BBMG 金隅

北京金隅集團股份有限公司
BBMG Corporation*

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

(Stock Code: 2009)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting for the year 2018 (the "**2018 Annual General Meeting**") of BBMG Corporation* (the "**Company**") will be held at Conference Room 6, 22nd Floor, Tower D, Global Trade Center, No. 36, North Third Ring East Road, Dongcheng District, Beijing 100013, the People's Republic of China (the "**PRC**") on Wednesday, 15 May 2019 at 2:00 p.m. (or at any adjournment thereof) to consider and, if thought fit, to approve the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and, if thought fit, to approve the report of the board of directors of the Company (the "**Board**") for the year ended 31 December 2018.

2. To consider and, if thought fit, to approve the report of the supervisory board of the Company for the year ended 31 December 2018.

3. To consider and, if thought fit, to approve the audited accounts of the Company for the year ended 31 December 2018.

4. To consider and, if thought fit, to approve the following proposal for profit distribution:

   "**THAT**

   the following proposal on profit distribution for the year ended 31 December 2018 be approved:

   Proposed profit distribution: cash dividend of RMB0.055 per share (before tax) based on the Company's total share capital of 10,677,771,134 shares as at 31 December 2018 (the "**Final Dividend**").

* *For identification purposes only*

The Board shall be authorized to deal with matters relating to the Final Dividend for the year ended 31 December 2018."

5. To consider and, if thought fit, to approve (1) the audit fee of the Company for the year ended 31 December 2018 in an amount of RMB5,200,000; and (2) the appointment of Ernst & Young Hua Ming Certified Public Accountants as the independent auditor of the Company for the year ending 31 December 2019 for a term ending on the date of the annual general meeting of the Company for the year of 2019 (the "**2019 Annual General Meeting**"), and to authorize the Board to implement this resolution.

6. To consider and, if thought fit, to approve the remuneration plan of the executive directors of the Company for the year ended 31 December 2018.

7. To consider and, if thought fit, to approve the following resolution on authorization of the guarantee plan to be provided by the Company to its subsidiaries in 2019, in order to meet the capital requirements for ordinary production, operation and project construction of certain subsidiaries and joint ventures. In 2019, the Company proposes to provide internal financing guarantees of RMB44,885.57 million and USD450.0 million (of which, guarantees for renewing financing expired amounted to RMB21,095.16 million and US$48.4 million, and guarantees for newly-added financing amounted to RMB23,790.41 million and US$401.6 million):

   "**THAT**

   The major contents of the guarantee contract(s) be determined by mutual agreement between the guarantor(s), the guaranteed party/parties and the financial institution(s). The above guarantees shall be valid for all financial institutions, and the chairman of the Board or authorized person(s) shall be authorized to determine the specific amount, method, scope and terms of guarantee(s), subject to the guarantee contract(s) to be entered into by the Company and the financial institution(s).

   The above guarantees are valid in all financial institutions. Within the total amount of guarantees, uncertainties may arise when each of the guaranteed parties (including but not limited to subsidiaries that have been established already or to be newly included in the scope of consolidation) apply for credit from financial institutions. As such, the use of credit within the guaranteed amount may be adjusted and the guarantor(s) may also be adjusted based on business requirements.

Validity period of the guarantee plan:	The validity period of the above guarantee plan shall commence from the date of consideration and approval of this matter at the 2018 Annual General Meeting until the date on which the 2019 Annual General Meeting is held."

SPECIAL RESOLUTION

8. To consider and, if thought fit, to approve the granting of a general mandate (the "**General Mandate**") to the Board to issue, allot and otherwise deal with (1) additional A shares of the Company (the "**A Shares**") not exceeding 20% of the A Shares in issue; and (2) additional H shares of the Company (the "**H Shares**", together with the A Shares, the "**Shares**") not exceeding 20% of the H Shares in issue, and to authorize the Board to make such corresponding amendments to the articles of association of the Company (the "**Articles of Association**") as it thinks fit so as to reflect the new capital structure upon the allotment and issue of such new shares:

"**THAT**

(1) subject to the approvals of China Securities Regulatory Commission and the relevant authorities of the PRC being given and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), the Articles of Association and the applicable laws and regulations of the PRC, an unconditional General Mandate be and is hereby granted to the Board to exercise during the Relevant Period (as defined below) all the powers of the Company to allot, issue and deal with, either separately or concurrently, additional A Shares and H Shares on such terms and conditions as the Board may determine and that, in the exercise of their powers to allot, issue and deal with Shares, the mandate granted to the Board shall include (without limitation):

(i) to formulate and implement the detailed issue proposal which includes, without limitation, the class of new shares to be issued, the pricing mechanism and/or the issue price (including the price range), the number of shares to be issued, the target subscribers and the use of proceeds; to determine the timing of the issue and the issue period, and to decide whether to place to existing shareholders of the Company (the "**Shareholders**");

(ii) to consider and approve and execute on behalf of the Company agreements relating to the issue, including but not limited to placing and underwriting agreements, engagement agreements with intermediaries;

(iii) to consider and approve and execute statutory documents relating to the proposed issuance on behalf of the Company which shall be submitted to the relevant regulatory authorities;

(iv) to fulfill the relevant approval procedures in accordance with the requirements of the regulatory authorities and at the locality where the Company is listed;

(v) to make necessary amendments to the relevant agreements and statutory documents mentioned in (ii) and (iii) of above in accordance with the requirements of domestic and foreign regulatory authorities;

(vi) to affix the seal of the Company on the agreements and statutory documents relating to the proposed issuance;

(vii) to engage intermediaries in connection with the proposed issuance and to approve and execute all actions, deeds, documents and such other matters that are necessary, appropriate, commendable or relevant to the issue; and

(viii) to approve the increase of the registered capital of the Company, make relevant amendments to the Articles of Association relating to the total capital and shareholding structure, and fulfill the relevant registration and filing procedures pursuant to the domestic and foreign legal requirements, after the issue of the new shares.

(2) the exercise of the powers referred to in paragraph (1) above shall be within the Relevant Period, except that the Board may enter into or grant offers, agreements, or options in relation to the issue of A Shares and/or H Shares during the Relevant Period, which may require further action or implementation after the end of the Relevant Period; and

(3) for the purposes of this resolution:

"A Shares" means domestic shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, listed on the Shanghai Stock Exchange.

"H Shares" means overseas listed foreign shares in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, listed on the Main Board of The Stock Exchange of Hong Kong Limited.

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the 12-month period following the passing of this resolution; and

(iii) the revocation or variation of the authority given to the Board under this resolution by passing of a special resolution of the Company in a general meeting."

ORDINARY RESOLUTION

9. To consider and approve, if thought fit, the proposal that the Company has qualified the conditions for public issuance of corporate bonds.

SPECIAL RESOLUTIONS

10. To consider and, if thought fit, to approve the following proposal of public issuance of corporate bonds:

“**THAT**

the Company be authorized to make the public issuance of corporate bonds pursuant to the following principal terms:

To further broaden the financing channels, optimize the debt structure and reduce the financing costs of the Company, the following plan on the public issuance of corporate bonds is developed according to the Company’s actual situation, and in accordance with the Company Law of the People’s Republic of China (《中華人民共和國公司法》), Securities Law of the People’s Republic of China (《中華人民共和國證券法》), Measures for the Issuance of Corporate Bonds and Transaction Management (《公司債券發行與交易管理辦法》), and other relevant laws, regulations and regulatory documents:

I. Issuance Conditions of the Public Issuance of Corporate Bonds

According to the Company Law of the People’s Republic of China (《中華人民共和國公司法》), Securities Law of the People’s Republic of China (《中華人民共和國證券法》), Measures for the Issuance of Corporate Bonds and Transaction Management (《公司債券發行與交易管理辦法》), and other laws, regulations and regulatory documents, the Company carried out an item-by-item comparison between the actual situation and the foregoing legal documents, and the Company believes that it satisfies the existing policies on corporate bonds and all the provisions on public issuance of corporate bonds to qualified investors, and has the qualification for public issuance of corporate bonds to qualified investors.

II. Issuance Plan of the Public Issuance of Corporate Bonds

(1) Type of the securities to be issued under this public issuance

Type of the securities issued under this public issuance is corporate bonds.

(2) Issue size

The aggregate nominal value of the issue of corporate bonds of not more than RMB8 billion (inclusive of RMB8 billion) in a single or multiple tranches to the public in the PRC. The actual issue size and tranches will be determined in light of the market conditions upon issue within the aforesaid scope.

(3) Par value and issue price

The par value of the corporate bonds to be issued under this public issuance is RMB100 and the corporate bonds will be issued at par value.

(4) Term and variety of the bonds

The maturity of the corporate bonds shall not exceed 7 years (inclusive). The corporate bonds can be with single maturity period or with various maturity periods. It will be proposed at 2018 Annual General Meeting to authorize the Board to determine the actual composition of the corporate bonds in terms of type and maturity based on the Company's demand for capital and the market conditions when issuing the bonds.

(5) Bond interest rates

It will be proposed at 2018 Annual General Meeting to authorize the Board and lead underwriter to determine the coupon rate of the public issuance of the corporate bonds based on the Company's demand for capital and the market conditions when issuing the bonds.

(6) Method of issue and target investors

The method of issue is public offerings to target investors who are permitted under the relevant laws and regulations.

(7) Use of proceeds

In the premise of conformity with relevant laws and regulations, the proceeds from the issue of corporate bonds will be used for the repayment of bank loans, bonds and other debt financing instruments and/or supplementing working capital. The Board shall be authorized by 2018 Annual General Meeting to determine the specific use of the foregoing proceeds according to the Company's financial conditions.

(8) Pre-emptive rights

There will be no pre-emptive rights to the Shareholders on the issue of corporate bonds.

(9) Place of listing

On completion of the public issuance of corporate bonds, the Company will apply for public listing of the corporate bonds on the Shanghai Stock Exchange. The Company may also apply for listing of the corporate bonds on other exchanges with the approvals from regulatory authorities and in compliance with relevant laws and regulations.

(10) Arrangement of guarantee

It is proposed that the Board or persons authorized by the Board be authorized by the Shareholders at the 2018 Annual General Meeting to decide whether or not guarantees shall be provided for the public issuance of the corporate bonds and the manner in which guarantees shall be provided, including but not limited to whether or not guarantees shall be provided, guarantors, the manner in which guarantees shall be provided, consideration and others matters.

(11) Measures for protection of repayment

Where the Company anticipates that it will be unable to repay the principal or interests of the corporate bonds as scheduled or unable to repay the principal or interests of the corporate bonds when they fall due, it is proposed that the Board be authorized by the Shareholders at the 2018 Annual General Meeting to take relevant measures to ensure such repayment will be in accordance with relevant laws and regulations, including but not limited to the following:

1. no profit distribution shall be made to the Shareholders;

2. implementation of capital expenditure projects such as significant external investments, mergers and acquisitions shall be suspended;

3. payment of salaries and bonuses to the Directors and senior management shall be reduced or suspended; and

4. re-designation of key personnel accountable for the issue of the corporate bonds shall not be allowed.

(12) Validity of the resolution

The resolution of the shareholders' meeting on the public issuance of corporate bonds is valid for 12 months from the date of approval by the 2018 Annual General Meeting."

11. To consider and, if thought fit, to approve the proposal on the authorization to the Board or the person(s) authorized by the Board to handle relevant matters in connection with the public issuance of corporate bonds:

"**THAT**

in order to effectively coordinate the specific matters in the process of this public issuance of corporate bonds, it is proposed to authorize the Board or the person(s) authorized by the Board at the 2018 Annual General Meeting, on the basis of the issuance plan adopted at the 2018 Annual General Meeting, to handle all matters related to this public issuance, in line with the principle of maximization of the Company's benefits, including but not limited to:

(1) in accordance with national laws and regulations, relevant provisions of regulatory authorities and the resolutions adopted at the 2018 Annual General Meeting, as well as the Company and the bond market's actual situation, to develop and adjust the specific plan on the corporate bonds, and revise and adjust the issuance terms of the corporate bonds, including but not limited to the specific issue size, term of bonds, bond variety, bond interest rate and the way to determine it, the timing of the issuance, the issue method (including whether to issue by stages, and the quantity of issuance at each stage), whether to establish put-back provision and redemption provision and the specific content of such provisions, the guarantee arrangements, the deadline and way of principal and interest repayment, use of the proceeds, rating arrangements, debt repayment safeguards (including but not limited to the debt repayment safeguards under the plan of this public issuance), specific purchase methods, specific placing arrangements, the listing for the bonds and all matters related to the plan of this public issuance;

(2) to make the decision to hire intermediary institutions to assist the Company in handling the matters related to the declaration and listing for this public issuance of corporate bonds;

(3) to select suitable bond trustee(s) for this public issuance, sign bond trustee management agreement(s) and establish bondholders' meeting rules;

(4) to establish, approve, sign, modify and announce various legal documents related to this public issuance, and make appropriate supplement or adjustment to the declaration documents according to the requirements of regulatory authorities;

(5) upon the completion of this public issuance, to handle the listing for the corporate bonds under this public issuance;

(6) if changes take place to regulatory authorities' policies on the issuance of corporate bonds or the market conditions, to make corresponding adjustments to the matters related to this public issuance according to the opinions of regulatory authorities, except for the matters that must be re-voted at the general meeting according to relevant laws, regulations and the Articles of Association, or to decide whether to continue implementing this public issuance according to the actual situation; and

(7) to handle other matters related to this public issuance.

To approve the Board to authorize the chairman or other persons authorized by the chairman as the authorized person(s) of this public issuance to, on behalf of the Company, deal with the matters related to this public issuance according to the resolution of the 2018 Annual General Meeting and the authorization by the Board.

The foregoing authorization is valid from the date of consideration and approval at the 2018 Annual General Meeting to the date when the abovementioned authorized matters are completed."

12. To consider and, if thought fit, to approve the proposal in relation to the absorption and merger of a wholly owned subsidiary of the Company:

"**THAT**

the Board or the management be authorized to be responsible for organizing and implementing all matters in relation to this absorption and merger at the 2018 Annual General Meeting, including but not limited to the execution of agreements, the transfer of the relevant assets, shareholding changes and business registration of change. This authorization shall be valid until the completion of relevant matters in relation to this absorption and merger."

ORDINARY RESOLUTION

13. To consider and approve, if thought fit, the proposal regarding establishing the public welfare foundation by the Company:

"**THAT**

This proposal has been approved by the competent state-owned asset management authority. It is proposed that at the 2018 Annual General Meeting to consider to approve and authorize the Board or the management of the Company to handle the specific matters of establishing the public welfare foundation."

By order of the Board
BBMG Corporation*
Jiang Deyi
Chairman

Beijing, the PRC, 29 March 2019

Notes:

1. Additional Information for Ordinary Resolution No. 6:

According to the relevant regulations in relation to the management of remuneration of the Company and completion of the results for the year ended 31 December 2018, the Company proposes the remuneration of the executive directors for the year ended 31 December 2018 as follows:

Unit: RMB

Name of the director	**Designation**	**Basic salary**	**Performance remuneration**	**Total Remuneration**
Jiang Deyi	Executive Director and Chairman	213,033.33	618,033.33	831,066.66
Wu Dong	Executive Director	185,920.00	547,444.00	733,364.00
Zheng Baojin	Executive Director	185,920.00	363,555.00	549,475.00
Zeng Jin	Executive Director and General Manager(i)	232,400.00	637,400.00	869,800.00

(i) Zeng Jin resigned as an Executive Director and General Manager of the Company on 26 December 2018 due to work redesignation.

2. Additional Information for Special Resolution No. 8:

At the last annual general meeting of the Company held on 24 May 2018, a general mandate was given to the directors of the Company to exercise all powers of the Company to allot, issue and otherwise deal with the ordinary shares in the capital of the Company not exceeding the sum of 20% of the aggregate nominal amount of the issued share capital of the Company on 24 May 2018. This General Mandate will expire at the conclusion of the 2018 Annual General Meeting.

A special resolution will be proposed at the 2018 Annual General Meeting to grant the general mandate to the Board to allot, issue and otherwise deal with A shares and H shares of the Company up to the limit of 20% of each of the aggregate number of the A shares and H shares of the Company, respectively, in issue on the date of passing such resolution in order to ensure flexibility and discretion to the Board to issue new shares when it becomes appropriate.

As at 28 March 2019, the issued share capital of the Company comprised 8,339,006,264 A Shares and 2,338,764,870 H Shares. Subject to the approval of the grant of the General Mandate and on the basis that no further shares will be issued before the 2018 Annual General Meeting, the Board will have the power to issue up to 1,667,801,252 A Shares and 467,752,974 H Shares.

The General Mandate shall be effective until the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the 12-month period following the passing of the resolution; or (iii) the revocation or variation of the authority given under this resolution by passing of a special resolution of the Company at a general meeting.

Any exercise of the power by the Board under the General Mandate shall comply with the relevant requirements of the Listing Rules, the Articles of Association and the applicable laws and regulations of the PRC. According to the relevant PRC laws and regulations, the Company will need to seek approval of the Shareholders at a general meeting for any issue of A Shares even if the General Mandate is granted, but will not be required to seek the approval of the Shareholders at class meetings of A Shares and H Shares.

3. Additional information for Ordinary Resolution No. 9:

In accordance with the relevant laws, regulations and regulatory documents, such as the Company Law of the People's Republic of China (《中華人民共和國公司法》), the Securities Law of the People's Republic of China (《中華人民共和國證券法》) and the Measures for the Issuance of Corporate Bonds and Transaction Management (《公司債券發行與交易管理辦法》), the Company has compared the status quo of the Company with the requirements of the above relevant laws, regulations and regulatory documents item by item, and it is considered the Company is in compliance with all the requirements of the existing policies on corporate bonds and fulfills the conditions for the public issuance of corporate bonds for eligible investors. The Company is qualified for the public issuance of corporate bonds to eligible investors.

4. Additional information for Special Resolution No. 12:

With an aim to further optimize the Company's management structure, lower management costs and improve the operating efficiency, the Company proposes to absorb and consolidate its wholly-owned subsidiary namely Beijing Jinhaiyan Assets Management Co., Ltd. ("**Jinhaiyan Company**"). Upon the completion of absorption and merger, the qualification of the legal person of Jianhaiyan Company will be deregistered, and all of its assets, equities, debentures, debts, staff, businesses and all other responsibilities and obligations will be borne by the Company. The specific information is as follows:

I. The Acquiree:

1. Company name: Beijing Jinhaiyan Assets Management Co., Ltd.

2. Legal representative: Zhao Yanjun

3. Registered capital: RMB82,923,600

4. Registered address: Shuangqiao Road, Chaoyang District, Beijing

5. Type: limited liability (wholly owned by legal person)

6. Scope of business: self-owned property rental, investment management, sales of glass wool products. ("1. No fund shall be raised publicly without the approvals from relevant authorities; 2. no trading activity relating to security products and financial derivatives shall be carried out publicly; 3. no loan shall be provided; 4. no guarantee shall be provided to other enterprises except the enterprises invested by the company; 5. no guarantee relating to the protection of principal or minimum returns shall be made to investors"; the enterprise shall choose the business to be engaged in and carry out such business activities pursuant to laws; business activities for which approval is required can be carried out after obtaining the approvals from relevant authorities; no business activity which is prohibited by the industrial policies of the municipality and restricted by the authorities shall be carried out.)

7. The assets and operations of Jinhaiyan Company in the recent two years are as follows:

Unit: RMB

	As at 31 December 2017	**As at 31 December 2018**
Total assets	1,463,018,953.93	1,434,414,470.87
Net assets	1,276,714,875.91	1,290,887,828.40

	For the year ended 31 December 2017	**For the year ended 31 December 2018**
Operating revenue	93,413,275.45	98,614,705.59
Net profit	40,496,295.20	61,744,156.48

Note: the above financial data of 2018 is unaudited.

8. Shareholders: The Company holds 100% shareholding of Jinhaiyan Company and Jinhaiyan Company is a wholly-owned subsidiary of the Company

This absorption and merger does not constitute a connected transaction stipulated by the Shanghai Stock Exchange or major asset restructure as stipulated under the Administrative Measures for the Material Asset Reorganization of Listed Companies and the requirement under the Listing Rules.

II. Methods, Scope and Relevant Arrangement of This Absorption and Merger:

(1) Methods of absorption and merger

The Company consolidates all assets, equities, debentures and debts, staff, businesses and all other responsibility and obligation of Jinhaiyan Company by virtue of absorption and merger. Upon the completion of absorption and merger, the Company will continue to exist and operate, and the qualification of the independent legal person of Jinhaiyan Company will be deregistered;

(2) Base date of absorption and merger: 31 August 2018;

(3) Gain or loss arisen during the period from the base date of absorption and merger to the date of completion of absorption and merger will be borne by the Company;

(4) Scope of absorption and merger: upon the completion of absorption and merger, all the assets, equities, debentures, debts, staff, businesses and all other responsibilities and obligations of Jinhaiyan Company will be succeeded by the Company;

(5) Upon the completion of absorption and merger, the Company's name, registered capital and shareholding structure as well as the composition of the Board, the supervisory board and senior management will remain unchanged;

(6) The parties shall perform their respective legal approval procedures, and prepare their respective balance sheet and property list, and perform the procedures of informing creditors and announcement;

(7) The parties shall together complete the transfer and changes in ownership of assets and equities involved, and complete the taxation and industrial and commercial deregistration and changes, etc.; and

(8) The parties shall together perform other procedures stipulated by laws and regulations or regulatory requirements.

III. Purpose of This Absorption and Merger and Its Impact on the Company

This absorption and merger will be beneficial to the Company on resources consolidation, management structure optimization, management costs saving, and management efficiency improvement. As Jinhaiyan Company is the wholly-owned subsidiary of the Company, its financial statements have been fully incorporated into the consolidated financial statements of the Company, thus this absorption and merger will neither have actual impact on the profit or loss of the Company, nor harm the interests of the Company and its Shareholders.

This absorption and merger does not involve changes in share capital and Shareholders of the Company.

5. Additional Information for Ordinary Resolution No. 13:

To better fulfill the social responsibilities of the Company as a listed company and a state-owned enterprise, improve the standardization and efficiency of the Company's public welfare and charity undertakings, and further enhance the influence of the "BBMG" brand, the Company proposes to jointly establish a public welfare foundation (the "**Public Welfare Foundation**") with Tangshan Jidong Cement Co., Ltd. ("**Jidong Cement**").

I. Basic Information about the Public Welfare Foundation

Name:	BBMG Foundation (provisional)
Address:	No. 36, North Third Ring East Road, Dongcheng District, Beijing
Type:	Private public welfare foundation
Original amount:	RMB30 million, of which RMB20 million shall be donated by the Company and RMB10 million shall be donated by Jidong Cement In addition to original amount in the Public Welfare Foundation held by the Company and Jidong Cement, the Company and Jidong Cement will regularly donate RMB10 million and RMB5 million, respectively, every year since the second year from the establishment of the Public Welfare Foundation.
Purpose and business scope:	The Public Welfare Foundation is established to pursue the harmony between the economy, society and environment, to fulfill social responsibilities in an exemplary manner, and to contribute to charity and public welfare causes by carrying out public welfare activities or projects in such areas as poverty alleviation, education promotion, infrastructure improvement in poverty-stricken or low income regions, environmental protection, cultural heritage protection, and disaster relief

The above matters are subject to the final approval of the registration authorities.

The establishment of the Public Welfare Foundation does not involve connected transaction and material asset restructuring.

II. Objective of Establishing the Public Welfare Foundation and Impacts on the Company

1. Establishing charity foundations is an effective way for listed companies to fulfill their social responsibilities, which helps enhance the Company's image and influence; and

2. The capital contribution for the establishment of the Public Welfare Foundation is derived entirely from the Company's own funds, which is relatively small compared with the Company's size. It has no significant impact on the Company's daily production and operation, nor will it harm the interests of the Company and the Shareholders of the Company.

6. Pursuant to Rule 13.39(4) of the Listing Rules, votes of the Shareholders at the 2018 Annual General Meeting shall be taken by poll except where the chairman of the 2018 Annual General Meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands.

7. Any Shareholder entitled to attend and vote at the 2018 Annual General Meeting is entitled to appoint one or more than one proxy to attend and vote on his behalf. A proxy need not be a member of the Company.

8. To be valid, the form of proxy 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 deposited at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H Shares as soon as possible and in any event not less than 24 hours before the time for holding of the meeting or any adjournment thereof or appointed time for voting.

9. Shareholders or their proxies shall present proofs of identities when attending the 2018 Annual General Meeting.

10. The holders of A Shares and H Shares will vote as one class of Shareholders. The register of members for H Shares will be closed from 16 April 2019 (Tuesday) to 15 May 2019 (Wednesday) (both days inclusive), during which no transfer of Shares will be effected. Shareholders whose names appear on the register of members of the Company on 15 May 2019 (Wednesday) will be entitled to attend and vote at the 2018 Annual General Meeting. In order to attend and vote at the 2018 Annual General Meeting, all transfers accompanied by relevant share certificates must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 15 April 2019 (Monday).

11. In accordance with Article 66 of the Articles of Association, Shareholders entitled to attend the 2018 Annual General Meeting are requested to deliver the reply slip for attendance to the headquarters of the Company at Room 2220, 22nd Floor, Tower D, Global Trade Center, No. 36, North Third Ring East Road, Dongcheng District, Beijing 100013, the People's Republic of China, by hand, by post or by fax (the Company's fax no.: (86) 10 6641 0889) not later than 20 days before the date of the 2018 Annual General Meeting, i.e. no later than 25 April 2019 (Thursday).

12. If Ordinary Resolution No. 4 regarding the proposal on profit distribution for the year ended 31 December 2018 is approved by the Shareholders at the 2018 Annual General Meeting, the Final Dividend is expected to be paid on or before 15 July 2019 (Monday) to H shareholders whose names appear on the Company's H share register of members on 29 May 2019 (Wednesday). The H share register of members of the Company will be closed from 24 May 2019 (Friday) to 29 May 2019 (Wednesday) (both days inclusive), to determine qualifications of H shareholders to receive the Final Dividend. In order to qualify for the Final Dividend, all transfers accompanied by relevant share certificates must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by 4:30 p.m. on 23 May 2019 (Thursday).

13. Shareholders or their proxies attending the 2018 Annual General Meeting are responsible for their own transportation and accommodation expenses.

14. As at the date hereof, the executive directors of the Company are Jiang Deyi, Wu Dong and Zheng Baojin; the non-executive directors of the Company are Guo Yanming and Xue Chunlei; and the independent non-executive directors of the Company are Wang Guangjin, Tian Lihui, Tang Jun and Ngai Wai Fung.