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# 新特能源

**XINTE ENERGY CO., LTD.**

**新特能源股份有限公司**

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

**(Stock Code: 1799)**

## **REVISED NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2018**

Reference is made to the notice dated 27 February 2018 of Xinte Energy Co., Ltd. (the “**Company**”) in relation to the Notice of the First Extraordinary General Meeting in 2018 (the “**EGM**”) of the Company to be held on Monday, 16 April 2018.

**REVISED NOTICE IS HEREBY GIVEN** that the EGM will be held at the Conference Room, 21 Floor, TBEA Co., Ltd. at No. 189, Beijing South Road, Changji, Xinjiang, the People's Republic of China (the “**PRC**”) at 11:00 a.m. on Monday, 16 April 2018 to consider and approve the following matters:

### **ORDINARY RESOLUTIONS**

1. To consider and approve a 36,000-ton-per-annum high-purity polysilicon industrial production upgrade project (the “**Project**”), which will increase the Company's total polysilicon production capacity to 66,000 tons per annum be and are hereby generally and unconditionally approved and the directors of the Company acting together or by committee, or any director of the Company acting individually, be and is hereby authorised to do all such further acts and things and execute such further documents and take all such steps which in his/her/their opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of the Project.”;
2. To consider and approve the continuing connected transactions entered with TBEA Co., Ltd. (the “**TBEA**”) contemplated under the below framework agreements be and are hereby generally and unconditionally approved and the directors of the Company acting together or by committee, or any director of the Company acting individually, be and is hereby authorised to do all such further acts and things and execute such further documents and take all such steps which in his/her/their opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.:

#### **2.1. The New Product Procurement Framework Agreement (Type 1)**

The New Product Procurement Framework Agreement (Type 1) entered into between TBEA and the Company on 15 December 2017, and the proposed annual caps of the New Product Procurement Framework Agreement (Type 1);

## 2.2. The New Coal Procurement Framework Agreement (Type 2)

The New Coal Procurement Framework Agreement (Type 2) entered into between TBEA and the Company on 15 December 2017, and the proposed annual caps of the New Coal Procurement Framework Agreement (Type 2);

## 2.3. The New Miscellaneous Services Framework Agreement (Type 4)

The New Miscellaneous Services Framework Agreement (Type 4) entered into between TBEA and the Company on 15 December 2017, and the proposed annual caps of the TBEA Framework Agreements;

3. To consider and approve the continuing connected transactions entered with Xinjiang Tebian (Group) Co., Ltd. (the “**Xinjiang Tebian**”) contemplated under the below framework agreements be and are hereby generally and unconditionally approved and the directors of the Company acting together or by committee, or any director of the Company acting individually, be and is hereby authorised to do all such further acts and things and execute such further documents and take all such steps which in his/her/their opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions:

### 3.1. The New Product Procurement Framework Agreement (Type 3)

The New Product Procurement Framework Agreement (Type 3) entered into between Xinjiang Tebian and the Company on 15 December 2017, and the proposed annual caps of the New Product Procurement Framework Agreement (Type 3);

### 3.2. The New Miscellaneous Services Framework Agreement (Type 5)

The New Miscellaneous Services Framework Agreement (Type 5) entered into between Xinjiang Tebian and the Company on 15 December 2017, and the proposed annual caps of the New Miscellaneous Services Framework Agreement (Type 5); and

### 3.3. The Transportation Services Framework Agreement (Type 6)

The Transportation Services Framework Agreement (Type 6) entered into between Xinjiang Tebian and the Company on 15 December 2017, and the proposed annual caps of the Transportation Services Framework Agreement (Type 6).

By order of the Board  
**Xinte Energy Co., Ltd.**  
**Zhang Jianxin**  
*Chairman*

Xinjiang, the PRC, 27 March 2018

Notes:

1. In order to determine the holders of shares who are eligible to attend and vote at the EGM, the register of members of the Company will be closed from Saturday, 17 March 2018 to Monday, 16 April 2018, both days inclusive, during which no transfer of shares will be effected. Shareholders whose names appear on the registers of members of the Company on Friday, 16 March 2018 shall be entitled to attend and vote at the EGM. In order for the Shareholders to qualify to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Board secretary office (in case of holders of domestic shares), at No. 399, South Changchun Road, New Downtown, Urumqi, Xinjiang, the PRC, or the Company's H share registrar (in case of holders of H shares), Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Friday, 16 March 2018 for registration.
2. A shareholder of the Company (“**Shareholder**”) entitled to attend and vote at the EGM may appoint one or more proxies (whether he/she is a Shareholder) to attend and vote at the EGM on his, her or its behalf. A proxy need not be a shareholder of the Company.
3. Shareholders must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant Shareholder of the Company or by a person duly authorized by the relevant Shareholder of the Company in writing (“**power of attorney**”). If the form of proxy is signed by the person authorized by the relevant Shareholder of the Company as aforesaid, the relevant power of attorney and other relevant documents of authorization (if any) must be notarized. If a corporate Shareholder of the Company appoints a person other than its legal representative to attend the EGM (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal of the corporate Shareholder of the Company or duly signed by its director or any other person duly authorized by that corporate Shareholder of the Company as required by the articles of association of the Company.
4. To be valid, the form of proxy and the relevant notarized power of attorney (if any) and other relevant documents of authorisation (if any) as mentioned in note 4 above must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares of the Company) or the Company's Board secretary office (for holders of domestic shares of the Company) not less than 24 hours prior to the holding of the EGM (i.e. no later than 11:00 a.m. on Sunday, 15 April 2018).
5. A Shareholder of the Company or his proxy should produce proof of identity when attending the EGM (or any adjournment thereof). If a corporate shareholder's legal representative or any other person duly authorized by such corporate shareholder attends the EGM (or any adjournment thereof), such legal representative or other person shall produce his proof of identity, and proof of designation as legal representative or the valid authorization document (as the case may be).
6. Shareholders who intend to attend the EGM (or any adjournment thereof) should complete and return the reply slip for attending the EGM (or any adjournment thereof) personally or by post. The reply slip should be completed and returned to the Company's Board secretary office by post to (or by depositing it at) No. 399, South Changchun Road, New Downtown, Urumqi, Xinjiang, the PRC, for holders of domestic shares; or to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, by facsimile (fax number: +852 2865 0990) or by post to (or by depositing it at) 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for holders of H shares, such that the reply slip shall be received by the Company 20 days before the EGM (i.e. on or before 27 March 2018).
7. The EGM is expected to take less than half a day. Shareholders or their proxies who attend the EGM shall be responsible for their own travel and accommodation expenses.
8. The contact of the Board Secretary office of the Company is as follows:

Address: No. 399, South Changchun Road, New Downtown, Urumqi,  
Xinjiang, the PRC

Contact person: Ms. Zhang Juan

Telephone number: +86-991-3665888

*As of the date of this announcement, the Board of the Company consists of Mr. Zhang Jianxin, Mr. Ma Xuping and Mr. Yin Bo as executive Directors; Mr. Zhang Xin, Ms. Guo Junxiang and Mr. Tao Tao as non-executive Directors; Mr. Qin Haiyan, Mr. Yang Deren and Mr. Wong, Yui Keung Marcellus as independent non-executive Directors.*