



CITIC PACIFIC

**CITIC Pacific Limited**  
**中信泰富有限公司**

*(Incorporated in Hong Kong with limited liability under the Companies Ordinance)*

**(Stock Code: 267)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of CITIC Pacific Limited (the “**Company**”) will be held at Island Ballroom, Level 5, Island Shangri-La Hotel, Two Pacific Place, Supreme Court Road, Hong Kong on Wednesday, 3 October 2007 at 3:30 p.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as ordinary resolutions:

**ORDINARY RESOLUTIONS**

- (1) “**THAT** subject to the approval of the Proposed Spin-off being granted by the Stock Exchange, the proposed spin-off of Dah Chong Hong Holdings Limited (“**DCH Holdings**”), a subsidiary of the Company, and separate listing of the shares of DCH Holdings on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) as more particularly described in the circular of the Company dated 17 September 2007 contained in the document marked “A” and despatched to the shareholders of the Company of which the notice convening this meeting forms part and produced to the meeting and for the purpose of identification signed by the Chairman thereof (the “**Circular**”), subject to any variations or changes which are considered by the Company’s directors not to be material (the “**Proposed Spin-off**”), which constitutes a material dilution (within the meaning under the Rules Governing the Listing of Securities on the Stock Exchange) of the Company’s interest in DCH Holdings and its subsidiaries, be and is hereby approved and any one director of the Company be and is hereby authorised to do all such acts, to enter into all such transactions and arrangements and to make such amendments or alterations as may be necessary or expedient in order to give effect to the Proposed Spin-off.”
- (2) “**THAT** the pre-IPO share option scheme and the post-IPO share option scheme of DCH Holdings, the terms of which are contained in the documents marked “B” and “C” respectively and produced to the meeting and for the purpose of identification signed by the Chairman thereof and summaries of which are set out in the Circular (the “**Share Option Schemes**”), be and are hereby approved and any one director of the Company be and is hereby authorised to do all such acts and to enter into all such

transactions and arrangements as may be necessary or expedient in order to give effect to the Share Option Schemes.”

By Order of the Board  
**CITIC Pacific Limited**  
**Stella Chan Chui Sheung**  
*Company Secretary*

Hong Kong, 17 September 2007

*Registered Office:*  
32/F., CITIC Tower,  
1 Tim Mei Avenue,  
Central,  
Hong Kong.

**Notes:**

1. A member of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead in accordance with the Company’s Articles of Association. A proxy need not be a member of the Company.
2. To be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be lodged at the share registrars of the Company in Hong Kong at 26/F., Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the appointed time for holding the Extraordinary General Meeting or any adjournment thereof (as the case may be) and in default thereof the form of proxy and such power or authority shall not be treated as valid.
3. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.

*As at the date of this announcement, the executive directors of the Company are Messrs Larry Yung Chi Kin (Chairman), Henry Fan Hung Ling, Peter Lee Chung Hing, Carl Yung Ming Jie, Leslie Chang Li Hsien, Vernon Francis Moore, Li Shilin, Liu Jifu, Chau Chi Yin, Milton Law Ming To and Wang Ande; the non-executive directors of the Company are Messrs Willie Chang, André Desmarais, Chang Zhenming and Peter Kruyt (alternate director to Mr. André Desmarais); and the independent non-executive directors of the Company are Messrs Hamilton Ho Hau Hay, Alexander Reid Hamilton, Hansen Loh Chung Hon and Norman Ho Hau Chong.*