

ORIENT RESOURCES GROUP COMPANY LIMITED

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 467)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the shareholders of Orient Resources Group Company Limited (the “**Company**”) will be held at Meeting Room, Island Pacific Hotel, 152 Connaught Road West, Hong Kong on Wednesday, 3 October 2007 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTION

“**THAT** the agreement (the “**Acquisition Agreement**”) dated 8 August 2007 entered into between (i) the Company; (ii) United Energy Holdings Limited, United Petroleum & Natural Gas Holdings Limited and Kowin Limited, as vendors (“**Vendors**”); and (iii) Mr. Zhang Hongwei, Ms. Sun Kin and Mr. Li Changhe, as warrantors, a copy of which is tabled at the meeting and marked “A” and initialled by the chairman of the meeting for identification purpose, pursuant to which the Company agreed to purchase and the Vendors agreed to sell the entire issued share capital of and shareholder’s loan owing by United Petroleum & Natural Gas Investments Limited (“**United Petroleum**”) at a consideration of HK\$7,288,644,294 (subject to the adjustment in relation to the total amount of shareholder’s loan outstanding as at completion of the Acquisition Agreement in accordance with the terms and conditions of the Acquisition Agreement) (the “**Acquisition**”) be and is hereby approved, ratified and confirmed and the directors of the Company be and are hereby authorized to take such actions as are necessary or expedient to give effect to the transactions contemplated under the Acquisition Agreement, including but not limited to the allotment and issue of the Consideration Shares at the issue price of HK\$1.61 per Consideration Share in satisfaction of the entire amount of the Consideration.”

By Order of the Board

Orient Resources Group Company Limited

Zhang Hongwei

Executive Director

17 September 2007

Principal office in Hong Kong:

Unit 2112

Two Pacific Place

88 Queensway

Hong Kong

Notes:

1. A form of proxy for use at the meeting is enclosed herewith.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer, attorney or other person authorised to sign the same.
3. Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company.
4. In order 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 of such power or authority, must be lodged at the office of the Company's Hong Kong branch share registrars and transfer office, Secretaries Limited, at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting thereof (as the case may be).
5. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
6. Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the meeting, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members in respect of the shares shall be accepted to the exclusion of the votes of the other registered holders.