
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about any of the contents of this circular, you should obtain independent professional advice.

If you have sold or transferred all your shares in Chanjet Information Technology Company Limited, you should at once hand this circular together with the accompanying proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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暢捷通

Chanjet

暢捷通信息技術股份有限公司

CHANJET INFORMATION TECHNOLOGY COMPANY LIMITED*

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

(Stock code: 1588)

**PROPOSED AMENDMENTS TO
THE EMPLOYEE TRUST BENEFIT SCHEME
AND
SUPPLEMENTAL NOTICE OF AGM**

A letter from the Board is set out on pages 1 to 3 of this circular. A supplementary notice of the AGM to be held as originally scheduled at Meeting Room E103, Building 8, Central District of Yonyou Software Park, 68 Beiqing Road, Haidian District, Beijing, the PRC at 2:00 p.m. on Wednesday, 18 May 2016, is being dispatched to the Shareholders together with this circular.

The Second Proxy Form for the AGM, which contains the additional resolution to be put forward at the AGM and only serves as a supplement to the First Proxy Form, is enclosed with this circular.

Shareholders who intend to appoint a proxy to attend the AGM shall complete and return the appropriate First Proxy Form and/or Second Proxy Form in accordance with the instructions printed thereon. The First Proxy Form and/or Second Proxy Form must be signed by you or your attorney duly authorized in writing or, in case of a legal person, must either be executed under its seal or under the hand of its director or other attorney duly authorized to sign the same. If the First Proxy Form and/or Second Proxy Form is/are signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other document of authorization, must be notarially certified.

In case of joint holders of any Share, any one of such joint holders may vote at the AGM, either personally or by proxy, in respect of such Shares as if he is solely entitled thereto. However, if more than one of such joint holders are present at the AGM, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether personally or by proxy, will be accepted to the exclusion of the votes of other joint holder(s).

For holders of H Shares, please return the First Proxy Form and/or Second Proxy Form together with any documents of authority to the H share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible, and in any event not later than 24 hours before the time appointed for holding the AGM. For holders of Domestic Shares, please return the First Proxy Form and/or Second Proxy Form together with any documents of authority to the Board Office of the Company in the PRC at Unit D, Building 20, Yonyou Software Park, 68 Beiqing Road, Haidian District, Beijing, the PRC as soon as possible, and in any event not later than 24 hours before the time appointed for holding the AGM. Completion and return of the First Proxy Form and/or Second Proxy Form will not preclude you from attending and voting at the AGM, or any adjournment thereof should you so wish.

29 April 2016

* For identification purposes only

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“AGM”	the annual general meeting of the Company to be convened at Meeting Room E103, Building 8, Central District of Yonyou Software Park, 68 Beijing Road, Haidian District, Beijing, the PRC at 2:00 p.m. on Wednesday, 18 May 2016;
“Board”	the board of Directors of the Company;
“Company”	Chanjet Information Technology Company Limited (暢捷通信息技術股份有限公司), a joint stock limited company incorporated in the PRC with limited liability, whose H Shares are listed and traded on the Hong Kong Stock Exchange;
“Director(s)”	the director(s) of the Company;
“Domestic Share(s)”	ordinary Share(s) of the Company's capital, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi and are unlisted shares which are currently not listed or traded on any stock exchange;
“First Proxy Form”	the proxy form enclosed with the Company's circular and notice of the AGM dated 30 March 2016;
“H Share(s)”	overseas listed foreign invested ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is/are listed and traded on the Hong Kong Stock Exchange;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“PRC”	the People's Republic of China, which for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan Region;

DEFINITIONS

“RMB”	Renminbi, the lawful currency of the PRC;
“Scheme” or “Employee Trust Benefit Scheme”	the employee trust benefit scheme adopted by the Company on 8 June 2015;
“Scheme Participants”	employees of the Company and its subsidiaries who can participate in the Scheme and be granted the Trust Benefit Units as decided by the Board;
“Second Proxy Form”	the second proxy form for the AGM, which contains the additional resolution to be put forward at the AGM, and is enclosed with this circular and the supplemental notice of the AGM;
“Share(s)”	the share(s) of the Company at the nominal value of RMB1.00 each;
“Shareholder(s)”	the holder(s) of the Share(s);
“Supervisor(s)”	the supervisor(s) of the Company;
“Trust Benefit Unit(s)”	unit(s) of beneficial rights as divided by the trustees engaged by the Company for the administration of the Scheme and granted to the Scheme Participants by the Board;
“Unlocking Date(s)”	the date(s) on which the Trust Benefit Units become effective and are accredited to the Scheme Participants. There are three unlocking dates for each grant, being the expiry dates of the first anniversary, second anniversary and third anniversary of the grant date; and
“Yonyou”	Yonyou Network Technology Co., Ltd. (用友網絡科技股份有限公司), a joint stock limited company incorporated in the PRC on 18 January 1995, the shares of which are listed and traded on the Shanghai Stock Exchange (上海證券交易所) (Stock Code: 600588). It is the controlling Shareholder of the Company.

LETTER FROM THE BOARD



暢捷通信息技術股份有限公司
CHANJET INFORMATION TECHNOLOGY COMPANY LIMITED*

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

(Stock code: 1588)

Non-executive Directors:

Mr. Wang Wenjing

Mr. Wu Zhengping

Executive Director:

Mr. Zeng Zhiyong

Independent Non-executive Directors:

Mr. Liu Yunjie

Mr. Chen, Kevin Chien-wen

Mr. Lau, Chun Fai Douglas

Registered Office:

Unit D, Building 20

Yonyou Software Park

68 Beiqing Road

Haidian District

Beijing

The PRC

Principal place of business in Hong Kong:

18/F, Tesbury Centre

28 Queen's Road East

Wanchai

Hong Kong

To the Shareholders

Dear Sir or Madam,

**PROPOSED AMENDMENTS TO
THE EMPLOYEE TRUST BENEFIT SCHEME
AND
SUPPLEMENTAL NOTICE OF AGM**

I. INTRODUCTION

Reference is made to the Company's circular and notice of the AGM dated 30 March 2016, which set out the time and venue of the AGM and contain the relevant resolutions to be put forward at the AGM for Shareholders' consideration and approval.

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LETTER FROM THE BOARD

Reference is also made to the announcement of the Company dated 31 March 2016 in relation to the proposed amendments to the Employee Trust Benefit Scheme. Yonyou (being a controlling Shareholder of the Company holding 70.72% of the Shares) recently proposed to the Board to submit the proposed amendments to the Scheme to the AGM as a provisional motion.

Pursuant to the relevant provisions of laws' regulations and the articles of association of the Company, the Board hereby presents the above-mentioned provisional motion submitted by Yonyou to the AGM for Shareholders' consideration and approval.

The purpose of this circular is to provide you with detailed information regarding the proposed amendments to the Scheme, together with a supplemental notice of the AGM, to enable you to make informed decisions on whether to vote for or against the proposed relevant resolution at the AGM.

II. PROPOSED AMENDMENTS TO THE SCHEME

Reference is made to the circular of the Company dated 23 April 2015 and the announcement of the Company dated 8 June 2015 in relation to the adoption of the Scheme.

In order to better utilize the long-term incentivization function of the Scheme, on 31 March 2016, the Board proposed to amend the Scheme to extend the exercise period and the term of the Scheme (the "**Proposed Amendments**"). The details of the Proposed Amendments are set out below:

Extension of the Exercise Period of the Scheme

Under the existing Scheme, the exercise period for the Scheme Participants excluding Directors, Supervisors and senior management of the Company is within one (1) year after the Unlocking Date, during which they have the right to apply for exercising their Trust Benefit Units. The Scheme Participants who are Directors, Supervisors and senior management of the Company can apply for exercising the Trust Benefit Units from the Unlocking Date to the date of liquidation of the trusts as prescribed in the trust deeds between the Company and the Trustees.

It is proposed by the Board to extend the exercise period for the Scheme Participants excluding Directors, Supervisors and senior management of the Company to within three (3) years after the Unlocking Date. The exercise period for the Scheme Participants who are Directors, Supervisors and senior management of the Company shall remain the same.

LETTER FROM THE BOARD

Extension of the Term of the Scheme

Under the existing Scheme, the term of the Scheme is six (6) years from the date of approval of the Scheme at the annual general meeting of the Company convened on 8 June 2015 (the “**Approval Date**”). It is proposed by the Board to extend the term of the Scheme to eight (8) years from the Approval Date.

The resolution in relation to the Proposed Amendments to the Scheme will be put forward at the AGM as a special resolution for Shareholders’ consideration and approval.

III. AGM

A supplemental notice of the AGM to be held as originally scheduled at Meeting Room E103, Building 8, Central District of Yonyou Software Park, 68 Beiqing Road, Haidian District, Beijing, the PRC at 2:00 p.m. on Wednesday, 18 May 2016 is set out at the end of this circular.

The Second Proxy Form applicable to the AGM in respect of the resolution to consider and approve the aforementioned Proposed Amendments to the Scheme is enclosed with this circular. The First Proxy Form will remain valid if correctly completed and deposited, for holders of H Shares, to Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, or, for holders of Domestic Shares, to the Board Office of the Company. Shareholders who intend to appoint a proxy to attend the AGM shall complete and return the appropriate First Proxy Form and/or Second Proxy Form in accordance with the instructions printed thereon.

Please refer to the Company’s circular and notice of the AGM dated 30 March 2016 for details in respect of other resolutions to be passed at the AGM, eligibility for attending the AGM, proxy, registration procedures, closure of register of members and other relevant matters.

IV. RECOMMENDATION

The Directors believe that the resolution in respect of the Proposed Amendments to the Scheme is in the interest of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolution to be proposed at the AGM.

By order of the Board
Chanjet Information Technology Company Limited
Wang Wenjing
Chairman

29 April 2016

SUPPLEMENTAL NOTICE OF AGM

暢捷通

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暢捷通信息技術股份有限公司

CHANJET INFORMATION TECHNOLOGY COMPANY LIMITED*

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

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SUPPLEMENTAL NOTICE OF AGM

Reference is made to the circular and the notice (the “**AGM Notice**”) of the 2015 annual general meeting (the “**AGM**”) of Chanjet Information Technology Company Limited (the “**Company**”), both dated 30 March 2016, which set out the time and venue of the AGM and contain the relevant resolutions to be put forward at the AGM for shareholders’ consideration and approval.

Unless otherwise stated, capitalized terms used in this supplemental notice shall have the same meanings as those defined in the AGM Notice.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will be held as originally scheduled at Meeting Room E103, Building 8, Central District of Yonyou Software Park, 68 Beiqing Road, Haidian District, Beijing, the People’s Republic of China (the “**PRC**”) at 2:00 p.m., on Wednesday, 18 May 2016 for the purpose of considering and, if thought fit, passing the following additional resolution (other than those set out in the AGM Notice), which was submitted to the Company by Yonyou Network Technology Co., Ltd. in compliance with the relevant provisions of the laws and the articles of association of the Company:

AS SPECIAL RESOLUTION

8. To consider and, if thought fit, to approve the amendments to the employee trust benefit scheme adopted by the Company on 8 June 2015 (the “**Scheme**”) in relation to the exercise period and the term of the Scheme as specified in the circular of the Company dated 29 April 2016.

By order of the Board

Chanjet Information Technology Company Limited

Wang Wenjing

Chairman

Beijing, the PRC

29 April 2016

* *For identification purposes only*

SUPPLEMENTAL NOTICE OF AGM

As at the date of this supplemental notice, the non-executive directors of the Company are Mr. Wang Wenjing and Mr. Wu Zhengping; the executive director of the Company is Mr. Zeng Zhiyong; and the independent non-executive directors of the Company are Mr. Liu Yunjie, Mr. Chen, Kevin Chien-wen and Mr. Lau, Chun Fai Douglas.

Notes:

1. Details of the resolution are set out in the circular of the Company dated 29 April 2016 (the “**Circular**”). Unless otherwise defined in this supplemental notice, capitalized terms used in this supplemental notice shall have the same meanings as those defined in the Circular.
2. Since the proxy form enclosed with the Company’s circular and notice of the AGM dated 30 March 2016 (the “**First Proxy Form**”) does not contain the additional resolution as set out in this supplemental notice, a second proxy form (the “**Second Proxy Form**”) has been prepared and is enclosed and will be dispatched to the shareholders together with this supplemental notice. The First Proxy Form will remain valid if correctly completed and deposited, for holders of H Shares, to the H share registrar of the Company, or for holders of Domestic Shares, to the Board Office of the Company.
3. If you intend to appoint a proxy to attend the AGM, you are requested to complete the First Proxy Form and/or the accompanying Second Proxy Form in accordance with the instructions printed thereon. To be valid, the First Proxy Form and/or the Second Proxy Form must be deposited together with any document of authority, for holders of H Shares, to the H share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, or for holders of Domestic Shares, to the Board Office of the Company in the PRC at Unit D, Building 20, Yonyou Software Park, 68 Beiqing Road, Haidian District, Beijing, the PRC, not less than 24 hours before the time appointed for holding the AGM. If the First Proxy Form and/or the Second Proxy Form is/are signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time to the same place as mentioned in the First Proxy Form and/or the Second Proxy Form. Completion and return of the First Proxy Form and/or the Second Proxy Form will not preclude shareholders from attending and voting in person at the AGM or any adjourned meetings should they so wish.
4. Please refer to the AGM Notice for details of other resolutions to be considered at the AGM, eligibility for attending the AGM, proxy, registration procedures, closure of register of members and other relevant matters.