

# **GWT**

長城科技股份有限公司

**Great Wall Technology Company Limited**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

(Stock Code: 0074)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Board of Directors of Great Wall Technology Company Limited (the “**Company**”) has resolved that an extraordinary general meeting (“**EGM**”) of the Company to be held at No. 2 Keyuan Road, Technology and Industry Park, Nanshan District, Shenzhen, PRC on 25 August 2008 at 9:30 a.m. to approve the following business:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the transactions contemplated under the Purchase Agreements and the proposed Purchase Annual Cap (as more particularly described in the circular dated 11 July 2008);
2. To consider and approve the transactions contemplated under the Sale Agreements and the proposed Sale Annual Cap (as more particularly described in the circular dated 11 July 2008); and
3. To consider and approve the transactions contemplated under the Deposit Agreements and the proposed Deposit Annual Cap (as more particularly described in the circular dated 11 July 2008).

By order of the Board  
**Great Wall Technology Company Limited**  
**Lu Ming**  
*Chairman*

Shenzhen, PRC, 11 July 2008

*Notes:*

1. The Register of Members of the Company will be closed from 25 July 2008 to 25 August 2008 (both days inclusive), during which no transfer of shares in the Company will be registered.
2. Holders of the Company's shares whose names appear on the Register of Members of the Company on 25 August 2008 shall have the right to attend and vote at the EGM or any adjournment thereof.

3. In order to be entitled to attend and vote at the EGM and to qualify for the final dividend, persons holding the H Shares of the Company shall lodge share transfer documents and the relevant share certificates with the Company's H Shares registrar not later than 4:00 p.m. on 24 July 2008.
4. The address of the Company's H Share registrar for share transfer is: Hong Kong Registrars Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong.
5. A shareholder entitled to attend and vote at the EGM may appoint one or more proxies (whether he/she is a shareholder of the Company or not) to attend and vote instead of him/her. Each holder of H Shares (or his/her proxy) shall be entitled to one vote for each share held on any vote taken by poll. The completion and deposit of a form of proxy will not preclude any shareholder from attending and voting at the EGM or any adjournment thereof.
6. Shareholders intending to attend the EGM must notify the Company Secretary's office no later than 5 August 2008 with written confirmation together with the reply slip completed on the day or before, by person, by mail or by fax. The mentioned reply in writing does not affect a shareholder's right to attend and vote at EGM as stated in Note 2. The reply slip had been mailed to shareholders together with this Notice of EGM.
7. A proxy (or proxies) must be appointed in writing. Such instrument shall be signed by the person appointing the proxy (or proxies) or by his/her duly authorized attorney. If the form of proxy is signed by an attorney, the document appointing the attorney must be certified by a notary. To be valid, a notarially certified power of attorney or other authority (if any) and the form of proxy must be received by the Company's H Shares registrar, Hong Kong Registrars Ltd., Rooms 1712-1716, 17th Floor, Hopewell Center, 183 Queen's Road East, Hong Kong, 24 hours (excluding Saturday, Sunday and public holiday) prior to the commencement of the EGM. The form of proxy for use at the EGM had been mailed to shareholders together with this Notice of EGM.
8. The EGM is expected to last for half a day. The shareholders will be responsible for their own travel and accommodation expenses.

As at the date of this notice, the board of directors of the Company comprises:

*Executive Directors:*

Mr. Lu Ming (*Chairman*)  
Mr. Tam Man Chi  
Mr. Wang Jincheng  
Mr. Yang Jun  
Mr. Su Duan  
Mr. Fu Qiang

*Independent Non-executive Directors:*

Mr. Li Sanli  
Ms. Wang Qinfang  
Mr. Kennedy Ying Ho Wong

*Registered address and head office:*

No. 2 Keyuan Road  
Technology and Industry Park  
Nanshan District  
Shenzhen, PRC