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INSPUR INTERNATIONAL LIMITED

浪潮國際有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 596)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Inspur International Limited (the “**Company**”) will be held at Flats B & C , 30/F., Tower A, Billion Center, 1 Wang Kwong Road, Kowloon Bay, Kowloon, Hong Kong, on Monday, 15 August 2011 at 10:00 a.m. to pass the following resolutions as the ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. **“THAT:**

- (a) the supplemental agreement (the “**Supplemental Agreement**”) entered into by Inspur Worldwide Services Limited (浪潮世科(山東)信息技術有限公司) and Microsoft Corporation on 27 June 2011 in relation to setting of the annual caps of the transactions for the three years ending 30 June 2014 under the Microsoft Master Outsourced Services Agreement dated 27 May 2010 between the aforesaid parties regarding the provision of outsourced services by Inspur Worldwide Services Limited to Microsoft Corporation and related matters (details of the Supplemental Agreement are set out in the Company’s circular dated 29 July 2011 (the “**Circular**”), copies of the Supplemental Agreement and the Circular have been tabled at the meeting and marked “A” and “B” respectively initialed by the Chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the proposed New Caps (Microsoft) in respect of the Microsoft CCT (as defined and more particularly described in the Circular) be and are hereby approved and confirmed; and
- (c) the directors of the Company be and are hereby authorized to do such acts and execute such other documents as they may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the Supplemental Agreement, the proposed New Caps (Microsoft) and all transactions contemplated thereunder.”

2. **“THAT:**

- (a) the new framework agreement (the **“New Framework Agreement”**) entered into by the Company (for itself and on behalf of its subsidiaries) and Inspur Group Limited (浪潮集團有限公司) (for itself and on behalf of its subsidiaries) on 15 July 2011 in relation to the continuing connected transactions between the Company and its subsidiaries of one part and Inspur Group Limited and its subsidiaries of another part for the three years ending 31 December 2013 (details of the New Framework Agreement are set out in the Circular, a copy of the New Framework Agreement has been tabled at the meeting and marked “C” and initialed by the Chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the proposed New Caps (Inspur Group) in respect of the Inspur Group CCT (as defined and more particularly described in the Circular) be and are hereby approved and confirmed; and
- (c) the directors of the Company be and are hereby authorized to do such acts and execute such other documents as they may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the New Framework Agreement, the proposed New Caps (Inspur Group) and all transactions contemplated thereunder.”

By order of the Board
Inspur International Limited
Mr. Sun Pishu
Chairman

Hong Kong, 29 July 2011

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
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Cayman Islands

***Head office and principal place of
business in Hong Kong:***

Flats B & C, 30/F.
Tower A, Billion Centre
1 Wang Kwong Road
Kowloon Bay
Kowloon
Hong Kong

Notes:

- 1. A form of proxy for use at the EGM or any adjournment thereof is enclosed.
- 2. A member entitled to attend and vote at the EGM is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the annual general meeting to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each such proxy is so appointed.

3. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, at the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof, should he so wish.
4. In the case of joint holders of shares, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holder are present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
5. The voting on the resolutions at the EGM will be conducted by way of a poll.

As at the date of this notice, the Board comprised Mr. Sun Pishu, Mr. Wang Xingshan, Mr. Chen Dongfeng and Mr. Dong Hailong as executive Directors, and Mr. Meng Xiang Xu, Mr. Zhang Tiqin and Mr. Wong Lit Chor, Alexis as independent non-executive Directors.