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Enerchina Holdings Limited

威華達控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 622)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of Enerchina Holdings Limited (the “**Company**”) will be held at the Board Room, 25/F, China United Centre, 28 Marble Road, North Point, Hong Kong at 10 a.m. on Wednesday, 28 December 2016 for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT**

- (a) the authorised share capital of the Company be and is hereby increased from HK\$120,000,000 divided into 12,000,000,000 shares of HK\$0.01 each (“**Shares**”) to HK\$1,000,000,000 divided into 100,000,000,000 Shares by the creation of an additional 88,000,000,000 unissued Shares (the “**Authorised Share Capital Increase**”); and
- (b) any one or more of the directors of the Company be and is/are hereby authorised for and on behalf of the Company to execute all such documents, instruments and agreements and to do all such acts or things deemed by him/them to be incidental to, ancillary to or in connection with the matters contemplated in and for completion of the Authorised Share Capital Increase.”

By Order of the Board
ENERCHINA HOLDINGS LIMITED
Sam Nickolas David Hing Cheong
Chief Executive Officer and Executive Director

Hong Kong, 10 December 2016

* *For identification purposes only*

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place of business in Hong Kong:
25/F China United Centre
28 Marble Road
North Point
Hong Kong

Notes:

- i. Any member entitled to attend and vote at the meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf. A proxy needs not be a member of the Company.
- ii. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- iii. To be valid, a proxy form and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queens Road East, Wan Chai, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjourned meeting.
- iv. In the case of joint holders of a share, if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

As at the date of this notice, the Board comprises the following Directors:

Executive Directors:

Mr. CHEN Wei (*Chairman of the Board*)
Mr. CHOW Chi Wah Vincent
Mr. SAM Nickolas David Hing Cheong
(*Chief Executive Officer*)
Mr. TANG Yui Man Francis

Independent Non-Executive Directors:

Mr. CHEUNG Wing Ping
Mr. CHUI Kark Ming
Mr. MA Ka Ki