



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 CLASS MEETING OF THE HOLDERS OF DOMESTIC SHARES

NOTICE IS HEREBY GIVEN THAT a class meeting (the “**Domestic Shares Class Meeting**”) of the holders of domestic shares of Anhui Tianda Oil Pipe Company Limited (安徽天大石油管材股份有限公司) (the “**Company**”) will be held at Zhenxing Road, Tongcheng Town, Tianchang City, Anhui Province, the People’s Republic of China (the “**PRC**”) on Monday, 15 October 2007 at 3:00 p.m. for the purpose of considering and, if thought fit, with or without modification, passing the following special resolution:

SPECIAL RESOLUTION

“**THAT** conditional upon or subject to (as the case may be) (1) the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and/or the listing sub-committee of the board of directors of the Stock Exchange with responsibility for GEM (“**GEM Listing Committee**”) granting, or agreeing to grant, a withdrawal of the listing of the H shares of RMB0.50 each in the share capital of the Company (“**H Shares**”) in issue from GEM (the “**Proposed Withdrawal**”), (2) the listing sub-committee of the board of directors of the Stock Exchange and/or the Stock Exchange granting, or agreeing to grant, approval of the listing of, and permission to deal in, H Shares on the main board (the “**Main Board**”) of the Stock Exchange (the “**Proposed Introduction**”), (3) the China Securities Regulatory Commission granting approval of the Proposed Withdrawal and the Proposed Introduction, (4) the GEM Listing Committee and/or GEM granting a waiver for the reduction of the notice period (“**Notice Period**”) under rule 9.19(3) of the Rules Governing the Listing of Securities on GEM (“**GEM Listing Rules**”), and (5) the publication by the Company of the notice required by rule 9.19(3) of the GEM Listing Rules in respect of the Proposed Withdrawal (subject to any waiver that may be granted by the GEM Listing Committee and/or GEM), the Proposed Withdrawal and the Proposed Introduction be and are hereby approved and confirmed, and the Notice Period shall be reduced to not less than five business days (as defined in the GEM Listing Rules); the listing of the H Shares on GEM shall cease with effect from such date and time as the directors of the Company (the “**Directors**”) may designate;

and any Director and/or the company secretary of the Company be and are hereby authorised generally (i) to make any application and submission, do all such acts and things, execute any document and take all such steps for and on behalf of the Company as he/she/they may deem necessary, desirable or expedient to effect and implement the foregoing and (ii) to attend to and handle all other necessary procedures and registrations relating to or as a result of the Proposed Withdrawal and/or the Proposed Introduction.”

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

Anhui, the PRC, 29 August 2007

Notes:

- (A) The Company will not process registration of transfers of domestic shares of the Company (“**Domestic Shares**”) from Saturday, 15 September 2007 to Monday, 15 October 2007 (both days inclusive). Holders of Domestic Shares whose names appear on the register of Shares of the Company at the close of business on Friday, 14 September 2007 are entitled to attend and vote at the Domestic Shares Class Meeting. Holders of Domestic Shares should contact the secretary to the board (the “**Secretary to the Board**”) of directors of the Company (whose contact details are set out in note (B) below) for details concerning registration of transfers of Domestic Shares.
- (B) Holders of Domestic Shares who intend to attend the Domestic Shares Class Meeting should complete and return the reply slip, by personal delivery, by facsimile or by post, to the Secretary to the Board such that the reply slip shall be received by the Secretary to the Board 20 days before the Domestic Shares Class Meeting (i.e. on or before Tuesday, 25 September 2007).

The contact details of the Secretary to the Board are as follows:

Zhenxing Road
Tongcheng Town
Tianchang City
Anhui Province
the PRC
Postal Code: 239311
Contact person: Mr Chen Dong
Telephone No.: (86) 550 7518 500
Facsimile No.: (86) 550 7511 023

- (C) Each holder of Domestic Shares entitled to attend and vote at the Domestic Shares Class Meeting may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the Domestic Shares Class Meeting on his behalf. A proxy need not be a shareholder of the Company (“**Shareholder**”). With respect to any Shareholder who has appointed more than one proxy, the proxy holders may only vote on a poll.

- (D) Holders of Domestic Shares must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant Shareholder or by a person duly authorised by the relevant Shareholder in writing (a “**power of attorney**”). If the form of proxy is signed by the person authorized by the relevant Shareholder as aforesaid, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate Shareholder appoints a person other than its legal representative to attend the Domestic Shares Class Meeting on its behalf, the relevant form of proxy must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorised by that corporate shareholder as required by the articles of association of the Company.
- (E) To be valid, the form of proxy and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any) as mentioned in note (D) above must be delivered to the Secretary to the Board not less than 24 hours before the time appointed for the Domestic Shares Class Meeting. The address of the Secretary to the Board is stated in note (B) above.
- (F) A Shareholder or his proxy should produce proof of identity when attending the Domestic Shares Class Meeting. If a corporate Shareholder’s legal representative or any other person authorised by the board of directors or other governing body of such corporate Shareholder attends the Domestic Shares Class Meeting, such legal representative or other person shall produce his proof of identity, and proof of designation as legal representative and the valid resolution or authorisation document of the board of directors or other governing body of such corporate Shareholder (as the case may be) to prove the identity and authorisation of that legal representative or other person.
- (G) The Domestic Class Meeting is expected to last for not more than half a day. Shareholders who attend the Domestic Class Meeting shall bear their own travelling and accommodation expenses.

As at the date of this notice, the executive Directors are Ye Shi Qu, Zhang Hu Ming and Xie Yong Yang; the non-executive Directors are Zhang Jian Huai and Liu Peng; and the Independent Non-executive Directors are Wu Chang Qi, Wang Xiu Zhi and Zhao Bin.

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