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

(Stock Code: 2868)

NOTICE OF THE H SHARE CLASS MEETING

NOTICE IS HEREBY GIVEN that an H shareholders class meeting (the “H Share Class Meeting”) of Beijing Capital Land Ltd. (the “Company”) will be held on Friday, 13 May 2016 at 9:30 a.m. (or immediately after the conclusion of the extraordinary general meeting (the “EGM”)) at F17, Red Goldage, No.2, Guang Ning Bo Street, Beijing, People’s Republic of China (the “PRC”) to consider and, if thought fit, pass the following resolutions. Capitalised terms defined in the circular dated 27 April 2016 issued by the Company (the “Circular”) shall have the same meanings when used herein unless otherwise specified:

SPECIAL RESOLUTIONS

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

1. proposal on the proposed A Share Offering;
2. proposal on the distribution plan for undistributed accumulated profit before the proposed A Share Offering;
3. proposal on granting authorisation to the Board to handle matters in relation to the proposed A Share Offering;
4. the A Share price stabilisation plan for the three years following the proposed A Share Offering;
5. proposal on undertakings regarding the disclosure of information in the prospectus published in connection with the proposed A Share Offering; and

6. proposal on dilution of immediate returns as a result of the proposed A Share Offering and remedial measures.

By Order of the Board
Beijing Capital Land Ltd.
Lee Sze Wai
Company Secretary

Hong Kong, 27 April 2016

Notes:

(1) Voting arrangements

Special resolutions no.s 1 to 6 above (inclusive) are also subject to the approval by the Shareholders by way of special resolution at the EGM to be held on Friday, 13 May 2016 at 9:00 a.m. and holders of Domestic Shares and Non-H Foreign Shares by way of special resolution at the separate class meeting of the Domestic Shareholders and Non-H Foreign Shareholders to be held on Friday, 13 May 2016 at 10:00 a.m. (or immediately after the conclusion of the H Share Class Meeting).

(2) Registration procedures for the H Share Class Meeting

Shareholders who intend to attend the H Share Class Meeting have to return the reply slip together with any necessary registration documents to the Company in person or by post or fax on or before Thursday, 5 May 2016.

(3) Proxy

- i. Any Shareholder entitled to attend and vote at the H Share Class Meeting is entitled to appoint one or more proxies to attend and vote at the meeting on his or her behalf. A proxy need not be a Shareholder.
- ii. In order to be valid, the proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority, shall be deposited by holder of H Shares at the place of business of the Company in Hong Kong or to the H Share registrar of the Company not less than 24 hours before the time for holding of the H Share Class Meeting. The H Share registrar of the Company is Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17 Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.
- iii. Shareholders or their proxies shall produce their identification documents when attending the H Share Class Meeting.

(4) Miscellaneous

- i. The duration of the H Share Class Meeting is expected not to exceed half a day. Shareholders who attend the H Share Class Meeting shall arrange for their own transportation and accommodation at their own expenses.
- ii. All voting at the H Share Class Meeting will be conducted by poll.
- iii. Place of business of the Company in the PRC:

F17, Red Goldage
No.2, Guang Ning Bo Street
Beijing, PRC

Telephone: 86-10-6652 3000
Facsimile: 86-10-6652 3171

- iv. Place of business of the Company in Hong Kong:

Suites 2906-08, AIA Central,
1 Connaught Road Central,
Hong Kong

Telephone: 852-2869 9098
Facsimile: 852-2869 9708

The Board as of the date of this announcement comprises Mr. Wang Hao (Chairman), Mr. Tang Jun (President) and Mr. Zhang Shengli who are the Executive Directors, Mr. Li Songping, Mr. Song Fengjing and Mr. Shen Jianping who are the Non-Executive Directors, Mr. Ng Yuk Keung, Mr. Wang Hong and Mr. Li Wang who are the Independent Non-Executive Directors.