
THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Shougang Concord Century Holdings Limited, you should at once hand this supplemental circular, together with the enclosed second form of proxy, to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**SHOUGANG CONCORD CENTURY HOLDINGS LIMITED****首長寶佳集團有限公司***(Incorporated in Hong Kong with limited liability)*

(Stock Code: 103)

**SUPPLEMENTAL CIRCULAR
TO
THE CIRCULAR TO SHAREHOLDERS DATED 29 APRIL 2010
IN RESPECT OF THE RE-ELECTION OF RETIRING DIRECTORS
AND
SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING**

This supplemental circular should be read together with the circular to Shareholders dated 29 April 2010 (the “Circular”). The notice of the Annual General Meeting of the Company to be held at JW Marriott Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong, on Tuesday, 8 June 2010 at 10:00 a.m. is set out on pages 13 to 16 of the Circular. Unless the context requires otherwise, capitalised terms used in this supplemental circular shall have the same meanings ascribed thereto in the Circular.

Whether or not you are able to attend the Annual General Meeting, you are requested to complete the enclosed second form of proxy (the “Second Form of Proxy”) in accordance with the instructions printed thereon and return it to the Company’s share registrars, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the said meeting or any adjournment thereof. Completion and return of the Second Form of Proxy will not preclude you from attending and voting in person at the said meeting or any adjourned meeting should you so wish.

10 May 2010

LETTER FROM THE BOARD



SHOUGANG CONCORD CENTURY HOLDINGS LIMITED

首長寶佳集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 103)

Directors:

Li Shaofeng (*Chairman and Managing Director*)
Tong Yihui (*Deputy Managing Director*)
Leung Shun Sang, Tony[#]
Tang Cornor Kwok Kau (*Deputy Managing Director*)
Yang Kaiyu (*Deputy Managing Director*)
Geert Johan Roelens (*Executive Director*)
Yip Kin Man, Raymond*
Law, Yui Lun*
Chan Chung Chun*

Registered office:

5th Floor
Bank of East Asia Harbour View Centre
51-57 Gloucester Road
Wanchai
Hong Kong

[#] *Non-executive Director*

* *Independent Non-executive Director*

10 May 2010

To Shareholders

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR
TO
THE CIRCULAR TO SHAREHOLDERS DATED 29 APRIL 2010
IN RESPECT OF THE RE-ELECTION OF RETIRING DIRECTORS
AND
SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

This supplemental circular should be read together with the Circular which contains, inter alia, information of the re-election of retiring Directors at the Annual General Meeting. In particular, Shareholders' attention is drawn to Appendix II of the Circular. The purpose of this supplemental circular is to give you (i) further information regarding the re-election of retiring Directors at the Annual General Meeting and (ii) the supplementary notice of the Annual General Meeting and the Second Form of Proxy.

LETTER FROM THE BOARD

2. RE-ELECTION OF RETIRING DIRECTORS

Article 96 of the Articles stipulates that a director so appointed shall retire at the next following annual general meeting and shall not be taken into account in determining the directors who are to retire by rotation at the meeting. The retiring directors shall be eligible for re-election pursuant to the Articles.

Mr. Yang Kaiyu (“Mr. Yang”), being appointed on 10 May 2010 (after the last annual general meeting of the Company and the despatch of the Circular) as a Director, shall hold office only until the Annual General Meeting. Mr. Yang, being eligible, offers himself for re-election at the Annual General Meeting.

Including Mr. Yang, there are four Directors standing for re-election at the Annual General Meeting. Particulars of Mr. Yang (Deputy Managing Director) are set out in the Appendix I to this supplemental circular. For details of Messrs. Leung Shun Sang, Tony (Non-executive Director), Geert Johan Roelens (Executive Director) and Law, Yui Lun (Independent Non-executive Director), please refer to the Appendix II to the Circular.

Under the resolution regarding the re-election of retiring Directors, the re-election will be individually voted on by Shareholders.

3. SECOND FORM OF PROXY

Since the form of proxy (the “First Form of Proxy”) sent together with the Circular and the Annual Report 2009 of the Company (the “Annual Report 2009”) does not contain the proposed resolution for re-election of Mr. Yang as Director as set out in this supplemental circular, the Second Form of Proxy has been prepared and is enclosed with this supplemental circular.

You are requested to complete the Second Form of Proxy in accordance with the instructions printed thereon and return it to the Company’s share registrars, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof. Special arrangements about the completion and submission of the Second Form of Proxy are also set out in the Appendix II to this supplemental circular. Shareholders who have appointed or intend to appoint proxies to attend the Annual General Meeting are requested to pay particular attention to the special arrangements set out therein.

4. RECOMMENDATION

In addition to the recommendation contained in the Circular, the Board is of the opinion that the proposed re-election of Mr. Yang as Director is in the best interests of the Company and therefore recommend you to vote in favour of the resolution in respect of the proposal for the re-election of retiring Directors to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
Li Shaofeng
Chairman and Managing Director

The following is the particulars of the Director proposed to be elected at the Annual General Meeting to be held on 8 June 2010.

Mr. Yang Kaiyu – Executive Director, aged 48, was appointed as the deputy general manager of the Company on 15 July 2008 and has been re-designated as the deputy managing director with effect from 10 May 2010. At present, he holds directorship in an indirect wholly owned subsidiary of the Company. He holds a Bachelor Diploma in Engineering Mechanics from Shanghai Jiaotong University and a Master Degree in Industry Management and Engineering from The Katholieke Universiteit Leuven in Belgium. He also attended the General Management Development and Operation Management Programs organised by INSEAD, France and Creative Leadership Development Programme organized by CCL Institute, the United States.

Mr. Yang has over 15 years of experience in operation management and worldwide procurement in steel wire and steel cord industries. Prior to joining the Company, he held various positions in NV Bekaert SA Group, a substantial shareholder of the Company, since 1993.

Other than the directorship disclosed above, Mr. Yang does not hold any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, Mr. Yang does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company. As at 10 May 2010, Mr. Yang's spouse beneficially owns 3,096,000 Shares as defined within the meaning of Part XV of the SFO and he has a personal interest of 18,000,000 underlying Shares attached to the share options granted by the Company within the meaning of Part XV of the SFO.

Mr. Yang has entered into a service contract with the Company, which may be terminated by either party by giving to other party not less than three months' notice without payment of any compensation (other than statutory compensation). There is no specified or proposed length of service for Mr. Yang with the Company as he is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles. At present, Mr. Yang is entitled to have a monthly salary of HK\$165,000 which is determined with reference to the experience and duties of Mr. Yang as well as his individual performance. The emoluments of Directors are determined by reference to the Company's performance and profitability, as well as remuneration benchmark in the industry and the prevailing market conditions.

Save as disclosed above, Mr. Yang confirmed that there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

A Shareholder who has not yet lodged the First Form of Proxy with the Company's share registrars is requested to lodge the Second Form of Proxy if he/she wishes to appoint proxies to attend the Annual General Meeting on his/her behalf. In this case, the First Form of Proxy should **not** be lodged with the Company's share registrars.

A Shareholder who has already lodged the First Form of Proxy with the Company's share registrars should note that:

- (i) **If no Second Form of Proxy is lodged with the Company's share registrars, the First Form of Proxy will be treated as a valid form of proxy lodged by him/her if correctly completed.** The proxy so appointed by the Shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the Annual General Meeting other than those referred to in the notice convening the Annual General Meeting and the First Form of Proxy including, the resolution for the re-election of Director set out in this supplemental circular.
- (ii) **If the Second Form of Proxy is lodged with the Company's share registrars 48 hours prior to the time appointed for holding the Annual General Meeting or any adjourned meeting (the "Closing Time"), the Second Form of Proxy will revoke and supersede the First Form of Proxy previously lodged by him/her. The Second Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if correctly completed.**
- (iii) **If the Second Form of Proxy is lodged with the Company's share registrars after the Closing Time, the Second Form of Proxy will be invalid. However, it will revoke the First Form of Proxy previously lodged by the Shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Form of Proxy or the Second Form of Proxy) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, Shareholders are advised not to lodge the Second Form of Proxy after the Closing Time.** If such Shareholders wish to vote at the Annual General Meeting, they will have to attend in person and vote at the Annual General Meeting themselves.

Shareholders are reminded that completion and delivery of the First Form of Proxy and/or the Second Form of Proxy will not preclude Shareholders from attending and voting in person at the Annual General Meeting or at any adjourned meeting should they so wish.

SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING



SHOUGANG CONCORD CENTURY HOLDINGS LIMITED

首長寶佳集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 103)

SUPPLEMENTARY NOTICE IS HEREBY GIVEN that the Annual General Meeting of Shougang Concord Century Holdings Limited (the “Company”) will be held at JW Marriott Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong, on Tuesday, 8 June 2010 at 10:00 a.m. for the following purpose:

AS ORDINARY BUSINESS

1. To re-elect the retiring directors (*note (1)*).

By Order of the Board
Chan Lai Yee
Company Secretary

Hong Kong, 10 May 2010

Notes:

- (1) With respect to resolution 3 of the notice of the Annual General Meeting of the Company dated 29 April 2010 (the “Notice”), Messrs. Leung Shun Sang, Tony, Geert Johan Roelens and Law, Yui Lun will retire from office by rotation and Mr. Yang Kaiyu will retire from office, pursuant to the articles of association of the Company and being eligible, offer themselves for re-election at the above meeting.
- (2) Please refer to the Notice for details in respect of the other relevant resolutions to be considered at the Annual General Meeting and other relevant matters.
- (3) As at the date of this supplementary notice, the board of directors of the Company comprises Mr. Li Shaofeng (Chairman and Managing Director), Mr. Tong Yihui (Deputy Managing Director), Mr. Leung Shun Sang, Tony (Non-executive Director), Mr. Tang Cornor Kwok Kau (Deputy Managing Director), Mr. Yang Kaiyu (Deputy Managing Director), Mr. Geert Johan Roelens (Executive Director), Mr. Yip Kin Man, Raymond (Independent Non-executive Director), Mr. Law, Yui Lun (Independent Non-executive Director) and Mr. Chan Chung Chun (Independent Non-executive Director).