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**CHINA SUNTIEN GREEN ENERGY CORPORATION LIMITED\***  
**新天綠色能源股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 00956)**

**NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2017**

Reference is hereby made to (i) the announcement dated 25 September 2017 on the A Share Offering (as defined below); and (ii) the announcement dated 25 September 2017 on the proposed amendments to the Articles of Association of China Suntien Green Energy Corporation Limited (the “**Company**”). Unless the context otherwise requires, the terms used in this notice shall have the same meanings as those defined in the said announcements.

**NOTICE IS HEREBY GIVEN** that the First Extraordinary General Meeting in 2017 (the “**EGM**”) of the Company will be held at 9:30 a.m. on Friday, 10 November 2017 at the Conference Room, 5th Floor, Ambassador Hotel, Shijiazhuang City, Hebei Province, the People’s Republic of China (the “**PRC**”), for the purpose of considering and, if thought fit, passing the following resolutions:

1. To consider the resolution on the plan for the proposed initial public offering and listing of the A Shares of the Company (the “**A Share Offering**”)
  - 1.1 Class of shares to be issued
  - 1.2 Number of shares to be issued
  - 1.3 Nominal value of the shares to be issued
  - 1.4 Target subscribers of the shares to be issued
  - 1.5 Price of the shares to be issued
  - 1.6 Proposed place of listing
  - 1.7 Method of issue of shares

- 1.8 Transfer of state-owned shares
- 1.9 Use of proceeds
- 1.10 Conversion into a joint stock limited liability company with shares traded and listed domestically and overseas
- 1.11 Validity period of the resolution on the A Share Offering plan
2. To consider the resolution on the feasibility of the project to be financed with the proceeds of the A Share Offering
3. To consider the resolution on the proposed grant at the general meeting of the authorisation to the board of directors of the Company to handle all matters relating to the A Share Offering
4. To consider the resolution on the plan for distribution of accumulated profit of the Company prior to the A Share Offering
5. To consider the resolution on the Company's plan for distribution of dividends to shareholders for the three years following the A Share Offering
6. To consider the resolution on the proposal for A share price stabilisation for the three years following the A Share Offering
7. To consider the resolution on the undertakings made by the Company in respect of the A Share Offering
8. To consider the resolution on the analysis of the dilution impact of the A Share Offering on immediate returns and the remedial measures
9. To consider the resolution on the Articles of Association (Draft) (Effective upon the Listing of A Shares)
10. To consider the resolution on the report on the use of proceeds previously raised by the Company
11. To consider the resolution on the "Rules of Procedure of the General Meetings (Effective upon the Listing of A Shares)" of the Company
12. To consider the resolution on the "Rules of Procedure of the Board of Directors (Effective upon the Listing of A Shares)" of the Company
13. To consider the resolution on the "Rules of Procedure of the Board of Supervisors (Effective upon the Listing of A Shares)" of the Company

14. To consider the resolution on the “Rules for the Administration of Provision of Guarantees to External Parties of the Company (Effective upon the Listing of A Shares)”
15. To consider the resolution on the “Working Rules for Independent Directors (Effective upon the Listing of A Shares)” of the Company
16. To consider the resolution on the amendments to the Articles of Association
17. To consider the resolution on the election of Mr. Wang Chun Dong as a non-employee representative Supervisor of the Company

**Resolutions 1-4, 9, 11-13 and 16 will be considered as special resolutions and Resolutions 5-8, 10, 14, 15 and 17 will be considered as ordinary resolutions, among which, items under Resolution 1 will be voted upon individually.**

By order of the Board of Directors  
**China Suntien Green Energy Corporation Limited**  
**Mei Chun Xiao**  
*Executive Director and President*

Shijiazhuang City, Hebei Province, the PRC, 25 September 2017

*Notes:*

1. Pursuant to the Listing Rules, any vote of shareholders at a general meeting must be taken by way of a poll. As such, each of the resolutions set out in this notice of EGM will be voted by poll. Results of the poll voting will be published on the Company’s website at [www.suntien.com](http://www.suntien.com) and the HKExnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the EGM.
2. Any shareholder (in case of a Corporate Shareholder, its duly authorised representative) entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
3. In order to be valid, the proxy form together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company’s registered office and headquarters in the PRC (for holders of domestic shares) or the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited (for holders of H shares), at least 24 hours before the EGM (i.e. 9:30 a.m. on 9 November 2017) or any adjourned meeting thereof. Computershare Hong Kong Investor Services Limited is located at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong. Completion and return of a proxy form will not preclude a shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.

4. The register of members of the Company will be closed, for the purpose of determining the entitlement of shareholders to attend the EGM, from Wednesday, 11 October 2017 to Friday, 10 November 2017 (both days inclusive), during which period no transfer of shares will be registered. In order to attend the EGM, all instruments of transfers, accompanied by the relevant share certificates, must be lodged for registration with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H shareholders) or the Company's registered office and headquarters in PRC (for domestic shareholders), in both cases not later than 4:30 p.m. on Tuesday, 10 October 2017. Shareholders who are registered with Computershare Hong Kong Investor Services Limited or the Company's registered office and headquarters in the PRC on or before the aforementioned date are entitled to attend the EGM.
5. In case of joint shareholdings, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. Shareholders of the Company intending to attend the EGM in person or by their proxies should return the reply slip for attending the EGM by courier or by post to the Company's registered office and headquarters in the PRC (for holders of domestic Shares) or the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited (for holders of H Shares) on or before Friday, 20 October 2017. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.
7. The EGM is expected to be held for less than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
8. A shareholder or his proxy should produce proof of identity when attending the EGM.
9. The Company's registered office and headquarters in the PRC is 9th Floor, Block A, Yuyuan Plaza, No. 9 Yuhua West Road, Shijiazhuang City, Hebei Province, the PRC.

*As at the date of this notice, the non-executive directors of the Company are Dr. Cao Xin, Dr. Li Lian Ping, Mr. Qin Gang, Ms. Sun Min and Mr. Wu Huijiang; the executive directors of the Company are Mr. Mei Chun Xiao and Mr. Wang Hong Jun; and the independent non-executive directors of the Company are Mr. Qin Hai Yan, Mr. Ding Jun, Mr. Wang Xiang Jun and Mr. Yue Man Yiu Matthew.*

\* For identification purposes only