
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Beijing Capital Jiaye Property Services Co., Limited, you should at once hand this circular to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.



Beijing Capital Jiaye Property Services Co., Limited
北京京城佳業物業股份有限公司

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

(Stock Code: 2210)

- (1) AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR 2022**
(2) PROFIT DISTRIBUTION PLAN FOR 2022
(3) 2022 ANNUAL REPORT
(4) WORK REPORT OF THE BOARD OF DIRECTORS FOR 2022
(5) WORK REPORT OF THE SUPERVISORY COMMITTEE FOR 2022
(6) ANNUAL ENTERPRISE BUDGET FOR 2023
(7) RE-APPOINTMENT OF AUDITOR FOR THE INTERNATIONAL ACCOUNTING STANDARDS FOR 2023
(8) CHANGE OF THE SHAREHOLDER REPRESENTATIVE SUPERVISOR
(9) GRANT OF GENERAL MANDATE TO THE BOARD TO ISSUE DOMESTIC SHARES AND/OR H SHARES
AND
(10) NOTICE OF 2022 AGM

The capitalized terms used in this cover page have the same meanings as those defined in the section headed "Definitions" of this circular.

The Letter from the Board is set out on pages 3 to 13 of this circular.

The Company will convene the 2022 annual general meeting ("AGM") at 1:30 p.m. on Friday, May 12, 2023, at Conference Room 2, 3/F, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC. A notice of the AGM is set out on pages AGM-1 to AGM-3 of this circular. A form of proxy for use in the AGM is enclosed with this circular and such form of proxy is also published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (www.bcjps.com).

Shareholders who intend to appoint a proxy to attend the AGM are required to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same not later than 24 hours before the time designated for the AGM (being before 1:30 p.m. on Thursday, May 11, 2023) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof (as the case may be) should you so wish.

April 19, 2023

CONTENTS

	<i>Page</i>
Definitions	1
Letter from the Board	3
Notice of the AGM	AGM-1

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“AGM”	the 2022 annual general meeting of the Company to be held at 1:30 p.m. on Friday, May 12, 2023, at Conference Room 2, 3/F, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC
“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Audit Committee”	the audit committee of the Company
“Board” or “Board of Directors”	the board of Directors of the Company
“China” or “PRC”	the People’s Republic of China, but for the purposes of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan region
“Company”	Beijing Capital Jiaye Property Services Co., Limited, a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 2210)
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary share(s) issued by the Company with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi
“Domestic Shareholder(s)”	holder(s) of the Domestic Share(s)
“H Share(s)”	overseas listed foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are listed and traded on the Hong Kong Stock Exchange
“H Shareholder(s)”	holder(s) of the H Share(s)
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited

DEFINITIONS

“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Latest Practicable Date”	April 11, 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	Domestic Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Share(s)
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

LETTER FROM THE BOARD



Beijing Capital Jiaye Property Services Co., Limited 北京京城佳業物業股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2210)

Executive Directors:

Mr. Zhang Weize (*Chairman*)
Mr. Yang Jun
Mr. Luo Zhou
Mr. Yao Xin

Non-executive Directors:

Ms. Jiang Xin
Mr. Mao Lei

Independent Non-executive Directors:

Mr. Cheng Peng
Mr. Kong Weiping
Mr. Kong Chi Mo

Registered Office in the PRC:

Room 301, 3rd Floor
Building 34, Fahua South Lane
Dongcheng District
Beijing
the PRC

Principal Place of Business in the PRC:

8/F, Building A, Chengjian Plaza
18 North Taipingzhuang Road
Haidian District
Beijing
the PRC

Principal Place of Business in Hong Kong:

5/F, Manulife Place
348 Kwun Tong Road
Kowloon
Hong Kong

April 19, 2023

To the Shareholders,

Dear Sir or Madam,

- (1) AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR 2022
- (2) PROFIT DISTRIBUTION PLAN FOR 2022
- (3) 2022 ANNUAL REPORT
- (4) WORK REPORT OF THE BOARD OF DIRECTORS FOR 2022
- (5) WORK REPORT OF THE SUPERVISORY COMMITTEE FOR 2022
- (6) ANNUAL ENTERPRISE BUDGET FOR 2023
- (7) RE-APPOINTMENT OF AUDITOR FOR THE INTERNATIONAL ACCOUNTING STANDARDS FOR 2023
- (8) CHANGE OF THE SHAREHOLDER REPRESENTATIVE SUPERVISOR
- (9) GRANT OF GENERAL MANDATE TO THE BOARD TO ISSUE DOMESTIC SHARES AND/OR H SHARES
- AND
- (10) NOTICE OF 2022 AGM

LETTER FROM THE BOARD

1. INTRODUCTION

The purpose of this circular is to provide you with relevant information, so as to enable you to make informed decisions on resolutions at the AGM.

Ordinary resolutions to be proposed at the AGM:

- (1) To consider and approve the audited consolidated financial statements of the Company for 2022.
- (2) To consider and approve the profit distribution plan of the Company for 2022.
- (3) To consider and approve the annual report of the Company for 2022.
- (4) To consider and approve the work report of the Board of Directors of the Company for 2022.
- (5) To consider and approve the work report of the Supervisory Committee of the Company for 2022.
- (6) To consider and approve the annual enterprise budget of the Company for 2023.
- (7) To consider and approve the re-appointment of the auditor for the international accounting standards of the Company for 2023.
- (8) To consider and approve the change of the Shareholder representative Supervisor.

Special resolution to be proposed at the AGM:

- (9) To consider and approve the grant of a general mandate to the Board of Directors to issue Domestic Shares and/or H Shares.

In order to enable you to have a better understanding of the resolutions to be proposed at the AGM and to make informed decisions upon obtaining sufficient and necessary information, we have provided detailed information in this circular to the Shareholders.

2. BUSINESSES TO BE CONSIDERED AT THE AGM

2.1 To consider and approve the audited consolidated financial statements of the Company for 2022

The audited consolidated financial statements of the Company for 2022 are set out in the 2022 annual report of the Company.

The audited consolidated financial statements of the Company for 2022 were considered and approved by the Board on March 15, 2023, and are hereby proposed at the AGM for consideration and approval by way of ordinary resolution.

LETTER FROM THE BOARD

2.2 To consider and approve the profit distribution plan of the Company for 2022

The profit distribution plan for 2022 was considered and approved by the Board on March 15, 2023, and the Board recommended the distribution of a final dividend of RMB0.2175 per share (tax inclusive) for the year ended December 31, 2022 (the “**Final Dividend**”). The profit distribution plan is subject to the consideration and approval of the Shareholders at the AGM by way of ordinary resolution. The Final Dividend payable to Domestic Shareholders will be paid in Renminbi, while the Final Dividend payable to H Shareholders will be declared in Renminbi and paid in Hong Kong dollars, the exchange rate of which shall be the average of the middle exchange rates published by the People’s Bank of China for one calendar week prior to the date of declaration of the Final Dividend. Subject to the approval at the AGM, the Final Dividend will be paid on or before Friday, June 16, 2023.

For the purpose of determining the entitlement of the Shareholders to the Final Dividend, the register of members of the Company will be closed from Thursday, May 18, 2023 to Thursday, May 25, 2023, both days inclusive, during which period no transfer of Shares will be registered. For the purpose of determining the entitlement of the Shareholders to the Final Dividend, all the completed share transfer forms accompanied by the relevant share certificates must be lodged with Computershare Hong Kong Investor Services Limited, the Company’s H Share Registrar, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for H Shareholders), or the Company’s Office of the Board at 8/F, Building A, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Wednesday, May 17, 2023 for registration. Shareholders whose names appear on the register of members of the Company on Thursday, May 25, 2023 are entitled to receive the Final Dividend.

According to the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》) with effect on January 1, 2008 and being revised on February 24, 2017 and December 29, 2018, the Implementation Regulations on the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法實施條例》) with effect on January 1, 2008 and being revised on April 23, 2019, and the Notice on Issues concerning Withholding the Enterprise Income Tax on Dividends Paid by Chinese Resident Enterprises to H Shares holders who are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》) (國稅函[2008]897號) issued with effect on November 6, 2008 by State Taxation Administration, etc., any Chinese domestic enterprise which pays dividend to a non-resident enterprise shareholder in respect of annual dividends of and after 2008 shall withhold and pay 10% enterprise income tax for such shareholder for fiscal periods after January 1, 2008. Therefore, as a PRC domestic enterprise, the Company will, after withholding 10% of the annual dividend as enterprise income tax, distribute the annual dividend to non-resident enterprise shareholders (i.e. any shareholders who hold the Company’s H Shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups) whose names appear on the register of members of H Shares of the Company. Upon receipt of such dividends, an overseas non-resident enterprise shareholder may apply to the competent tax authorities for relevant

LETTER FROM THE BOARD

treatment under the tax treaties (arrangements) in person or through a proxy or the Company and provide evidence in support of its status as a beneficial owner as defined in the tax treaties (arrangements). Upon verification by the competent tax authorities, the difference between the tax levied and the amount of tax payable as calculated at the tax rate under the tax treaties (arrangements) will be refunded.

Pursuant to the State Administration of Taxation Notice on Matters Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《關於國稅發[1993]045 號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)) (the “No. 348 Circular”) issued on June 28, 2011, the overseas resident individual shareholders of the shares issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements signed between the countries where they are residents and China as well as the tax arrangements between China and Hong Kong or Macau. Pursuant to the No. 348 Circular, individual income tax at a tax rate of 10% may in general be withheld in respect of the dividend or bonus income to be distributed by the PRC non-foreign-invested enterprises whose shares have been issued in Hong Kong to the overseas resident individual shareholders, without any application for preferential tax treatments. However, the tax rate for each overseas resident individual shareholder may vary depending on the relevant tax agreements between the countries of its domicile and the PRC.

If the individual holders of H Shares are Hong Kong or Macau residents or residents of other countries or regions that have a tax rate of 10% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 10% on behalf of such shareholders.

If the individual holders of H Shares are residents of countries or regions that have a tax rate lower than 10% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 10% on behalf of such shareholders. If such shareholders wish to claim refund of the amount in excess of the individual income tax payable under the relevant tax treaties, the Company may apply, on behalf of such shareholders and according to the relevant tax treaties, for the relevant agreed preferential tax treatment, provided that the relevant shareholders submit the relevant documents and information required by the Administrative Measures on Enjoying Treatment under Tax Treaties by Non-resident Taxpayers (State Administration of Taxation Announcement 2015, No. 60) and the provisions of the relevant tax treaties in a timely manner. The Company will assist with the tax refund of additional amount of tax withheld and paid subject to the approval of the competent tax authorities.

If the individual holders of H shares are residents of countries or regions that have a tax rate higher than 10% but lower than 20% under the tax treaties with the PRC, the Company will withhold and pay individual income tax at the applicable tax rates stated in such tax treaties on behalf of such Shareholders.

LETTER FROM THE BOARD

If the individual holders of H shares are residents of countries or regions that have a tax rate of 20% under the tax treaties with the PRC, or have not entered into any tax treaties with the PRC, or otherwise, the Company will withhold and pay individual income tax at the rate of 20% on behalf of such shareholders.

2.3 To consider and approve the annual report of the Company for 2022

The 2022 annual report of the Company has been published on the websites of the Company (www.bcjps.com) and the Hong Kong Stock Exchange (www.hkexnews.hk), and has been considered and approved by the Board on March 15, 2023, and is hereby proposed at the AGM for consideration and approval by way of ordinary resolution.

2.4 To consider and approve the work report of the Board of Directors of the Company for 2022

The main contents of the work report of the Board of Directors of the Company for 2022 are set out in the section headed “Report of the Board” in the 2022 annual report.

The work report of the Board of Directors of the Company for 2022 was considered and approved by the Board on March 15, 2023, and is hereby proposed at the AGM for consideration and approval by way of ordinary resolution.

2.5 To consider and approve the work report of the Supervisory Committee of the Company for 2022

The main contents of the work report of the Supervisory Committee of the Company for 2022 is set out in the section headed “Report of the Supervisory Committee” in the 2022 annual report.

The work report of the Supervisory Committee of the Company for 2022 was considered and approved by the Supervisory Committee on March 8, 2023, and is hereby proposed at the AGM for consideration and approval by way of ordinary resolution.

2.6 To consider and approve the annual enterprise budget of the Company for 2023

In accordance with the provisions of the “Comprehensive Budget Management Measures” of the Company and in close alignment with the Company’s strategic goal of the “14th Five-Year Plan”, the Company prepared the annual enterprise budget for 2023 as follows:

The Company’s total budget for operating expenses (net of taxes, surcharges and non-operating expenses) for 2023 is expected to be approximately RMB1,742 million;

According to the needs of business expansion and the plan for use of proceeds, the total investment budget of the Company for 2023 is expected to be approximately RMB180 million.

LETTER FROM THE BOARD

The above resolution was considered and approved by the Board on March 15, 2023, and is hereby proposed at the AGM for consideration and approval by way of ordinary resolution.

Special note: This budget is an internal management and control indicator of the Company's 2023 business plan, which does not represent the Company's annual profit forecast. Whether the budget can be realized depends on the actual operation and management of the Company, market changes, macroeconomic environment and other internal and external factors with uncertainties. Investors are advised to pay attention.

2.7 To consider and approve the re-appointment of the auditor for the international accounting standards of the Company for 2023

KPMG has acted as the auditor for international accounting standards of the Company for the year ended December 31, 2022. The Board proposes to re-appoint KPMG as the international accounting standards auditor of the Company for 2023 to audit the financial statements of the Company for 2023 prepared in accordance with the International Accounting Standards ("IASs") and to review the interim financial statements of the Company for the six months ended June 30, 2023 prepared in accordance with IASs. The term of office shall commence from the date of approval at the AGM until the conclusion of the next annual general meeting of the Company.

Meanwhile, the Board proposes to the AGM to authorise the Board or the Audit Committee to determine the final remuneration of the above-mentioned auditor based on the work of the auditor.

The above resolution has been considered and approved by the Board on March 15, 2023, and is hereby proposed at the AGM for consideration and approval by way of ordinary resolution.

2.8 To consider and approve the change of the Shareholder representative Supervisor

Reference is made to the announcement of the Company dated April 3, 2023 in relation to the proposed change of the Shareholder representative Supervisor.

Mr. Wang Wei (王偉) intends to resign as the Shareholder representative Supervisor due to other work arrangements, which will become effective from the date on which the new Shareholder representative Supervisor (as mentioned below) is approved and appointed by the Shareholders at the AGM.

The Supervisory Committee has considered and approved the proposal on the nomination of Mr. Yang Nan (楊楠) as a Shareholder representative Supervisor, and the term of office of Mr. Yang Nan will become effective from the date on which the change of Shareholder representative Supervisor is approved by the Shareholders at the AGM and until the expiration of the term of office of the first session of the Supervisory Committee of the Company.

LETTER FROM THE BOARD

The Company will enter into a service contract with Mr. Yang Nan upon the approval of Mr. Yang Nan at the AGM. Mr. Yang Nan will not receive any remuneration from the Company for his service as a Shareholder representative Supervisor. Mr. Wang Wei has confirmed that he has no disagreements with the Board and the Supervisory Committee and that there is no other matter concerning his resignation that needs to be brought to the attention of Shareholders. The Company would like to take this opportunity to express its deep appreciation to Mr. Wang Wei for his contributions during his tenure as a Supervisor and to welcome the nomination of Mr. Yang Nan.

The biographical details of Mr. Yang Nan are set out as follows:

Mr. Yang Nan, aged 40, has served as the general manager of Beijing Dongfang Ronghe Property Management Co., Ltd.* (北京東方容和物業管理有限責任公司) since December 2021. He served as the manager of the assets management department of Beijing Dongfang Cultural and Economic Development Group Co., Ltd.* (北京東方文化經濟發展集團有限公司) from August 2020 to December 2021; served as the manager of the assets management department of Beijing Daqianmen Investment Management Co., Ltd.* (北京大前門投資經營有限公司) from October 2019 to August 2020; served as the manager of the assets management department of Beijing Dongfang Cultural and Business Operation Management Group Co., Ltd.* (北京東方文化商業運營管理集團有限公司) from October 2017 to October 2019; served as the deputy manager of the asset department of Beijing Tianjie Group Co., Ltd.* (北京天街集團有限公司) from August 2013 to October 2017; served as the head of the assets management department of Beijing Dongfang Cultural Assets Management Co., Ltd.* (北京東方文化資產經營有限公司) from August 2011 to August 2013; and served as the senior marketing director of Beijing Aozhong Shimao Real Estate Management Co., Ltd.* (北京奧中世貿物業管理有限公司) from July 2007 to April 2011.

Mr. Yang Nan graduated from Oryol State Technical University in Russia with a bachelor's degree in economics (corporate economics and management) in July 2005 and graduated from Oryol State Technical University in Russia with a master's degree in economics (corporate economics) in July 2007.

As at the Latest Practicable Date, save as disclosed in this circular, Mr. Yang Nan confirmed that (i) he did not hold any directorship or supervisorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) he had no relationship with any Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; (iii) he did not hold any positions within the Company or any of its subsidiaries; and (iv) he had no interest or deemed interest in any share, underlying share or debenture of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed in this circular, there is no other information relating to the appointment of Mr. Yang Nan that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there are no other matters that need to be brought to the attention of the Shareholders.

LETTER FROM THE BOARD

The above resolution was considered and approved by the Supervisory Committee on April 3, 2023, and is hereby proposed at the AGM for consideration and approval by way of ordinary resolution.

2.9 To consider and approve the grant of a general mandate to the Board of Directors to issue Domestic Shares and/or H Shares

As at the Latest Practicable Date, the Company had 110,000,000 Domestic Shares and 36,667,200 H Shares in issue, respectively. In order to meet the development needs of the Company and ensure that the Company will give discretion and flexibility to the Board when it becomes desirable to issue new Shares, in accordance with the applicable laws and regulations of the PRC, the Listing Rules and the Articles of Association, the Board proposes to the AGM to consider and approve the grant of a general mandate to the Board to issue Domestic Shares and/or H Shares during the Relevant Period (as defined below) by way of special resolution. Details are as follows:

- (1) The Board is hereby granted an unconditional and general mandate to issue, allot and deal with additional Domestic Shares and/or H Shares in the share capital of the Company and to make or grant offers, agreements or options in respect thereof, subject to the following conditions:
 - (a) such mandate shall not extend beyond the Relevant Period save that the Board may make or grant offers, agreements or options during the Relevant Period which might require the exercise of such powers after the end of the Relevant Period;
 - (b) the aggregate number of Domestic Shares and/or H Shares approved to be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Board shall not exceed 20% of each of the Domestic Shares and/or H Shares of the Company in issue as at the date of passing this resolution at the AGM; and
 - (c) The Board will only exercise its power under such mandate in accordance with the Company Law of the PRC and the Listing Rules (as amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained.
- (2) For the purpose of this resolution:

“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 after this resolution is approved by way of special resolution at the AGM;

LETTER FROM THE BOARD

- (ii) the date on expiration of the 12-month period following the passing of this resolution as a special resolution at the AGM; or
 - (iii) the date on which the mandate granted under this resolution is revoked or varied by a special resolution at a general meeting.
- (3) The Board is authorised to formulate and implement the specific issuance plan when exercising the above general mandate, including but not limited to the pricing method and/or issuance price (including price range), number of shares to be issued, target subscribers and use of proceeds, determine the time of issuance, period of issuance, and decide whether to place shares to existing Shareholders.
- (4) The Board is authorised to engage intermediaries in connection with the issuance, and to approve and execute all acts, deeds, documents and other matters necessary, appropriate, desirable or relevant to the issuance; to consider, approve and execute, on behalf of the Company, agreements in connection with the issuance, including but not limited to placing and underwriting agreements and engagement agreements of intermediaries.
- (5) The Board is authorised to consider, approve and execute, on behalf of the Company, the application and documents in relation to the issuance submitted to the relevant regulatory authorities. In accordance with the requirements of the regulatory authorities and the place where the Company is listed, the Company shall carry out the relevant approval procedures and complete all necessary filing, registration and filing procedures with the relevant government authorities in the PRC, Hong Kong and/or any other regions and jurisdictions (if applicable).
- (6) The Board is authorised to amend the relevant agreements and statutory documents referred to in (4) and (5) above in accordance with the requirements of domestic and overseas regulatory authorities.
- (7) The Board is authorised to approve the increase in the registered capital of the Company pursuant to the issue of Domestic Shares and/or H Shares and to make such amendments to the Articles of Association as it thinks fit so as to reflect the corresponding changes in the registered capital, total share capital and share capital structure of the Company.

The above resolution has been considered and approved by the Board on March 15, 2023, and is hereby proposed at the AGM for consideration and approval by way of special resolution.

LETTER FROM THE BOARD

3. THE AGM

The Company will convene the AGM at 1:30 p.m. on Friday, May 12, 2023, at Conference Room 2, 3/F, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC to consider and, where appropriate, approve the proposed matters set out in the notice of the AGM. A notice of the AGM is set out on pages AGM-1 to AGM-3 of this circular. The Company will publish an announcement of the poll results in the manner required under Rule 13.39(5) of the Listing Rules after the conclusion of the AGM.

For the purpose of determining the Shareholders' entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, May 9, 2023 to Friday, May 12, 2023, both days inclusive, during which no transfer of Shares will be registered. In order to qualify the Shareholders to attend and vote at the AGM, all the completed share transfer forms accompanied by the relevant share certificates must be lodged with Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H Shareholders), or the Company's Office of the Board at 8/F, Building A, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Monday, May 8, 2023 for registration. Shareholders whose names appear on the register of members of the Company on Friday, May 12, 2023 shall be entitled to attend and vote at the AGM.

If you intend to appoint a proxy to attend the AGM, you are required to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the form. If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney authorizing the execution of the instrument or other authorization documents shall be notarized and must be served concurrently with the instrument. The form of proxy, together with the copies of the notarized power of attorney or other authorization documents, shall be deposited at Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H Shareholders), or the Company's Office of the Board at 8/F, Building A, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC (for Domestic Shareholders) no later than 24 hours before the time designated for the AGM (being before 1:30 p.m. on Thursday, May 11, 2023) or any adjournment (as the case may be) thereof before the form becomes effective. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or at any adjourned meeting thereof should you so wish.

4. VOTE BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, the resolutions to be proposed at the AGM will be voted on by poll.

LETTER FROM THE BOARD

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, as at the Latest Practicable Date, no Shareholders were required to abstain from voting on the resolutions to be proposed at the AGM.

5. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

6. RECOMMENDATION

The Board considers that the resolutions to be proposed at the AGM are in the interests of the Company and its Shareholders as a whole. As such, the Board recommends the Shareholders to vote in favour of the resolutions to be proposed at the AGM.

7. OTHER INFORMATION

Your attention is drawn to the other information contained in this circular and the notice of the AGM.

By order of the Board of Directors
Beijing Capital Jiaye Property Services Co., Limited
Zhang Weize
Chairman

Beijing, the PRC

** For identification purposes only*

NOTICE OF THE AGM



Beijing Capital Jiaye Property Services Co., Limited **北京京城佳業物業股份有限公司**

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2210)

NOTICE OF 2022 AGM

NOTICE IS HEREBY GIVEN THAT the 2022 annual general meeting (the “**AGM**”) of Beijing Capital Jiaye Property Services Co., Limited (the “**Company**”) will be held at Conference Room 2, 3/F, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC at 1:30 p.m. on Friday, May 12, 2023 for the purpose of considering and, if thought fit, approving the following resolutions by the Shareholders of the Company:

ORDINARY RESOLUTIONS

- (1) To consider and approve the audited consolidated financial statements of the Company for 2022.
- (2) To consider and approve the profit distribution plan of the Company for 2022.
- (3) To consider and approve the annual report of the Company for 2022.
- (4) To consider and approve the work report of the Board of Directors of the Company for 2022.
- (5) To consider and approve the work report of the Supervisory Committee of the Company for 2022.
- (6) To consider and approve the annual enterprise budget of the Company for 2023.
- (7) To consider and approve the re-appointment of the auditor for the international accounting standards of the Company for 2023.
- (8) To consider and approve the change of the Shareholder representative Supervisor.

NOTICE OF THE AGM

SPECIAL RESOLUTION

- (9) To consider and approve the grant of a general mandate to the Board of Directors to issue Domestic Shares and/or H Shares.

By order of the Board of Directors
Beijing Capital Jiaye Property Services Co., Limited
Zhang Weize
Chairman

Beijing, the PRC
April 19, 2023

As at the date of this notice, the Board consists of Mr. Zhang Weize, Mr. Yang Jun, Mr. Luo Zhou and Mr. Yao Xin as executive Directors, Ms. Jiang Xin and Mr. Mao Lei as non-executive Directors, and Mr. Cheng Peng, Mr. Kong Weiping and Mr. Kong Chi Mo as independent non-executive Directors.

NOTICE OF THE AGM

Notes:

- (a) Unless specifically indicated, details of the resolutions are set out in the circular of the Company dated April 19, 2023. Terms used therein shall have the same meanings as defined in the circular.
- (b) Individual Shareholders who wish to attend the meeting in person shall produce their identity cards or other effective document or proof of identity and stock account cards. Proxies of individual Shareholders shall produce their effective proof of identity and form of proxy. A corporate Shareholder should attend the meeting by its legal representative or proxy appointed by the legal representative. A legal representative who wishes to attend the meeting should produce his/her identity card or other valid documents evidencing his/her capacity as a legal representative. If appointed to attend the meeting, the proxy should produce his/her identity card and an authorization instrument duly signed by the legal representative of the corporate Shareholder.
- (c) Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more person(s) (if the Shareholder holds two or more issued Shares), whether (each of) such person is a Shareholder of the Company or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the AGM.

The instrument appointing a proxy must be signed by the Shareholder or his/her attorney duly authorised in writing. For a corporate Shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorised in writing.

If the power of attorney of the proxy is signed by the authorised person of the appointer under a power of attorney or other authorization document(s) given by the appointer, such power of attorney or other authorization document(s) shall be notarized and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authorization document(s), must be delivered to Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H Shareholders), or to the Office of the Board of the Company at 8/F, Building A, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC (for Domestic Shareholders) not later than 24 hours before the designated time for the holding of the AGM (being before 1:30 p.m. on Thursday, May 11, 2023) or any adjournment thereof (as the case may be).

In case of registered joint holders of any Shares, any one of the registered joint holders can vote on such Shares at the AGM in person or by proxy as if he/she is the only holder entitled to vote. If more than one registered joint holders attend the AGM in person or by proxy, only the vote of the person whose name appears first in the register of members of the Company relating to such Shares (in person or by proxy) will be accepted as the sole and exclusive vote of the joint holders.

After the completion and return of the form of proxy and the power of attorney, you can attend and vote in person at the AGM or any adjournment thereof should you so wish. In this case, the power of attorney will be deemed to have been revoked.

According to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, the resolutions to be proposed at the AGM will be voted on by poll. Results of the poll voting will be posted on the website of the Company at (www.bcjps.com) and the website of the Hong Kong Stock Exchange at (www.hkexnews.hk) upon the conclusion of the AGM.

- (d) For determining eligibility to attend and vote at the AGM (and at any adjournment thereof), the register of members of the Company will be closed from Tuesday, May 9, 2023 to Friday, May 12, 2023, both days inclusive, during which period no transfer of Shares will be registered. To be eligible for attending and voting at the AGM, all share transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged with Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H Shareholders), or the Company's Office of the Board at 8/F, Building A, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Monday, May 8, 2023 for registration. Shareholders whose names appear on the register of members of the Company on Friday, May 12, 2023 shall be entitled to attend and vote at the AGM.
- (e) For determining the entitlement of the Shareholders to the Final Dividend, the register of members of the Company will be closed from Thursday, May 18, 2023 to Thursday, May 25, 2023, both days inclusive, during which period no transfer of Shares will be registered. In order to be entitled to the Final Dividend, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H Shareholders), or the Company's Office of the Board at 8/F, Building A, Chengjian Plaza, 18 North Taipingzhuang Road, Haidian District, Beijing, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Wednesday, May 17, 2023 for registration. Shareholders whose names appear on the register of members of the Company on Thursday, May 25, 2023 are entitled to the proposed Final Dividend.
- (f) Shareholders attending the AGM are responsible for their own transportation and accommodation expenses.

Shareholders may contact the Office of the Board of the Company at telephone (+86 10 6209 1667) for any enquiries in respect of the AGM.