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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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

If you have sold or transferred all your shares in **CCID Consulting Company Limited\*** (the “Company”), you should at once hand this circular and the enclosed reply slip and 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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# **CCID Consulting**

**賽迪顧問股份有限公司**

**CCID CONSULTING COMPANY LIMITED\***

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

**(Stock code: 02176)**

**www.ccidconsulting.com**

**RESIGNATION OF EXECUTIVE DIRECTOR AND  
INDEPENDENT NON-EXECUTIVE DIRECTOR;  
PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR AND  
INDEPENDENT NON-EXECUTIVE DIRECTOR; AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

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A letter from the Board is set out on pages 3 to 8 of this circular. A notice convening the Extraordinary General Meeting (“EGM”) to be held at 10th Floor, CCID Plaza, No. 66 Zizhuyuan Road, Haidian District, Beijing, the People’s Republic of China (“PRC”) on Friday, 22 March 2024 at 9:30 a.m. is set out on pages 9 to 11 of this circular.

Whether or not you are able to attend the EGM, you are requested to complete and sign the accompanying reply slip in accordance with the instructions printed thereon and return it to the specified place on or before Monday, 18 March 2024 at 4:30 p.m. (if you are entitled to attend the EGM).

A form of proxy for use at the EGM is enclosed with this circular. If you intend to appoint a proxy to attend the EGM, please complete the enclosed proxy form(s) according to the instructions printed thereon and return it as soon as practicable to the Company’s principal place of business in the PRC at 10th Floor, CCID Plaza, No. 66 Zizhuyuan Road, Haidian District, Beijing, the PRC (in the case of holders of Domestic Shares) or the Company’s H Share registrar, Tricor Tengis Limited, at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in the case of holders of H Shares), not less than 24 hours before the time for holding the EGM (i.e. before 9:30 a.m. on Thursday, 21 March 2024) or 24 hours before any adjournment thereof. Completion and return of the relevant form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting should you so wish.

This circular is also available on the website of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the “Investor Relations” page of the Company’s website at [www.ccidconsulting.com](http://www.ccidconsulting.com).

\* *For identification purpose only*

5 March 2024

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions shall have the meanings set out below:*

“Articles of Association”	the articles of association of the Company, as amended from time to time
“Audit Committee”	the audit committee of the Board of the Company
“Board”	the board of Directors of the Company
“Company”	CCID Consulting Company Limited* (賽迪顧問股份有限公司), a joint stock limited company incorporated in the PRC whose H Shares are currently listed on the Main Board of the Stock Exchange (stock code: 2176)
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary domestic share(s) of nominal value of RMB0.10 each in the registered capital of the Company which are subscribed for and paid-up in Renminbi
“EGM”	the extraordinary general meeting of the Company to be held on Friday, 22 March 2024 at 9:30 a.m.
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign invested shares of nominal value of RMB0.10 each in the share capital of the Company which are listed on the Main Board of the Stock Exchange and subscribed for and traded in HK\$
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	29 February 2024, being the latest practicable date prior to the printing of this circular to ascertain certain information herein contained
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“Nomination Committee”	the nomination committee of the Board of the Company
“PRC”	the People’s Republic of China
“Remuneration Committee”	the remuneration committee of the Board of the Company

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## DEFINITIONS

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“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of the shares
“Shares”	share(s) of the Company, including the Domestic Shares and the H Shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

# CCID Consulting

賽迪顧問股份有限公司

**CCID CONSULTING COMPANY LIMITED\***

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

**(Stock code: 02176)**

**www.cidconsulting.com**

*Executive Directors:*

Ms. Ma Yaqing  
Mr. Fu Changwen

*Independent Non-Executive Directors:*

Ms. Li Xuemei  
Mr. Chen Yung-cheng  
Mr. Hu Bin

*Registered Address:*

Room 311, No. 2 Building,  
No. 28 Zhen Xing Road,  
Chang Ping District,  
Beijing,  
PRC

*Principal Place of Business in the PRC:*

10th Floor, CCID Plaza,  
No. 66 Zizhuyuan Road, Haidian District,  
Beijing,  
PRC

*Principal Place of Business in Hong Kong:*

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

5 March 2024

*To the Shareholders*

Dear Sir/Madam,

**RESIGNATION OF EXECUTIVE DIRECTOR AND  
INDEPENDENT NON-EXECUTIVE DIRECTOR;  
PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR AND  
INDEPENDENT NON-EXECUTIVE DIRECTOR ; AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**INTRODUCTION**

The purpose of this circular is to provide you with information regarding, among other things, the approval by way of poll of (1) the resignation of executive Director and independent non-executive Director; (2) the proposed appointment of executive Director and independent non-executive Director; and (3) to provide you with the notice of the EGM.

\* For identification purpose only

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## LETTER FROM THE BOARD

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### RESIGNATION OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 29 February 2024 in relation to, among other things, the resignation of executive Director and independent non-executive Director.

Ms. Ma Yaqing (“**Ms. Ma**”) has tendered her resignation as the chairman and an executive Director of the Company due to her having attained the statutory retirement age. Ms. Li Xuemei (“**Ms. Li**”) has tendered her resignation as an independent non-executive Director of the Company in order to devote more efforts to other business. Each of them has confirmed that she has no disagreement with the Board and there are no matters relating to her resignation that need to be brought to the attention of the Shareholders. The resignations of the aforementioned Directors are subject to the approval of the Shareholders by way of separate ordinary resolutions at the EGM.

### PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 29 February 2024 in relation to, among other things, the proposed appointment of executive Director and independent non-executive Director.

Having considered the opinion of the Nomination Committee, including the assessment on the independence of the candidates for independent non-executive Director in accordance with Rule 3.13 of the Listing Rules, the Board proposed to appoint Ms. Shen Wen as an executive Director and Mr. Zhang Tao as an independent non-executive Director.

The biographical details of Ms. Shen Wen are set out as follows:

Shen Wen (沈文) (“**Ms. Shen**”), aged 56, has served as chairman of the supervisory committee of CCID Academy for Industry and Information Technology Limited\* (賽迪工業和信息化研究院(集團)有限公司) since February 2023. From February 2023 to February 2024, Ms. Shen served as the chief consultant of CCID Academy for Industry and Information Technology Limited\* (賽迪工業和信息化研究院(集團)有限公司). From May 2017 to February 2023, Ms. Shen served as the head of the project and intellectual management department, head of the conditions guarantee department, and head of the party community department of China Centre of Information Industry Development\* (中國電子信息產業發展研究院). Ms. Shen also served as the administrative director of the software and integrated circuit promotion centre, a deputy officer of the comprehensive management department (in charge of work), the head of the comprehensive management department, a deputy head of the comprehensive department, the head of the confidentiality department, a deputy head of the science and technology department, the head of the human resources department, and the head of the project management department of the Ministry of Industry and Information Technology from March 2005 to May 2017. Ms. Shen graduated from the Central Party School of the Communist Party of China in December 2009.

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## LETTER FROM THE BOARD

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The biographical details of Mr. Zhang Tao are set out as follows:

Zhang Tao (張濤) (“**Mr. Zhang**”), aged 43, worked in the China University of Petroleum (East China) School of Economics and Management (中國石油大學(華東)經濟管理學院) since July 2005, and served as associate professor and doctoral advisor since 2010. Mr. Zhang served as a committee of the Circular Economic Branch, Chinese Society for Economic Science since May 2023, served on the first session youth editorial board of Journal Natural Gas Industry since October 2019 and was reappointed in January 2023. Mr. Zhang has been engaged in teaching and scientific research for a long time, presided over and participated in more than 40 scientific research projects commissioned by the Ministry of Education (教育部), Ministry of Science and Technology (科技部), Department of Science and Technology of Shandong Province (山東省科技廳), and many enterprises such as PetroChina (中石油), Sinopec (中石化). Mr. Zhang was a visiting scholar at The State University of New York at Stony Brook from August 2017 to August 2018. Mr. Zhang graduated from the China University of Petroleum (East China) in July 2002, and obtained a bachelor’s degree in management; graduated from the China University of Petroleum (East China) in June 2005 and obtained a master’s degree in management; graduated from the Shanghai Jiao Tong University in December 2014 and obtained a doctorate degree in management.

Save as disclosed above, Ms. Shen and Mr. Zhang have no relationship with any Directors, supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company or his/her respective associates. Save as disclosed above, he/she did not hold any other positions in the Company or any of its subsidiaries and also has not held any directorships in any listed public companies in the past three years.

As at the Latest Practicable Date, Ms. Shen and Mr. Zhang do not have any interests in the shares or underlying shares of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Shen and Mr. Zhang have no information required to be disclosed under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders.

The proposed appointment of Ms. Shen and Mr. Zhang will be subject to the approval of the Shareholders by way of ordinary resolutions at the EGM. The proposed term of service of Ms. Shen and Mr. Zhang will commence on the date of the approval at the EGM and expire at the end of the eighth session of the Board. They can be re-elected in accordance with the mechanism as set out in the Articles of Association. Ms. Shen and Mr. Zhang will enter into a service contract, which will take effect on the date of his/her appointment, with the Company in respect of his/her appointment as an executive Director and independent non-executive Director. Ms. Shen is not entitled to any salary and director’s fee, Mr. Zhang is entitled to a director’s fee of RMB143,000 per annum. However, the Board may determine the bonuses of Ms. Shen and Mr. Zhang from time to time in its absolute discretion and may determine the salary and director’s fee of Ms. Shen and Mr. Zhang subject to the approval of the Shareholders at the general meeting of the

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## LETTER FROM THE BOARD

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Company. The remuneration of Ms. Shen and Mr. Zhang will be determined by the Remuneration Committee and the Board at arm's length with reference to his/her experience, professional qualifications, duties in the Company and time committed to the business of the Company, as well as the current position of the Company and the prevailing market conditions.

### THE INDEPENDENCE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board has received from Mr. Zhang a confirmation of independence pursuant to Rule 3.13 of the Listing Rules. Mr. Zhang has confirmed:

- (i) his independence as regards to each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules;
- (ii) that he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and
- (iii) that there are no other factors that may affect his independence at the time of his appointment.

Based on the reasons above and after careful and due consideration, the Nomination Committee and the Board believe that Mr. Zhang is independent and is able to carry out his duties as an independent non-executive Director of the Company.

In recommending Mr. Zhang to be appointed as an independent non-executive Director, the Board has considered the background and attributes of Mr. Zhang. Mr. Zhang has long been engaged in teaching and scientific research. He presided over and participated in a number of scientific research projects commissioned by various enterprises. Accordingly, the Board believes that the valuable knowledge and experience of Mr. Zhang will provide valuable and diverse views to the Board and make contributions to the diversity of the Board.

### CLOSURE OF REGISTER OF MEMBERS

In order to determine which of the Shareholders are entitled to attend and vote at the EGM, the register of H Shareholders will be closed from Tuesday, 19 March 2024 to Friday, 22 March 2024, both days inclusive, during which period no transfer of H Shares will be effected. In order to qualify for attending the EGM, all transfer documents of H Shares accompanied by the relevant share certificate(s) must be lodged in the Company's H Share registrar, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 18 March 2024 for registration.

Shareholders whose names appear on the register of members of the Company on Friday, 22 March 2024 will be entitled to attend and vote at the EGM.

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## LETTER FROM THE BOARD

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### EGM

The EGM will be held for the purpose of, by way of poll, approving the resignation of executive Director and independent non-executive Director and the proposed appointment of executive Director and independent non-executive Director. No Shareholders are required to abstain from voting at the EGM.

The notice of EGM is set out on pages 9 to 11 of this circular. At the EGM, votes will be taken by poll.

A reply slip for the purpose of informing the Company whether you will be attending (in person or by proxy) the EGM is enclosed in this circular. You are reminded to complete and sign the relevant reply slip (if you are entitled to attend the EGM) and return the signed slip to the Company's H Share registrar, Tricor Tengis Limited (in the case of holders of H Shares) or the Company's principal place of business in PRC (in the case of holders of Domestic Shares) on or before 4:30 p.m. on Monday, 18 March 2024 in accordance with the instructions printed thereon.

The proxy form for use at the EGM is also enclosed in this circular. If you intend to present by proxy, you are requested to complete and sign the proxy form in accordance with the instructions printed thereon and return them as soon as possible to the Company's principal place of business in PRC at 10th Floor, CCID Plaza, No. 66 Zizhuyuan Road, Haidian District, Beijing, PRC (in the case of holders of Domestic Shares), or the Company's H Share registrar, Tricor Tengis limited (in the case of holders of H Shares) at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 24 hours before the time appointed for holding the EGM (i.e. at 9:30 a.m. on Thursday, 21 March 2024) or not later than 24 hours before the time appointed for holding any adjourned thereof.

### RECOMMENDATION

The Directors believe that the above resignation of executive Director and independent non-executive Director and the recommendations to the Shareholders regarding the appointment of executive Director and independent non-executive Director are in the interests of the Group and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the EGM.

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## LETTER FROM THE BOARD

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### GENERAL

This circular has been prepared in both English and Chinese. In the case of any discrepancy, the Chinese text shall prevail.

Your faithfully,  
By order of the Board  
**CCID Consulting Company Limited\***  
**Ms. Ma Yaqing**  
*Chairlady*

# CCID Consulting

賽迪顧問股份有限公司

**CCID CONSULTING COMPANY LIMITED\***

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

(Stock code: 02176)

[www.ccidconsulting.com](http://www.ccidconsulting.com)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the EGM of CCID Consulting Company Limited (the “**Company**”) will be held at 10th Floor, CCID Plaza, No. 66 Zizhuyuan Road, Haidian District, Beijing, the PRC on Friday, 22 March 2024 at 9:30 a.m. for the purpose of considering and, if thought fit, passing the following resolutions of the Company:

Unless otherwise specified, terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 5 March 2024 (the “**Circular**”). Please refer to the Circular for details of the proposed resolutions.

### ORDINARY RESOLUTIONS

1. To consider and approve the resolution of resignation of Ms. Ma Yaqing as an executive Director of the Company;
2. To consider and approve the resolution of resignation of Ms. Li Xuemei as an independent non-executive Director of the Company;
3. To consider and approve the appointment of Ms. Shen Wen (沈文) as an executive Director of the Company with effect from the date of the Extraordinary General Meeting to the expiry date of the term of the eighth session of the Board, and to authorise the Board to fix her remuneration; and
4. To consider and approve the appointment of Mr. Zhang Tao (張濤) as an independent non-executive Director of the Company with effect from the date of the Extraordinary General Meeting to the expiry date of the term of the eighth session of the Board, and to authorise the Board to fix his remuneration.

By order of the Board  
**CCID Consulting Company Limited\***  
**Ms. Ma Yaqing**  
*Chairlady*

Beijing, the PRC, 5 March 2024

\* For identification purpose only

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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*As at the date of this notice, the Board comprises two executive Directors namely Ms. Ma Yaqing and Mr. Fu Changwen; and three independent non-executive Directors namely Ms. Li Xuemei, Mr. Chen Yung-cheng and Mr. Hu Bin.*

**Notes:**

1. In order to determine which of the Shareholders are entitled to attend and vote at the EGM, the register of H Shareholders will be closed from Tuesday, 19 March 2024 to Friday, 22 March 2024, both days inclusive, during which period no transfer of H Shares will be effected. In order to qualify for attending the EGM, all transfer documents of H Shares accompanied by the relevant share certificate(s) must be lodged in the Company's H Share registrar, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 18 March 2024.

Shareholders whose names appear on the register of members of the Company on Friday, 22 March 2024 will be entitled to attend and vote at the EGM.

2. Shareholders entitled to attend and vote at the EGM convened by the above notice are entitled to appoint in writing one or more proxies to attend and vote at the EGM on their behalf. A proxy needs not be a Shareholder.
3. A proxy form for the EGM is enclosed. In order to be valid, the instrument appointing a proxy shall be signed by the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation or a legal person, executed under common seal or under the hand of its director or attorney duly authorised in writing.
4. In order to be valid, the instrument appointing a proxy shall be deposited at the Company's principal place of business in the PRC at 10th Floor, CCID Plaza, No. 66 Zizhuyuan Road, Haidian District, Beijing, the PRC (for Domestic Shares) or the Company's H Share registrar, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shares) not less than 24 hours before the time designated for holding the EGM (i.e. 9:30 a.m. on Thursday, 21 March 2024) or 24 hours before the time designated for any adjournment thereof.
5. A completed and signed reply slip shall be deposited at the Company's H Share registrar, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shares) or the Company's principal place of business at 10th Floor, CCID Plaza, No. 66 Zizhuyuan Road, Haidian District, Beijing, the PRC (for Domestic Shares) on or before 4.30 p.m. on Monday, 18 March 2024. The reply slip can be returned either by post, by fax, or in person.
6. Shareholders who attend the EGM shall bear their own traveling, meal and accommodation expenses.

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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7. The Company's principal place of business in the PRC:

10th Floor, CCID Plaza  
No. 66 Zizhuyuan Road  
Haidian District, Beijing, the PRC  
Tel No.: (8610) 8855 8527  
Fax No.: (8610) 8855 9009

The Company's H Share registrar, Tricor Tengis Limited:

17/F, Far East Finance Centre,  
16 Harcourt Road, Hong Kong  
Tel No.: (852) 2980 1333  
Fax No.: (852) 2810 8185

*This notice is also published on the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and on the "Investor Relations" page of the Company's website at [www.ccidconsulting.com](http://www.ccidconsulting.com).*