

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



**南京三寶科技股份有限公司**  
**NANJING SAMPLE TECHNOLOGY CO.,LTD.\***

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1708)**

**NOTICE OF DOMESTIC SHAREHOLDERS' CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that the Domestic Shareholders' Class Meeting of Nanjing Sample Technology Co., Ltd.\* (the "**Company**") will be held at 11:00 a.m. on Monday, 12 June 2017 at No. 10 Maqun Avenue, Qixia District, Nanjing City, Jiangsu Province, the PRC for the purposes of considering, approving and authorizing the following matters:

**AS SPECIAL RESOLUTIONS**

To consider and, if thought fit, pass the following resolutions as special resolutions:

1. Proposal on the approval of the application for initial public offering and listing of A Shares of the Company
  - (1) Type of the securities to be issued;
  - (2) Par value;
  - (3) Issuance size;
  - (4) Target subscribers;
  - (5) Method and time of issuance;
  - (6) Method of price determination;
  - (7) Method of underwriting;
  - (8) Place of listing;
  - (9) Valid period of the resolution.

2. Proposal on the approval of the use of funds to be raised through the A Share Offering and the feasibility analysis report of the investment projects by raised fund
3. Proposal on the approval of the distribution of the accumulated undistributed profits before the A Share Offering
4. Proposal on the approval of the price stabilization plan for the A Shares three years after the A Share Offering
5. Proposal on the approval of the implementation and undertaking on recovery after dilution of immediate return upon the A Share Offering
6. Proposal on the approval of the authorization by the Shareholders to the Board to deal with all matters in relation to the A Share Offering

By order of the Board  
**Nanjing Sample Technology Co., Ltd.\***  
**Sha Min**  
*Chairman*

Nanjing, the PRC, 17 May 2017

*Notes:*

1. Any holder of domestic shares of the Company (“**Member**”) entitled to attend and vote at the Domestic Shares Class Meeting is entitled to appoint one or more proxies to attend and vote on his behalf. A proxy need not be a member of the Company. In the case of a joint holding, the form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of Members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
2. To be valid, a proxy form and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such authority must be delivered to the Company’s registered office at No. 10 Maqun Avenue, Qixia District, Nanjing City, Jiangsu Province, the PRC not less than 24 hours before the time appointed for the holding of the Domestic Shares Class Meeting or 24 hours before the time appointed for taking the poll. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. Holders of the Domestic Shares who intend to attend the Class Meeting for holders of Domestic Shares are requested to complete the enclosed REPLY SLIP FOR ATTENDANCE AT THE CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES and return it to the Company’s registered office at No. 10 Maqun Avenue, Qixia District, Nanjing City, Jiangsu Province, the PRC on or before 4:30 p.m., 2 June 2017 (Friday). The reply slip may be delivered by hand or by post.
4. The register of members of the Company will be closed from 3 June 2017 (Saturday) to 12 June 2017 (Monday) (both days inclusive), during which period no transfer of Shares will be effected. Holders of Domestic Shares whose names appear on the register of members of the Company at the close of trading on 2 June 2017 (Friday) will be entitled to attend and vote at the Class Meeting for holders of Domestic Shares convened by the above notice.
5. Members or their proxies shall present identity proof (and form of proxy in case of proxies) upon attending the Domestic Shares Class Meeting.

*As at the date hereof, the executive Directors are Mr. Sha Min (Chairman), Mr. Chang Yong, Mr. Zhu Xiang, the non-executive Director is Mr. Ma Jun; and the independent non-executive Directors are Mr. Hu Hanhui, Mr. Gao Lihui and Mr. Shum Shing Kei.*

*\* For identification purposes only*