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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 (“Extraordinary General Meeting”) of Capinfo Company Limited (the “Company”) will be held at Conference Room, 12th Floor, Quantum Silver Plaza, 23 Zhichun Road, Haidian District, Beijing, The People’s Republic of China on 24 June 2005 at 10:00 a.m. (or immediately following the conclusion of the annual general meeting of the Company to be held at the same place on the same day at 9:30 a.m.) for the following purposes:

ORDINARY RESOLUTION

“THAT:

- (a) the non-exempt continuing connected transactions (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 CNC Beijing Communication Corporation (中國網通集團北京市通信公司) (“BCC”) to the Company pursuant to the renewal agreement (the “DCLS Renewal Agreement IV”) entered into between the Company and BCC dated 21 April 2005 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 30 June 2006 (copies of the DCLS Renewal Agreement IV 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 cap of RMB12.3 million and RMB16.5 million, for the six months ending 31 December 2005 and the six months ending 30 June 2006 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 IV.”

By order of the Board
CAPINFO COMPANY LIMITED*
Dr. Chen Xinxiang
Chairman

Beijing, the People’s Republic of China, 9 May 2005

* For identification purposes only

Notes:

1. The register of shareholders of the Company will be closed from 25 May 2005 (Wednesday) to 23 June 2005 (Thursday) (both days inclusive), during which no transfer of shares of the Company will be effected. The holders of Shares whose names appear on the register of shareholders of the Company at 4:00 p.m. on 24 May 2005 (Tuesday) will be entitled to attend and vote at the Extraordinary General Meeting.
2. Any holder of Shares entitled to attend and vote at the Extraordinary General Meeting convened by the above notice is entitled to appoint in written form one or more proxies to attend and vote at the Extraordinary General Meeting on his behalf. A proxy need not be a shareholder of the Company.
3. A voting proxy form for the Extraordinary General Meeting is enclosed. In order to be valid, the instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a legal person, it shall be under seal or under the hand of a director of the appointor or an attorney duly authorised. Voting of the ordinary resolution set out in this notice will be by poll.
4. The instrument appointing a proxy shall be deposited to the Company's H Shares registrar in Hong Kong, Hong Kong Registrars Limited, of Rooms 1901-5, 19/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in respect of H Shares), and to the Company's principal place of business in the PRC (in respect of Domestic Shares) not less than 24 hours before the time appointed for holding the Extraordinary General Meeting or any adjournment thereof.
5. Holders of Shares who intend to attend the Extraordinary General Meeting should complete the enclosed reply slip for the Extraordinary General Meeting and return it to the Company's H Shares registrar in Hong Kong, Hong Kong Registrars Limited, of Rooms 1901-5, 19/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in respect of H Shares), and to the Company's principal place of business in the PRC (in respect of Domestic Shares) on or before 4 June 2005 (Saturday). The reply slip may be delivered by hand or by post.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) 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 directors of the Company are Dr. Chen Xinxiang, Dr. Wang Xu, Ms. Zhang Yan, Dr. Wu Bo; the non-executive directors of the Company are Mr. Li Minji, Mr. Xing Dehai, Mr. Xu Zhe, Mr. Bai Liming, Mr. Qi Qigong, Mr. Pan Jiaren, Mr. Ye Yongdong, Mr. Lu Dongtao, Ms. Tan Guoan and the independent non-executive directors of the Company are Mr. Wong Ying Ho, Kennedy, Mr. Ng Kin Fai, Francis and Mr. Liu Dongdong.

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