

# **DALIAN WANDA COMMERCIAL MANAGEMENT GROUP CO., LTD.**

## **NOTICE REGARDING THE CONVENING OF THE 2020 FIRST EXTRAORDINARY GENERAL MEETING**

According to the resolution of the seventh meeting of the fourth session of the board of directors of Dalian Wanda Commercial Management Group Co., Ltd. (hereinafter referred to as the “Company”), the 2020 first extraordinary general meeting of the Company will be held on 26 February 2020 at 10:00 a.m.. The specific matters are as follows:

### **I. BASIC INFORMATION OF THE MEETING**

1. Convener of the meeting: the board of directors of the Company
2. Time of the meeting: 26 February 2020 at 10:00 a.m.
3. Venue of the meeting: the first meeting room, 23F, Tower B, CBD Wanda Plaza, Chaoyang District, Beijing
4. Way of the meeting: voting on site

### **II. MATTERS TO BE CONSIDERED AT THE MEETING**

1. Resolution regarding the revision of the Articles of Association and the Articles of Association (Draft)
2. Resolution regarding the election of Mr. XIAO Guangrui as the non-independent director of the fourth session of the board of directors of the Company
3. Resolution regarding the election of Mr. HAN Xu as the non-independent director of the fourth session of the board of directors of the Company

Among them, resolution 1 is a special resolution.

### **III. MEMBERS ATTENDING OR PRESENT AT THE MEETING WHETHER OR NOT WITH VOTING RIGHTS**

1. All registered shareholders of the Company are entitled to attend the general meeting and may entrust a proxy in writing to attend the meeting and vote. The proxy need not be a shareholder of the Company. An individual shareholder who attends the general meeting in person shall present the proof which can confirm his/her shareholder's identity. If a proxy is appointed to attend the meeting, in addition to presenting the proxy's identity proof, the proxy shall also present the shareholder's identity proof together with the power of attorney from the shareholder. A corporate shareholder should attend the meeting by its legal representative or the proxy appointed by the legal representative. The legal

representative who attends the meeting should present his/her own identity card, valid proof evidencing his/her capacity as a legal representative; while a proxy is appointed to attend the meeting, the proxy should present his/her identity card and the written power of attorney signed by its legal representative according to laws.

2. Directors, supervisors and senior management of the Company.
3. Other personnel.

#### IV. OTHER MATTERS

- (I) Meeting contacts: KONG Xuan, HAN Ting

Phone number: +8610 85853674, +8610 85588520

Address: 21F, Tower B, Wanda Plaza, 93 Jianguo Road, Chaoyang  
District, Beijing

Postcode: 100022

- (II) The meeting will last for half a day, and expenses on the transportation, communication and accommodation costs incurred by the participating shareholders will be borne by themselves.
- (III) Shareholders of the Company may contact the meeting contacts and register with the shareholder identification materials and obtain materials on resolutions to be proposed at the general meeting by mail, fax, etc.

Dalian Wanda Commercial Management Group Co., Ltd.

11 February 2020

Appendix 1: Biographies of Director Candidates

Appendix 2: Proxy Form for the Meeting

## **Appendix 1: Biographies of Director Candidates**

Mr. **XIAO Guangrui** (肖廣瑞), aged 50, is the senior vice president and general manager of the human resources management center of Dalian Wanda Group Co., Ltd (hereinafter referred to as “Wanda Group”). He used to serve as the general manager of the human resources department, an assistant to the president and the vice president of the Company as well as the vice president of Wanda Cultural Group. Prior to joining the Company, Mr. Xiao held managerial positions at the First Affiliated Hospital of Dalian Medical University, Dalian Pharmaceutical Group and Dalian Sanhuan Group.

Mr. Xiao graduated with a bachelor’s degree from Liaoning Normal University in July 1992 and a master’s degree from Dalian University of Technology in July 2000.

Mr. **HAN Xu** (韓旭), aged 49, is the senior vice president and general manager of the Financial Management Center of Wanda Group, and he also serves as a non-executive director and authorised representative of Wanda Hotel Development Company Limited (00169.HK) as well as a director of Wanda Group Overseas Limited. Mr. Han used to serve as the general manager of the Financial Management Center, president assistant, senior president assistant and vice president of Wanda Group.

Mr. Han graduated with a master’s degree from Dongbei University of Finance & Economics in July 2002.

# 大連萬達商業管理集團股份有限公司

## 關於召開2020年第一次臨時股東大會的通知

根據大連萬達商業管理集團股份有限公司（以下簡稱「公司」）第四屆董事會第七次會議決議，定於2020年2月26日上午10:00召開公司2020年第一次臨時股東大會。具體事項如下：

### 一、召開會議的基本情況

- 1、會議召集人：公司董事會
- 2、會議時間：2020年2月26日上午10:00
- 3、會議地點：北京市朝陽區CBD萬達廣場B座23層第一會議室
- 4、會議召開方式：現場表決

### 二、會議審議事項

- 1、關於修改《公司章程》及《公司章程（草案）》的議案
- 2、關於選舉肖廣瑞先生為公司第四屆董事會非獨立董事的議案
- 3、關於選舉韓旭先生為公司第四屆董事會非獨立董事的議案

其中，議案1為特別決議議案。

### 三、會議出席及列席人員

- 1、凡登記在冊的公司全體股東均有權出席股東大會，並可以書面委託代理人出席會議和參加表決，該股東代理人不必是公司的股東。個人股東親自出席會議的，應出示其股東身份證明；委託代理人出席會議的，除被代理人

身份證明外，代理人還應出示其身份證明、授權委託書。法人股東應由法定代表人或者法定代表人委託的代理人出席會議。法定代表人出席會議的，應出示本人身份證、能證明其具有法定代表人資格的有效證明；委託代理人出席會議的，代理人應出示本人身份證、法人股東單位的法定代表人依法出具的書面授權委託書。

2、 公司董事、監事和高級管理人員。

3、 其他人員。

#### 四、 其他事項

(一) 會議聯繫人：孔旋、韓婷

聯繫電話：+8610 85853674，+8610 85588520

地址：北京朝陽區建國路93號萬達廣場B座21層

郵編：100022

(二) 會期半天，與會股東的交通、通訊、食宿費用自理。

(三) 公司股東可與會議聯繫人聯繫，以郵寄、傳真等方式憑股東身份證明材料進行登記並獲取股東大會議案材料。

大連萬達商業管理集團股份有限公司

2020年2月11日

附件一：董事候選人簡歷

附件二：會議授權委託書

## 附件一：董事候選人簡歷

肖廣瑞先生，50歲，大連萬達集團股份有限公司（以下簡稱「萬達集團」）高級副總裁兼人力資源管理中心總經理，曾擔任本公司人力資源部總經理、總裁助理、副總裁，萬達文化集團副總裁等職務。加入公司前，曾在大連醫科大學附屬一院、大連醫藥集團、大連三寰集團擔任管理職務。

1992年7月畢業於遼寧師範大學，獲得學士學位；2000年7月畢業於大連理工大學，獲得碩士學位。

韓旭先生，49歲，萬達集團高級副總裁兼財務管理中心總經理，同時擔任萬達酒店發展有限公司（00169.HK）非執行董事及授權代表、萬達集團海外有限公司董事。曾任萬達集團財務管理中心總經理、總裁助理、高級總裁助理、副總裁等職務。

2002年7月畢業於東北財經大學，獲得碩士學位。