THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Yanchang Petroleum International Limited**, you should at once hand this circular and the accompanying form of proxy 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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延長石油國際有限公司
YANCHANG PETROLEUM INTERNATIONAL LIMITED
(Incorporated in Bermuda with limited liability)
(Stock Code: 00346)

PROPOSED RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING

A letter from the board of directors of the Company is set out on pages 3 to 6 of this circular. A notice convening the annual general meeting (the "**AGM**") of the Company to be held via a virtual meeting online at https://evoting.vistra.com/#/346 on Thursday, 28 May 2026 at 3:30 p.m. is set out on pages 13 to 14 of this circular. Whether or not you are able to attend the AGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the holding the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

22 April 2026

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

"AGM"	the annual general meeting of the Company to be convened and held via a virtual meeting online of https://evoting.vistra.com/#/346 on Thursday, 28 May 2026 at 3:30 p.m., notice of which is set out on pages 13 to 14
"associates"	has the meaning as defined under the Listing Rules
"Board"	the board of Directors
"Bye-laws"	the bye-laws of the Company adopted on 26 March 2001 and may be amended from time to time
"Company"	Yanchang Petroleum International Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Latest Practicable Date"	15 April 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Macau"	the Macau Special Administrative Region of the PRC
"PRC"	the People's Republic of China, excluding Hong Kong, Macau and Taiwan for the purpose of this circular
"SFO"	Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong)

"Share(s)"	ordinary share(s) of HK$0.40 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Yanchang Petroleum Group"	Shaanxi Yanchang Petroleum (Group) Co., Limited (陝西延長石油(集團)有限責任公司), a state-owned corporation registered in the PRC with limited liability, being a substantial Shareholder beneficially holding 634,310,161 Shares, representing approximately 57.66% of the existing issued share capital of the Company as at the Latest Practicable Date
"%"	per cent.

延長石油國際有限公司
YANCHANG PETROLEUM INTERNATIONAL LIMITED
(Incorporated in Bermuda with limited liability)
(Stock Code: 00346)

Executive Directors:
Mr. Feng Yinguo *(Chairman)*
Ms. Wang Haining
Mr. Ding Jiasheng

Non-Executive Director:
Ms. Lu Yiwen

Independent non-executive Directors:
Mr. Ng Wing Ka
Mr. Leung Ting Yuk
Mr. Sun Liming
Dr. Mu Guodong

Registered Office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Head Office and Principal Place of Business in Hong Kong:
Room 3403, 34/F
Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

22 April 2026

To the Shareholders

Dear Sir or Madam,

PROPOSED RE-ELECTION OF DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to, inter alia, provide you with the information on:

(a) the Directors proposed to be re-elected at the AGM; and

(b) the notice of the AGM, for consideration on the related resolutions to be put forward at the AGM.

RE-ELECTION OF DIRECTORS

Pursuant to Bye-law 87 of the Bye-laws, Mr. Ng Wing Ka, Mr. Leung Ting Yuk, Mr. Sun Liming and Dr. Mu Guodong shall retire by rotation and, being eligible, offer themselves for re-election at the AGM.

Biographical details of the above-mentioned Directors proposed to be re-elected at the AGM are set out in Appendix I to this circular.

In accordance with the Code Provision B.2.3 of the Corporate Governance Code contained in Appendix C1 of the Listing Rules which states that if an independent non-executive director has served more than 9 years, his further appointment should be subject to a separate resolution to be approved by the Shareholders. Mr. Ng Wing Ka ("**Mr. Ng**") has been appointed as the independent non-executive Director since 7 January 2005, served the position for more than 21 years and is subject to be appointed in a separate resolution by the Shareholders at the AGM. The Board considers that Mr. Ng meets the independence guidelines set out in Rule 3.13 of the Listing Rules and the Company has received his annual written independence confirmation. In particular, the Board is satisfied that Mr. Ng, who shall retire from office at the AGM, and being eligible, offer himself for re-election, remains independent and further considers that he should be re-elected in view of his skills, experience and knowledge of the Group's businesses and his ability to exercise independent judgment in relation to the Company's affairs, which continue to be of significant benefit to the Company.

In accordance with the Code Provision B.2.3 of the Corporate Governance Code contained in Appendix C1 of the Listing Rules which states that if an independent non-executive director has served more than 9 years, his further appointment should be subject to a separate resolution to be approved by the Shareholders. Mr. Leung Ting Yuk ("**Mr. Leung**") has been appointed as the independent non-executive Director since 3 December 2009, served the position for more than 16 years and is subject to be appointed in a separate resolution by the Shareholders at the AGM. The Board considers that Mr. Leung meets the independence guidelines set out in Rule 3.13 of the Listing Rules and the Company has received his annual written independence confirmation. In particular, the Board is satisfied that Mr. Leung, who shall retire from office at the AGM, and being eligible, offer himself for re-election, remains independent and further considers that he should be re-elected in view of his skills, experience and knowledge of the Group's businesses and his ability to exercise independent judgment in relation to the Company's affairs, which continue to be of significant benefit to the Company.

In accordance with the Code Provision B.2.3 of the Corporate Governance Code contained in Appendix C1 of the Listing Rules which states that if an independent non-executive director has served more than 9 years, his further appointment should be subject to a separate resolution to be approved by the Shareholders. Mr. Sun Liming ("**Mr. Sun**") has been appointed as the independent non-executive Director since 1 April 2012, served the position for more than 14 years and is subject to be appointed in a separate resolution by the Shareholders at the AGM. The Board considers that Mr. Sun meets the independence guidelines set out in Rule 3.13 of the Listing Rules and the Company has received his annual written independence confirmation. In particular, the Board is satisfied that Mr. Sun, who shall retire from office at the AGM, and being eligible, offer himself for re-election, remains independent and further considers that he should be re-elected in view of his skills, experience and knowledge of the Group's businesses and his ability to exercise independent judgment in relation to the Company's affairs, which continue to be of significant benefit to the Company.

In accordance with the Code Provision B.2.3 of the Corporate Governance Code contained in Appendix C1 of the Listing Rules which states that if an independent non-executive director has served more than 9 years, his further appointment should be subject to a separate resolution to be approved by the Shareholders. Dr. Mu Guodong ("**Dr. Mu**") has been appointed as the independent non-executive Director since 28 December 2012, served the position for more than 13 years and is subject to be appointed in a separate resolution by the Shareholders at the AGM. The Board considers that Dr. Mu meets the independence guidelines set out in Rule 3.13 of the Listing Rules and the Company has received his annual written independence confirmation. In particular, the Board is satisfied that Dr. Mu, who shall retire from office at the AGM, and being eligible, offer himself for re-election, remains independent and further considers that he should be re-elected in view of his skills, experience and knowledge of the Group's businesses and his ability to exercise independent judgment in relation to the Company's affairs, which continue to be of significant benefit to the Company.

AGM

Set out on pages 13 to 14 of this circular is a notice convening the AGM to consider and, if appropriate, to approve the ordinary resolutions, among others, relating to the proposed re-election of Directors.

A form of proxy for use at the AGM is enclosed herewith. If you are not able to attend and/or vote at the AGM in person, you are requested to complete the form of proxy and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, all the resolutions set out in the notice of the AGM will be voted by poll.

RECOMMENDATION

The Board, to the extent having made all reasonable enquires, is not aware that any Shareholder is required to abstain from voting on the proposals to be put forward at the AGM.

The Board considers that the ordinary resolutions in relation to the proposed re-election of Directors to be proposed at the AGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of such resolutions at the AGM.

RESPONSIBILITY STATEMENT

This circular, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and believe the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

GENERAL

Your attention is also drawn to the appendix to this circular.

The English text of this circular shall prevail over the Chinese text in case of any inconsistency.

By Order of the Board
Yanchang Petroleum International Limited
Feng Yinguo
Chairman

The following set out the details of the Directors who shall retire by rotation and, being eligible, offer themselves for re-election at the AGM pursuant to Bye-law 87 of the Bye-laws.

Mr. Ng Wing Ka, aged 56, an independent non-executive Director

Mr. Ng, was appointed as an independent non-executive Director on 7 January 2005. Mr. Ng is also the chairman of the nomination committee and a member of the audit committee of the Company. Mr. Ng graduated with a Bachelor of Laws degree and a Post-graduated Certificate in Laws from The University of Hong Kong. He is the partner of Tung, Ng, Tse & Lam, Solicitors. Mr. Ng was elected as a member of the 14th Hong Kong delegation to the National People's Congress of the People's Republic of China in December 2022. Mr. Ng has been elected as a member of Court and was appointed as a member of the Council of the University of Hong Kong. Mr. Ng is a chairman of the Hong Kong Taiwan Business Co-operation Committee, a chairman of HKSAR Passports Appeal Board, a vice chairman of Independent Police Complaint Council and a non-executive director of The Hong Kong Mortgage Corporation Limited, a member of Competition Commission and a member of the Chinese People's Political Consultative Conference of Shaanxi Province, the PRC. Mr. Ng has been appointed as an independent non-executive director of MTR Corporation Limited (a company listed on the Stock Exchange) since May 2019. Mr. Ng has also been appointed as an independent non-executive director of Glorious Sun Enterprises Limited (a company listed on the Stock Exchange) since June 2019 and appointed as an independent non-executive Director of Catalo Natural Health Service Limited since 1 September 2024. He has been re-elected as a member of the Legislative Council (Industrial (Second) Functional Constituency) on 20 December 2021. He had been acted as an independent non-executive director of China Weaving Materials Holdings Limited (a company listed on the Stock Exchange) from 3 December 2011 to 30 December 2019. Save as the aforesaid, Mr. Ng did not hold any directorship in other listed companies in the past three years.

Mr. Ng has entered into a new service contract with the Company on 4 January 2025 for a term of three years commencing from 4 January 2025. He is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once in every three years in accordance with the Bye-laws. Mr. Ng is entitled to an annual remuneration of HK$128,400, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions, and the recommendation of the remuneration committee of the Company.

As at the Latest Practicable Date, Mr. Ng does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Ng does not have any relationship with any Directors, senior management, substantial shareholders or controlling Shareholders (as defined in the Listing Rules) of the Company.

Mr. Leung Ting Yuk, aged 51, an independent non-executive Director

Mr. Leung was appointed as an independent non-executive Director on 3 December 2009. Mr. Leung is also the chairman of the audit committee and a member of the remuneration committee of the Company. He is a member of the Certified Practicing Accountants, Australia and the Hong Kong Institute of Certified Public Accountants. He has over 21 years' experience in financial management, accounting and auditing. Mr. Leung has been appointed as an independent non-executive director of Most Kwai Chung Limited (a company listed on the Stock Exchange) since March 2018 and he has also been appointed as an independent non-executive director of Xinyi Energy Holdings Limited (a company listed on the Stock Exchange) since November 2018. Mr. Leung has been appointed as an independent non-executive director of Tai United Holdings Limited (a company listed on the Stock Exchange) since July 2023. He has also been appointed as an independent non-executive director of Shangshan Gold International Holdings Limited (a company listed on the Stock Exchange) since May 2025. Save as the aforesaid, Mr. Leung did not hold any directorship in other listed companies in the past three years.

Mr. Leung has entered into a new service contract with the Company on 4 January 2025 for a term of three years commencing from 4 January 2025. He is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once in every three years in accordance with the Bye-laws. Mr. Leung is entitled to an annual remuneration of HK$128,400, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions and the recommendation of the remuneration committee of the Company.

As at the Latest Practicable Date, Mr. Leung does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Leung doses not have any relationship with any Directors, senior management, substantial shareholders or controlling Shareholders (as defined in the Listing Rules) of the Company.

Mr. Sun Liming, aged 72, an independent non-executive Director

Mr. Sun was appointed as an independent non-executive Director, the chairman of the remuneration committee and a member of each of the audit committee and the nomination committee of the Company on 1 April 2012. Mr. Sun holds a bachelor's degree in management engineering from Xi'an Jiaotong University. Mr. Sun has extensive experience in corporate planning, and economic and financial management. Mr. Sun was a managing director of Lishan Company Limited in Hong Kong and a chief representative of Shaanxi Commerce Representative Office in Hong Kong for years, and he served as chief economist with 中國電子進出口陝西公司 (China Electronics Import and Export Shaanxi Company) as well as worked in stated-owned sectors for various senior economic and financial positions. Mr. Sun had been acted as an executive director, a co-chief executive officer and the chairman of the investment committee of DTXS Silk Road Investment Holdings Company Limited (a company listed on the Stock Exchange) from 1 February 2023 to 15 January 2024. Save as the aforesaid, Mr. Sun did not hold any directorship in other listed companies during the past three years.

Mr. Sun has entered into a new service contract with the Company on 4 January 2025 for a term of three years commencing from 4 January 2025. He is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once in every three years in accordance with the Bye-laws. Mr. Sun is entitled to an annual remuneration of HK$128,400, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions and the recommendation of the remuneration committee of the Company.

As at the Latest Practicable Date, Mr. Sun is interested in 30,000 Shares within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Sun does not have any relationship with any Directors, senior management, substantial shareholders or controlling Shareholders (as defined in the Listing Rules) of the Company.

Dr. Mu Guodong, aged 68, an independent non-executive Director

Dr. Mu, was appointed as an independent non-executive Director on 28 December 2012. Dr. Mu was graduated from the School of Economics and Finance of Xi'an Jiaotong University (formerly known as "Shaanxi Institute of Finance & Economics") with a Master degree of Economics in 1988. He was appointed by the State Education Commission of the People's Republic of China as a visiting scholar of Macquarie University in Australia in 1993. Dr. Mu obtained the Endeavour Awards from the Australian Government to study the doctor's degree of Economics in 1995, and obtained his Doctor of Philosophy degree from The University of New England in 2001. Dr. Mu has been appointed as an independent non-executive director of Shaanxi Energy Investment Co., Limited (a company listed on the Shenzhen Stock Exchange). Dr. Mu had acted as the assistant to the general manager of the business development department of China Merchants Group Limited, the controlling shareholder of China Merchants Holdings (International) Company Limited (stock code: 144), a company listed on the Stock Exchange. Dr. Mu had acted as the general manager of 招商金葵資本管理有限責任公司 (China Merchants Jinkui Capital Management Company Limited) and had acted as the assistant to the general manager of China Merchants Capital Limited and the general manager of the Fundraising and IR Department of China Merchants Capital Management (International) Limited. Dr. Mu has extensive experience in corporate finance and management, merger and acquisition and corporate restructuring. He led and participated in numbers of large-scale merger and acquisition projects over the past ten years, which included the projects of China Merchants Group Limited in Vietnam and Sri Lanka, the project of highway merger integration and the project of Qianhai Bonded Port Area in Shenzhen. Save as the aforesaid, Dr. Mu did not hold any directorship in other listed companies during the past three years.

Dr. Mu has entered into a new service contract with the Company on 28 December 2025 for a term of three years commencing from 28 December 2025. He is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once in every three years in accordance with the Bye-laws. Dr. Mu is entitled to an annual remuneration of HK$128,400, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions and the recommendation of the remuneration committee of the Company.

As at the Latest Practicable Date, Dr. Mu is interested in 15,000 Shares within the meaning of Part XV of the SFO.

Save as disclosed above, Dr. Mu does not have any relationship with any Directors, senior management, substantial shareholders or controlling Shareholders (as defined in the Listing Rules) of the Company.

The AGM will be conducted via a virtual meeting online using the eVoting Portal provided by Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong. Shareholders may join the AGM through the eVoting Portal by visiting the website at https://evoting.vistra.com/#/346 (the "**eVoting Portal**") by using their computers, tablet devices or smartphones. Shareholders attending the AGM using the eVoting Portal will be deemed to be present at, and will be counted towards the quorum of the meeting.

Registered Shareholders will be able to attend the AGM through the eVoting Portal, vote and submit questions or comments online through the eVoting Portal to us and other Shareholders. Each registered Shareholder's personalized login and access code will be sent to him or her or it under a separate letter. In the case of joint registered holders of any Share(s), only ONE PAIR of login and access code will be provided to the joint registered holders. Any one of such joint registered holders may attend or vote in respect of such Share(s) as if he/she/it was solely entitled thereto.

Non-registered Shareholders whose shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to attend the AGM through the eVoting Portal, vote and submit questions or comments online through the eVoting Portal to us and other Shareholders. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.

For online voting at the AGM, the Shareholders can refer to our separate letter and the Online Meeting User Guide (by visiting the hyperlink or scanning the QR code as printed therein) for details. If you have any queries on the above, please contact the Company's share registrar in Hong Kong, Tricor Investor Services Limited, via their hotline at (852) 2980 1333 from 9:00 a.m. to 5:00 p.m. (Monday to Friday, excluding Hong Kong public holidays).

Shareholders who wish to attend the AGM and exercise their voting rights can be achieved in one of the following ways:

(i) attend the AGM via eVoting Portal which enables live streaming and interactive platform for questions and answers and submit their voting online; or

(ii) appoint chairman of the AGM or other persons as your proxy to vote on your behalf.

A proxy form for use at the AGM is enclosed and despatched together with this circular. Whether or not you intend to attend the AGM, you are requested to complete the said proxy form and return it to the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the AGM or any adjournment thereof.

Each registered Shareholder is requested to provide a valid email address of his or her proxy (except appointing "the Chairman of the Meeting" as proxy) for the proxy to receive the login and access code to view a live streaming webcast of the AGM, vote and submit questions or comments online through the eVoting Portal. The proxy's authority and instruction will be revoked if the registered Shareholder attend and vote at the AGM via the eVoting Portal.

If Typhoon Signal No. 8 or above, or "extreme conditions" caused by super typhoons, or a "black" rainstorm warning is in effect any time and remains in force at 8:00 a.m. on the date of the AGM, the meeting will be postponed. The Company will post an announcement on the respective website of the Company and the Stock Exchange to notify Shareholders of the date and time of the rescheduled meeting as soon as practicable.

延長石油國際有限公司
YANCHANG PETROLEUM INTERNATIONAL LIMITED
(Incorporated in Bermuda with limited liability)
(Stock Code: 00346)

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the "**AGM**") of Yanchang Petroleum International Limited (the "**Company**") will be held via a virtual meeting online at https://evoting.vistra.com/#/346 on Thursday, 28 May 2026 at 3:30 p.m., or any adjournment thereof, for the following purposes:

AS ORDINARY BUSINESS AND ORDINARY RESOLUTIONS

1. To receive and consider the audited financial statements and the report of the directors and the independent auditor's report of the Company and its subsidiaries for the year ended 31 December 2025.

2. 2.1 To re-elect Mr. Ng Wing Ka as an independent non-executive director of the Company.

   2.2 To re-elect Mr. Leung Ting Yuk as an independent non-executive director of the Company.

   2.3 To re-elect Mr. Sun Liming as an independent non-executive director of the Company.

   2.4 To re-elect Dr. Mu Guodong as an independent non-executive director of the Company.

   2.5 To authorise the board of directors of the Company (the "**Board**") to fix the remuneration of the directors.

3. To appoint BDO Limited as the auditors of the Company and to authorise the Board to fix their remuneration.

By Order of the Board
Yanchang Petroleum International Limited
Feng Yinguo
Chairman

Hong Kong, 22 April 2026

Notes:

1. For determining the entitlement to attend and vote at the AGM or any adjournment thereof, the record date is fixed on Thursday, 28 May 2026. The register of members of the Company will be closed from 22 May 2026 to 28 May 2026 (both days inclusive), during which period no transfer of share(s) will be registered. In order to qualify for attending and voting at the AGM, all transfer of shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on 21 May 2026.

2. A member of the Company entitled to attend and vote at the AGM is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.

3. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.

4. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney or other person duly authorised, and must be deposited with the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours before the time appointed for holding the AGM.

5. With respect to the resolution no. 2 as set out in this notice, Mr. Ng Wing Ka, Mr Leung Ting Yuk, Mr. Sun Liming and Dr. Mu Guodong shall retire and, being eligible, offer themselves for re-election at the AGM. The biographical details of the said directors of the Company are set out in Appendix I to this circular.

6. Completion and return of the form of proxy will not preclude members from attending and voting at the AGM.

7. As at the date of this notice, the board of directors of the Company consists of eight directors, of which three are executive directors, namely Mr. Feng Yinguo (chairman), Ms. Wang Haining and Mr. Ding Jiasheng, one is non-executive director, namely Ms. Lu Yiwen and four are independent non-executive directors, namely Mr. Ng Wing Ka, Mr. Leung Ting Yuk, Mr. Sun Liming and Dr. Mu Guodong.