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首程控股有限公司  
SHOUCHENG HOLDINGS LIMITED

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 697)

**NOTICE OF GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a general meeting of Shoucheng Holdings Limited (the “**Company**”) will be held at 10:00 a.m. on Monday, 27 January 2025 at Conference Room 901, Building 2, West 10th Winter Olympic Square, Liaocang Road, Shougang Park, No. 68 Shijingshan Road, Shijingshan District, Beijing, China for the purpose of considering and, if thought fit, passing the following resolution as ordinary resolution of the Company:

**ORDINARY RESOLUTION**

“**THAT:**

- (a) the sale and purchase agreement (the “**Sale and Purchase Agreement**”) dated 18 December 2024 entered into between Shougang Holding (Hong Kong) Limited (“**Shougang Holding**”) and Fine Power Group Limited (the “**Vendor**”) (a copy of which is tabled at the meeting and marked “A” and initialled by the chairman of the meeting for identification purpose) and the proposed transfer of 606,927,640 issued shares of Shougang Fushan Resources Group Limited held by the Vendor to Shougang Holding (the “**Proposed Restructuring**”) contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) any one director of the Company (“**Director**”), or any two Directors or two other persons authorized by the board of Directors if the affixation of the common seal is necessary, be and is/are hereby authorised to do all such further acts and things and to sign and execute all such documents (and to affix the common seal of the Company thereon, if necessary) and to take all such steps which in his/her opinion may be necessary, appropriate, desirable or expedient to implement and/or give effect to the Sale and Purchase Agreement and the Proposed Restructuring contemplated thereunder and, subject to and in accordance with the applicable laws and regulations, to approve and make such immaterial variation, amendment, supplement or waiver of immaterial matters relating thereto in the interests of the Company and its shareholders as a whole.”

By order of the Board  
**Shoucheng Holdings Limited**  
**Zhao Tianyang**  
*Chairman*

Hong Kong, 11 January 2025

*Notes:*

1. Any shareholder entitled to attend and vote at the meeting 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 shareholder of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor 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 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for holding the meeting (i.e., at or before 10:00 a.m. on Friday, 24 January 2025) or any adjournment thereof (as the case may be).
4. The register of members of the Company will be closed from Wednesday, 22 January 2025 to Monday, 27 January 2025 (both days inclusive) to determine the entitlement to attend and vote at the meeting. During such period no transfer of shares of the Company will be registered. In order to qualify for the entitlement to attend and vote at the meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Tuesday, 21 January 2025 for registration.
5. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the meeting 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.
6. 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 meeting, 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.

*As at the date of this announcement, the Board comprises Mr. Zhao Tianyang (Chairman) and Mr. Xu Liang as Executive Directors; Mr. Wu Lishun, Mr. Li Hao (Vice Chairman), Mr. Peng Jihai, Mr. Ho Gilbert Chi Hang and Mr. Liu Jingwei as Non-executive Directors; Dr. Wang Xin, Mr. Choi Fan Keung Vic, Mr. Deng Yougao, Ms. Zhang Quanling and Ms. Zhuge Wenjing as Independent Non-executive Directors.*