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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 GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a general meeting (the “**GM**”) of Shougang Concord International Enterprises Company Limited (the “**Company**”) will be held at 10:00 a.m. on Thursday, 13 September 2018 at Concord Room 1, 8/F, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong for the purposes of considering and, if thought fit, passing, with or without modification, the following resolutions as ordinary resolutions of the Company:

### ORDINARY RESOLUTIONS

#### 1. THE JINGXI SUBSCRIPTION

“**THAT:**

- (a) the subscription agreement dated 24 July 2018 (the “**Jingxi Subscription Agreement**”) entered into between the Company and Jingxi Holdings Limited (“**Jingxi Holdings**”) (a copy of the Jingxi Subscription Agreement has been produced to the meeting and marked “A” and initialed by the Chairman of the meeting for identification purpose) in relation to the subscription of 2,800,000,000 new ordinary shares of the Company (the “**Jingxi Subscription Shares**”) by Jingxi Holdings at the subscription price of HK\$0.25 per Jingxi Subscription Share (the “**Subscription Price**”) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting the listing of and permission to deal in the Jingxi Subscription Shares on the Stock Exchange, the directors of the Company (the “**Directors**”) be and are hereby granted a specific mandate to allot and issue the Jingxi Subscription Shares (the “**Jingxi Mandate**”) in accordance with

the terms of the Jingxi Subscription Agreement, provided that this specific mandate shall be in addition to, and shall not prejudice nor revoke any existing or such other general or specific mandates which may from time to time be granted to the Directors prior to the passing of this resolution; and

- (c) any one of the Directors be and is hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Jingxi Subscription Agreement and the transactions contemplated thereunder, including, without limitation, the allotment and issue of the Jingxi Subscription Shares.”

## 2. THE ROCKET SUBSCRIPTION

- (a) the subscription agreement dated 24 July 2018 (the “**Rocket Subscription Agreement**”) entered into between the Company and Rocket Parade Limited (“**Rocket Parade**”) (a copy of the Rocket Subscription Agreement has been produced to the meeting and marked “B” and initialed by the Chairman of the meeting for identification purpose) in relation to the subscription of 600,000,000 new ordinary shares of the Company (the “**Rocket Subscription Shares**”) by Rocket Parade at the Subscription Price per Rocket Subscription Share and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Stock Exchange granting the listing of and permission to deal in the Rocket Subscription Shares on the Stock Exchange, the Directors be and are hereby granted a specific mandate to allot and issue the Rocket Subscription Shares (the “**Rocket Mandate**”) in accordance with the terms of the Rocket Subscription Agreement, provided that this specific mandate shall be in addition to, and shall not prejudice nor revoke any existing or such other general or specific mandates (including but not limited to the Jingxi Mandate) which may from time to time be granted to the Directors prior to the passing of this resolution; and
- (c) any one of the Directors be and is hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Rocket Subscription Agreement and the transactions contemplated thereunder, including, without limitation, the allotment and issue of the Rocket Subscription Shares.”

### 3. THE SUBSCRIPTION

“THAT:

- (a) the subscription agreement dated 24 July 2018 (the “**Subscription Agreement**”) entered into between the Company and ORIX Asia Capital Limited (“**ORIX Asia**”) (a copy of the Subscription Agreement has been produced to the meeting and marked “C” and initialed by the Chairman of the meeting for identification purpose) in relation to the subscription of 1,503,741,731 new ordinary shares of the Company (the “**Subscription Shares**”) by ORIX Asia at the Subscription Price per Subscription Share and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon the Stock Exchange granting the listing of and permission to deal in the Subscription Shares on the Stock Exchange, the Directors be and are hereby granted a specific mandate to allot and issue the Subscription Shares in accordance with the terms of the Subscription Agreement, provided that this specific mandate shall be in addition to, and shall not prejudice nor revoke any existing or such other general or specific mandates (including but not limited to the Jingxi Mandate and the Rocket Mandate) which may from time to time be granted to the Directors prior to the passing of this resolution; and
- (c) any one of the Directors be and is hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Subscription Agreement and the transactions contemplated thereunder, including, without limitation, the allotment and issue of the Subscription Shares.”

### 4. THE FUND SUBSCRIPTION

“THAT:

- (a) the fund subscription agreement (the “**Fund Subscription Agreement**”) dated 24 July 2018 between the Company and 北京首獅管理諮詢有限公司 (Beijing Shoushi Management Advisory Co., Ltd.\*) (“**Shoushi Company**”) (a copy of the Subscription Agreement has been produced to the meeting and marked “D” and initialed by the Chairman of the meeting for identification purpose) in relation to the Company’s participation in 北京首獅銘智瑾信經濟諮詢企業(有限合夥) (Beijing Shoushi Ming Zhi Jin Xin Economic Consulting Firm (Limited Partnership\*)) (the “**Partnership**”) as a limited partner (directly or through its designated subsidiary) for a capital commitment of RMB135 million be and is hereby approved;

- (b) conditional upon the passing of resolution no. 4(a) as set out in the notice convening this meeting of which this resolution forms part, the partnership agreement proposed to be entered into among the Company (or its designated subsidiary), Shoushi Company and any other limited partner(s) of the Partnership (the “**Proposed Partnership Agreement**”) (a copy of the draft Proposed Partnership Agreement, in substantial form, has been produced to the meeting and marked “E” and initialed by the Chairman of the meeting for identification purpose) in relation to the transactions contemplated under the Fund Subscription Agreement be and are hereby approved;
- (c) any one of the Directors be and is hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Fund Subscription Agreement, the Proposed Partnership Agreement and the transactions contemplated thereunder, including, without limitation, the entering into of the Proposed Partnership Agreement (with or without amendment).”

By order of the Board  
**Shougang Concord International  
Enterprises Company Limited**  
**Zhao Tianyang**  
*Chairman*

Hong Kong, 27 August 2018

- \* The English translation of Chinese name(s) in this notice, where indicated, is included for information only, and should not be regarded as the official English name(s) of such Chinese name(s).

*Notes:*

1. Any member of the Company entitled to attend and vote at the GM is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of any officer or attorney duly authorised.
3. In order to be valid, the form of proxy together with 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 deposited with the share registrar of the Company, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong as soon as practicable but in any event not less than 48 hours before the time appointed for holding the GM (i.e., at or before 10:00 a.m. on Tuesday, 11 September 2018 (Hong Kong Time)), or any adjourned meeting thereof (as the case may be).

4. Completion and return of the form of proxy shall not preclude members of the Company from attending and voting in person at the GM or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
5. Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the GM, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the shares shall alone be entitled to vote in respect thereof.
6. The record date for determining the entitlement of the shareholders of the Company to attend and vote at the GM will be Friday, 7 September 2018. In order to qualify for the entitlement to attend and vote at the above meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Friday, 7 September 2018 for registration.

*As at the date of this announcement, the Board comprises Mr. Zhao Tianyang (Chairman), Mr. Li Shaofeng (Vice Chairman), Mr. Xu Liang and Mr. Liang Hengyi (Managing Director) as Executive Directors; Dr. Li Yinhui, Mr. Liu Jingwei and Mr. Ho Gilbert Chi Hang as Nonexecutive Directors; Dr. Wang Xin, Mr. Choi Fan Keung Vic, Mr. Deng Yougao and Ms. Zhang Quanling as Independent Non-executive Directors.*