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SHENGLI OIL & GAS PIPE HOLDINGS LIMITED

勝利油氣管道控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1080)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of the shareholders of Shengli Oil & Gas Pipe Holdings Limited (the “Company”) will be held at the office building of Shandong Shengli Steel Pipe Co., Ltd., Zhongbu Town, Zhangdian District, Zibo City, Shandong Province, the PRC on Wednesday, 16 October 2019 at 2:00 p.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTIONS

To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution of the Company:

“**THAT** the conditional sale and purchase agreement dated 15 August 2019 (the “**Agreement**”) entered into between Shenzhen Zhongcheng NEEQ Investment Corporation LLP* (深圳中城新三板投資企業(有限合夥)) (“**Shenzhen Zhongcheng**”) and Zhejiang Shengguan Industries Company Limited* (浙江勝管實業有限公司) (“**Zhejiang Shengguan**”) in respect of the disposal of the 45% equity interests in Shanghai Guoxin Industrial Co., Ltd* (上海國心實業有限公司), being all of the equity interests held by Zhejiang Shengguan, to Shenzhen Zhongcheng, a copy of which has been produced to the meeting and contained in the document marked “A” for the purpose of identification, and the transactions contemplated under the Agreement, be and are hereby approved,

ratified and confirmed; and the directors of the Company be and are hereby authorized for and on behalf of the Company to sign, execute, perfect and deliver all such other documents and deeds, and do all such acts, matters and things as they may in their discretion consider necessary to carry the Agreement into effect.”

Yours Faithfully
By Order of the Board
Shengli Oil & Gas Pipe Holdings Limited
Zhang Bizhuang
Executive Director & Chief Executive Officer

Zibo, Shandong, 25 September 2019

As at the date of this announcement, the Directors of the Company are:

Executive Directors Mr. Zhang Bizhuang, Mr. Jiang Yong, Mr. Wang Kunxian,
Ms. Han Aizhi and Mr. Song Xichen

*Non-executive
Director* Mr. Wei Jun

*Independent non-
executive Directors* Mr. Chen Junzhu, Mr. Wu Geng and Mr. Qiao Jianmin

Notes:

1. In order to ascertain the entitlement of Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 11 October 2019 to Wednesday, 16 October 2019, both days inclusive, during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 10 October 2019.
2. Any member of the Company entitled to attend and vote at the meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company. A proxy need not be a member of the Company. In addition, a proxy or proxies representing either a member who is an individual or a member which is a corporation shall be entitled to exercise the same powers on behalf of the member which he or they represent as such member could exercise.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, under its seal and under the hand of an officer, attorney or other person duly authorized to sign the same.

4. In order to be valid, the instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any), under which it is signed or a certified copy of such power or authority shall be delivered to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
5. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting convened.
6. Where there are joint holders of any Share, any one of such joint holder may vote either in person or by proxy in respect of such Share as if he/she were solely entitled thereto; but if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.