



首創置業股份有限公司

BEIJING CAPITAL LAND LTD.

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

(Stock Code: 2868)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Reference is made to the circular of Beijing Capital Land Ltd. (the "Company") dated 22nd July 2005 in relation to the discloseable and connected transaction regarding the formation of a PRC joint venture company which includes a notice convening an extraordinary general meeting to be held on Wednesday, 7th September 2005, at F5 Ocean Plaza, 158 Fuxingmennei Avenue, Beijing, PRC 100031, the People's Republic of China at 10:00 a.m.

NOTICE IS HEREBY GIVEN that an extraordinary general meeting ("EGM") of the Company will be re-convened to be held on Monday, 12th September 2005 (instead of Wednesday, 7th September 2005), at F5 Ocean Plaza, 158 Fuxingmennei Avenue, Beijing, PRC 100031, the People's Republic of China at 10:00 a.m. to consider and if thought fit, pass the following resolution as ordinary resolution:-

ORDINARY RESOLUTION

"THAT:

- (a) the Joint Venture Contract dated 1st July 2005 (the "Joint Venture Contract", a copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked "A") made between Beijing Capital Land Ltd. (the "Company") and Reco Ziyang Pte Ltd. ("Reco Ziyang") to establish a sino-foreign equity joint venture company, New Century Real Estate Investment Limited (新創地產投資有限公司) in Shanghai, the People's Republic of China be and is hereby approved and confirmed and that the transactions contemplated thereunder be and are hereby approved and confirmed;
- (b) the directors of the Company (the "Directors") be and are hereby generally and unconditionally authorized to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps which in the opinion of the Directors may be necessary, appropriate, desirable or expedient to implement and/or give effect to the terms of, or the transactions contemplated by, the Joint Venture Contract and to agree to such variation, amendment, supplement or waiver of matters relating thereto as are, in the opinion of the Directors, in the interests of the Company."

By order of the board of
Beijing Capital Land Ltd.
Liu Xiaoguang
Chairman

PRC, 27th July 2005

Notes:

1. Eligibility to attend the EGM

Shareholders of the Company whose names appear on the register of members of the Company at the close of business on Friday, 12th August 2005 may attend the EGM after completing the registration procedures.

2. Registration procedures for the EGM

Shareholders who intend to attend the EGM have to return the new reply slip together with any necessary registration documents to the Company in person, by post or by fax on or before Monday, 22nd August 2005.

3. Proxy

- i. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder of the Company.
- ii. A proxy should be appointed by written instrument signed by the appointor or his/her attorney. If the written instrument is signed by the attorney of the appointor, the written authorization or other authorization documents of such attorney should be notarized. In order to be valid, for Shareholders of domestic promoter shares or foreign promoter shares, the written authorization or authorization documents which have been notarized together with the completed proxy form must be delivered to the Company's place of business in the PRC 24 hours before the time of the holding of the EGM. In order to be valid, for holders of H Shares, the above documents must be delivered to the Company's place of business in Hong Kong within the same period.
- iii. If a Shareholder appoints more than one proxy, his/her proxies may only exercise the voting right when a poll is taken.
- iv. Shareholder or his/her proxy should produce identity proof when attending the EGM.

4. Book Close

The Register of Members of the Company will be closed from Monday, 15th August 2005, to Monday, 12th September 2005 (both days inclusive) during which period no transfer of shares will be registered. In order to qualify for attending the EGM, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited, Rm 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:00 p.m. on Friday, 12th August 2005.

5. Other business

- i. The duration of the EGM is expected not to exceed half a day. Shareholders who attend the EGM shall arrange for their own transportation and accommodation at their own expenses.
- ii. Place of business of the Company in the PRC:
F5, Ocean Plaza
Fuxingmennei Avenue
Beijing, PRC
People's Republic of China
Telephone: 86-10-66418811
Facsimile: 86-10-66493556
- iii. Place of business of the Company in Hong Kong:
Room 4207
Two Exchange Square
8 Connaught Place
Central
Hong Kong
Telephone: 852-28699098
Facsimile: 852-28699708

The Board as of the date of this announcement comprises Mr. Liu Xiaoguang (Chairman), Mr. Tang Jun, Mr. He Guang, Mr. Pan Pei and Mr. Wang Zhengbin who are the executive Directors, Ms. Zhu Min and Mr. Muk Kin Yau who are the non-executive Directors, Mr. Peter Yuk Lun Eng, Mr. Benny Kwong Kai Sing, Mr. Ke Jianmin and Yu Xing Bao being the independent non-executive Directors.