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# **Anhui Tianda Oil Pipe Company Limited**

## **安徽天大石油管材股份有限公司**

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

**(Stock code: 8241)**

### **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the annual general meeting (“AGM”) of Anhui Tianda Oil Pipe Company Limited (the “Company”) will be held at the Langya Book Store Hotel, Langya Mountain, Chuzhou City, Anhui Province (“Anhui”), the People’s Republic of China (“China”) on 10 May 2007 at 4:00 p.m. to conduct the following businesses:

1. To consider and approve the report of the directors of the Company for the year ended 31 December 2006.
2. To consider and approve the report of the supervisors of the Company for the year ended 31 December 2006.
3. To consider and approve the audited financial statements of the Company for the year ended 31 December 2006.
4. To consider and approve the Company’s profit distribution plan for the year ended 31 December 2006 and the declaration and payment of a final dividend for the year ended 31 December 2006 in the amount and in the manner recommended by the board of directors of the Company (the “Board”).
5. To authorize the Board to determine the remunerations of the directors and the supervisors of the Company.
6. To consider and approve the appointment and/or the re-appointment of the Company’s international and the China auditors respectively for 2007 and to authorize the Board to determine their remunerations; and
7. To transact any other business.

By Order of the Board  
**安徽天大石油管材股份有限公司**  
**Anhui Tianda Oil Pipe Company Limited**  
**Ye Shi Qu**  
*Chairman*

Anhui, China, 26 March 2007

*Notes:*

1. The register of members of the Company will be closed from 10 April 2007 to 10 May 2007 (both days inclusive), during which time no share transfers will be effected. Holders of the Company's H shares and domestic shares whose names appear on the register of members of the Company at 4:30 p.m. on 4 April 2007 are entitled to attend and vote at the AGM.
2. Each shareholder of the Company (the "Shareholder") entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his/her behalf at this AGM. A proxy need not be a Shareholder. Each Shareholder who wishes to appoint one or more proxies should first review the annual report of the Company for the year 2006, which is expected to be despatched to the Shareholders on or before 31 March 2007.
3. A proxy of a Shareholder who has appointed more than one proxy may only vote on a poll.
4. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a legal person, either under seal or under the hand of a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign or other document of authorisation must be notarised. To be valid, for holders of domestic shares of the Company, the notarised power of attorney or other document of authorisation, and the form of proxy must be delivered to the Company not less than 24 hours before the time appointed for the holding of the AGM. In order to be valid, for holders of H shares of the Company, the above documents must be delivered to the Company's share registrar and transfer office in Hong Kong within the same period, whose address is as follows,

Computershare Hong Kong Investor Services Limited  
Rooms 1806-1807, 18/F Hopewell Centre  
183 Queen's Road East  
Hong Kong

5. Shareholders who intend to attend this AGM in person or by proxy should return the reply slip accompanying each notice of AGM to the Company on or before 19 April 2007 by hand, by post or by fax.
6. This AGM is expected to last for half a day. Shareholders (in person or by proxy) attending this AGM are responsible for their own transportation and accommodation expenses.
7. The address of the Company is as follows:

Zhenxing Road  
Tongcheng Town  
Tianchang City  
Anhui Province  
China

Postal code: 239311

Contact person: Mr. Chen Dong

Tel: (86550) 7518 500

Fax: (86550) 7511 023

8. As at the date of this notice, the Board comprises of Mr. Ye Shi Qu, Mr. Zhang Hu Ming and Mr. Xie Yong Yang as executive directors of the Company; Mr. Zhang Jian Huai, Mr. Liu Peng as non-executive directors of the Company and Mr. Wu Chang Qi, Mr. Wang Xiu Zhi and Mr. Zhao Bin as independent non-executive directors of the Company.

*This notice, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this notice is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this notice misleading; and (iii) all opinions expressed in this notice have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This notice will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting.*