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**CHU KONG PETROLEUM AND NATURAL GAS STEEL PIPE HOLDINGS LIMITED**

**珠江石油天然氣鋼管控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1938)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of Chu Kong Petroleum and Natural Gas Steel Pipe Holdings Limited (the “Company”) will be held at Portion 2, 12/F., The Centre, 99 Queen’s Road Central, Hong Kong, at 2:30 p.m. on Friday, 23 October 2020 to consider and, if thought fit, pass with or without notification, the following resolution as an ordinary resolution of the Company:

### **ORDINARY RESOLUTION**

**“THAT:**

- (i) the land resumption compensation agreement dated 15 September 2020 entered into between Guangzhou City Land Development Centre\* (廣州市土地開發中心), Panyu Chu Kong Steel Pipe Co., Limited\* (番禺珠江鋼管有限公司) (“PCKSP”), Guangdong Yuecai Trust Co. Limited\* (廣東粵財信托有限公司) (“Guangzhou Yuecai Trust”), Guangzhou City Panyu District Land Development Centre\* (廣州市番禺區土地開發中心) and Guangzhou Xingchen Consultation Company Limited\* (廣州星宸諮詢有限公司) (“Xingchen”) in respect of the resumption of the piece of land owned by PCKSP with a site area of approximately 280,197 m<sup>2</sup> and located at the north side of Yayun Avenue, Dalong Street, Panyu District, Guangzhou City, Guangdong Province, the PRC (中國廣東省廣州市番禺區大龍街亞運大道北側) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

\* for identification purpose only

- (ii) the termination of (a) the capital injection and cooperation agreement dated 12 February 2018 entered into among Chu Kong Steel Pipe Group Co. Limited (“CKSPG”), Guangdong Yuecai Trust, PCKSP, the Company, Guangdong Pearl Steel Investment Management Co., Limited\* (廣東珠鋼投資管理有限公司), Mr. Chen Chang and Guangzhou Asset Management Company Limited\* (廣州資產管理有限公司) (the “Investment Manager”) in connection with the disposal of an aggregate of 59% of the equity interest in PCKSP (actual and deemed); and (b) the disposal agreement dated 27 February 2019 entered into among CKSPG, Xingchen, PCKSP, Guangzhou Pearl River Petroleum Steel Pipe Coating Co. Limited (廣州珍珠河石油鋼管防腐有限公司), Guangdong Yuecai Trust, the Investment Manager, Mr. Chen Chang and the Company in connection with the disposal of an aggregate of 80% equity interest in PCKSP (as supplemented by two supplemental agreements dated 15 June 2020) pursuant of the terms thereof be and are hereby approved, confirmed and ratified; and
- (iii) any one director of the Company be and is hereby authorised to do all such acts and things and to sign and execute all such documents, instruments and agreements for and on behalf of the Company as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with this resolution.”

By order of the Board  
**Chu Kong Petroleum and Natural Gas Steel Pipe Holdings Limited**  
**Chen Chang**  
*Chairman*

Guangdong Province, the PRC, 8 October 2020

*Notes:*

1. Any member entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote instead of such member in accordance with the articles of associate of the Company. A proxy need not be a member of the Company.
2. The register of members will be closed from Tuesday, 20 October 2020 to Friday, 23 October 2020 (both days inclusive), during which period no share transfers will be registered. In order to qualify to attend and vote at the EGM, all transfer forms accompanied by relevant share certificates must be lodged with the Company’s share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on Monday, 19 October 2020.
3. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
4. To be valid, a form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be completed and deposited with the Company’s share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding of the EGM or any adjournment thereof.

5. In the case of joint holders of a share, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such holders is present at the above meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
6. If tropical cyclone warning signal no. 8 or above, “extreme conditions” caused by super typhoons or a black rainstorm warning is in effect at any time after 9:00 a.m. on Friday, 23 October 2020, the meeting will be postponed and further announcement for details of alternative meeting arrangements will be made. The meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

*As at the date hereof, the Board comprises three executive Directors, namely Mr. CHEN Chang, Mr. CHEN Guo Xiong and Ms. CHEN Zhao Nian; and three independent non-executive Directors, namely Mr. CHEN Ping, Mr. TIAN Xiao Ren and Mr. AU YEUNG Kwong Wah.*