive directors shall form the majority of the committee.... | Article 105... The chairman of the nomination committee shall be the chairman of the Board <u>chairman of the Board</u> or an independent non-executive director; and independent non-executive directors shall form the majority of the committee.... |

In respect of the Proposed Amendment to the Articles of Association, 5 articles will be amended, and no article will be added or deleted. The number of articles of the amended Articles of Association remains the same. The Articles of Association is written in Chinese and the English translated version is for reference only. In case of inconsistency between the Chinese and English versions of the Articles of Association, the Chinese version shall prevail.

THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

The 2023 First Extraordinary General Meeting will be held at Conference Room 617, Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC on Thursday, January 19, 2023 at 3:00 p.m..

The notice of the 2023 First Extraordinary General Meeting is set out on pages 21 to 23 of this circular.

Shareholders who intend to attend the 2023 First Extraordinary General Meeting by proxy are required to complete and return the form of proxy, in accordance with the instructions printed thereon as soon as possible and in any event not later than 24 hours before the time appointed for the holding of the Extraordinary General Meeting (i.e. before Wednesday, January 18, 2023 at 3:00 p.m.). Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2023 First Extraordinary General Meeting thereof should you so wish.

LETTER FROM THE BOARD

CLOSURES OF REGISTER OF MEMBERS

For determining the entitlement to attend and vote at the 2023 First Extraordinary General Meeting, the register of members of the Company will be closed from Friday, January 13, 2023 to Thursday, January 19, 2023, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the 2023 First Extraordinary General Meeting, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's headquarters and principal place of business in China at Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC (for Domestic Shareholders) or the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H Shareholders) not later than 4:30 p.m. on Thursday, January 12, 2023, for registration.

VOTING BY POLL

According to Rule 13.39(4) of the Listing Rules, the votes of Shareholders at the 2023 First Extraordinary General Meeting will be taken by poll.

RECOMMENDATION

The Directors are of the view that the resolutions set out in the notice of the 2023 First Extraordinary General Meeting to be considered and approved by the Shareholders is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that Shareholders vote in favor of the resolutions to be proposed at the 2023 First Extraordinary General Meeting.

By order of the Board
Zhongguancun Science-Tech Leasing Co., Ltd.
ZHANG Shuqing
*Non-executive Director, acting on behalf of
the chairman of the Board*

Beijing, the PRC, January 3, 2023

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES

NON-EXECUTIVE DIRECTOR CANDIDATES

Mr. ZHANG Shuqing

ZHANG Shuqing (張書清), aged 49, the non-executive director of the Company currently and acting on behalf of the chairman of the Board of Directors. On November 16, 2022, Mr. ZHANG is appointed as the chairman of the first session of the Board of Directors and his appointment as the chairman of the Board of Directors shall become effective from the date of the qualification approved by the Beijing Municipal Bureau of Local Financial Regulation and Supervision. Before Mr. ZHANG officially performs his duties as the chairman of the Board of Directors, he shall act on behalf of the chairman of the Board of Directors.

Since April 2020, Mr. Zhang has successively served as the executive vice general manager and general manager of ZGC Finance. Mr. Zhang has served in several positions at ZGC Group, since April 2012. Mr. Zhang served as the vice general manager (presiding) and executive vice manager of the technology finance department of ZGC Group from June 2018 to December 2021, primarily responsible for overall management of the department. Prior to that, Mr. Zhang served as the manager of the innovation service division under the technology finance department of ZGC Group from July 2014 to June 2018, and served as the director of the financial services department of ZGC Group from April 2012 to July 2014. Mr. Zhang has also served as a director of several of ZGC Group's subsidiaries, including Beijing Zhongguancun Technology Financing Guarantee Co., Ltd. (北京中關村科技融資擔保有限公司) since May 2014, Beijing Oriental Yonghe Culture Investment Co., Ltd. (北京東方雍和文化創意投資有限公司) from September 2015 to June 22, 2020 and Zhongguancun VC Development Center (北京中關村創業投資發展有限公司) since February 2016. Mr. Zhang served as the chairman of the board of Beijing Zhongguancun Microcredit Co., Ltd. (北京市中關村小額貸款股份有限公司) from June 2017 to November 2018, and he has been serving as chairman of the board and general manager of Beijing Qiyuan Capital Market Development Service Co., Ltd. (北京啟元資本市場發展服務有限公司) since June 2018, primarily responsible for overall operation and management of the company.

From January 2010 to May 2012, he was a postdoctoral research fellow at the mobile station of postdoctoral scientific researchers at Tsinghua University School of Public Policy and Management (清華大學公共管理博士後科研流動站). Mr. Zhang obtained a master of laws degree and doctor of laws degree from Southwest University of Political Science and Law (西南政法大學) in June 2006 and January 2010, respectively. He obtained the legal professional qualification certificate granted by the Ministry of Justice in February 2006.

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES

Mr. LOU Yixiang

LOU Yixiang (婁毅翔), aged 46, the non-executive director of the Company currently. Mr. Lou has served as the director of the capital operation department of ZGC Group since June 2021 and successively served as a vice director (presiding) and director of the strategy management department (previously known as strategy development department) of ZGC Group from April 2015 to June 2021, primarily responsible for corporate strategies development. From July 2003 to May 2015, he served in several positions in local government institutions including a vice director of the integration office of national economy in Beijing Municipal Commission of Development and Reform and principal staff member (主任科員) of the general office under the research department of Beijing municipal government. Mr. Lou has also served as a director of several subsidiaries and associated companies of ZGC Group including the chairman of Beijing Zhongguancun Science and Technology Industry Research Institute Co., Ltd. (北京中關村科技產業研究院有限公司) since January 2021, the director of Beijing Zhongguancun Science and Technology Service Co., Ltd. (北京中關村科技服務有限公司) since September 2020, the director of Beijing Industrial Design Institute Co., Ltd. (北京市工業設計研究院有限公司) since September 2019, and the director of Beijing Zhongguancun Technology Financing Guarantee Co., Ltd. (北京中關村科技融資擔保有限公司) since February 2019. He also served as a director of Beijing Zhongguancun Electronic City Construction Co., Ltd. (北京中關村電子城建設有限公司) from March 2018 to March 2022.

Mr. Lou graduated from Renmin University of China (中國人民大學) with a bachelor's degree in economics in July 1999 and with a master's degree in July 2003, respectively.

Ms. WANG Sujuan

WANG Sujuan (王素娟), aged 39, Ms. Wang has successively served as vice general manager and general manager of strategic investment department of ZGC Finance since January 2021. From August 2018 to December 2020, she served as senior professional manager of technology finance department of ZGC Group. From July 2016 to August 2018, Ms. Wang was in charge of technology finance department at ZGC Group postdoctoral workstation (中關村發展集團博士後工作站). From August 2008 to August 2012, she successively worked as teller, financial advisor, business handler, corporate account manager and consumer credit account manager of Beijing Branch of China Construction Bank. Ms. Wang has also served as a director of several subsidiaries and associated companies of ZGC Group, including as the chairman of Shenzhen Deyuan Commercial Factoring Co., Ltd. (深圳德遠商業保理有限公司) since September 2022 and as a director of Beijing Linkchuang Precision Medical Health Industry Investment Co., Ltd. (北京領創精準醫療健康產業投資有限公司) since March 2019.

Ms. Wang received her bachelor of management degree, master of management degree and doctor of management degree from Beijing Institute of Technology (北京理工大學) in July 2006, July 2008 and July 2016 respectively.

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES

Mr. DU Yunchao

DU Yunchao (杜雲超), aged 52, the non-executive director of the Company currently. Mr. DU has been serving as the director of the financial department of Beijing Chaoyang District Wangjing Xinxing Industry Zone Comprehensive Development Company (北京望京新興產業區綜合開發有限公司) since July 2017. Mr. Du served as the vice director of Chaoyang District of Beijing Municipal Audit Bureau (北京市朝陽區審計局) from December 2011 to July 2017. From December 2003 to December 2011, he successively served as a vice principal staff member, a principal staff member (主任科員) and a deputy director in planning and finance division of administration and finance department of Liaison Office of the Central People's Government in the Hong Kong Special Administrative Region (中央人民政府駐香港特別行政區聯絡辦公室). He served as a deputy section chief of the office of statistics and evaluation in the Chaoyang District of Beijing Municipal Finance Bureau (北京市朝陽區財政局) from January 2002 to December 2003. And he successively served as a staff member, a vice principal staff member and a deputy section chief of comprehensive department in Chaoyang District of Beijing Municipal Administration of State-owned Assets (北京市朝陽區國有資產管理局) from July 1993 to January 2002.

Mr. Du obtained a college degree in trade and economics and a bachelor's degree in business administration from Capital University of Economics and Business (首都經濟貿易大學) in July 1997 and July 2001 respectively.

EXECUTIVE DIRECTOR CANDIDATES

Mr. HE Rongfeng

HE Rongfeng (何融峰), aged 54, the executive director and the general manager of the Company currently. Mr. He has around 15 years of experience in finance leasing and corporate management. He has been serving as a director of Beijing Zhongnuo Tongchuang Investment Fund Management Co., Ltd. (北京中諾同創投資基金管理有限公司) since April 2019, and as a director of Beijing Zhongguancun Synergetic Innovation Investment Fund Management Co., Ltd. (北京中關村協同創新投資基金管理有限公司) since July 2016. Prior to joining the Company, Mr. He served as the deputy general manager of China KangFu International Leasing Co., Ltd. (中國康富國際租賃股份有限公司), a company with the shares of which are quoted on National Equities Exchanges and Quotations with stock code of 833499, from March 2005 to January 2009. He then served as the general manager of China KangFu International Leasing Co., Ltd. From February 2009 to December 2012, responsible for the overall operation and management of the company.

Mr. He graduated from Xiangtan University (湘潭大學), majoring in mechanical engineering, and obtained a bachelor's degree in engineering in June 1990.

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES

Mr. HUANG Wen

HUANG Wen (黃聞), aged 48, the executive director, deputy general manager, the board secretary and head of finance team of the Company currently. Mr. Huang joined the Company in April 2013 as the general manager assistant, and then has been serving as a deputy general manager of the Company since December 2014. Mr. Huang has around 13 years of experience in corporate management. Prior to joining the Company, Mr. Huang served as the general manager of Beijing region of Ping An Pratt & Whitney Finance Guarantee Co., Ltd. (平安普惠融資擔保有限公司, previously known as Fudeng Investment Credit Guarantee Co., Ltd. (富登投資信用擔保有限公司)) from August 2011 to January 2013. He served as a deputy general manager in Tianjin Bohai Finance Guarantee Co., Ltd. (天津渤海融資擔保有限公司) from June 2010 to July 2011. Mr. Huang served as the vice president of Zhongyuan Guoxin Credit Guaranty Co., Ltd. (中元國信信用擔保有限公司) from January 2009 to January 2010, prior to which he served as the deputy manager of its guarantee department from September 2004 to September 2006.

Mr. Huang graduated from Capital University of Economics and Business (首都經貿大學) with a bachelor's degree in economics in July 1997. He further obtained a master's degree in business administration from Tsinghua University (清華大學) in July 2004.

INDEPENDENT NON-EXECUTIVE DIRECTOR CANDIDATES

Mr. CHENG Dongyue

CHENG Dongyue (程東躍), aged 63, the independent non-executive director of the Company currently. Mr. Cheng has extensive working experience in finance lease industry. He has been serving as the chairman of Finance Leasing Research Center of Zhejiang University (School of economics, Institute of Finance) (浙江大學(經濟學院、金融研究院)融資租賃研究中心) since March 2017. He served as the chairman of the board and general manager of Guangzhou Yuexiu Finance Leasing Co., Ltd. (廣州越秀融資租賃有限公司) from May 2012 to June 2015, primarily responsible for overall management of the company, and during the same period, he also served as a deputy general manager of Guangzhou Yuexiu Finance Holding Co., Ltd. (廣州越秀金融控股集團有限公司), primarily responsible for finance leasing business. He served as the general manager of Bank of Communications Finance Leasing Co., Ltd. (交銀金融租賃有限責任公司) from December 2007 to July 2010, primarily responsible for overall management of the company.

Mr. Cheng graduated from Zhongnan University of Economics and Law (中南財經政法大學), majoring in business economics, and obtained a master's degree in economics in October 1986. He also obtained a doctor's degree in management from Zhejiang University (浙江大學) in June 2005.

Mr. WU Tak Lung

WU Tak Lung (吳德龍), aged 57, the independent non-executive director of the Company currently. Mr. Wu has served as an independent non-executive director of each of the following companies listed on the Stock Exchange: (1) Minth Group Limited (stock code: 0425), (2) Kam Hing International Holdings Limited (stock code: 2307), (3) Sinopharm Group Co., Ltd. (stock code: 1099) and (4) Henan Jinma Energy Company Limited (stock code: 6885).

APPENDIX I BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES

Save as disclosed above, Mr. Wu was an independent non-executive director of (1) China Machinery Engineering Corporation, (2) Beijing Media Corporation Limited (a company listed on the Main Board of the Stock Exchange with stock code of 1000) and (3) Sinomax Group Limited (a company listed on the Main Board of the Stock Exchange with stock code of 1418). He was an independent director of Olympic Circuit Technology Co., Ltd. (a company listed on Shanghai Stock Exchange with stock code of 603920). On February 10, 2022, the Listing Committee of the Stock Exchange issued a statement in which, among others, certain members and former members of the board of Beijing Media Corporation Limited have been criticized, details of which in respect of Mr. Wu (as a former independent non-executive director of such company) are set out in the Company's announcement dated February 15, 2022.

Mr. Wu obtained a bachelor's degree of business administration in accounting from the Hong Kong Baptist University and a master's degree of business administration (MBA) jointly from the University of Manchester and the University of Wales. He worked in an international accounting firm, Deloitte Touche Tohmatsu, for five years, and was then employed by several listed and private companies in Hong Kong as head of corporate finance and executive director.

Mr. Wu is a member of Hong Kong Institute of Certified Public Accountants, a fellow member of Hong Kong Securities and Investment Institute, the Association of Chartered Certified Accountants, the Taxation Institute of Hong Kong and the Hong Kong Chartered Governance Institute.

Ms. LIN Zhen

LIN Zhen (林禎), aged 39, the independent non-executive director of the Company currently. Ms. Lin has been a partner at the Shanghai office of Grandall Law Firm (國浩律師事務所) since June 2012, responsible for providing professional legal services mainly with respect to corporate and securities law. Prior to that, she successively served as a legal assistant and a lawyer at Grandall Law Firm since July 2005.

Ms. Lin graduated from East China University of Political Science and Law (華東政法大學) with a bachelor's degree in law in July 2005. Ms. Lin obtained a master's degree in international and comparative law from Illinois Institute of Technology Chicago-Kent College of Law in May 2010. Ms. Lin was accredited as a PRC lawyer by Shanghai Municipal Bureau of Justice in December 2006.

Save as disclosed in this circular, each of the Director Candidates has confirmed that (1) he/she has not held any other directorships in other listed public companies in the past three years, and he/she does not hold any other major appointments or professional qualifications; (2) he/she does not hold any position in the Company or any of its subsidiaries; (3) he/she does not have any relationships with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company and any of its subsidiaries; (4) as at the date of this circular, he/she does not hold any interest in the shares of the Company within the meaning of Part XV of the SFO; and (5) there is no other information that needs to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter relating to the appointment that needs to be brought to the attention of the shareholders of the Company.

APPENDIX II BIOGRAPHICAL DETAILS OF SHAREHOLDER REPRESENTATIVE SUPERVISOR CANDIDATES AND EMPLOYEE REPRESENTATIVE SUPERVISORS

SHAREHOLDER REPRESENTATIVE SUPERVISOR CANDIDATES

Mr. ZHANG Jian

ZHANG Jian (張健), aged 51, the shareholder representative supervisor and chairman of the Board of Supervisors of the Company currently. Mr. Zhang has been the director of ZGC Group office since June 2021, prior to which he served as the vice director (presiding) and director of the capital operation department of ZGC Group from November 2012 to June 2021. Mr. Zhang has also served in several of ZGC Group's subsidiaries, including as the chairman of the Board of Directors of Zhongguancun Summit Enviro-protection Co., Ltd. (中關村至臻環保股份有限公司), a company with the shares of which are quoted on National Equities Exchanges and Quotations with stock code of 835461, since July 2020, as a director of Beijing Shichuang High-tech Development Co., Ltd. (北京實創高科技發展有限責任公司) since January 2018, as a director of Beijing Oriental International Culture Industry Fund Management Co., Ltd. (北京東方國際文化產業基金管理有限公司) from October 2017 to September 2019 and as a director of China Beijing Equity Exchange Group Co., Ltd. (北京產權交易所有限公司) from April 2017 to September 2019. Prior to joining ZGC Group, he served in several positions at Bozheng Capital Investment Co., Ltd. (博正資本投資有限公司) from March 2011 to August 2012, including the vice president and senior vice president (presiding) of the business department and vice general manager. From January 2005 to February 2011, he served as the vice general manager of the assets management department and the board secretary of Cernet Corporation (賽爾網絡有限公司).

Mr. Zhang graduated from Nankai University (南開大學) with a bachelor's degree in international economics in July 1993. He obtained a master's degree in business administration and a doctor's degree in management from Tsinghua University School of Economics and Management (清華大學經濟管理學院) in July 1999 and January 2005, respectively.

Mr. TIAN Anping

TIAN Anping (田安平), aged 43, the shareholder representative supervisor of the Company currently. Mr. Tian has served as manager of the audit department of Beijing Chaoyang State Owned Capital Operation Management Company Limited (北京朝陽國有資本運營管理有限公司) since January 2022, primarily responsible for internal audit. From August 2011 to December 2021, he successively served in Beijing Chaoyang State Owned Capital Operation Management Company Limited as vice director of general matter office and principal of Communist Party of China ("CPC") related affairs, and the director of the Party-masses work department, primarily responsible for CPC-related affairs. From December 2017 to August 2019, Mr. Tian served as a director of the Company. From September 2001 to August 2011, he served in Beijing Jinchaoyang Commerce & Trade State-owned Asset Operation Company (北京金朝陽商貿國有資本運營公司), primarily responsible for corporate administrative management.

Mr. Tian graduated from Beijing Technology and Business University (北京工商大學), majoring in management engineering, and obtained a bachelor's degree in engineering in June 2001.

APPENDIX II BIOGRAPHICAL DETAILS OF SHAREHOLDER REPRESENTATIVE SUPERVISOR CANDIDATES AND EMPLOYEE REPRESENTATIVE SUPERVISORS

Mr. FANG Fang

FANG Fang (方放), aged 42, the shareholder representative supervisor of the Company currently. Mr. Fang has been serving in several positions in Nanshan Capital since July 2016 and currently is a director and the general manager of Nanshan Capital, primarily responsible for overall operation and management. He served as a director of Zhuhai Hengqin Nanshan Kaiyuan Assets Management Co., Ltd. (珠海橫琴南山開源資產管理有限公司) from October 2017 to September 2020. Prior to joining Nanshan Capital, Mr. Fang served at Ministry of Foreign Affairs of the PRC from August 2004 to July 2016, primarily responsible for financial matters.

Mr. Fang graduated from Shandong University of Finance (山東財政學院), majoring in financial management, and obtained a bachelor's degree in management in July 2004.

Mr. DU Xiaoming

DU Xiaoming (杜曉明), aged 44. Mr. Du is currently the deputy chief accountant, the general manager of the finance and capital department (financial capital department) and the chief financial officer of Beijing branch of China Urban and Rural Holding Group Co., Ltd. (中國城鄉控股集團有限公司). Prior to this, Mr. Du worked in the First Engineering Company of First Highway Engineering Bureau (第一公路工程局第一工程公司), CCCC Road&Bridge North China Engineering Co., Ltd. (中交路橋華北工程有限公司) and CCCC Investment Co., Ltd. (中交投資有限公司) from August 2002 to October 2012. From October 2012 to April 2018, he served as general manager of finance department and director of sharing center of CCCC Infrastructure Maintenance Group Co., Ltd. (中交基礎設施養護集團有限公司). From May 2018 to August 2020, he served as the General Manager of the finance and capital department (financial management department) of China Urban and Rural Holding Group Co., Ltd. and the Chief Financial Officer of Beijing Branch. From September 2020 to August 2022, he served as the director, chief financial officer and senior vice president of Beijing OriginWater Technology Co., Ltd. (a company listed on Shenzhen Stock Exchange with stock code of 300070).

Mr. Du graduated from Changsha University of Science & Technology (長沙理工大學), and obtained a bachelor's degree in management in June 2002 and master's degree in business administration in June 2012 respectively.

APPENDIX II BIOGRAPHICAL DETAILS OF SHAREHOLDER REPRESENTATIVE SUPERVISOR CANDIDATES AND EMPLOYEE REPRESENTATIVE SUPERVISORS

EMPLOYEE REPRESENTATIVE SUPERVISORS

Mr. TONG Chao

TONG Chao (佟超), aged 44, the employee representative supervisor of the Company currently. Since joining the Company in April 2013, Mr. Tong successively served as the general manager of the leasing department, risk management department, information technology department and innovation business department and he was promoted to serve as a chief expert of the Company in January 2018. Prior to joining the Company, Mr. Tong served as the general manager of the leasing department of Huayuan Leasing Co., Ltd. (華遠租賃有限公司) from October 2011 to April 2013. He served as a regional manager of the education sector of Far East International Leasing Co., Ltd. (遠東國際租賃有限公司) from October 2009 to April 2011, primarily responsible for finance leasing business in Inner Mongolia. He served at the Beijing branch of Citibank from September 2008 to July 2009, and successively served as a clerk and business manager at the Shenyang branch of China Merchants Bank from September 2000 to July 2006.

Mr. Tong graduated from Dongbei University of Finance and Economics (東北財經大學), majoring in currency and banking, and obtained a bachelor's degree in economics in July 2000. He obtained a master's degree in business administration from Tsinghua University (清華大學) in July 2008.

Ms. ZHOU Di

ZHOU Di (周迪), aged 45, the employee representative supervisor of the Company currently. Ms. Zhou joined the Company in April 2013. She has been the vice director of the legal affairs team of the Company since April 2020 and chairman of Zhongguancun Huizhi (Suzhou) Enterprise Management Co., Ltd. (中關村匯志(蘇州)企業管理有限公司) since November 2022, prior to which, Ms. Zhou served as the vice director of the assets management team from January 2018, the director assistant of the assets management team from June 2016 and as the legal manager of the assets management team from April 2013, primarily responsible for legal affairs and assets disposal. Prior to joining the Company, Ms. Zhou was an attorney at Shaanxi Rongde Law Firm (陝西融德律師事務所) from January 2009 to January 2013.

Ms. Zhou graduated from the Northwest University of Political Science and Law (西北政法大學, previously known as Northwest Institute of Politics and Law (西北政法學院)) with a bachelor's degree in law in July 1999. She obtained a master's degree in law from Xi'an Jiaotong University (西安交通大學) in June 2009. Ms. Zhou was accredited as a PRC lawyer by the Ministry of Justice in May 1999. She obtained the securities certificate of qualification granted by Securities Association of China in November 2015. She also obtained the training certificate of board secretary granted by the Training Center of Ministry of Human Resources and Social Security of the PRC in April 2019.

APPENDIX II BIOGRAPHICAL DETAILS OF SHAREHOLDER REPRESENTATIVE SUPERVISOR CANDIDATES AND EMPLOYEE REPRESENTATIVE SUPERVISORS

Ms. HAN Nana

HAN Nana (韓 娜 娜) (with former name HAN Lina (韓 麗 娜)), aged 40, the employee representative supervisor of the Company currently. Since joining the Company in March 2018, Ms. Han has been serving as a vice director of Party-masses work team of the Company. Prior to joining the Company, from August 2005 to March 2018, Ms. Han served in several positions in Aerospace Long March Launch Vehicle Technology Co., Ltd. (航天長征火箭技術有限公司), including an assistant and a deputy division chief (presiding) of the corporate culture division at the Party-masses work department.

Ms. Han graduated from Renmin University of China (中國人民大學) with a bachelor's degree in philosophy in July 2002 and with a master's degree in Marxist philosophy in July 2005, respectively. She obtained the qualification of senior political work staff (高級政工師) granted by China Aerospace Science and Technology Corporation (中國航天科技集團有限公司) in August 2011.

Save as disclosed in this circular, each of the Shareholder Representative Supervisor Candidates and employee representative supervisors has confirmed that (1) he/she has not served as a director in other listed public companies in the past three years, and he does not hold any other major appointments or professional qualifications; (2) he/she does not hold any position in the Company or any of its subsidiaries; (3) he/she does not have any relationships with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company and any of its subsidiaries; (4) as at the date of this circular, he/she does not hold any interest in the shares of the Company within the meaning of Part XV of the SFO; and (5) there is no other information that needs to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter relating to the appointment that needs to be brought to the attention of the shareholders of the Company.

NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING



中關村科技租賃股份有限公司 ZHONGGUANCUN SCIENCE-TECH LEASING CO., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1601)

NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that 2023 first extraordinary general meeting (the “**2023 First Extraordinary General Meeting**”) of Zhongguancun Science-Tech Leasing Co., Ltd. (the “**Company**”) will be held on Thursday, January 19, 2023 at 3:00 p.m. at Conference Room 617, Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the People's Republic of China (the “**PRC**” or “**China**”), for the purposes of considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTIONS

1. To consider and approve the resolution regarding the election of Directors for the second session of the Board of Directors of the Company;
 - 1.01 To consider and approve the election of Mr. ZHANG Shuqing as a non-executive director;
 - 1.02 To consider and approve the election of Mr. LOU Yixiang as a non-executive director;
 - 1.03 To consider and approve the election of Ms. WANG Sujuan as a non-executive director;
 - 1.04 To consider and approve the election of Mr. DU Yunchao as a non-executive director;
 - 1.05 To consider and approve the election of Mr. HE Rongfeng as an executive director;
 - 1.06 To consider and approve the election of Mr. HUANG Wen as an executive director;
 - 1.07 To consider and approve the election of Mr. CHEN Dongyue as an independent non-executive director;
 - 1.08 To consider and approve the election of Mr. WU Tak Lung as an independent non-executive director;
 - 1.09 To consider and approve the election of Ms. LIN Zhen as an independent non-executive director;

NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

2. To consider and approve the remuneration of directors of the second session of the Board of Directors during their term of office;
3. To consider and approve the resolution regarding the election of Supervisors for the second session of the Board of Supervisors of the Company;
 - 3.01 To consider and approve the election of Mr. ZHANG Jian as a shareholder representative supervisor;
 - 3.02 To consider and approve the election of Mr. TIAN Anping as a shareholder representative supervisor;
 - 3.03 To consider and approve the election of Mr. FANG Fang as a shareholder representative supervisor;
 - 3.04 To consider and approve the election of Mr. DU Xiaoming as a shareholder representative supervisor;
4. To consider and approve the remuneration of supervisors of the second session of the Board of Supervisors during their term of office;

SPECIAL RESOLUTION

5. To consider and approve amendments to the articles of association of the Company.

By order of the Board
Zhongguancun Science-Tech Leasing Co., Ltd.
ZHANG Shuqing
*Non-executive Director, acting on behalf of
the chairman of the Board*

Beijing, the PRC, January 3, 2023

Notes:

1. CLOSURES OF REGISTER OF MEMBERS

For determining the entitlement to attend and vote at the 2023 First Extraordinary General Meeting, the register of members of the Company will be closed from Friday, January 13, 2023 to Thursday, January 19, 2023, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the 2023 First Extraordinary General Meeting, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's headquarters and principal place of business in China at Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC (for holders of domestic shares) or the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H shares) not later than 4:30 p.m. on Thursday, January 12, 2023, for registration.

NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

2. PROXY

Shareholders entitled to attend and vote at the 2023 First Extraordinary General Meeting may appoint one or more proxies to attend and vote in their stand. A proxy need not be a shareholder of the Company.

The instrument appointing a proxy must be in writing under the hand of a shareholder or his/her attorney duly authorised in writing. If the shareholder is a corporate body, the form of proxy must be either executed under its common seal or under the hand of its legal representative(s) or director(s) or duly authorised attorney(s). If the form of proxy is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation documents must be notarised.

The form of proxy together with the power of attorney or other authorization documents (if any) must be lodged at the Company's headquarters and principal place of business in China at Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC (for holders of domestic shares) or the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares) in person or by post not less than 24 hours before the time fixed for holding the 2023 First Extraordinary General Meeting (i.e. before Wednesday, January 18, 2023 at 3:00 p.m.) or any adjournment thereof (as the case may be). Shareholders can still attend and vote in person at the 2023 First Extraordinary General Meeting upon completion and return of the form of proxy.

3. CONTACT DETAILS OF THE COMPANY

Contact Address: Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC
Contact Person: HE Rongfeng/HUANG Wen
Contact Telephone: (86) 010 8345 3806/(86) 010 8345 3805
Contact Fax: (86) 010 8345 3809

4. VOTING BY POLL

According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at the 2023 First Extraordinary General Meeting must be taken by poll.

5. OTHER BUSINESS

The 2023 First Extraordinary General Meeting is expected to last for approximately half a day. Shareholders (in person or by proxy) attending the 2023 First Extraordinary General Meeting are responsible for their own transportation and accommodation expenses.

Shareholders or their proxies attending the 2023 First Extraordinary General Meeting shall produce their identity documents.

The details about the aforesaid resolutions proposed at the 2023 First Extraordinary General Meeting are set out in the circular of the Company dated January 3, 2023.

As at the date of this notice, the Board comprises Mr. HE Rongfeng and Mr. HUANG Wen as executive Directors, Mr. ZHANG Shuqing, Mr. LOU Yixiang and Mr. DU Yunchao as non-executive Directors, and Mr. CHENG Dongyue, Mr. WU Tak Lung and Ms. LIN Zhen as independent non-executive Directors.