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北京金隅股份有限公司
BBMG Corporation*

(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2009)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting for the year 2011 (the “**Annual General Meeting**”) of BBMG Corporation* (the “**Company**”) will be held at Conference Room 6, 22nd Floor, Tower D, Global Trade Center, No. 36, North Third Ring East Road, Dongcheng District, Beijing 100013, the People's Republic of China at 9:30 a.m. on Thursday, 24 May 2012 to consider and, if thought fit, approve the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and, if thought fit, to approve the report of the board of directors of the Company (the “**Board**”) for the year ended 31 December 2011.
2. To consider and, if thought fit, to approve the report of the supervisory board of the Company for the year ended 31 December 2011.
3. To consider and, if thought fit, to approve the audited accounts of the Company for the year ended 31 December 2011.
4. To consider and, if thought fit, to approve the profit distribution proposal of the Company, namely, the proposal for distribution of a final dividend of RMB0.072 per share (before tax) in an aggregate amount of approximately RMB308.4 million for the year ended 31 December 2011, and to authorise the Board to implement the aforesaid distribution.

* *for identification purpose only*

SPECIAL RESOLUTIONS

5. To consider and, if thought fit, to approve the granting of a general mandate to the Board to issue, allot and otherwise deal with (1) additional A Shares of the Company not exceeding 20% of the A Shares in issue; and (2) additional H Shares of the Company not exceeding 20% of the H Shares in issue, and to authorize the Board to make such corresponding amendments to the Articles of Association of the Company as it thinks fit so as to reflect the new capital structure upon the allotment and issue of such new shares:

“THAT

- (1) subject to the approvals of China Securities Regulatory Commission and the relevant authorities of the People’s Republic of China (“**PRC**”) being given and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Articles of Association of the Company and the applicable laws and regulations of the PRC, an unconditional general mandate be and is hereby granted to the Board to exercise during the Relevant Period of all the powers of the Company to allot, issue and deal with, either separately or concurrently, additional A Shares and H Shares of the Company on such terms and conditions as the Board may determine and that, in the exercise of their powers to allot, issue and deal with shares, the mandate granted to the Board shall include (without limitation):
- (i) to formulate and implement the detailed issue proposal which includes, without limitation, the class of new shares to be issued, the pricing mechanism and/or the issue price (including a price range), the number of shares to be issued, the target subscribers and the use of proceeds; to determine the timing of the issue and the issue period, and to decide whether to place to existing shareholders or not;
 - (ii) to consider and approve and execute on behalf of the Company agreements relating to the issue, including but not limited to placing and underwriting agreements, engagement agreements with intermediaries;
 - (iii) to consider and approve and execute on behalf of the Company documents relating to the issue which shall be submitted to the relevant regulatory authorities; to fulfill the relevant approval procedures in accordance with the requirements of the regulatory authorities and at the locality where the Company is listed;
 - (iv) to make necessary amendments to the relevant agreements and documents mentioned in (ii) and (iii) of above in accordance with the requirements of domestic and foreign regulatory authorities;
 - (v) to affix the seal of the Company on the agreements and documents relating to the issue;

- (vi) to engage intermediaries in connection with the issue and to approve and execute all actions, deeds, documents and such other matters that are necessary, appropriate, commendable or relevant to the issue;
- (vii) to approve the increase of the registered capital of the Company, make relevant amendments to the Articles of Association of the Company relating to the total capital and shareholding structure, and fulfill the relevant registration and filing procedures pursuant to the domestic and foreign legal requirements, after the issue of the new shares.

- (2) Except that the Board may grant offers, agreements, or options during the Relevant Period in relation to the issue of A Shares and/or H Shares, which might require further promotion or implementation after the end of the Relevant Period, the exercise of the powers referred to paragraph (1) of above shall be within the Relevant Period; and
- (3) for the purposes of this resolution:

“A Shares” means domestic shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, listed on the Shanghai Stock Exchange.

“H Shares” means overseas listed foreign shares in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, listed on the Main Board of The Stock Exchange of Hong Kong Limited.

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the 12-month period following the passing of this resolution; and
- (iii) the revocation or variation of the authority given to the Board under this resolution by passing of a special resolution of the Company in a general meeting.”

- 6. To consider and, if thought fit, to approve the proposed amendment to the rules of procedure for the meetings of the Board as set out in the circular of the Company dated 29 March 2012.

By order of the Board
BBMG Corporation*
Jiang Weiping
Chairman

Beijing, the PRC, 29 March 2012

Notes:

- 1 Pursuant to Rule 13.39(4) of the Listing Rules, votes of the shareholders at the Annual General Meeting shall be taken by poll except where the chairman of the Annual General Meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands.
- 2 Any shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more than one proxy to attend and vote on his behalf. A proxy need not be a member of the Company.
- 3 To be valid, the form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such authority, must be deposited at the office of the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H shares as soon as possible and in any event not less than 24 hours before the time for holding of the meeting or appointed time for voting or any adjournment thereof.
- 4 Shareholders or their proxies shall present proofs of identities when attending the Annual General Meeting.
- 5 The holders of A shares and H shares will vote as one class of shareholder. The register of members for H shares of the Company will be closed from 25 April 2012 (Wednesday) to 24 May 2012 (Thursday) (both days inclusive), during which no transfer of shares will be effected. Shareholders whose name appear on the register of members of the Company on 24 May 2012 (Thursday) will be entitled to attend and vote at the Annual General Meeting. In order to attend and vote at the Annual General Meeting, all transfers accompanied by relevant share certificates must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 24 April 2012 (Tuesday).
- 6 Shareholders entitled to attend the Annual General Meeting are requested to deliver the reply slip for attendance to the headquarters of the Company at Room 2220, 22nd Floor, Tower D, Global Trade Center, No. 36, North Third Ring East Road, Dongcheng District, Beijing 100013, the People's Republic of China, by hand, by post or by fax (the Company's fax no.: (86) 10 6641 0889) not later than 20 days before the date of the Annual General Meeting. i.e. no later than 3 May 2012 (Thursday).
- 7 The Board has recommended a final dividend of RMB0.072 per share for the year ended 31 December 2011 and, if such dividend is approved by the shareholders of the Company by passing the ordinary resolution No. 4 above in the Annual General Meeting, the final dividend for the year ended 31 December 2011 is expected to be distributed on or before 23 July 2012 (Monday) to those shareholders whose name appear on the Company's register of members on 18 June 2012. The register of members for H shares of the Company will be closed from 14 June 2012 (Thursday) to 18 June 2012 (Monday), both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the final dividend, all transfers accompanied by relevant share certificates must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4: 30 p.m. on 13 June 2012 (Wednesday).
- 8 Shareholders or their proxies attending the Annual General Meeting are responsible for their own transportation and accommodation expenses.
- 9 As at the date hereof, the executive directors are Jiang Weiping, Jiang Deyi, Shi Xijun, Wang Hongjun and Deng Guangjun; the non-executive director is Li Xinhua; and the independent non-executive directors are Hu Zhaoguang, Xu Yongmo, Zhang Chengfu and Yip Wai Ming.