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Concord New Energy Group Limited
協合新能源集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 182)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “**SGM**”) of Concord New Energy Group Limited (the “**Company**”) will be held at 10:00 a.m. on Thursday, 20 June 2019 at Unit 3901, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong to consider and, if thought fit, pass the following resolutions of the Company:

Unless otherwise defined, capitalised terms used herein shall have the same meanings as ascribed to them in the circular of the Company dated 3 June 2019.

ORDINARY RESOLUTIONS

1. “THAT

- (a) conditional upon The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting the listing of and permission to deal in an aggregate of a maximum of 113,000,000 new shares of the Company (the “**New Awarded Shares**”), the directors of the Company (the “**Directors**”) be and are hereby granted a specific mandate (the “**Specific Mandate**”) for the allotment and issue of the New Awarded Shares to Acheson Limited (the “**Trustee**”) to hold on trust for 32 selected persons (the “**Selected Persons**”) who are selected by the Board for participation in the share award scheme adopted by the Company on 15 June 2015 (as amended on 29 June 2017) (the “**Scheme**”) (a copy of which has been produced at the SGM marked “A” and signed by the chairman of the SGM for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved and confirmed;
- (b) the grant of 10,000,000 New Awarded Shares pursuant to the Scheme to Mr. Yu Weizhou be and is hereby approved and confirmed;

* *for identification purposes only*

- (c) the grant of 8,000,000 New Awarded Shares pursuant to the Scheme to Mr. Niu Wenhui be and is hereby approved and confirmed;
- (d) the grant of 8,000,000 New Awarded Shares pursuant to the Scheme to Mr. Gui Kai be and is hereby approved and confirmed;
- (e) the grant of 8,000,000 New Awarded Shares pursuant to the Scheme to Dr. Shang Li be and is hereby approved and confirmed;
- (f) the grant of 1,800,000 New Awarded Shares pursuant to the Scheme to Mr. Yap Fat Suan, Henry be and is hereby approved and confirmed;
- (g) the grant of 1,800,000 New Awarded Shares pursuant to the Scheme to Dr. Jesse Zhixi Fang be and is hereby approved and confirmed;
- (h) the grant of 1,800,000 New Awarded Shares pursuant to the Scheme to Ms. Huang Jian be and is hereby approved and confirmed;
- (i) the grant of 1,800,000 New Awarded Shares pursuant to the Scheme to Mr. Zhang Zhong be and is hereby approved and confirmed;
- (j) the grant of 4,000,000 New Awarded Shares pursuant to the Scheme to Mr. Jiang Yingjiu be and is hereby approved and confirmed;
- (k) the grant of 4,000,000 New Awarded Shares pursuant to the Scheme to Mr. Wang Xigang be and is hereby approved and confirmed;
- (l) the grant of 4,000,000 New Awarded Shares pursuant to the Scheme to Ms. Yang Xiaohong be and is hereby approved and confirmed;
- (m) the grant of 2,400,000 New Awarded Shares pursuant to the Scheme to Mr. Ren Guangjin be and is hereby approved and confirmed;
- (n) the grant of an aggregate of 57,400,000 New Awarded Shares pursuant to the Scheme to 20 independent Selected Persons who are senior management of the Group and company secretary of the Company, not being connected persons of the Company be and is hereby approved and confirmed; and

- (o) any one of the Directors be and is hereby authorised for and on behalf of the Company to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the allotment and issue of the New Awarded Shares under the Specific Mandate and/or the purchase of Shares by the Trustee on the market to satisfy the New Awarded Shares and the transactions contemplated thereunder.”

For and on behalf of
Concord New Energy Group Limited
Liu Shunxing
Chairman

Hong Kong, 3 June 2019

Notes:

1. The resolutions 1(b) to 1(m) are not inter-conditional to one another and will be passed as separate resolutions.
2. Any Shareholder entitled to attend and vote at the SGM is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a Shareholder.
3. In order to be valid, a form of proxy in the prescribed form together with the power of attorney or other authority (if any) under which it is signed must be deposited at the branch share registrar of the Company, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time fixed for holding the SGM. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at the SGM or any adjournment thereof, should he/she so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.
4. As at the date of this notice, the board of Directors comprises Mr. Liu Shunxing (Chairman), Ms. Liu Jianhong (Vice Chairperson), Mr. Yu Weizhou (Chief Executive Officer), Mr. Niu Wenhui, Mr. Gui Kai and Dr. Shang Li (all of above are executive Directors), Mr. Wang Feng (who is non-executive Director) and Mr. Yap Fat Suan, Henry, Dr. Jesse Zhixi Fang, Ms. Huang Jian and Mr. Zhang Zhong (who are independent non-executive Directors).
5. As required under the Listing Rules, the above resolutions will be decided by way of poll.