

The logo for Smart Union, featuring the company name in a white, cursive font on a red rectangular background, with a blue horizontal bar below it.

SMART UNION GROUP (HOLDINGS) LIMITED

合俊集團(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2700)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of Smart Union Group (Holdings) Limited (the “**Company**”) will be held at Pacific Place Conference Centre, Vinson Room, Level 5, One Pacific Place, 88 Queensway, Hong Kong on Friday, 28 December 2007 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution with or without amendments as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT**

- (a) the conditional agreement (the “**Agreement**”) dated 17 October 2007 entered into among Smart Union Mining Investments Limited, formerly known as Queen Glory Limited (the “**Purchaser**”), a wholly owned subsidiary of the Company, Mr. Tang Xue Jin (the “**Vendor**”) and China Mining Corporation Limited (the “**Target**”) in relation to, among other matters, the sale and purchase of 22,755 shares of US\$1.00 each in the issued share capital of the Target and the subscription of the convertible bonds (the “**Convertible Bonds**”) with principal amount of HK\$40,000,000 to be issued by the Target to the Purchaser (a copy of which is marked “A” and produced to the EGM and signed by the chairman of the EGM for identification purpose) be and is hereby ratified, confirmed and approved and the directors (the “**Directors**”) of the Company be and are hereby authorised to do all such acts and things and execute all such documents which they consider necessary, desirable or expedient for the implementation of and giving effect to the Agreement and the transactions contemplated thereunder;
- (b) the allotment and issue of 118,000,000 ordinary shares (the “**Consideration Shares**” and each a “**Consideration Share**”) of HK\$0.10 each of the Company credited as fully paid at an issue price of HK\$1.67 per Consideration Share to the Vendor pursuant to the Agreement be and is hereby approved and any Director be and is hereby authorised to allot and issue the Consideration Shares in accordance with the terms of the Agreement and to take all steps necessary, desirable or expedient in his opinion to implement or give effect to the allotment and issue of the Consideration Shares; and

- (c) the conversion of the Convertible Bonds into 3,379 shares of US\$1.00 each in the share capital of the Target by the Purchaser pursuant to the terms of the Agreement and the Convertible Bonds be and is hereby approved and any Director be and is hereby authorised to do all such acts and things and execute all such documents which they consider necessary, desirable or expedient in his opinion to effect the conversion of the Convertible Bonds.”

By order of the Board
Smart Union Group (Holdings) Limited
Wu Kam Bun
Chairman

Hong Kong, 10 December 2007

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

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

Rooms 217 - 222
Advanced Technology Centre
2 Choi Fat Street
Sheung Shui
New Territories
Hong Kong

Notes:

1. Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and, in the event of a poll, vote in his/her stead. A proxy needs not be a member of the Company.
2. In order to be valid, the form of proxy must be duly lodged at the Company's branch registrar in Hong Kong, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong together with a power of attorney or other authority, if any, under which it is duly signed or a notarially certified copy of that power of attorney or authority, not less than 48 hours before the time for holding the meeting or any adjourned meeting.
3. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the above meeting or any adjournment thereof, should he so wish, and in such event, the form of proxy shall be deemed to be revoked.

As at the date of this announcement, the Board comprises executive Directors, namely Mr. Wu Kam Bun, Mr. Lai Chiu Tai, Mr. Lo Kwok Choi, Mr. Ho Wai Wah and Mr. Wong Wai Chuen and independent non-executive Directors, namely, Dr. Lui Sung Wing, Mr. Li Chak Hung and Mr. Tang Koon Yiu, Thomas.