
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt

If you have sold or transferred

of the Company, (巨匠建設集團股份有限公司) (the "Company"), you should immediately inform the purchaser or transferee of the securities and advise them to contact the Company's share registrar, Tricor Limited, at the above-mentioned contact details.

should you wish to know more about the Company, please contact the Company's share registrar, Tricor Limited, at the above-mentioned contact details.



JUJIANG CONSTRUCTION GROUP CO., LTD.

巨匠建設集團股份有限公司

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

(Stock Code: 1459)

**(1) PROPOSALS FOR GENERAL MANDATE TO ISSUE NEW SHARES
AND
(2) NOTICE OF ANNUAL GENERAL MEETING**

is a document of importance to you and you should read it immediately.

The Company has issued a general mandate to the Board of Directors to issue new shares of the Company, with a maximum amount of RMB1,000,000,000 (one billion RMB), and a maximum number of 100,000,000 shares, with a par value of RMB10.00 per share.

The Board of Directors will also convene the Annual General Meeting of the Company to discuss and approve the Company's financial statements, the Company's operating results, the Company's dividend policy, the Company's environmental and social responsibility report, and the Company's other matters. The Annual General Meeting will be held on 2023/12/28 (Friday) at 10:00 AM in the Conference Room of the Company's Head Office, No. 100, Zhongyuan Road, Zhongyuan Building, Zhongyuan District, Beijing, PRC. The Company's share registrar, Tricor Limited, will be responsible for the registration of shares at the Annual General Meeting.

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LETTER FROM THE BOARD



JUJIANG CONSTRUCTION GROUP CO., LTD.
巨匠建設集團股份有限公司

(A joint stock limited liability company established in the People's Republic of China)
(Stock Code: 1459)

Executive Directors:

呂耀能 (呂耀能) (Chairman)
呂達忠 (呂達忠)
李錦燕 (李錦燕)
陸志城 (陸志城)
沈海泉 (沈海泉)
鄭剛 (鄭剛)

Independent Non-executive Directors:

馬濤 (馬濤)
汪興龍 (汪興龍)
林菲萃 (林菲萃)

Registered Office:

巨匠建設集團股份有限公司 (010)
中國北京市
總行路

Headquarters in the PRC:

巨匠建設集團股份有限公司 (010)
中國北京市
總行路

Principal Place of Business in Hong Kong:

香港中環
皇后大道中
1459號

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To the Shareholders,

Dear Shareholders,

**(1) PROPOSALS FOR GENERAL MANDATE TO ISSUE NEW SHARES
AND
(2) NOTICE OF ANNUAL GENERAL MEETING**

I. INTRODUCTION

The accompanying documents set out details of the proposals, including the details of the proposed general mandate to issue new shares and the notice of annual general meeting. (i) The proposed general mandate to issue new shares is set out in the accompanying documents. (ii) Details of the proposed annual general meeting are set out in the accompanying documents. (iii) Details of the proposed general mandate to issue new shares are set out in the accompanying documents.

LETTER FROM THE BOARD

II. PROPOSED GRANT OF GENERAL MANDATE TO ISSUE NEW SHARES

The Board of Directors of the Company has adopted a resolution to grant a general mandate to the Company to issue up to 11,000,000 new shares of common stock, par value \$0.01 per share, at a price to be determined by the Board of Directors, in one or more offerings, from time to time, for the purpose of raising capital for general corporate purposes, including, but not limited to, the acquisition of other companies, the expansion of existing operations, the repayment of debt, the purchase of treasury stock, and the payment of dividends.

The Board of Directors of the Company has also adopted a resolution to authorize the Company to issue up to 1,000,000 shares of common stock, par value \$0.01 per share, at a price to be determined by the Board of Directors, in one or more offerings, from time to time, for the purpose of raising capital for general corporate purposes, including, but not limited to, the acquisition of other companies, the expansion of existing operations, the repayment of debt, the purchase of treasury stock, and the payment of dividends.

The Board of Directors of the Company has also adopted a resolution to authorize the Company to issue up to 1,000,000 shares of common stock, par value \$0.01 per share, at a price to be determined by the Board of Directors, in one or more offerings, from time to time, for the purpose of raising capital for general corporate purposes, including, but not limited to, the acquisition of other companies, the expansion of existing operations, the repayment of debt, the purchase of treasury stock, and the payment of dividends.

The Board of Directors of the Company has also adopted a resolution to authorize the Company to issue up to 1,000,000 shares of common stock, par value \$0.01 per share, at a price to be determined by the Board of Directors, in one or more offerings, from time to time, for the purpose of raising capital for general corporate purposes, including, but not limited to, the acquisition of other companies, the expansion of existing operations, the repayment of debt, the purchase of treasury stock, and the payment of dividends.

The Board of Directors of the Company has also adopted a resolution to authorize the Company to issue up to 1,000,000 shares of common stock, par value \$0.01 per share, at a price to be determined by the Board of Directors, in one or more offerings, from time to time, for the purpose of raising capital for general corporate purposes, including, but not limited to, the acquisition of other companies, the expansion of existing operations, the repayment of debt, the purchase of treasury stock, and the payment of dividends.

The Board of Directors of the Company has also adopted a resolution to authorize the Company to issue up to 1,000,000 shares of common stock, par value \$0.01 per share, at a price to be determined by the Board of Directors, in one or more offerings, from time to time, for the purpose of raising capital for general corporate purposes, including, but not limited to, the acquisition of other companies, the expansion of existing operations, the repayment of debt, the purchase of treasury stock, and the payment of dividends.

III. AGM

The Board of Directors of the Company has adopted a resolution to call a special meeting of the shareholders of the Company to be held on the 10th day of January, 2010, at 10:00 a.m. in the City of New York, New York, for the purpose of electing directors and approving the appointment of the Company's independent members of the Board of Directors.

The Board of Directors of the Company has also adopted a resolution to call a special meeting of the shareholders of the Company to be held on the 10th day of January, 2010, at 10:00 a.m. in the City of New York, New York, for the purpose of electing directors and approving the appointment of the Company's independent members of the Board of Directors.

LETTER FROM THE BOARD

Article 14 (1) of the Company Law of the PRC states that the directors of the company shall be responsible for the following matters:

IV. RESPONSIBILITY STATEMENT

The Board of Directors of the Company has reviewed the financial statements of the Company for the period from January 1, 2018 to December 31, 2018, and has confirmed that the financial statements are true and accurate, and that the Company has no material changes in its financial position or operations during the period.

V. RECOMMENDATIONS

The Board of Directors of the Company has reviewed the financial statements of the Company for the period from January 1, 2018 to December 31, 2018, and has confirmed that the financial statements are true and accurate, and that the Company has no material changes in its financial position or operations during the period.

(Signature)
(Signature)
Jujiang Construction Group Co., Ltd.
Mr. Lyu Yaoneng
Chairman

NOTICE OF ANNUAL GENERAL MEETING



JUJIANG CONSTRUCTION GROUP CO., LTD.
巨匠建設集團股份有限公司

(A joint stock limited liability company established in the People's Republic of China)
(Stock Code: 1459)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the **AGM**) of the Company (the **Company**) will be held on 10th June 2015 at 10:00 a.m. at the Grand Ballroom, Sheraton Hotel, 1000 West Coast Road, Singapore (the **Venue**), and that the business to be transacted at the AGM is as follows:

AS ORDINARY RESOLUTIONS

1. To elect the members of the **Board** (the **Directors**) for the year ending 31st December 2015, as follows:
 - (a) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
 - (b) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
 - (c) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
2. To elect the members of the **Supervisory Board** (the **Supervisors**) for the year ending 31st December 2015, as follows:
 - (a) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
 - (b) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
 - (c) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
3. To elect the members of the **Board of Directors** (the **Directors**) for the year ending 31st December 2015, as follows:
 - (a) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
 - (b) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
 - (c) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
4. To elect the members of the **Supervisory Board** (the **Supervisors**) for the year ending 31st December 2015, as follows:
 - (a) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
 - (b) Mr. [Name], for a term of office of 1 year ending 31st December 2015;
 - (c) Mr. [Name], for a term of office of 1 year ending 31st December 2015;

NOTICE OF ANNUAL GENERAL MEETING

AS SPECIAL RESOLUTIONS

1. To approve the proposed amendments to the Company's Memorandum of Association and Articles of Association, including the amendments to the Company's Memorandum of Association and Articles of Association, which are set out in the proposed amendments to the Company's Memorandum of Association and Articles of Association (Articles of Association) attached to this notice.

2. To approve the proposed amendments to the Company's Memorandum of Association and Articles of Association, which are set out in the proposed amendments to the Company's Memorandum of Association and Articles of Association attached to this notice.

- (1) To approve the proposed amendments to the Company's Memorandum of Association and Articles of Association, which are set out in the proposed amendments to the Company's Memorandum of Association and Articles of Association attached to this notice.
- (2) To approve the proposed amendments to the Company's Memorandum of Association and Articles of Association, which are set out in the proposed amendments to the Company's Memorandum of Association and Articles of Association attached to this notice.
- (3) To approve the proposed amendments to the Company's Memorandum of Association and Articles of Association, which are set out in the proposed amendments to the Company's Memorandum of Association and Articles of Association attached to this notice.

3. To approve the proposed amendments to the Company's Memorandum of Association and Articles of Association, which are set out in the proposed amendments to the Company's Memorandum of Association and Articles of Association attached to this notice.

(Signature)
(Name)
Jujiang Construction Group Co., Ltd.
Mr. Lyu Yaoneng
Chairman

(Signature), 2020

As of the date of this notice, the Board of the Company comprises Mr. Lyu Yaoneng, Mr. Lyu Dazhong, Mr. Li Jinyan, Mr. Lu Zhicheng, Mr. Shen Haiquan and Mr. Zheng Gang, as executive Directors; and Mr. Ma Tao, Mr. Wang Xinglong and Ms. Lam Fei Sui, as independent non-executive Directors.

