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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 you should take, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold all or transferred** all your shares in **Capinfo Company Limited\***, you should at once hand this circular and the accompanying supplemental proxy form to the purchaser or to the transferee, or to the bank, licensed securities dealer or registered institution in securities through whom the sale was effected for transmission to the purchaser or the transferee.

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**CAPINFO**  
**CAPINFO COMPANY LIMITED\***  
**首都信息發展股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 1075)

**PROPOSED RE-ELECTION AND ELECTION OF  
DIRECTORS AND SUPERVISORS  
AND  
RE-APPOINTMENT OF AUDITOR  
AND  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
AND  
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

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A supplemental notice of the annual general meeting (the “**Annual General Meeting**”) of Capinfo Company Limited is set out on pages 24 to 26 of this circular. The Annual General Meeting will be held as scheduled at 10:00 a.m. on Tuesday, 18 June 2024 at Conference Room, 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People's Republic of China.

This circular and the accompanying supplemental proxy form applicable to the Annual General Meeting have been posted on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.capinfo.com.cn](http://www.capinfo.com.cn)).

31 May 2024

\* For identification purpose only

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the terms below shall have the following meanings when used herein:*

“AGM”	the annual general meeting of the Company to be held on 18 June 2024, at 10:00 a.m. at Conference Room, 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the PRC
“Articles of Association”	the articles of association of the Company as amended from time to time
“Board”	the board of Directors
“BSAM”	北京市國有資產經營有限責任公司 (Beijing State-owned Assets Management Co., Ltd.), a company incorporated in the PRC with limited liability, a controlling Shareholder
“Company”	首都信息發展股份有限公司 (Capinfo Company Limited), a joint stock limited company incorporated in the PRC, the H Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	domestic share(s) of RMB0.10 each in the share capital of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“H Share(s)”	overseas listed foreign share(s) of RMB0.10 each in the share capital of the Company
“Latest Practicable Date”	28 May 2024, being the latest practicable date prior to printing of this circular for the purpose of ascertaining certain information for inclusion in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	nomination committee of the Company
“Notice of AGM”	notice of the AGM dated 27 April 2024
“PRC”	the People’s Republic of China

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## DEFINITIONS

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“SFO”	the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong), as amended, supplemented or modified from time to time
“Share(s)”	collectively, Domestic Shares and H Shares and (where applicable) any other foreign shares of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisors”	the members of the Supervisory Committee
“Supervisory Committee”	the supervisory committee of the Company
“Supplemental Notice of AGM”	the supplemental notice of the AGM dated 31 May 2024 as set out on pages 24 to 26 of this circular
“RMB”	Renminbi, the lawful currency of the PRC
“%”	per cent

*In this circular, the English names of the PRC entities are translations of their Chinese names and included herein for identification purposes only. In the event of any inconsistency, the Chinese names shall prevail.*

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## LETTER FROM THE BOARD

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# CAPINFO

## CAPINFO COMPANY LIMITED\*

### 首都信息發展股份有限公司

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 1075)

*Executive Directors:*

Mr. Yu Donghui (*Party Secretary, Chairman*)  
Mr. Zhang Yiqian (*Deputy Party Secretary,  
General Manager*)

*Non-executive Directors:*

Mr. Zhou Weihua  
Mr. Feng Jianxun  
Ms. Yan Yi  
Mr. Xin Shuangbai  
Ms. Zhao Shujie

*Independent Non-executive Directors:*

Mr. Gong Zhiqiang  
Mr. Cheung, Wai Hung Boswell  
Mr. Yang Xiaohui  
Mr. Su Zhongxing  
Mr. Dong Jin

*Registered office:*

No.11 Xi San Huan Zhong Road  
Haidian District,  
Beijing 100036  
The PRC

*Principal place of business in Hong Kong:*

25th Floor  
Neich Tower  
128 Gloucester Road  
Wanchai  
Hong Kong

*Principal place of business in the PRC:*

5th Floor  
Longfu Mansion  
No.95 Longfusi Street  
Dongcheng District  
Beijing 100010  
The PRC

31 May 2024

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED RE-ELECTION AND ELECTION OF  
DIRECTORS AND SUPERVISORS  
AND  
RE-APPOINTMENT OF AUDITOR  
AND  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
AND  
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

**1. INTRODUCTION**

Please refer to the Notice of AGM which sets out the date, time and place of the AGM, the resolutions to be presented at the AGM for Shareholders' approval, the announcement published on 28 May 2024 regarding the proposed re-election and election of Directors and Supervisors and the announcement published on 28 May 2024 regarding the proposed amendments to the Articles of Association.

\* For identification purpose only

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## LETTER FROM THE BOARD

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The purpose of this circular is to provide you with information regarding the proposed re-election and election of Directors and Supervisors, re-appointment of auditor of the Company and the proposed amendments to the Articles of Association and to seek your approval of the resolutions relating to these matters at the AGM.

### **2. PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS AND SUPERVISORS**

The eighth session of the Board comprises twelve Directors, including two executive Directors, five non-executive Directors and five independent non-executive Directors. The Supervisory Committee comprises three Supervisors, including two Shareholder representative Supervisors and one employee representative Supervisor.

The current term of each Director and Supervisor shall expire on the date of the AGM and they are eligible for re-election pursuant to the Articles of Association. Due to other work arrangements, Mr. Feng Jianxun and Mr. Su Zhongxing will retire at the AGM and will not offer themselves for re-election. They have confirmed that they have no disagreement with the Board and there is no other matter in relation to their retirement that needs to be brought to the attention of the Shareholders. All other Directors of the eighth session of the Board and all Shareholder representative Supervisors of the eighth session of the Supervisory Committee will offer themselves for re-election.

After considering the nomination policy and the board diversity policy of the Company, the Nomination Committee has recommended the Board to nominate the retiring Directors namely, Mr. Yu Donghui, Mr. Zhang Yiqian, Mr. Zhou Weihua, Ms. Yan Yi, Mr. Xin Shuangbai, Ms. Zhao Shujie, Mr. Gong Zhiqiang, Mr. Cheung, Wai Hung Boswell, Mr. Yang Xiaohui and Mr. Dong Jin as candidates for Directors of the ninth session of the Board and to nominate Mr. Jiang Wei and Mr. Li Jianqiang as candidates for Directors of the ninth session of the Board.

Mr. Gong Zhiqiang, Mr. Cheung, Wai Hung Boswell, Mr. Yang Xiaohui, Mr. Dong Jin and Mr. Li Jianqiang have given written confirmation of independence to the Company. The Nomination Committee and the Board considered that they satisfy all the independence criteria as set out in Rule 3.13 of the Listing Rules. The candidates for Directors are professionals in finance, law, commerce, information services and management with extensive experience and expertise in various areas and two of them are female. The Nomination Committee and the Board considered that the candidates for Directors can achieve the goal of diversity of the Company.

Mr. Gong Zhiqiang has served as independent non-executive Director more than 14 years. His re-election will be subject to a separate resolution to be approved by the Shareholders. Mr. Gong has rich knowledge and experience and in-depth understanding of the Company's operations and business. In the capacity of independent non-executive Director, he has expressed objective views and given independent guidance to the Company over the years. Both the Board and the Nomination Committee consider that Mr. Gong Zhiqiang has the required character, integrity and experience to continue fulfilling the role of independent non-executive Director and believe that Mr. Gong is still an independent person.

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## **LETTER FROM THE BOARD**

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The Supervisory Committee has nominated Ms. Ge Li and Ms. Ma Xiaoping as candidates for shareholder representative Supervisors of the ninth session of the Supervisory Committee. Besides, Ms. Kuang Mingzhi has been elected by the employees of the Company as an employee representative Supervisor of the ninth session of the Supervisory Committee and is not required to stand for election at the AGM.

Resolutions are to be presented at the AGM to re-elect and elect the Directors of the ninth session of the Board and to re-elect the employee representative Supervisors of the ninth session of the Supervisory Committee. The term of office of the ninth session of the Board and Supervisory Committee is three years and is recommended to commence on the date of the AGM and end on the date of the annual general meeting of the Company for the year of 2027.

The service contract or appointment letter entered between the Company and each of the executive Directors, non-executive Directors, independent non-executive Directors, the Shareholder representative Supervisors and the employee representative Supervisor shall expire at the end of their respective term on the date of the AGM. Therefore, resolutions will be presented at the AGM to authorize the Board to enter into service contract or appointment letter with each of the newly elected executive Directors, non-executive Directors, independent non-executive Directors, the Shareholder representative Supervisors and the employee representative Supervisor.

The biographical details of each candidate for Directors and Supervisors are set out in the appendix I of this circular.

### **3. RE-APPOINTMENT OF AUDITOR**

Grant Thornton (Special General Partnership), the Company's auditor, will retire at the AGM and, being eligible, will offer themselves for re-appointment. The audit committee of the Company and the Board have proposed the re-appointment of Grant Thornton (Special General Partnership) as the auditor of the Company.

A resolution for the re-appointment of Grant Thornton (Special General Partnership) as auditor of the Company will be proposed at the AGM.

### **4. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

To bring the Articles of Association in line with the latest regulatory requirement in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers and the relevant amendments made to Listing Rules which took effect from 31 December 2023 and to provide flexibility to the Company in relation to the conduct of general meetings, the Board proposed to seek approval of the Shareholders by way of special resolution at the AGM to authorize the Board to amend the Articles of Association in such manner as it is necessary to better connect the Articles of Association with the Rules of Procedures of the Board and to meet the relevant requirements of the paperless listing regime. The proposed amendments to the Articles of Association are subject to the Shareholders' approval at the AGM and will become effective upon approval by the Shareholders. Details of the proposed amendments to the Articles of Association are set out in Appendix II of this circular.

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## LETTER FROM THE BOARD

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Save for the proposed amendments to the Articles of Association, other provisions in the Articles of Association will remain unchanged. The English version of the Articles of Association is an unofficial translation of their Chinese version and is for reference only. In case of any discrepancies, the Chinese version shall prevail.

A special resolution in relation to the proposed amendments to the Articles of Association will be proposed at the AGM.

### 5. ANNUAL GENERAL MEETING

The above ordinary resolutions and special resolution to be presented are set out as Ordinary Resolutions No.7 to No. 11 and Special Resolution No. 12 in the Supplemental Notice of AGM on pages 24 to 26 of this circular.

Since the proxy form (the “**Original Proxy Form**”) issued on 27 April 2024 does not contain the new resolutions in the Supplemental Notice of AGM, a supplemental proxy form (the “**Supplemental Proxy Form**”) will be issued with this circular.

If any Shareholder has not yet submitted the Original Proxy Form according to the instructions in the Notice of AGM and wishes to appoint a proxy to attend the AGM on his behalf, he is required to submit the Supplemental Proxy Form. In this case, the Shareholder shall not submit the Original Proxy Form.

To be valid, the supplemental proxy form, together with any power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company’s H shares registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (in the case of holders of H Shares) or to the Company’s principal place of business in the PRC at 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People’s Republic of China (in the case of holders of Domestic Shares) as soon as possible and in any event not less than 24 hours before the time appointed for holding the AGM (i.e. not later than 17 June 2024 at 10:00 a.m. (Hong Kong time)).

For any Shareholder who has submitted the Original Proxy Form according to the instructions in the Notice of AGM, please note that:

- (i) if the Shareholder has not submitted the Supplemental Proxy Form, the Original Proxy Form (if properly completed) shall be deemed as a valid proxy form submitted by the Shareholder. The proxy appointed according to the Original Proxy Form shall be entitled to vote according to the instructions given previously by the Shareholder or to vote at his discretion (if no such instructions were given) at the AGM on the resolutions proposed in the Notice of AGM, and to vote at his discretion on the new resolutions set out in the Supplemental Notice of AGM;
- (ii) if the Shareholder has submitted the Supplemental Proxy Form prior to the deadline set out in the Notice of AGM, then the Supplemental Proxy Form (if properly completed) shall be deemed as a valid proxy form submitted by the Shareholder. The Original Proxy Form shall be



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## LETTER FROM THE BOARD

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deemed to be revoked. The proxy appointed pursuant to the Supplemental Proxy Form shall be entitled to vote according to the instructions given previously by the Shareholder or to vote at his discretion (if no such instructions were given) on any resolution (including the new resolutions set out in the Supplemental Notice of AGM) proposed in an appropriate manner at the AGM; and

- (iii) if the Shareholder submitted the Supplemental Proxy Form after the designated time, or the Supplemental Proxy Form submitted is improperly completed, the Supplemental Proxy Form will be invalid. The Original Proxy Form, if properly completed, will be treated as a valid proxy form submitted by the Shareholder. The arrangement as mentioned in (i) above shall apply as if no Supplemental Proxy Form was submitted.

Completion and delivery of the Original Proxy Form and/or the Supplemental Proxy Form will not preclude you from attending and voting at the meeting or any adjournment thereof if you so wish.

### 6. VOTING BY WAY OF POLL

In accordance with the requirement of Rule 13.39(4) of the Listing Rules, all votes at the AGM 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) and Rule 13.39(5A) of the Listing Rules.

### 7. RECOMMENDATION

The Directors believe that the re-election and election of Directors of the ninth session of the Board, to authorize the Board to enter into service contract or appointment letter with each of the newly elected executive Directors, non-executive Directors and independent non-executive Directors, the re-election of the employee representative Supervisors of the ninth session of the Supervisory Committee, to authorize the Board to enter into service contract or appointment letter with each of the newly elected Supervisors, re-appointment of auditor of the Company and the proposed amendments to the Articles of Association are in the best interest of the Company and its Shareholders as a whole. Therefore, the Directors recommend all the Shareholders to vote for the relevant resolutions set out in the Supplemental Notice of AGM.

Please refer to the Notice of AGM for details about other resolutions to be submitted for consideration and approval at the AGM, eligibility of Shareholders to attend the AGM, appointment of proxies, registration procedures, closure of register of members and other matters.

Yours faithfully,  
By Order of the Board  
**CAPINFO COMPANY LIMITED\***  
首都信息發展股份有限公司  
**Yu Donghui**  
Chairman

Beijing, the PRC, 31 May 2024

\* For identification purpose only

The biographical details of each candidate for Directors and Supervisors are set out as follows:

**EXECUTIVE DIRECTORS****1. Mr. Yu Donghui (余東輝先生)**

Mr. Yu Donghui (Party Secretary and Chairman), aged 51, was appointed as an executive Director in January 2017 and was elected as the Chairman on 10 September 2021. He currently serves as the Party Secretary and Chairman of the Company, and is also the Chairman of the strategy committee, Nomination Committee and rule of law and compliance committee of the Company, and is responsible for leading the Board of Directors and ensuring effective operation of the Board of Directors in the overall interest of the Company. Mr. Yu graduated from Tsinghua University in 1999 with a master degree in materials processing engineering and joined the Company in the same year. He previously served as general manager of the network technology service center, business director, deputy general manager and general manager of the Company with extensive experience in enterprise and technique management. Save as disclosed above, Mr. Yu did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Under the service contract, Mr. Yu's office as executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. Mr. Yu will not receive Director's fee from the Company in respect of his office as Director. Mr. Yu's job salaries, allowances and contribution to retirement benefits schemes are set out in the 2023 Annual Report of the Company. The remuneration was determined by the Board with reference to his experience, qualification, duties, responsibilities and expected time commitment to the Company's affairs, as well as the prevailing market standards and after consideration of the recommendation of the remuneration and appraisal committee of the Company.

As at the Latest Practicable Date, Mr. Yu does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Yu is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

**2. Mr. Zhang Yiqian (張益謙先生)**

Mr. Zhang Yiqian (Deputy Party Secretary and General Manager), aged 45, was appointed as an executive Director in October 2021. He currently serves as the Deputy Party Secretary and general manager of the Company, and is also a member of the strategy committee and rule of law and compliance committee of the Company and an executive director of Capinfo Medical United

Information Technology Company Limited and Beijing Digital Intelligence Technology Co., Ltd., both being subsidiaries, responsible for the overall operation and management, the implementation of the policies and operation objectives established by the Board of Directors. Mr. Zhang graduated from Beihang University with a master degree in software engineering. He previously acted as sales representative of Capinfo Company Limited, deputy general manager and general manager of services department in Beijing, director of customer center, director of sales center, company director and deputy general manager of Beijing Certificate Authority Co., Ltd. Save as disclosed above, Mr. Zhang did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Under the service contract, Mr. Zhang's office as executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. Mr. Zhang will not receive Director's fee from the Company in respect of his office as Director. Mr. Zhang's job salaries, allowances and contribution to retirement benefits schemes are set out in the 2023 Annual Report of the Company. The remuneration was determined by the Board with reference to his experience, qualification, duties, responsibilities and expected time commitment to the Company's affairs, as well as the prevailing market standards and after consideration of the recommendation of the remuneration and appraisal committee of the Company.

As at the Latest Practicable Date, Mr. Zhang does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Zhang is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

### **NON-EXECUTIVE DIRECTORS**

#### **3. Mr. Zhou Weihua (周衛華先生)**

Mr. Zhou Weihua, aged 62, a professional senior engineer, was appointed as a non-executive Director since June 2015. He is currently the chairman and general manager of Beijing Sino-Sky Radio TV & Communication Technology Co. Ltd., the sponsor shareholder of the Company and had served as the director and deputy chief engineer of the Research Department in Aerial Design of the Radio, Film & TV Design and Research Institute and engaged in development, design and management of antenna of radio and television communications for many years. He graduated from the Department of Space Physics of Wuhan University with a Bachelor of Science degree in Physics in July 1984 and graduated from Peking University Guanghua School of Management in July 2005 where he received a master degree in management. Save as disclosed above, Mr. Zhou did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Under the service contract, Mr. Zhou's office as non-executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. Mr. Zhou will not receive Director's fee from the Company in respect of his office as Director nor will he receive any other emolument.

As at the Latest Practicable Date, Mr. Zhou does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Zhou is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

#### **4. Ms. Yan Yi (嚴軼女士)**

Ms. Yan Yi, aged 38, an economist with postgraduate qualification, was appointed as a non-executive Director in June 2021 and serves as a member of the remuneration and appraisal committee of the Company. She is currently the senior manager of the information service and digital business department of BSAM, a director of Beijing Certificate Authority Co., Ltd. She previously served as the business analyst of MWH (UK), the product manager of GE Medical System Co., Ltd., the project manager and senior project manager of the urban function and social investment department and the senior manager of the human resources department of BSAM, and the vice president of Beijing Yingzhi Rehabilitation Hospital Co., Ltd. Ms. Yan graduated from the school of management of Huazhong University of Science and Technology in June 2006 where she received a bachelor degree in information management and information system, and graduated from the University of Sheffield in September 2007 where she received a master degree in information management, and obtained a master degree in business administration from the Chinese University of Hong Kong in November 2020. Save as disclosed above, Ms. Yan did not hold any position with the Company or other members of the Group nor did she hold any directorship in any other listed public companies in the past three years.

Under the service contract, Ms. Yan's office as non-executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. Ms. Yan will not receive Director's fee from the Company in respect of her office as Director nor will she receive any other emolument.

As at the Latest Practicable Date, Ms. Yan does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Ms. Yan is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to her re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

**5. Mr. Xin Shuangbai (辛雙百先生)**

Mr. Xin Shuangbai, aged 44, was appointed as a non-executive Director in June 2023. He currently serves as non-independent director of Beijing Gehua CATV Network Co., Ltd., deputy officer in strategy planning and development department of Beijing Gehua Media Group and is responsible for strategy planning of the group, operation management, performance appraisal etc. Mr. Xin Shuangbai graduated from Beihang University with major in international finance and obtained a bachelor degree in economics in 1988 and graduated from Communication University of China with major in electromagnetic field and microwave technology and obtained a master's degree in industrial engineering in 2003. In 2007, he joined Beijing All Media Television Company and served as the deputy director of technology department, director of operation management department, assistant to general manager etc. In 2020, he joined the strategy planning and development department of Beijing Gehua Media Group, with comprehensive experience in corporate operation and management. Save as disclosed above, Mr. Xin did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Under the service contract, Mr. Xin's office as non-executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. Mr. Xin will not receive Director's fee from the Company in respect of his office as Director nor will he receive any other emolument.

As at the Latest Practicable Date, Mr. Xin does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Xin is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

**6. Ms. Zhao Shujie (趙淑杰女士)**

Ms. Zhao Shujie, aged 49, senior engineer, was appointed as a non-executive Director in December 2023. She is currently the director and general manager of Beijing Telecom Investment Co., Ltd., the sponsor shareholder of the Company, and is responsible for the company's operation management, rules and regulations, development plan and investment proposal etc. She graduated from Beijing University of Posts and Telecommunications with a master degree in management engineering in 1999. She previously served as deputy general manager of audit department, deputy general manager of product support centre, deputy general manager of material procurement and management department of China Unicom Group, Beijing branch. She joined Beijing Telecom Investment Co.,

Ltd. in 2023, with extensive experience in enterprise operation management. Save as disclosed above, Ms. Zhao did not hold any position with the Company or other members of the Group nor did she hold any directorship in any other listed public companies in the past three years.

Under the service contract, Ms. Zhao's office as non-executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. Ms. Zhao will not receive Director's fee from the Company in respect of her office as Director nor will she receive any other emolument.

As at the Latest Practicable Date, Ms. Zhao does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Ms. Zhao is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to her election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

**7. Mr. Jiang Wei (姜巍先生)**

Mr. Jiang Wei, aged 41, serves as general manager of the financial management department of China Financial Computerization Co., Ltd. since 2022. Mr. Jiang Wei graduated from Beijing Jiaotong University with major in accounting and obtained a bachelor degree in accounting in 2005 and a master's degree in accounting in 2007. In 2007, he joined the planning and finance department of China Banknote Printing and Minting Corporation and served as trainee, deputy business manager, business manager and senior deputy manager. In 2018, he served as the financial controller of China Golddeal Investment Co., Ltd. and was a member of the party committee. In 2020, he joined China Financial Computerization Co., Ltd. and served as the deputy general manager of the internal audit department and the finance department, and the general manager of the financial management department with comprehensive experience in financial management, tax management and financial supervision. Save as disclosed above, Mr. Jiang did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Mr. Jiang's appointment is subject to retirement by rotation or election in accordance with the Articles of Association, which specify that each session of the Board is for a period of three years. Mr. Jiang will not receive Director's fee from the Company in respect of his office as Director nor will he receive any other emolument, if being appointed.

As at the Latest Practicable Date, Mr. Jiang does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Jiang is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

#### INDEPENDENT NON-EXECUTIVE DIRECTORS

##### 8. Mr. Gong Zhiqiang (宮志強先生)

Mr. Gong Zhiqiang, aged 52, was appointed as an independent non-executive Director since June 2009 and is also the chairman of the remuneration and appraisal committee and a member of the audit committee, Nomination Committee and rule of law and compliance committee of the Company. Mr. Gong is currently a director and senior partner of Beijing S&P Law Firm, an independent director of Hua Xia Bank Co., Limited. Mr. Gong previously worked in the Intermediate People's Court of Handan Municipality, Hebei Province and Beijing Hylands Law Firm. He has extensive experience in control of corporate legal risks. Mr. Gong graduated from Hebei University with a master degree in laws in 1995. Save as disclosed above, Mr. Gong did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Under the service contract, Mr. Gong's office as independent non-executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. His emolument will be determined in accordance with the Remuneration Policy for Directors and Supervisors of the Company. He will be entitled to a fixed emolument of RMB80,000 per annum for his office as independent non-executive Director.

As at the Latest Practicable Date, Mr. Gong does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Gong is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

##### 9. Mr. Cheung, Wai Hung Boswell (張偉雄先生)

Mr. Cheung, Wai Hung Boswell, aged 53, was appointed as an independent non-executive Director in June 2015, and is a member of the audit committee and Nomination Committee of the Company. Mr. Cheung currently serves as Chief Financial Officer and Company Secretary of Far East Consortium International Limited (a company listed on the Hong Kong Stock Exchange), and is responsible for group financial management, investor and bank relations and company secretarial matters. He is also a director and an audit committee member of AGORA Hospitality Group Co., Ltd. (a company listed on the Tokyo Stock Exchange). Mr. Cheung graduated in Scotland with a bachelor degree of arts in

accountancy in 1992, and obtained an MBA degree from the University of Leicester, UK in 1995 and a master's degree in professional accounting in 2007. Mr. Cheung is a non-practicing member of the Hong Kong Institute of Certified Public Accountants and a qualified accountant of CPA Australia. Save as disclosed above, Mr. Cheung did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Under the service contract, Mr. Cheung's office as independent non-executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. His emolument will be determined in accordance with the Remuneration Policy for Directors and Supervisors of the Company. He will be entitled to a fixed emolument of RMB80,000 per annum for his office as independent non-executive Director.

As at the Latest Practicable Date, Mr. Cheung does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Cheung is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

**10. Mr. Yang Xiaohui (楊曉輝先生)**

Mr. Yang Xiaohui, aged 56, is a senior accountant, certified public accountant, certified tax agent, and certified public valuer (non-practicing member), appointed as an independent non-executive Director, the chairman of the audit committee and a member of the remuneration and appraisal committee of the Company in November 2016. He is now the partner of ShineWing Certified Public Accountants. Mr. Yang once served as independent non-executive director of Beijing Jingcheng Machinery Electric Company Limited, a company listed on the Shanghai Stock Exchange and the Hong Kong Stock Exchange. He was a teaching assistant of North China University of Technology, department manager of Zhonghengxin Certified Public Accountants, partner of RSM China Certified Public Accountants. He has extensive experience in auditing and financial management. Mr. Yang graduated from North China University of Technology and obtained a bachelor's degree in Accountancy in 1991. Save as disclosed above, Mr. Yang did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Under the service contract, Mr. Yang's office as independent non-executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. His emolument will be



determined in accordance with the Remuneration Policy for Directors and Supervisors of the Company. He will be entitled to a fixed emolument of RMB80,000 per annum for his office as independent non-executive Director.

As at the Latest Practicable Date, Mr. Yang does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Yang is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

#### 11. Mr. Dong Jin (董進先生)

Mr. Dong Jin, aged 52, PhD, with a senior professional title, was appointed as an independent non-executive Director in December 2023 and serves as a member of the strategy committee of the Company. He is currently an officer of National Blockchain Technology Innovation Centre, a Director of Beijing Microchip Edge Computing Research Institute and a Deputy to the 14th National People's Congress of the People's Republic of China. Mr. Dong Jin graduated in Tsinghua University with a doctor's degree. He has issued over 100 research papers in international academic conference and journals and has obtained over 40 invention patents in United States. Simultaneously, he has served as a member of Advisory Committee for Policy Decision in Technology Strategy in Beijing and a member of Natural Science Foundation in Beijing. Mr. Dong has engaged in the research on core technology in the fields of blockchain, privacy computing and microchip design for a long time and led the development of the first self-controllable blockchain software and hardware technology system – "ChainMaker" in the Mainland, which was applied in more than 100 critical scenarios for the Mainland ministries, State-owned enterprises and in the areas of economy, people's livelihood and social governance in Beijing region etc., generating significant social and economic values. Save as disclosed above, Mr. Du did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Under the service contract, Mr. Dong's office as independent non-executive Director shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Board, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. His emolument will be determined in accordance with the Remuneration Policy for Directors and Supervisors of the Company. He will be entitled to a fixed emolument of RMB80,000 per annum for his office as independent non-executive Director.

As at the Latest Practicable Date, Mr. Dong does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Dong is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

**12. Mr. Li Jianqiang (李建強先生)**

Mr. Li Jianqiang, aged 50, is a doctor of engineering, doctoral advisor, Beijing distinguished professor, deputy director of the information department of Beijing University of Technology, president of Software Engineering Institute, chairman of Technical Committee on Humanized Crowd Computing of IEEE SMC, vice president of management decision and information system sub-committee of Chinese Society of Optimization, Overall Planning and Economic Mathematics, a member of growth and development and metabolism committee of Chinese Woman and Child Health Research, a member of editorial board of Chinese Medical Science Journal. Mr. Li graduated in Tsinghua University with a doctor's degree. He successively worked with National University of Ireland, NEC Labs, China and Department of Computer Science of Stanford University. In 2014, he joined Software Institute of Beijing University of Technology, focusing on application of new information technology, including logical verification and performance analysis of operating system, resources allocation and enhancement for data centre, blockchain technology, big health data analysis, key technology research in predictive modelling construction etc. He hosted various national and provincial scientific research projects and has issued over 200 research papers and published "Enterprise Integration and Integration Platform" and "Key Technology and Application of Smart Health Integration Service". 57 patent applications have been granted in China, Japan or US. Industrialization of various patents were made through technology transfer or cooperative development. Save as disclosed above, Mr. Li did not hold any position with the Company or other members of the Group nor did he hold any directorship in any other listed public companies in the past three years.

Mr. Li's appointment is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Board is for a period of three years. The Company has received a statement in writing from Mr. Li Jianqiang in relation to his voluntary waiver of his remuneration as an independent non-executive Director. Mr. Li Jianqiang will voluntarily waive his remuneration as an independent non-executive Director, if being appointed.

As at the Latest Practicable Date, Mr. Li does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Mr. Li is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to his election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

## SHAREHOLDER REPRESENTATIVE SUPERVISORS

## 13. Ms. Ge Li (葛莉女士)

Ms. Ge Li, aged 49, was appointed as a shareholder representative Supervisor in June 2023 and was elected as the Chairman to the Board of Supervisors by the supervisors. Ms. Ge is currently the manager of audit department of BSAM. She served as the deputy general manager of Beijing Oriental Xinda Asset Management Corporation (北京東方信達資產經營總公司), deputy general manager of Beijing Guozi Financial Leasing Co., Ltd. and deputy general manager of Beijing Beiao Group Corp., Ltd., and has extensive experience in auditing and financial management. Ms. Ge graduated from the Business School of Heilongjiang with a bachelor degree in accountancy in July 1999 and graduated from Tsinghua University with a master's degree in business management in July 2015. Save as disclosed above, Ms. Ge did not hold any position with the Company or other members of the Group nor did she hold any directorship in any other listed public companies in the past three years.

Under the service contract, Ms. Ge's office as Supervisor shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Supervisory Committee, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Supervisory Committee is for a period of three years. Ms. Ge will not receive any emolument from the Company in respect of her office as Supervisor.

As at the Latest Practicable Date, Ms. Ge does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Ms. Ge is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to her re-election that need to be brought to the attention of the Shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

## 14. Ms. Ma Xiaoping (馬曉萍女士)

Ms. Ma Xiaoping, aged 38, was appointed as a shareholder representative Supervisor in June 2021. Ms. Ma currently serves as the senior manager of the legal and compliance department of BSAM. She previously served as the trainee clerk, clerk and assistant judge of the administrative court of No. 1 Intermediate People's Court of Beijing Municipality, and the legal manager of legal compliance department of BSAM. Ms. Ma graduated from the school of criminal justice of China University of Political Science and Law in July 2009 where she received a bachelor's degree in law, and graduated from the school of law of China University of Political Science and Law in July 2012 where she received a master's degree in constitution and administrative law. Save as disclosed above, Ms. Ma did not hold any position with the Company or other members of the Group nor did she hold any directorship in any other listed public companies in the past three years.

Under the service contract, Ms. Ma's office as Supervisor shall remain effective up to 18 June 2024, being the expiration date of the term of the eighth session of the Supervisory Committee, and is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Supervisory Committee is for a period of three years. Ms. Ma will not receive any emolument from the Company in respect of her office as Supervisor.

As at the Latest Practicable Date, Ms. Ma does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Ms. Ma is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to her re-election that need to be brought to the attention of the shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

**EMPLOYEE REPRESENTATIVE SUPERVISOR (FOR SHAREHOLDERS' REFERENCE ONLY)****15. Ms. Kuang Mingzhi (匡明志女士)**

Ms. Kuang Mingzhi, aged 47, currently serves as manager of the audit department of the Company, supervisor of Rito Info Technology Co., Ltd., Capinfo Technology Development Co., Ltd., Capinfo Cloud Technology Co., Ltd. and Beijing Certificate Authority Co., Ltd. In 1998, she worked for the finance department of a construction and engineering company in Beijing in audit and account. In 2005, she served as the responsible person of audit team of the finance department of BCEG Civil Engineering Co., Ltd. She joined the Company in 2018 and served as deputy general manager of the financial management department, responsible person in finance for Shunyi branch, Tongzhou branch, Daxing branch, financial controller of Capinfo Medical United Information Technology Company Limited and deputy manager of the audit department of the Company. Ms. Kuang graduated from University of International Business and Economics with major in accounting in 2007. Save as disclosed above, Ms. Kuang did not hold any position with the Company or other members of the Group nor did she hold any directorship in any other listed public companies in the past three years.

Ms. Kuang's appointment is subject to retirement by rotation or re-election in accordance with the Articles and Association, which specify that each session of the Supervisory Committee is for a period of three years. Ms. Kuang will not receive emolument from the Company in respect of her office as Supervisor, if being appointed.

As at the Latest Practicable Date, Ms. Kuang does not have any interest in the Shares or underlying Shares within the meaning of Part XV of SFO. Other than disclosed above, Ms. Kuang is not connected with any Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company.

Other than disclosed above, there are no other matters relating to her election that need to be brought to the attention of the shareholders and there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

The details of proposed amendments to the Articles of Association are as follows:

Articles before amendments	Articles after amendments
<p>Article 61</p> <p>Notice of a shareholders’ general meeting shall be served on each shareholder, whether or not entitled to vote thereat, by personal delivery or prepaid mail to the shareholder at his address, as shown in the register of shareholders. For holders of domestic invested shares, notices of shareholders’ general meetings may be given by public announcement.</p> <p>The public announcement referred to in this Article shall be published in one or more newspapers with national circulation approved by the securities regulatory authority under State Council. Once the announcement has been published, all holders of domestic invested shares shall be deemed to have received notice of the relevant meeting.</p> <p>Notices of general meetings may be delivered to holders of overseas-listed foreign shares by way of announcement on the website of the stock exchange on which the shares of the Company are listed and the website of the Company. Upon announcement, the notices shall be deemed to have been served to all holders of overseas-listed foreign shares.</p>	<p>Article 61</p> <p>Notice of a shareholders’ general meeting shall be served on each shareholder, whether or not entitled to vote thereat, <b>by one or more of the following means:</b></p> <p><b>(1) By personal delivery;</b></p> <p><b>(2) By prepaid mail;</b></p> <p><b>(3) By email;</b></p> <p><b>(4) By announcement;</b></p> <p><b>(5) By other means as permitted by laws and regulations and the regulatory authorities of the place where the shares of the Company are listed.</b></p> <p><b>Where laws and regulations require an announcement, an announcement shall be made. If the regulatory authority of the place on which the shares of the Company are listed requires one or more other forms of delivery in addition to the announcement, it shall prevail.</b></p> <p><b>Notices of general meetings may be published by way of announcement on the website designated on which the shares of the Company are listed and the website of the Company. Upon announcement, the notices shall be deemed to have been served to all shareholders.</b></p> <p><del>Where notice is served by personal delivery or prepaid mail to the shareholder at his address, the address shall be taken as it is shown in the register of shareholders. For holders of domestic invested shares, notices of shareholders’ general meetings may be given by public announcement.</del></p>

Articles before amendments	Articles after amendments
	<p><del>The public announcement referred to in this Article shall be published in one or more newspapers with national circulation approved by the securities regulatory authority under State Council. Once the announcement has been published, all holders of domestic invested shares shall be deemed to have received notice of the relevant meeting.</del></p> <p><del>Notices of general meetings may be delivered to holders of overseas listed foreign shares by way of announcement on the website of the stock exchange on which the shares of the Company are listed and the website of the Company. Upon announcement, the notices shall be deemed to have been served to all holders of overseas listed foreign shares.</del></p>
<p>Article 96</p> <p>Board meetings are required to be held at least four (4) times every year. A board meeting shall be convened by the chairman of the board and a relevant notice shall be given to all directors fourteen (14) days before the meeting date. In case of emergency matters, an extraordinary board meeting may be proposed by shareholders representing more than one tenth of the voting rights, three (3) or more directors, two (2) or more independent directors, the Party Committee of the Company, the supervisory committee, the chairman of the board or the general manager of the Company. Such fourteen (14)-day notice can be waived where half of all the directors of the Company consent to the extraordinary board meeting, and such meeting may, in accordance to the needs, be held by way of a timely board meeting or by written resolutions.</p>	<p>Article 96</p> <p><b>Regular Board</b> <del>Board</del> meetings are required to be held at least four (4) times every year. A board meeting shall be convened by the chairman of the board and a relevant notice shall be given to all directors fourteen (14) days before the meeting date. In case of emergency matters, an extraordinary board meeting may be proposed by shareholders representing more than one tenth of the voting rights, three (3) or more directors, two (2) or more independent directors, the Party Committee of the Company, the supervisory committee, the chairman of the board or the general manager of the Company. <b>Notice of meeting shall be served to all directors at least 5 days before an extraordinary board meeting.</b></p> <p>Such <del>fourteen (14) day</del> notice can be waived where half of all the directors of the Company consent to the extraordinary board meeting, and such meeting may, in accordance to the needs, be held by way of a timely board meeting or by written resolutions.</p>

Articles before amendments	Articles after amendments
<p>Article 97</p> <p>The written notice for convening meetings of the Board of Directors and extraordinary meetings of the Board of Directors may be sent to each Director by way of face to face delivery, facsimile, courier, registered mail or airmail.</p>	<p>Article 97</p> <p>The written notice for convening meetings of the Board of Directors and <del>extraordinary</del> <b>extraordinary</b> meetings of the Board of Directors may be sent to each Director by way of face to face delivery, facsimile, courier, registered mail or <del>airmail</del> <b>email</b>.</p>
<p>Article 140</p> <p>The above mentioned financial reports of the Company together with a report of the Board of Directors shall be made available for inspection by shareholders at least twenty (20) days prior to the date of the annual shareholders’ general meeting. Each shareholder shall be entitled to obtain a copy of any financial statements referred to in this Chapter.</p> <p>Copies of such statements and the report of the Board of Directors shall at least be sent to each holder of overseas listed foreign invested shares by prepaid mail at his address as shown in the register of shareholders at least twenty-one (21) days prior to the date of the annual shareholders’ general meeting.</p>	<p>Article 140</p> <p>The above mentioned financial reports of the Company together with a report of the Board of Directors shall be <del>made available</del> <b>made available</b> for inspection by shareholders at least twenty (20) days prior to the date of the <del>annual shareholders’ general meeting</del> <b>annual shareholders’ general meeting</b>. Each shareholder shall be entitled to obtain a copy of any financial statements referred to in this Chapter.</p> <p>Copies of such statements and the report of the Board of Directors shall at least be <del>sent-delivered</del> <b>or sent</b> to each holder of overseas listed foreign invested shares <del>by prepaid mail at his address as shown in the register of shareholders</del> at least twenty-one (21) days prior to the date of the annual shareholders’ general meeting. <b>Subject to the compliance of laws, administration rules, department regulations, normative provisions and relevant requirements of listing rules of the stock exchange(s) where the shares of the Company are listed, the Company can choose to conduct via electronic means or publish on the Company’s website or the designed website of the stock exchange(s) where the shares of the Company are listed.</b></p>
<p>Article 162</p> <p>An auditor may resign his office by depositing at the Company’s residence a written notice of resignation to that effect and containing:</p>	<p>Article 162</p> <p>An auditor may resign his office by depositing at the Company’s residence a written notice of resignation to that effect and containing:</p>

Articles before amendments	Articles after amendments
<p>(1) a statement to the effect that there are no circumstances connected with his resignation which he considers should be brought to the notice of the shareholders or creditors of the Company; or</p> <p>(2) a statement of any such circumstances;</p> <p>Any such notice shall terminate his office on the date on which it is deposited or on such later date as may be specified therein.</p> <p>Where a notice is deposited under the foregoing provisions of this Article, the Company shall within fourteen (14) days send a copy of the notice to the competent authority. If the notice contained a statement under paragraph (2) of this Article, the Company shall deposit a copy of such statement in the Company for examination by the shareholders. The Company shall also send a copy of such statement by postage pre-paid mail to each of the holders of the overseas listed foreign investment shares at its registered address contained in the shareholders’ register.</p> <p>Where the auditor’s notice of resignation contains a statement of any circumstances which should be brought to the notice, the auditor may require the Board of Directors to convene an extraordinary general meeting of shareholders for the purpose of receiving an explanation of the circumstances connected with the auditor’s resignation.</p>	<p>(1) a statement to the effect that there are no circumstances connected with his resignation which he considers should be brought to the notice of the shareholders or creditors of the Company; or</p> <p>(2) a statement of any such circumstances;</p> <p>Any such notice shall terminate his office on the date on which it is deposited or on such later date as may be specified therein.</p> <p>Where a notice is deposited under the foregoing provisions of this Article, the Company shall within fourteen (14) days send a copy of the notice to the competent authority. If the notice contained a statement under paragraph (2) of this Article, the Company shall deposit a copy of such statement in the Company for examination by the shareholders. The Company shall also <del>send</del> <b>deliver or send</b> a copy of such statement <del>by postage pre-paid mail</del> <b>by electronic means</b> to each of the holders of the overseas listed foreign investment shares <del>at its registered address contained in the shareholders’ register.</del></p> <p>Where the auditor’s notice of resignation contains a statement of any circumstances which should be brought to the notice, the auditor may require the Board of Directors to convene an extraordinary general meeting of shareholders for the purpose of receiving an explanation of the circumstances connected with the auditor’s resignation.</p>
<p>Article 163</p> <p>A proposal for the merger or division of the Company shall be proposed by the Board of Directors, and after it has been approved in accordance with the provisions of the Articles, it shall be submitted for review and approval according to law. Shareholders who oppose the proposal shall have the right to require the Company or shareholders who are in favour of such proposal to purchase their shares at a fair</p>	<p>Article 163</p> <p>A proposal for the merger or division of the Company shall be proposed by the Board of Directors, and after it has been approved in accordance with the provisions of the Articles, it shall be submitted for review and approval according to law. Shareholders who oppose the proposal shall have the right to require the Company or shareholders who are in favour of such proposal to purchase their shares at a fair</p>



<b>Articles before amendments</b>	<b>Articles after amendments</b>
<p>price. The resolution approving the merger or division shall be compiled into a special document for inspection by shareholders. Copies of the document referred to above shall also be delivered by post to holders of overseas listed foreign invested shares.</p>	<p>price. The resolution approving the merger or division shall be compiled into a special document for inspection by shareholders. Copies of the document referred to above shall also be delivered by post <b>or other means as permitted by relevant laws, regulations and the stock exchange(s) where the shares of the Company are listed</b> to holders of overseas listed foreign invested shares.</p>

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## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

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# CAPINFO

## CAPINFO COMPANY LIMITED\*

### 首都信息發展股份有限公司

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 1075)

## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice (the “**Notice**”) of the Annual General Meeting (the “**AGM**”) dated 27 April 2024 of Capinfo Company Limited (the “**Company**”) which sets out the date, time and place of the AGM as well as the resolutions to be presented at the AGM for Shareholders’ consideration and approval.

**A SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT** the AGM will be held as scheduled at 10:00 a.m. on Tuesday, 18 June 2024 at Conference Room, 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People’s Republic of China, at which, in addition to the resolutions contained in the Notice, the following resolutions will also be considered and approved at discretion. Save as mentioned herein, all information and contents set out in the Notice remain unchanged.

### ORDINARY RESOLUTIONS

7. To consider and approve the re-appointment of Grant Thornton (Special General Partnership) as auditor of the Company and to authorize the Board of the Company to fix their remuneration.
8. To consider and approve the re-election or election of the Directors of the Company, including:
  - (1) To re-elect Mr. Yu Donghui as executive Director of the ninth session of the board of directors of the Company;
  - (2) To re-elect Mr. Zhang Yiqian as executive Director of the ninth session of the board of directors of the Company;
  - (3) To re-elect Mr. Zhou Weihua as non-executive Director of the ninth session of the board of directors of the Company;
  - (4) To re-elect Ms. Yan Yi as non-executive Director of the ninth session of the board of directors of the Company;
  - (5) To elect Mr. Xin Shuangbai as non-executive Director of the ninth session of the board of directors of the Company;
  - (6) To re-elect Ms. Zhao Shujie as non-executive director of the ninth session of the board of directors of the Company;

\* For identification purpose only

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## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

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- (7) To elect Mr. Jiang Wei as non-executive director of the ninth session of the board of directors of the Company;
  - (8) To re-elect Mr. Gong Zhiqiang as independent non-executive Director of the ninth session of the board of directors of the Company;
  - (9) To re-elect Mr. Cheung, Wai Hung Boswell as independent non-executive Director of the ninth session of the board of directors of the Company;
  - (10) To elect Mr. Yang Xiaohui as independent non-executive Director of the ninth session of the board of directors of the Company;
  - (11) To re-elect Mr. Dong Jin as independent non-executive Director of the ninth session of the board of directors of the Company; and
  - (12) To elect Mr. Li Jianqiang as independent non-executive Director of the ninth session of the board of directors of the Company.
9. To authorize the board of directors to enter into service contract or appointment letter with each of the newly elected executive Directors, non-executive Directors and independent non-executive Directors respectively pursuant to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters.
10. To consider and approve the re-election of the shareholder representative supervisors of the Company, including:
- (1) To re-elect Ms. Ge Li as supervisor of the ninth session of the supervisory committee of the Company; and
  - (2) To elect Ms. Ma Xiaoping as supervisor of the ninth session of the supervisory committee of the Company.
11. To authorize the board of directors to enter into service contract or appointment letter with each of the newly elected shareholder representative supervisors of the Company and employee representative supervisor of the Company respectively pursuant to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters.

### SPECIAL RESOLUTION

12. To consider and approve the proposed amendments to the Articles of Association.

By order of the Board of Directors  
**CAPINFO COMPANY LIMITED\***  
**Yu Donghui**  
*Chairman*

Beijing, the People's Republic of China, 31 May 2024

\* For identification purpose only

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## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

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*Notes:*

1. Details about the above resolutions are contained in the circular (the “**Circular**”) of the Company dated 31 May 2024. Unless the context requires otherwise, the terms used in this supplemental notice shall have the meanings same as those used in the Circular.
2. Since the proxy form (the “**Original Proxy Form**”) issued on 27 April 2024 does not contain the new resolutions in the supplemental notice of the AGM, a supplemental proxy form (the “**Supplemental Proxy Form**”) is issued with the Circular.
3. If any Shareholder has not yet submitted the Original Proxy Form according to the instructions in the Notice and wishes to appoint a proxy to attend the AGM on his behalf, he is required to submit the Supplemental Proxy Form. In this case, the Shareholder shall not submit the Original Proxy Form.
4. To be valid, this Supplemental Proxy Form, together with any power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company’s H share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (in the case of H shares) or the office of the Company at 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People’s Republic of China (in the case of domestic shares) not less than 24 hours before the time scheduled for the meeting (i.e. not later than 17 June 2024 at 10:00 a.m. (Hong Kong time)) or any adjournment thereof.
5. For any Shareholder who has submitted the Original Proxy Form according to the instructions in the Notice, please note that:
  - (i) if the Shareholder has not submitted the Supplemental Proxy Form, the Original Proxy Form (if properly completed) shall be deemed as a valid proxy form submitted by the Shareholder. The proxy appointed according to the Original Proxy Form shall be entitled to vote according to the instructions given previously by the Shareholder or to vote at his discretion (if no such instructions were given) at the AGM on the resolutions proposed in the Notice, and to vote at his discretion on the new resolutions set out in the supplemental notice of AGM;
  - (ii) if the Shareholder has submitted the Supplemental Proxy Form prior to the deadline set out in the Notice, then the Supplemental Proxy Form (if properly completed) shall be deemed as a valid proxy form submitted by the Shareholder. The Original Proxy Form shall be deemed to be revoked. The proxy appointed pursuant to the Supplemental Proxy Form shall be entitled to vote according to the instructions given previously by the Shareholder or to vote at his discretion (if no such instructions were given) on any resolution (including the new resolutions set out in the supplemental notice of AGM) proposed in an appropriate manner at the AGM; and
  - (iii) if the Shareholder submitted the Supplemental Proxy Form after the designated time, or the Supplemental Proxy Form submitted is improperly completed, the Supplemental Proxy Form will be invalid. The Original Proxy Form, if properly completed, will be treated as a valid proxy form submitted by the Shareholder. The arrangement as mentioned in (i) above shall apply as if no Supplemental Proxy Form was submitted.
6. Completion and delivery of the Original Proxy Form and/or the Supplemental Proxy Form will not preclude you from attending and voting at the meeting or any adjournment thereof if you so wish.
7. Please refer to the Notice for details about other resolutions to be submitted for consideration and approval at the AGM, eligibility of Shareholders to attend the AGM, appointment of proxies, registration procedures, closure of register of members and other matters.
8. As at the date of this supplemental notice, the executive directors of the Company are Mr. Yu Donghui and Mr. Zhang Yiqian; the non-executive directors of the Company are Mr. Zhou Weihua, Mr. Feng Jianxun, Ms. Yan Yi, Mr. Xin Shuangbai and Ms. Zhao Shujie; and the independent non-executive directors of the Company are Mr. Gong Zhiqiang, Mr. Cheung, Wai Hung Boswell, Mr. Yang Xiaohui, Mr. Su Zhongxing and Mr. Dong Jin.