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**China Gogreen Assets Investment Limited**  
**中國保綠資產投資有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 397)**

**NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the special general meeting (“**Meeting**”) of China Gogreen Assets Investment Limited (“**Company**”) will be held at 9:00 a.m. on Monday, 26 September 2011 at Chairman Room II, Level 2, Royal Park Hotel, 8 Pak Hok Ting Street, Shatin, New Territories, Hong Kong to consider and, if thought fit, pass the following resolution as an ordinary resolution:

**ORDINARY RESOLUTION**

**“THAT:**

- (i) the authority granted to the directors of the Company to dispose of up to 1,000,000,000 ordinary shares of HK\$0.0025 each (or such other number of shares of such other nominal value resulting from any capital reorganisation) in Apollo Solar Energy Technology Holdings Limited, a company incorporated in Bermuda with limited liability, on terms more particularly set out in the circular of the Company dated 25 May 2011 (“**First Circular**”) (a copy of the First Circular marked “A” and initialed by the chairman of the Meeting for identification purpose has been tabled at the Meeting) (“**Disposal**”), pursuant to an ordinary resolution passed at the special general meeting of the Company held on 10 June 2011 (a copy of the minutes of the special general meeting of the Company held on 10 June 2011 marked “B” and initialed by the chairman of the Meeting for identification purpose has been tabled at the Meeting) be and is hereby revoked; and

- (ii) the revised proposal of the Disposal on terms more particularly set out in the circular of the Company dated 8 September 2011 (“**Second Circular**”) (a copy of the Second Circular marked “C” and initialed by the chairman of the Meeting for identification purpose has been tabled at the Meeting) within a period of 12 months from the date of passing of this resolution and on such other terms and conditions as may be determined by the directors of the Company from time to time (provided that such terms and conditions shall not be inconsistent with the terms set out in the Second Circular) be and is hereby approved and that the directors of the Company be and are hereby authorised to implement the same.”

By order of the Board  
**China Gogreen Assets Investment Limited**  
**Lawrence Tang**  
*Executive Director*

Hong Kong, 8 September 2011

*Registered office:*  
Canon’s Court  
22 Victoria Street  
Hamilton HM12  
Bermuda

*Head office and principal place of  
business in Hong Kong:*  
Workshop no.16, 9th Floor  
Corporation Park  
No.11 On Lai Street  
Shatin, New Territories  
Hong Kong

*Notes:*

- (1) A shareholder of the Company entitled to attend and vote at the Meeting convened by the above notice is entitled to appoint one or more proxy to attend and, subject to the provisions of the bye-laws of the Company, to vote on his/her behalf. A proxy need not be a shareholder of the Company but must be present in person at the Meeting to represent the shareholder. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- (2) In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the office of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26/F, Tesbury Centre, 28 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the Meeting or any adjournment thereof, should he/she so wish.
- (3) Completion and return of an instrument appointing a proxy will not preclude a shareholder of the Company from attending and voting in person at the Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (4) As required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the above resolution will be decided by way of poll.

*As at the date hereof, the executive directors of the Company are Mr. Bai Liang, Mr. Cho Kwai Yee, Kevin, Mr. Lawrence Tang and Mr. Xue Feng; and the independent non-executive directors of the Company are Mr. Chan Chi Yuen, Mr. Lo Chun Nga and Mr. Chik Chi Man.*