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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: 1075)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the "AGM") of Capinfo Company Limited* (the "Company") will be held at Conference Room, 15th Floor, Quantum Silver Plaza, No. 23 Zhichun Road, Haidian District, Beijing, the People's Republic of China on Tuesday, 19 June 2012 at 10:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the Directors' and independent auditor's reports for the year ended 31 December 2011;
2. To consider and approve the Supervisors' report of the Company for the year 2011;
3. To consider and approve the independent Directors' report of the Company for the year 2011;
4. To consider and approve the re-appointment of Deloitte Touche Tohmatsu as auditors and to authorize the Board of the Company to fix their remuneration;
5. To declare the final dividend of HK1.48 cents (i.e. RMB1.20 cents) per share for the year ended 31 December 2011;
6. To consider and approve the election of the Directors of the Company, including
 - (1) To elect Dr. Wang Xu as executive Director of the fifth session of the Board of the Company;

* *For identification purpose only*

- (2) To elect Mr. Xu Zhe as non-executive Director of the fifth session of the Board of the Company;
 - (3) To elect Ms. Zhang Kaihua as non-executive Director of the fifth session of the Board of the Company;
 - (4) To elect Mr. Pan Jiaren as non-executive Director of the fifth session of the Board of the Company;
 - (5) To elect Mr. Shi Hongyin as non-executive Director of the fifth session of the Board of the Company;
 - (6) To elect Ms. Lu Xiaobing as non-executive Director of the fifth session of the Board of the Company;
 - (7) To elect Mr. Lu Lei as non-executive Director of the fifth session of the Board of the Company;
 - (8) To elect Ms. Hu Sha as non-executive Director of the fifth session of the Board of the Company;
 - (9) To elect Mr. Chen Jing as independent non-executive Director of the fifth session of the Board of the Company;
 - (10) To elect Mr. Zeng Xianggao as independent non-executive Director of the fifth session of the Board of the Company;
 - (11) To elect Mr. Gong Zhiqiang as independent non-executive Director of the fifth session of the Board of the Company;
 - (12) To elect Ms. Zhou Liye as independent non-executive Director of the fifth session of the Board of the Company;
7. To authorize the Board to fix the remuneration of the Directors;
 8. To authorize the Board to enter into service contract or appointment letter with each of the newly elected executive Directors, non-executive Directors and independent non-executive Directors respectively pursuant to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters;

9. To elect the Supervisors of the Company representing the Shareholders of the Company, including:
 - (1) to elect Mr. Xiao Jun as Supervisor of the fifth session of the Supervisory Committee of the Company;
 - (2) to elect Mr. Di Guojun as Supervisor of the fifth session of the Supervisory Committee of the Company;
10. To authorize the Board to fix the remuneration of the Supervisors;
11. To authorize the Board to enter into appointment letter with each of the newly elected Supervisors representing the Shareholders of the Company and Supervisor representing the staff and workers of the Company respectively pursuant to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters;
12. To consider and approve any motion proposed by any Shareholders of the Company holding 3% or more of the Shares of the Company with voting rights at such meeting, if any.

By Order of the Board of Directors
Capinfo Company Limited*
Xu Zhe
Chairman

Beijing, the People's Republic of China, 3 May 2012

Notes:

1. The register of members of the Company will be closed from Saturday, 19 May 2012 to Tuesday, 19 June 2012 (both dates inclusive), during which period no transfer of shares will be registered. In order to be entitled to attend and vote at the AGM, all transfers 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 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (applicable for H Shares) or the office of the Company at 12th Floor, Quantum Silver Plaza, No. 23 Zhichun Road, Haidian District, Beijing, the People's Republic of China (applicable for Domestic Shares) not later than 4:30 p.m. on Friday, 18 May 2012.

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2. Upon the approval by Shareholders at the AGM, the proposed final dividend shall be distributed to Shareholders whose names appear on the register of members of the Company on Tuesday, 3 July 2012 and the register of members of the Company will be closed from Monday, 25 June 2012 to Tuesday, 3 July 2012 (both dates inclusive), during which period no transfer of shares will be registered. In order to be qualified for the proposed final dividend, all transfers 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 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (applicable for H Shares) or the office of the Company at 12th Floor, Quantum Silver Plaza, No. 23 Zhichun Road, Haidian District, Beijing, the People's Republic of China (applicable for Domestic Shares) not later than 4:30 p.m. on Friday, 22 June 2012.
3. Any Shareholder of the Company entitled to attend and vote at the AGM mentioned above is entitled to appoint one or more proxies to attend and vote at the AGM on his/her/its behalf. A proxy need not be a shareholder of the Company.
4. A form of proxy of the AGM is enclosed. In order to be valid, the form of proxy must be under the hand of the appointer or his/her/its attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of the director or attorney duly authorized.
5. The form of proxy should be delivered to the Company's H share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in the case of H Shares) or the office of the Company at 12th Floor, Quantum Silver Plaza, No. 23 Zhichun Road, Haidian District, Beijing, the PRC (in the case of Domestic Shares) not less than 24 hours before the time appointed for holding of the AGM or any adjournment thereof.
6. Shareholders of the Company who intend to attend the AGM shall complete the reply slip for the AGM and return it to the Company's H Share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited (for holders of H Shares) or to the Company's office (for holders of Domestic Shares) at the same addresses as above, on or before Wednesday, 30 May 2012.
7. In accordance with the requirement of Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands, all votes at the AGM will be taken by poll and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.
8. Concerning resolutions 6 to 11 of this notice, the biographical details of the candidates proposed to be elected as Directors and Supervisors of the Company are set out in the Appendix to the circular in connection with the proposed re-election and election of Directors and Supervisors dispatched to the Shareholders of the Company on 3 May 2012.
9. As of the date of this notice, the executive Director of the Company is Dr. Wang Xu; the non-executive Directors of the Company are Mr. Xu Zhe, Ms. Zhang Kaihua, Ms. Li Zhi, Mr. Pan Jiaren, Mr. Shi Hongyin, Dr. Qi Qigong, Ms. Lu Xiaobing and the independent non-executive Directors of the Company are Mr. Chen Jing, Dr. Wang Huacheng, Mr. Zeng Xianggao and Mr. Gong Zhiqiang.