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FDG Kinetic Limited

五龍動力有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 378)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “**SGM**”) of FDG Kinetic Limited (the “**Company**”) will be held at Rooms 3001–3005, 30th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong on Thursday, 16 June 2016 at 11:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution of the Company:

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 30 May 2016.

ORDINARY RESOLUTION

“THAT:

- (a) the ALEEES Share Subscription Agreement entered into between FKIL, ALEEES and the Company dated 14 April 2016 and 23 May 2016 in relation to the subscription for ALEEES Subscription Shares at a total consideration of NT\$1,610,000,000 payable in cash upon Completion (a copy of the ALEEES Share Subscription Agreement has been produced to the SGM and marked “A” and initialed by the Chairman of the SGM for the purpose of identification), and all the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified;
- (b) any one of the Directors be and is hereby authorised to do all such acts and things and sign, agree, ratify or execute all such documents or instrument under hand (or where required, under the common seal of the Company together with such other Director or person authorised by the Board) and take all such steps as the Director in his discretion may consider necessary, appropriate, desirable or expedient to

implement, give effect to or in connection with the ALEEES Share Subscription Agreement and any of the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto as are, in the opinion of such Director, in the interest of the Company.”

By Order of the Board
FDG Kinetic Limited
Samantha S.M. Fung
Company Secretary

Hong Kong, 30 May 2016

Notes:

1. Every Shareholder entitled to attend and vote at the SGM convened by the above notice is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead provided that if more than one person is authorised, the proxy/authorisation must specify the number of shares in respect of which each such person is so authorised. The proxy needs not be a member of the Company.
2. A form of proxy for use at the SGM convened by the above notice is enclosed herewith. To be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy of that power of attorney or authority) must be completed, signed and deposited at the office of the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
3. Delivery of an instrument appointing a proxy shall not preclude a Shareholder from attending and voting in person at the SGM (or any adjourned meeting hereof) or poll convened and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

As at the date of this announcement, the board of directors comprises Mr. Cao Zhong (Chairman), Mr. Sun Ziqiang (Vice Chairman), Mr. Miao Zhenguo (Chief Executive Officer) and Mr. Jaime Che as executive directors; Dr. Chen Yanping and Professor Chen Guohua as non-executive directors; Mr. Hung Chi Yuen Andrew, Mr. Sit Fung Shuen Victor and Mr. Toh Hock Ghim as independent non-executive directors.

Website of the Company: <http://www.fdgkinetic.com>