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## **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: 8157)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (“EGM”) of Capinfo Company Limited (the “Company”) will be held at Conference Room, 12th Floor, Quantum Silver Plaza, 23 Zhi Chun Road, Haidian District, Beijing 100191, the PRC on 29 December 2009 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modification, the following resolutions:

### **ORDINARY RESOLUTIONS**

1. **“THAT**

- (a) the non-exempt continuing connected transaction (as defined in the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited) in relation to the provision of dedicated circuit leasing service by China United Network Communications Corporation Limited Beijing Branch (中國聯合網絡通信有限公司北京市分公司) (“BCC”) to the Company pursuant to the renewal agreement (the “DCLS Renewal Agreement VIII”) entered into between the Company and BCC dated 10 November 2009 to further extend the term of the agreement dated 4 April 2001 (the “DCLS Original Agreement”) entered into between the same parties in relation to dedicated circuit leasing service to 31 December 2012 (copies of the DCLS Renewal Agreement VIII and DCLS Original Agreement have been produced to this meeting marked “A” and “B” respectively and signed by the chairman of the meeting for identification purpose), with the fee payable thereunder subject to respective caps of RMB22 million, RMB20 million and RMB20 million, for the three years ending 31 December 2012 be and are hereby approved;
- (b) the Directors be and are hereby authorised to take all steps necessary or expedient to implement and/or give effect to the DCLS Renewal Agreement VIII.”

\* *For identification purposes only*

2. “**THAT** the introduction of the Rules and Procedures for General Meetings be and is hereby approved.”
3. “**THAT** the introduction of the Rules and Procedures for Meetings of the Board of Directors be and is hereby approved.”
4. “**THAT** the introduction of the Rules and Procedures for Meetings of the Supervisory Committee be and is hereby approved.”

### **SPECIAL RESOLUTION**

1. “**THAT** the amendments to the Articles of Association be and are hereby approved.”

By order of the Board of  
**CAPINFO COMPANY LIMITED\***

**Dr. Li Minji**  
*Chairman*

Beijing, the People’s Republic of China, 13 November 2009

*Note:*

- (i) A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a member of the Company. A form of proxy for use at the meeting is enclosed herewith. 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.
- (ii) To be valid, the form of proxy together with any power of attorney or other authority under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the Hong Kong H share registrar of the Company, Hong Kong Registrars Limited at Rooms 1806-7, 18th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 24 hours before the time appointed for holding the meeting or the time appointed for passing the resolutions and in case of holders of domestic shares, to the Company’s principal place of business in the PRC at 12th Floor, Quantum Silver Plaza, 23 Zhi Chun Road, Haidian District, Beijing 100191 not later than 24 hours before the time appointed for holding the meeting or the time appointed for passing the resolutions.
- (iii) Shareholders and their proxies should produce identity proof when attending the EGM.
- (iv) The register of members of the Company in Hong Kong will be closed from Friday, 27 November 2009 to Monday, 28 December 2009, both days inclusive, during which period no transfer of H shares of the Company will be effected. For the identification of Shareholders who are qualified to attend and vote at the EGM, all transfer document accompanied by the relevant share certificates must be lodged with the Company’s H share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than Thursday, 26 November 2009.

- (v) Holders of H Shares of the Company who intend to attend the EGM shall complete the enclosed reply slip for the meeting and return it, by hand or by post, to the Company's H shares registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at Rooms 1806-7, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before Tuesday, 8 December 2009.
- (vi) Holders of domestic Shares of the Company who intend to attend the EGM shall complete the enclosed reply slip for the meeting and return it, by hand or by post, to the Company's principal place of business in the PRC on or before Tuesday, 8 December 2009.
- (vii) The EGM is not expected to last for more than half a day. Shareholders and their proxies shall be responsible for their own traveling and accommodation expenses for attending the meeting.

*In this announcement, the English names of China entities are translation of their Chinese names and included herein for identification purpose only. In the event of any inconsistency, the Chinese names shall prevail.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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:— (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*As of the date hereof, the executive Director is Dr. Wang Xu; the non-executive Directors are Dr. Li Minji, Ms. Sun Jing, Ms. Li Zhi, Mr. Pan Jiaren, Mr. Cao Jun, Mr. Qi Qigong, Ms. Lu Xiaobing and the independent non-executive Directors are Mr. Chen Jing, Dr. Wang Huacheng and Mr. Gong Zhiqiang.*

*This announcement will remain on the website of the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the date of its posting.*