



## 首長國際企業有限公司

**SHOUGANG CONCORD INTERNATIONAL ENTERPRISES COMPANY LIMITED**

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 697)

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of the shareholders of Shougang Concord International Enterprises Company Limited (the “**Company**”) will be held at 11:30 a.m. on Tuesday, 30 October 2007 at JW Marriott Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong, for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

(1) “**THAT**

- (a) the conditional agreement dated 21 September 2007 (the “**QHD Agreement**”) entered into between Qinhuangdao Shougang Plate Mill Co., Ltd. (“**QHD**”) and Shougang Corporation, a copy of which is tabled at the meeting and marked “**A**” and initialed by the chairman of the meeting for identification purpose, pursuant to which, Shougang Corporation will, and will procure its associates, to provide raw materials, spare parts, energy and services in relation to the production of steel products and other related products to QHD and/or its associates (the “**QHD Purchases**”) and QHD and/or its associates will in turn supply to Shougang Corporation and/or its associates steel products, scrap materials, services and other related products (the “**QHD Sales**”, together with the QHD Purchases, the “**QHD Transactions**”), be and is hereby approved, ratified and confirmed;
- (b) the cap amounts in respect of the QHD Purchases and the QHD Sales as set out in the circular of the Company dated 12 October 2007 for each of the three financial years ending 31 December 2009 be and are hereby approved; and
- (c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the QHD Agreement and to give effect to the QHD Transactions.”

(2) “**THAT**

- (a) the conditional agreement dated 21 September 2007 (the “**Shouqin Agreement**”) entered into between Qinhuangdao Shouqin Metal Materials Co., Ltd. (“**Shouqin**”) and Shougang Corporation, a copy of which is tabled at the meeting and marked “**B**” and initialed by the chairman of the meeting for identification purpose, pursuant to which, Shougang Corporation will, and will procure its associates, to provide raw materials, materials, fuel, equipment and services to Shouqin and/or its associates (the “**Shouqin Purchases**”) and Shouqin and/or its associates will in turn supply to Shougang Corporation and/or its associates steel products, services and other related products and services (the “**Shouqin Sales**”, together with the Shouqin Purchases, the “**Shouqin Transactions**”), be and is hereby approved, ratified and confirmed;
- (b) the cap amounts in respect of the Shouqin Purchases and the Shouqin Sales as set out in the circular of the Company dated 12 October 2007 for each of the three financial years ending 31 December 2009 be and are hereby approved; and
- (c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Shouqin Agreement and to give effect to the Shouqin Transactions.”

(3) “**THAT**

- (a) the conditional agreement dated 21 September 2007 (the “**BSFPCL Agreement**”) entered into between Beijing Shougang Firstlevel Power Co., Ltd. (“**BSFPCL**”) and Shougang Corporation, a copy of which is tabled at the meeting and marked “**C**” and initialed by the chairman of the meeting for identification purpose, pursuant to which, Shougang Corporation will, and will procure its associates, to provide energy, raw materials and services to BSFPCL and/or its associates (the “**BSFPCL Purchases**”) and BSFPCL and/or its associates will in turn supply to Shougang Corporation and/or its associates energy, raw materials and products (the “**BSFPCL Sales**”, together with the BSFPCL Purchases, the “**BSFPCL Transactions**”), be and is hereby approved, ratified and confirmed;
- (b) the cap amounts in respect of the BSFPCL Purchases and the BSFPCL Sales as set out in the circular of the Company dated 12 October 2007 for each of the three financial years ending 31 December 2009 be and are hereby approved; and

- (c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the BSFPCL Agreement and to give effect to the BSFPCL Transactions.”

(4) **“THAT**

- (a) the conditional agreement dated 21 September 2007 (the **“Steel Agreement”**) entered into between Shougang Concord Steel International Trading Co. Ltd. (**“Shougang Concord Steel”**) and Shougang Corporation, a copy of which is tabled at the meeting and marked **“D”** and initialed by the chairman of the meeting for identification purpose, pursuant to which, Shougang Corporation will, and will procure its associates, to provide raw materials and products to Shougang Concord Steel and/or its associates (the **“Steel Purchases”**) and Shougang Concord Steel and/or its associates will in turn supply to Shougang Corporation and/or its associates raw materials, steel products and other related products (the **“Steel Sales”**, together with the Steel Purchases, the **“Steel Transactions”**), be and is hereby approved, ratified and confirmed;
- (b) the cap amounts in respect of the Steel Purchases and Steel Sales as set out in the circular of the Company dated 12 October 2007 for each of the three financial years ending 31 December 2010 be and are hereby approved; and
- (c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Steel Agreement and to give effect to the Steel Transactions.”

By Order of the Board  
**Shougang Concord International Enterprises  
Company Limited**  
**Cao Zhong**  
*Managing Director*

12 October 2007

*Note:* In order to be valid, the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must be delivered to the office of the share registrars of the Company, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting thereof (as the case may be).

*As at the date of this announcement, the board of directors of the Company comprises Mr. Wang Qinghai (Chairman), Mr. Cao Zhong (Managing Director), Mr. Chen Zhouping (Deputy Managing Director), Mr. Zhang Wenhui (Deputy Managing Director), Mr. Luo Zhenyu (Deputy Managing Director), Mr. Ip Tak Chuen, Edmond (Non-executive Director), Mr. Leung Shun Sang, Tony (Non-executive Director), Ms. Kan Lai Kuen, Alice (Independent Non-executive Director), Mr. Wong Kun Kim (Independent Non-executive Director) and Mr. Leung Kai Cheung (Independent Non-executive Director).*