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If you are in any doubt as to this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Suntien Green Energy Corporation Limited, you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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The distribution of this circular and other information in connection with the Proposed Issuance and Admission of GDRs in certain jurisdictions may be restricted by law and persons into whose possession any document or other information referred to herein comes should inform themselves about, and observe, any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. Any purchase of GDRs in the Proposed Issuance and Admission of GDRs by an investor should be made solely on the basis of information contained in the Company's GDRs prospectus.



China Suntien Green Energy Corporation Limited*

新天綠色能源股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00956)

PROPOSED ISSUANCE AND ADMISSION OF GDRS AND RELEVANT MATTERS 2023 FIRST EXTRAORDINARY GENERAL MEETING

China Suntien Green Energy Corporation Limited will convene the 2023 first extraordinary general meeting (the "EGM") at 9:30 a.m. on Tuesday, 14 February 2023 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC. The notice of EGM is set out on pages EGM-1 to EGM-3 of this circular. A letter from the Board is set out on pages 4 to 18 of this circular.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited in person or by post not less than 24 hours before the time fixed for the EGM or any adjourned meeting thereof (i.e. at or before 9:30 a.m. on Monday, 13 February 2023 for the purpose of the EGM) in respect of the EGM. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

* For identification purposes only

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“A Shares(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each subscribed for and paid up in RMB, which is listed on the Main Board of the Shanghai Stock Exchange and traded in Renminbi
“A Share Listing Rules”	the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange, as amended from time to time
“Articles of Association”	the Articles of Association of the Company, as amended from time to time
“Authorized Person(s) of the Board”	the chairman, president and secretary to the Board of the Company with full authority to deal with matters relating to the Proposed Issuance and Admission of GDRs as authorized by the Board
“Board”	the board of Directors of the Company
“Company”	China Suntien Green Energy Corporation Limited* (新天綠色能源股份有限公司), a joint stock company incorporated in the PRC with limited liability on 9 February 2010
“Company Law”	the Company Law of the People’s Republic of China, as amended from time to time
“CSRC”	China Securities Regulatory Commission
“Director(s)”	the director(s) of the Company
“EGM”	the 2023 first extraordinary general meeting of the Company to be held at 9:30 a.m. on Tuesday, 14 February 2023 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC
“GDR(s)”	Global Depositary Receipt(s)

DEFINITIONS

“General Mandate”	the general mandate granted to the Directors pursuant to a special resolution passed by the Shareholders at the 2021 annual general meeting held at 9 a.m. on Tuesday, 14 June 2022 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC
“General Meeting”	the EGM or other general meeting to be held by the Company in relation to the Proposed Issuance and Admission of GDRs in due course
“H Share(s)”	overseas listed foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is listed on The Stock Exchange of Hong Kong Limited and traded in Hong Kong dollars
“H Share Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Interim Measures of Depositary Receipts”	the “Interim Measures Regarding the Listing and Trading of Depositary Receipts under the Stock Connect Scheme between Shanghai Stock Exchange and Overseas Stock Exchanges*” (《上海證券交易所與境外證券交易所互聯互通存託憑證上市交易暫行辦法》), as amended from time to time
“Latest Practicable Date”	16 January 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	A Share Listing Rules and/or H Share Listing Rules (as the case may be)
“PRC” or “domestic”	the People’s Republic of China, for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region and Taiwan
“Proposed Issuance and Admission of GDRs” or “Issuance and Admission”	the Company’s proposed issuance of GDRs representing new A Shares as underlying securities and the applications for the admission of the same to listing on the SIX Swiss Exchange

DEFINITIONS

“Regulations”	the “Regulations on the Supervision of Depositary Receipts under the Stock Connect Scheme between Domestic and Overseas Stock Exchanges” (《境內外證券交易所互聯互通存托憑證業務監管規定》), as amended from time to time
“RMB” or “Yuan”	Renminbi, the lawful currency of the PRC
“SASAC”	the State-owned Assets Supervision and Administration Commission of the State Council
“Securities Law”	the Securities Law of the People’s Republic of China, as amended from time to time
“Shareholders”	holders of the Shares of the Company
“Shares”	A Shares and H Shares of the Company
“SIX Swiss Exchange”	SIX Swiss Exchange
“Supervisors”	supervisors of the Company
“Swiss”	Swiss Confederation
“Swiss Listing Rules”	the SIX Swiss Exchange Listing Rules published by the SIX Swiss Exchange, as amended from time to time

LETTER FROM THE BOARD



China Suntien Green Energy Corporation Limited*
新天綠色能源股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00956)

Board of Directors:

Non-executive Directors:

Dr. Cao Xin (*Chairman*)
Dr. Li Lian Ping
Mr. Qin Gang
Mr. Wu Hui Jiang

Executive Directors:

Mr. Mei Chun Xiao (*President*)
Mr. Wang Hong Jun

Independent Non-executive Directors:

Mr. Guo Ying Jun
Mr. Wan Yim Keung, Daniel
Dr. Lin Tao

Registered Office and

Headquarters:

9th Floor, Block A, Yuyuan Plaza
No. 9 Yuhua West Road
Shijiazhuang City, Hebei Province
the PRC

**Principal place of business
in Hong Kong:**

Suite 2103, Prudential Tower
Harbour City
Kowloon
Hong Kong

20 January 2023

Dear Sirs and Madams

**PROPOSED ISSUANCE AND ADMISSION OF GDRS
AND RELEVANT MATTERS
2023 FIRST EXTRAORDINARY GENERAL MEETING**

I. INTRODUCTION

On behalf of the Board of Directors, I invite you to attend the EGM to be held at 9:30 a.m. on Tuesday, 14 February 2023 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC.

The purpose of this circular is to provide you with the notice of EGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the EGM.

* For identification purposes only

LETTER FROM THE BOARD

II. BUSINESSES TO BE CONSIDERED AT THE EGM

The following resolutions will be proposed at the EGM:

1. Resolution on the Issuance and Admission of GDRs on the SIX Swiss Exchange
2. Resolution on the Proposal on the Issuance and Admission of GDRs on the SIX Swiss Exchange
3. Resolution on the Report on the Use of Proceeds Previously Raised by the Company
4. Resolution on the Plan for the Use of Proceeds from the Issuance of GDRs
5. Resolution on the Authorizations to the Board and the Authorized Person(s) of the Board to Handle Matters, at their Full Discretion, Regarding the Issuance and Admission of GDRs on the SIX Swiss Exchange
6. Resolution on the Validity Period of the Resolutions in respect of the Issuance and Admission of GDRs on the SIX Swiss Exchange
7. Resolution on the Distribution of Accumulated Profits Prior to the Issuance and Admission of GDRs on the SIX Swiss Exchange
8. Resolution on the Amendments to the Articles of Association Applicable to the Company after the Admission of GDRs
9. Resolution on the Amendments to the Rules of Procedure of General Meetings Applicable to the Company after the Admission of GDRs
10. Resolution on the Amendments to the Rules of Procedure of the Board of Directors Applicable to the Company after the Admission of GDRs
11. Resolution on the Amendments to the Rules of Procedure of the Board of Supervisors Applicable to the Company after the Admission of GDRs

All of which are special resolutions except for item 3 which is an ordinary resolution.

In order to enable you to have a better understanding of the resolutions to be proposed at the EGM and to make a decision with sufficient and necessary information, the Company has provided detailed information to the Shareholders in this circular.

LETTER FROM THE BOARD

III. BUSINESSES OF THE EGM

On 5 January 2023, the Board considered and approved, among other things, the proposals in relation to the Proposed Issuance and Admission of GDRs and relevant matters.

Pursuant to the General Mandate approved by the Shareholders of the Company at the 2021 annual general meeting held on 14 June 2022, the Board may issue new A Shares and H Shares not exceeding 20% of the total number of A Shares and H Shares of the Company in issue as at the date of the 2021 annual general meeting respectively. Accordingly, the Company is allowed to issue a maximum of 469,617,735 A Shares and 367,800,879 H Shares under the General Mandate. As of the Latest Practicable Date, the Company has not issued any A Shares or H Shares pursuant to the General Mandate. The issuance of GDRs shall be conducted by the Board pursuant to the General Mandate. If the GDRs are issued after the expiry of the General Mandate, the Company will either issue the GDRs pursuant to the general mandate to be granted at a future general meeting or will convene a general meeting to seek a specific mandate from Shareholders for the issuance of GDRs, as the case may be at that time.

1. Resolution on the Issuance and Admission of GDRs on the SIX Swiss Exchange

In order to further implement the Company's internationalization strategy and further replenish the Company's capital, in accordance with the Regulations and the Interim Measures of Depositary Receipts and other relevant regulatory provisions, the Company proposes to issue GDRs and apply for admission of the same to be listed on the SIX Swiss Exchange. Such GDRs will be issued by way of representing newly issued RMB ordinary Shares (A Shares) of the Company as underlying securities.

2. Resolution on the Proposal on the Issuance and Admission of GDRs on the SIX Swiss Exchange

According to the Company Law, the Securities Law, the Regulations, the Interim Measures of Depositary Receipts and other domestic laws, regulations and regulatory documents as well as the relevant laws and regulations applicable to the location of the relevant overseas exchange, and in conjunction with the actual circumstances of the Company, the Company has formulated the proposal for the Issuance and Admission. The details of the Issuance and Admission and the specific proposal are as follows:

1. Type and nominal value of issued securities

The Company intends to issue GDRs representing newly issued A Shares of the Company as underlying securities and apply for the admission of the same to be listed on the SIX Swiss Exchange.

The nominal value of each GDR will be determined based on the conversion rate between the issued GDRs and A Shares as underlying securities. Each GDR represents a corresponding number of A Shares with a nominal value of RMB1.00 each calculated at the finalized conversion rate.

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2. *Timing of issuance*

The Company will select the appropriate timing and market window to complete the Issuance and Admission within the validity period of the resolutions of the General Meeting. The specific timing of issuance will be determined by the Board and the Authorized Person(s) of the Board as authorized at the General Meeting, taking into account the domestic and overseas capital market conditions and the progress of obtaining approvals from the domestic and overseas regulatory authorities.

3. *Method of issuance*

The method of issuance shall be by way of an international offering.

4. *Size of issuance*

The new A Shares represented by the GDRs as underlying securities to be issued by the Company shall be no more than 334,967,446 Shares (including the exercise of any over-allotment option, if any) and shall not account for more than 8.00% of the total share capital of ordinary Shares and 14.27% of the A Shares of the Company prior to the issuance.

The number of the new A Shares represented by the GDRs as underlying securities to be issued shall be adjusted according to relevant regulations and regulatory approval documents in the event of ex-entitlement arising from bonus issue, capitalization of capital reserves or rights issue, Share split or consolidation, etc. or change in the total share capital of the Company at the time of issuance as a result of Share repurchase, share incentive scheme or conversion of convertible bonds, etc. during the period from the date of approval of the issuance by the Board to the issuance date.

The final number of Shares to be issued shall be proposed for determination by the Board and the Authorized Person(s) of the Board as authorized at the General Meeting in accordance with laws and regulations, regulatory authorities' approvals and market conditions.

5. *Size of GDRs during the term*

The maximum number of GDRs to be issued by the Company during the term will be calculated based on the conversion rate between GDRs and A Shares as underlying securities, and the number of A Shares as underlying securities of GDRs confirmed prior to the issuance. The number of the above-mentioned A Shares shall not exceed 8.00% of the total share capital of ordinary Shares and 14.27% of the A Shares, i.e., 334,967,446 Shares, prior to the completion of the Issuance and Admission of the Company.

LETTER FROM THE BOARD

The maximum number of GDRs during the term shall be adjusted if the number of GDRs increases or decreases due to the Company's bonus issue, capitalization of capital reserves, rights issue, Share split or consolidation, Share repurchase, share incentive scheme, conversion of convertible bonds and adjustment of conversion rate, etc.

6. *Conversion rate between GDRs and A Shares as underlying securities*

The conversion rate between the GDRs to be issued and the A Shares as underlying securities shall be determined after comprehensively taking into account various factors such as domestic and overseas regulatory requirements and market conditions, etc.

The conversion rate between the GDRs and the A Shares as underlying securities will be determined by the Board and the Authorized Person(s) of the Board as authorized at the General Meeting in accordance with laws and regulations, regulatory authorities' approvals and market conditions.

7. *Pricing method*

The issuance price of the GDRs will be determined after due consideration of the interests of the Company's existing Shareholders, the receptivity of investors and issuance risks, etc., in accordance with international practices and the Regulations and relevant regulatory requirements, and will be determined based on the domestic and overseas capital market conditions at the time of the issuance, taking into account order demands and book building results. The issuance price, calculated based on the conversion rate between GDRs and A Shares, will be no less than the price required by laws and regulations or agreed by the competent regulatory authorities.

8. *Target subscribers*

It is intended that the GDRs shall be sold globally and offered to qualified international investors and other investors who are qualified according to relevant regulations.

It is expected that the target subscribers and their respective ultimate beneficial owners are third parties who are independent of the Company and connected persons of the Company. The Company will take all reasonable steps to comply with the relevant requirements under Chapter 14A of the Listing Rules in the event that any target subscriber becomes a connected person of the Company now or in the future.

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9. *Conversion restriction period between GDRs and A Shares as underlying securities*

The GDRs to be issued may be converted into A Shares as underlying securities in compliance with domestic and overseas regulatory requirements. According to the requirements of the Regulations, the GDRs to be issued shall not be converted into domestic A Shares for 120 days from the date of admission. The GDRs subscribed by the controlling Shareholders, de facto controllers of the Company and its controlled enterprises shall not be transferred for 36 months from the date of admission. In order to maintain the liquidity of GDRs and the price stability in both markets, it is proposed that the Board and the Authorized Person(s) of the Board as authorized at the General Meeting decide the matters relating to the determination of the conversion restriction period in accordance with the prevailing domestic and overseas market conditions and actual conditions of the Company.

10. *Underwriting method*

The GDRs to be issued will be underwritten by way of an international sales process by the underwriting syndicate after a book-building process.

The issuance price of the GDRs will be determined after due consideration of the interests of the Company's existing Shareholders, the receptivity of investors and issuance risks, etc., in accordance with international practices and the Regulations and relevant regulatory requirements, and will be determined based on the domestic and overseas capital market conditions at the time of the issuance, taking into account order demand and book building results. In principle, the issuance price shall be no less than 90% of the average closing price of the underlying A Shares for the 20 trading days prior to price reference date (i.e. the first date of the Issuance and Admission of GDRs) on as-converted basis; and the issuance price shall be no less than the Company's latest audited net asset value per Share.

For illustrative purposes only, the closing prices of the A Shares and H Shares as at the Latest Practicable Date are RMB9.96 and HK\$3.59 per A Share and H Share; and the audited net asset value per Share of the Company as at 31 December 2021 is RMB4.24 as calculated based on the financial information disclosed in the 2021 Annual Report of the Company.

3. *Resolution on the Report on the Use of Proceeds Previously Raised by the Company*

The Company has prepared the "Report on the Use of Proceeds Previously Raised by China Suntien Green Energy Corporation Limited" in accordance with the Rules Governing the Report on the Use of Proceeds from Previous Issuance of Securities (Zheng Jian Fa Xing Zi [2007] No. 500)" by the CSRC.

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After examining the use of the proceeds previously raised, Ernst & Young Hua Ming LLP has issued the “Assurance Report on the Use of Proceeds Previously Raised by China Suntien Green Energy Corporation Limited”. Ernst & Young Hua Ming LLP is of the opinion that: the Report on the Use of Proceeds Previously Raised by the Company was prepared, in all material respects, in accordance with the requirements of the Rules Governing the Report on the Use of Proceeds from Previous Issuance of Securities (Zheng Jian Fa Xing Zi [2007] No. 500), and has truly reflected the use of the proceeds previously raised by the Company as of 31 October 2022.

For the full text of the “Report on the Use of Proceeds Previously Raised by China Suntien Green Energy Corporation Limited” and the “Assurance Report on the Use of Proceeds Previously Raised by China Suntien Green Energy Corporation Limited”, please refer to Appendix I.

4. Resolution on the Plan for the Use of Proceeds from the Issuance of GDRs

After deducting the issuance expenses from the proceeds from the issuance of GDRs by the Company, it is intended that approximately 80% of the proceeds will be used for the development of its principal businesses in the domestic and overseas new energy sector (wind power business and photovoltaic business) and clean energy sector (natural gas business), and approximately 20% of the proceeds will be used for supplementary working capital and other general purposes.

For illustration purpose only, based on the issuance size of no more than 8.00% of the total ordinary Shares (i.e. 334,967,446 Shares as at the Latest Practicable Date), the Company expects to raise gross proceeds of approximately RMB2,953 million from the Proposed Issuance and Admission of GDRs, using the average closing price of A Shares of RMB9.80 per Share for the previous 20 days as of the Latest Practicable Date as the base price and assuming the issuance price of the GDRs will be 90% of the base price.

The specific use of proceeds and investment plans shall be as disclosed in the GDRs prospectus.

5. Resolution on the Authorizations to the Board and the Authorized Person(s) of the Board to Handle Matters, at their Full Discretion, Regarding the Issuance and Admission of GDRs on the SIX Swiss Exchange

In order to facilitate the smooth implementation of the Issuance and Admission, the Company proposes to the General Meeting to authorize the Board and the Authorized Person(s) of the Board with full power to handle matters in relation to the Issuance and Admission. The authorizations shall include but not be limited to:

1. handle the reporting and implementation of the Issuance and Admission with full power, including but not limited to matters relating to the Issuance and Admission, approving, formulating, signing, submitting, supplementing, executing, amending, reporting, replying all necessary documents related to the Issuance and Admission, replying to feedback from relevant government authorities, such as the CSRC, and handling reporting, registration, filing,

LETTER FROM THE BOARD

approval and consent procedures at relevant government authorities, regulatory authorities and stock exchanges, the securities registration and clearing institutions at the listing place of GDRs, as well as handling information disclosure matters in relation to the Issuance and Admission in accordance with the regulatory requirements.

2. solely responsible for the adjustment and specific implementation of the Issuance and Admission in accordance with the relevant provisions of domestic and overseas laws and regulations and relevant rules of the securities regulatory and management authorities within the scope of the proposal of the Issuance and Admission considered and approved at the General Meeting, including but not limited to: determining the specific size of issuance, the conversion rate between GDRs and A Shares, issuance price (including currency, price range and final pricing), timing of issuance, method of issuance, target subscribers, placing plan and proportion, over-allotment, conversion restriction period between GDRs and A Shares, and amount of and plans for use of proceeds, etc.
3. determine or ratify the engagement of global coordinator(s), bookrunner(s), underwriter(s), domestic and foreign lawyer(s), auditor(s), industry advisor(s), receiving bank(s), custodian(s), depository(ies), printer(s), listing agent(s) and other intermediaries relevant to the Issuance and Admission, to make, amend, supplement, sign, submit, present, publish, disclose, execute, suspend and terminate any agreement(s), contract(s), announcement(s), prospectus or other document(s) (including but not limited to the prospectus and other listing documents, etc.) relevant to the Issuance and Admission as may be necessary or appropriate.
4. approve and adopt on behalf of the Company the form and contents of the relevant application documents for the application for issuance, listing, trading, clearing and settlement and other related regulatory matters to the relevant overseas regulatory bodies and exchanges. To approve the timely submission of the prospectus and the document(s) required to be submitted in accordance with the applicable rules, laws and regulations, directives and other requirements, as well as the signing of the application documents and the accompanying undertakings, declarations and confirmations on behalf of the Company, by the authorised personnel to the relevant overseas regulatory authorities and exchanges.
5. handle the capital verification of the proceeds and the registration, depository and custody of the issued securities, and to handle the approval, registration of changes and filing of the change of the registered capital of the Company with the CSRC, the Administration for Market Regulation and other relevant authorities in accordance with the actual status of the Issuance and Admission; deal with matters such as the reporting, approval, and filing of the investment projects in relation to the proceeds from the Issuance and Admission, and sign material contracts to be entered into during the implementation of such investment projects.

LETTER FROM THE BOARD

6. adjust, supplement, amend and improve the internal governance policies of the Company, including the Articles of Association and the appendices thereto, as approved at the General Meeting of the Company, in accordance with the actual results of the Issuance and Admission, for the purpose of the Issuance and Admission and in accordance with the changes in the provisions and regulatory documents of domestic and overseas laws and regulations or the requirements and recommendations of the relevant domestic and overseas government authorities, regulatory bodies and stock exchanges and the actual status of the Issuance and Admission (including but not limited to adjusting, supplementing, amending and improving the text, chapters, clauses, conditions of entry into force, effective time, registered capital, etc.), and to apply to the CSRC, the Administration for Market Regulation and other relevant authorities for approval, registration of changes and record filing before and after the completion of the Issuance.
7. amend the contents of the resolutions passed at the General Meeting in relation to the Issuance and Admission in accordance with the requirements of the relevant government departments and regulatory authorities and the relevant approval documents.
8. take necessary action to deal with other matters in relation to the Issuance and Admission within the scope as permitted by relevant laws and regulations, regulatory documents and the Articles of Association.
9. propose by the Board to the General Meeting to approve the authorization of the chairman, president and secretary to the Board, individually or collectively, as the authorized persons of the Issuance and Admission to specifically deal with the matters in relation to the Issuance and Admission as listed in items 1 – 8 above and sign relevant legal documents. The above authorized persons have the right to deal with the above matters in relation to the Issuance and Admission on behalf of the Company in the process of the Issuance and Admission in accordance with the scope of authorization as determined by way of resolution at the General Meeting of the Company and the authorization from the Board.

Among the above authorized matters, except for items 5 and 6 where the validity period of the authorization is until the date when the relevant matters are completed, the validity period of the authorization for the remaining items is 12 months, which is calculated from the date of consideration and approval of this resolution at the General Meeting of the Company. If the Company has obtained the approval, permission from, completed the filing or registration (if applicable) with relevant domestic and overseas regulatory authorities within the validity period of the resolution in relation to the Issuance and Admission at the General Meeting, the Company may complete the Issuance and Admission during the validity period as confirmed in such approval, permission by, filing or registration with domestic and overseas regulatory authorities in relation to the Issuance and Admission.

LETTER FROM THE BOARD

6. Resolution on the Validity Period of the Resolutions in respect of the Issuance and Admission of GDRs on the SIX Swiss Exchange

For the purposes of the issuance of GDRs, the Company will propose at the General Meeting for the relevant resolutions in respect of the Issuance and Admission to be approved to remain valid for a period of 12 months from the date of consideration and approval of such resolutions at the General Meeting of the Company. If the Company has obtained the approval or permission from or completed the filing or registration (if applicable) with relevant domestic and overseas regulatory authorities within the validity period of the resolutions in relation to the Issuance and Admission at the General Meeting, the Company may complete the Issuance and Admission during the validity period as confirmed in such approval or permission by, or filing or registration with relevant domestic and overseas regulatory authorities.

7. Resolution on the Distribution of Accumulated Profits Prior to the Issuance and Admission of GDRs on the SIX Swiss Exchange

Given the Company intends to issue GDRs and apply for the admission of the same to listing on the SIX Swiss Exchange, in order to balance the interests of existing and new Shareholders of the Company, accumulated undistributed profits of the Company prior to the Issuance and Admission, after deducting any proposed dividends (if any) which have been approved at the General Meeting of the Company in accordance with PRC laws and regulations and the Articles of Association prior to the Issuance and Admission, are intended to be shared among existing and new Shareholders after the Issuance and Admission.

8. Resolution on the Amendments to the Articles of Association Applicable to the Company after the Admission of GDRs

In accordance with the need for the Proposed Issuance and Admission of the GDRs, the Company intends to amend the Articles of Association in accordance with the requirements of the Securities Law and the Regulations and other relevant regulations, taking into account the actual situation and needs of the Company. Upon the approval from the General Meeting of the Company, the relevant amendments will take effect from the date of listing and trading of the GDRs issued by the Company on the SIX Swiss Exchange, details of which are set out in the Appendix.

Except for these proposed amendments, the contents of the other chapters and articles shall remain unchanged and if the serial numbers of any of the chapters and articles of the Articles of Association are affected by these amendments to the chapters and articles, the serial numbers of the chapters and articles of the existing Articles of Association shall be adjusted accordingly and the cross references to the chapters and articles of the Articles of Association shall be changed accordingly.

For the details of the amendments of the “Articles of Association (Draft)”, please refer to Appendix II.

LETTER FROM THE BOARD

9. Resolution on the Amendments to the Rules of Procedure of General Meetings Applicable to the Company after the Admission of GDRs

Given the Company intends to issue GDRs and apply for the admission of the same to listing on the SIX Swiss Exchange, in accordance with the Securities Law, the Regulations and other relevant regulations, and taking into account the actual circumstances and needs of the Company, it is proposed to amend the Rules of Procedure of General Meetings of China Suntien Green Energy Corporation Limited to form the Rules of Procedure of General Meetings of China Suntien Green Energy Corporation Limited (Draft) applicable to the Company after the Issuance and Admission. Upon the approval from General Meeting, the Rules of Procedure of General Meetings of China Suntien Green Energy Corporation Limited (Draft) shall become effective from the date of listing and trading of the GDRs on the SIX Swiss Exchange.

For the details of the amendments of the “Rules of Procedure of General Meetings (Draft)”, please refer to Appendix III.

10. Resolution on the Amendments to the Rules of Procedure of the Board of Directors Applicable to the Company after the Admission of GDRs

Given the Company intends to issue GDRs and apply for the admission of the same to listing on the SIX Swiss Exchange, in accordance with the Securities Law, the Regulations and other relevant regulations, and taking into account the actual circumstances and needs of the Company, it is proposed to amend the Rules of Procedure of the Board of Directors of China Suntien Green Energy Corporation Limited to form the Rules of Procedure of the Board of Directors of China Suntien Green Energy Corporation Limited (Draft) applicable to the Company after the Issuance and Admission. Upon the approval from General Meeting, the Rules of Procedure of the Board of Directors of China Suntien Green Energy Corporation Limited (Draft) shall become effective from the date of listing and trading of the GDRs on the SIX Swiss Exchange.

For the details of the amendments of the “Rules of Procedure of the Board of Directors (Draft)”, please refer to Appendix IV.

11. Resolution on the Amendments to the Rules of Procedure of the Board of Supervisors Applicable to the Company after the Admission of GDRs

Given the Company intends to issue GDRs and apply for the admission of the same to listing on the SIX Swiss Exchange, in accordance with the Securities Law, the Regulations and other relevant regulations, and taking into account the actual circumstances and needs of the Company, it is proposed to amend the Rules of Procedure of the Board of Supervisors of China Suntien Green Energy Corporation Limited to form the Rules of Procedure of the Board of Supervisors of China Suntien Green Energy Corporation Limited (Draft) applicable to the Company after the Issuance and Admission. Upon the approval from General Meeting, the Rules of

LETTER FROM THE BOARD

Procedure of the Board of Supervisors of China Suntien Green Energy Corporation Limited (Draft) shall become effective from the date of listing and trading of the GDRs on the SIX Swiss Exchange.

For the details of the amendments of the “Rules of Procedure of the Board of Supervisors (Draft)”, please refer to Appendix V.

12. Approvals Required for the Proposed Issuance and Admission of GDRs

The Proposed Issuance and Admission of GDRs is subject to the following approvals which are the conditions precedent for the Issuance and Admission, including but not limited to:

1. the Proposed Issuance and Admission of GDRs under the General Mandate was approved at the EGM and such mandate was granted to the Board;
2. the PRC relevant authorities such as CSRC and SASAC have approved the Proposed Issuance and Admission of GDRs; and
3. approval has been obtained for the admission of GDRs on the SIX Swiss Exchange.

As of the Latest Practicable Date, the Company has not entered into any underwriting agreement and/or fixed any relevant terms with any parties in connection with the Proposed Issuance and Admission of GDRs.

13. Effects of the Proposed Issuance and Admission of GDRs on the Shareholding Structure of the Company

The shareholding structure of the Company as at the Latest Practicable Date and immediately following the completion of the Proposed Issuance and Admission of GDRs (assuming (i) 334,967,446 new A Shares represented by the GDRs as underlying securities to be issued (including securities issued upon the exercise of any over-allotment option, if any) are issued in full and (ii) there has been no change in the total issued share capital of the Company since the Latest Practicable Date, except for that under the Proposed Issuance and Admission of GDRs) is set out as follows:

LETTER FROM THE BOARD

Name of Shareholders	Shareholdings as at the Latest Practicable Date			Shareholdings immediately following the completion of the Proposed Issuance and Admission of GDRs		
	Number of Shares held	Percentage of the issued A Shares/ H Shares share capital of the Company (%) ⁽¹⁾	Percentage of the total issued share capital of the Company (%) ⁽¹⁾	Number of Shares held	Percentage of the issued A Shares/ H Shares share capital of the Company (%) ⁽¹⁾	Percentage of the total issued share capital of the Company (%) ⁽¹⁾
A Shares						
Hebei Construction & Investment Group Co., Ltd.	2,058,841,253	87.68	49.17	2,058,841,253	76.73	45.53
Public Shareholders of A Shares	289,247,424	12.32	6.91	624,214,870	23.27	13.80
– GDR depository ⁽²⁾	-	-	-	334,967,446	12.48	7.41
– Original public Shareholders of A Shares ⁽³⁾	289,247,424	12.32	6.91	289,247,424	10.78	6.40
Total A Shares	2,348,088,677	100.00	56.08	2,683,056,123	100.00	59.33
H Shares						
Directors and senior management of the Company and its significant subsidiaries ⁽⁴⁾	150,000	0.01	0.00	150,000	0.01	0.00
Public Shareholders of H Shares ⁽³⁾	1,838,854,396	99.99	43.92	1,838,854,396	99.99	40.66
Total H Shares	1,839,004,396	100.00	43.92	1,839,004,396	100.00	40.67
Total Shares	4,187,093,073	100.00	100.00	4,522,060,519	100.00	100.00

Note:

- (1) The amounts of Shares and percentage figures above have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.
- (2) Upon the completion of the Proposed Issuance and Admission of GDRs, the GDR depository will issue to qualified international investors and other investors who meet the relevant requirements GDRs representing the new A Shares in connection with the Proposed Issuance and Admission of GDRs. The GDRs representing new A Shares issued in connection with the Proposed Issuance and Admission of GDRs are expected to be held by the public (as defined under the H Share Listing Rules). If the GDRs representing new A Shares issued in connection with the Proposed Issuance and Admission of GDRs are to be subscribed by connected persons (as defined under the H Share Listing Rules) of the Company, the Company will comply with the relevant requirements under Chapter 14A of the H Share Listing Rules, including but not limited to requirements for announcement and independent shareholders' approval.
- (3) To the best knowledge of the Company, Shares in the hands of original public Shareholders of A Shares and public Shareholders of H Shares will be in the hands of the public in accordance with Rule 8.24 of the H Share Listing Rules.

LETTER FROM THE BOARD

- (4) As at the Latest Practicable Date, each of the two Directors and senior management of the Company, i.e. Cao Xin and Mei Chun Xiao, and a director of the Company's significant subsidiaries, Ban Ze Feng, held 50,000 H Shares of the Company, respectively.

14. Benefits And Reasons for The Proposed Issuance and Admission of GDRs

In order to further promote the Company's internationalization strategy, further supplement the Company's capital strength, seek external growth opportunities, promote the transformation of internal growth momentum, and comprehensively improve the Company's operating level, the Company intends to launch the Issuance and Admission of GDRs. The Proposed Issuance and Admission of GDRs will be a way for the Company to implement the national green development concept and the sustainable development strategy, fully utilizing the advantage of the Company as the one of the leading enterprises in new and clean energy to implement the national target of "dual carbon", i.e., "carbon dioxide emission peaking and carbon neutrality". In addition, the Proposed Issuance and Admission of GDRs actively responds to the national capital market policy of deepening the inter-connection of the Sino-Swiss strategic partnership, and promoting the economic development strategy through offshore capital market. It will help the Company introduce global quality investors to enrich the shareholder composition and continuously improve corporate governance. It will also help the Company to steadily promote its internationalization layout to further enhance its global influence as well as to strengthen its capital base and multi-channel financing capabilities, and enhance its sound operating capability and risk management level.

The main reasons for the Company to choose the SIX Swiss Exchange as the listing venue for GDRs include, among others, (1) Switzerland is a permanently neutral country and its overall macro environment is relatively stable. Switzerland is also one of Europe's financial centers, where the overall capital market is relatively active and stable. Listing on the SIX Swiss Exchange is beneficial for the Company to further promote its internationalized strategy; (2) the Proposed Issuance and Admission of GDRs is feasible as demonstrated by the increasing number of A-share listed companies' issuance and admission of GDRs in the SIX Swiss Exchange; and (3) the costs for the Proposed Issuance and Admission of GDRs and subsequent maintenance are relatively low.

15. Fund raising activities during the previous twelve months of the Company

Apart from the Proposed Issuance and Admission of GDRs, the Directors confirm that the Company has not conducted any fund-raising activities involving the issue of its equity securities in the 12 months immediately preceding Latest Practicable Date.

IV. EGM

The Company will convene the EGM on Tuesday, 14 February 2023 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC. The notice of EGM is set out on pages EGM-1 to EGM-3 of this circular.

LETTER FROM THE BOARD

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the form of proxy in accordance with the instructions printed thereon. Holders of H Shares shall return the form of proxy to Computershare Hong Kong Investor Services Limited in person or by post not less than 24 hours before the time fixed for holding the EGM or any adjourned meeting thereof (i.e., at or before 9:30 a.m. on Monday, 13 February 2023 in respect of the EGM). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

Arrangements for holders of A Shares to attend the EGM will be separately announced by the Company on the website of the Shanghai Stock Exchange as and when appropriate.

V. VOTING BY POLL

According to Rule 13.39(4) of the H Share Listing Rules, any vote of shareholders at a general meeting must be taken by poll. Accordingly, the Chairman of the EGM will exercise his power under the Articles of Association of the Company to demand a poll in relation to all the proposed resolutions at the EGM. Results of the poll voting will be uploaded to the Company's website at www.suntien.com and the HKExnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the EGM.

VI. RECOMMENDATIONS

The Board considers that the terms of all the resolutions proposed at the EGM are fair and reasonable, and in the interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the resolutions to be proposed at the EGM.

Yours faithfully,
Cao Xin
Chairman

Assurance Report on the Use of Proceeds Previously Raised by the Company¹

Ernst & Young Hua Ming (2023) Zhuan Zi No. 60809266_A01
China Suntien Green Energy Corporation Limited

To all shareholders of China Suntien Green Energy Corporation Limited,

We have been engaged to provide assurance in respect of the attached report on the use of proceeds previously raised by China Suntien Green Energy Corporation Limited as of 31 October 2022 (the “**Report on the Use of Previous Proceeds**”). It is the responsibility of the Board of Directors of China Suntien Green Energy Corporation Limited to prepare the Report on the Use of Previous Proceeds in accordance with the Rules Governing the Report on the Use of Proceeds from Previous Issuance of Securities (Zheng Jian Fa Xing Zi [2007] No. 500) issued by the CSRC, and to warrant that the contents thereof are true, accurate and complete without false records, misleading statements or material omissions. Our responsibility is to independently express an opinion on the Report on the Use of Previous Proceeds based on the performance of the assurance work.

We have conducted our assurance work in accordance with the Standards on Other Assurance Engagements for CPAs of China No. 3101 – Assurance Engagements Other Than Audits or Reviews of Historical Financial Information, which requires us to plan and perform our assurance work to reach reasonable assurance of whether the Special Report on the Proceeds is free from material misstatements. In the course of our assurance work, we have carried out procedures including understanding, selective examination, checking and other procedures we have deemed necessary. We believe that our assurance procedures provide a reasonable basis for our opinion.

In our opinion, the Report on the Use of Previous Proceeds of China Suntien Green Energy Corporation Limited has been prepared in accordance with the Rules Governing the Report on the Use of Proceeds from Previous Issuance of Securities (Zheng Jian Fa Xing Zi [2007] No. 500) issued by the CSRC, and is true reflection of the use of proceeds previously raised by China Suntien Green Energy Corporation Limited as of 31 October 2022.

This report is solely to be used for the purpose of reporting the oversea issuance of Global Depositary Receipts for its listing on the SIX Swiss Exchange, and may not be used for any other purpose without our written consent.

¹ The following is the full text of the Assurance Report on the Use of Proceeds Previously Raised by the Company. This report is prepared in Chinese and translated into English. If there is any inconsistency between the English and Chinese versions, the Chinese version shall prevail.

Ernst & Young Hua Ming (2023) Zhuan Zi No. 60809266_A01
China Suntien Green Energy Corporation Limited

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Ernst & Young Hua Ming LLP

Certified Public Accountant of the People's
Republic of China: Wang Ning

Certified Public Accountant of the People's
Republic of China: Jiang Da Zhi

Beijing, China

5 January 2023

**Report on the Use of Proceeds Previously Raised by
China Suntien Green Energy Corporation Limited²**

The Special Report on the Placement and Actual Use of the Previous Proceeds (the “**Report on the Use of Previous Proceeds**”) as of 31 October 2022 has been prepared by the Board of Directors of China Suntien Green Energy Corporation Limited (the “**Company**”) in accordance with the Rules Governing the Report on the Use of Proceeds from Previous Issuance of Securities (Zheng Jian Fa Xing Zi [2007] No. 500) issued by the China Securities Regulatory Commission (the “**CSRC**”). The placement and actual use of the previous proceeds as of 31 October 2022 are hereby reported as follows:

I. PREVIOUS PROCEEDS**(I) Amount and availability of previous proceeds**

Pursuant to the approval of “Approval of the Non-public Issuance of Shares of China Suntien Green Energy Corporation Limited” (Zheng Jian Xu Ke [2021] No. 2730) from the CSRC, the Company non-publicly issued 337,182,677 ordinary Shares (A Shares) to 22 target subscribers at an issue price of RMB13.63 per share, raising gross proceeds of RMB4,595,799,887.51. As of 29 December 2021, the Company received the remaining proceeds of RMB4,549,204,408.70 after deduction of sponsorship and underwriting fees totaling RMB46,595,478.81. The net proceeds from the non-public issuance of the Company were RMB4,545,055,183.47 after deduction of offering expenses of RMB50,744,704.04 from the gross proceeds. Ernst & Young Hua Ming LLP has verified of the proceeds from the non-public issuance of A shares of the Company in 2021 and issued the “Verification Report of China Suntien Green Energy Corporation Limited” (Ernst & Young Hua Ming (2021) Yan Zi No. 60809266_A01).

² The following is the full text of the Report on the Use of Proceeds Previously Raised by China Suntien Green Energy Corporation Limited. This report is prepared in Chinese and translated into English. If there is any inconsistency between the English and Chinese versions, the Chinese version shall prevail.

(II) Use and balance of previous proceeds

As of 31 October 2022, the use and balance of proceeds from the non-public issuance of RMB ordinary shares (A shares) of the Company are set out below:

Item	Amount (RMB)
Initial amount of the net proceeds as at 29 December 2021	4,549,204,408.70
Less: Direct investment in the investment projects funded by proceeds	1,154,874,624.56
Less: Replacement of proceeds	285,600,000.00
Less: Replenishment of liquidity and repayment of bank loans	1,212,526,762.15
Less: Purchase of structured deposits and income certificates	1,560,000,000.00
Add: Interest income, wealth management income, net of handling fees	38,865,276.40
Balance of the special account for proceeds as at 31 October 2022	375,068,298.39

II. DEPOSIT AND MANAGEMENT OF PREVIOUS PROCEEDS**(I) Management of previous proceeds**

Pursuant to the provisions of the Company Law, the Securities Law and other relevant laws and regulations and regulatory documents, the Company formulated the “Management Requirements on Proceeds Raised by China Suntien Green Energy Corporation Limited” to regulate the use and management of proceeds from the issuance and listing of the Company’s A shares, and to ensure that the use of proceeds is used in a regulated, safe and efficient manner.

In December 2021, the Company, the sponsor Zhong De Securities and the relevant banks for the deposit of proceeds entered into the “Tripartite Custody Agreement on Special Deposit Accounts for Proceeds”. Given that the investment projects funded by proceeds, “Tangshan LNG Project (first phase and second phase), Tangshan LNG Terminal Outbound Pipelines Project (Caofeidian-Baodi section), Tangshan LNG Terminal Outbound Pipelines Project (Baodi-Yongqing section)”, were implemented by Caofeidian Suntien Liquefied Natural Gas Co., Ltd. (“Caofeidian Company”), a subsidiary of the Company, the Company, the relevant banks for the deposit of proceeds, Zhong De Securities and Caofeidian Company entered into the “Four-Party Custody Agreement on Special Deposit Account for Proceeds”, respectively, in January 2022.

(II) Deposit of the special account for previous proceeds

As of 31 October 2022, the details of the deposit of proceeds raised by the Company and Caofeidian Company are set out in the table below:

Investment projects	Account opening banks	Bank account number	Deposit method	Initial amount	Balance as of
				of the deposit (RMB)	31 October 2022 (RMB)
Tangshan LNG Project (first phase and second phase)	China Development Bank (Hebei Branch)	13101560009993130000	Agreement deposit	850,000,000.00	49,200,442.88
	Minsheng Bank (Shijiazhuang Weiming Street Branch)	633978279	Current	916,936,097.56	76,394.02
	Bank of China (Shijiazhuang Airport Road Branch)	100484690082	Agreement deposit	563,192,099.27	127,105.99
	Industrial Bank (Shijiazhuang Branch Business Department)	572010100101661409	Agreement deposit	70,000,000.00	1,050,314.67
	Industrial and Commercial Bank of China Limited (Tangshan Caofeidian Branch)	0403039929100333391	Current	-	325,335.95
	Bank of China Limited (Caofeidian Free Trade Zone Branch)	101924792692	Current	-	42,477,328.97
Tangshan LNG Terminal Outbound Pipelines Project (Caofeidian-Baodi section)	Construction Bank Corporation (Ping'an Street, Shijiazhuang, Hebei Sub-branch)	13050161860100001811	Agreement deposit	530,000,000.00	190,596,616.26
	CITIC Bank (Shijiazhuang Hongqi Street Branch)	8111801011400882329	Agreement deposit	169,740,638.99	9,609,213.24
	China Construction Bank Corporation (Tangshan Caofeidian Free Trade Zone Branch)	13050162410100002656	Current	-	12,976,695.06
Tangshan LNG Terminal Outbound Pipelines Project (Baodi-Yongqing section)	Bank of China (Shijiazhuang Airport Road Branch)	101564694284	Agreement deposit	236,807,900.73	52,868,626.94
	Bank of China Limited (Caofeidian Free Trade Zone Branch)	100845389574	Current	-	14,882,271.73
Replenishment of liquidity and repayment of bank loans	Bank of Communications (Hebei Branch Business Department)	131707000013000932065	Agreement deposit	720,000,000.00	515,907.53
	Postal Savings Bank (Zhonghua South Street Branch)	913008010030668914	Agreement deposit	480,000,000.00	355,047.24
	Industrial and Commercial Bank (Shijiazhuang Heping Branch)	0402020329300576863	Current	12,527,672.15	6,997.91
Total		/	/	<u>4,549,204,408.70</u>	<u>375,068,298.39</u>

Note: The above balance does not include the purchase of structured deposits and income certificates totalling RMB1,560,000,000.00.

III. CHANGES IN THE ACTUAL INVESTMENT PROJECTS FUNDED BY PREVIOUS PROCEEDS AND ITS TOTAL AMOUNT OF INVESTMENT

As of 31 October 2022, there was no change in the actual investment projects funded by previous proceeds from the non-public issuance of RMB ordinary shares (A shares) to untargeted subscribers.

At the thirtieth extraordinary general meeting of the fourth session of the Board of Directors and the fourteenth extraordinary general meeting of the fourth session of the Board of Supervisors of the Company held on 23 February 2022, the “Resolution on Adjustment to the Amount of Proceeds Proposed to be Invested in the Investment Projects Funded by Proceeds Raised from the Non-Public Issuance of A Shares” was considered and approved, approving the Company to adjust the amount of proceeds proposed to be invested in the investment projects funded by proceeds according to the actual amount of the proceeds raised from the non-public issuance of A Shares. The adjustment to the use of proceeds made by the Company is as follows:

Investment projects	Proceeds to be invested before adjustment (RMB'00 million)	Proceeds to be invested after adjustment (RMB'00 million)
Tangshan LNG Project (first phase and second phase)	26.96	23.98
Tangshan LNG Terminal Outbound Pipelines Project (Caofeidian-Baodi section)	7.86	6.99
Tangshan LNG Terminal Outbound Pipelines Project (Baodi-Yongqing section)	2.66	2.37
Replenishment of liquidity and repayment of bank loans	13.62	12.11
Total	51.10	45.45

IV. ACTUAL USE OF PREVIOUS PROCEEDS**(I) Use of proceeds in the investment projects funded by previous proceeds**

Details of the use of the previous proceeds as of 31 October 2022 are set forth in the “Appendix: Comparison of Table of the Use of Previous Proceeds as of 31 October 2022”.

(II) Changes in the implementation of the investment projects funded by previous proceeds

At the thirty-third extraordinary general meeting of the fourth session of the Board of Directors and the sixteenth extraordinary general meeting of the fourth session of the Board of Supervisors of the Company held on 28 April 2022, and the 2021 annual general meeting held on 14 June 2022, the “Resolution on the change in method of investment of the use of fund-raising proceeds” was considered and approved, approving the Company to change its method of investment of the use of proceeds in Tangshan LNG Project (first phase and second phase), Tangshan LNG Terminal Outbound Pipelines Project (Caofeidian-Baodi section), and Tangshan LNG Terminal Outbound Pipelines Project (Baodi-Yongqing section) from injection of the proceeds into the project implementing entity by means of capital increase to injection of the proceeds by means of capital increase and provision of interest-bearing loans for the construction of the funded projects of Caofeidian Company.

(III) Previous injection and replacement of investment projects

At the thirtieth extraordinary meeting of the fourth session of the Board of Directors of the Company held on 23 February 2022, the “Resolution on the Replacement of the Self-Raised Funds Previously Invested in the investment Project Funded by Proceeds of Suntien Green Energy” was considered and approved, approving the Company to use proceeds to replace the self-raised funds previously invested in the investment project funded by proceeds amounting RMB285,600,000.00 and the issuance expenses previously paid from the Company’s own funds account amounting RMB4,149,225.23. Ernst & Young Hua Ming LLP conducted a special audit and issued the “Assurance Report (Ernst & Young Hua Ming (2022) Zhuan Zi No. 60809266_A01)”. The sponsor Zhong De Securities has also issued a special audit opinion on the replacement of proceeds. The independent directors of the Company and the Board of Supervisors have expressed their explicit opinions approving the same.

(IV) Temporary use of idle proceeds for replenishment of working capital

At the thirty-second extraordinary general meeting of the fourth session of the Board of Directors and the fifteenth extraordinary general meeting of the fourth session of the Board of Supervisors of the Company held on 20 April 2022, the “Resolution on temporary use of part of idle proceeds for replenishment of working capital” was considered and approved, approving the Company to use not more than RMB1 billion of idle proceeds for replenishment of working capital for a period of not more than 12 months from the date of consideration and approval by the Board of Directors.

As of 31 October 2022, the Company did not temporarily use idle proceeds for replenishment of working capital.

(V) Cash management and investment of idle funds in related products

At the twenty-eighth extraordinary general meeting of the fourth session of the Board of Directors and the twelfth extraordinary general meeting of the fourth session of the Board of Supervisors of the Company held on 11 January 2022, the “Resolution on deposit proceeds by way of an agreed deposit” was considered and approved, approving the Company to deposit the balance of the proceeds from the non-public issuance of A Shares by way of an agreed deposit for a period not exceeding 12 months from the date of consideration and approval by the Board of Directors, provided that the use of the Company’s proceeds and normal construction of the investment projects funded by proceeds will not be affected.

At the thirty-second extraordinary general meeting of the fourth session of the Board of Directors and the fifteenth extraordinary general meeting of the fourth session of the Board of Supervisors of the Company held on 20 April 2022, the “Resolution on the use of part of the proceeds for cash management” was considered and approved, approving the Company to use the temporary idle proceeds of up to RMB2 billion (inclusive) for cash management and the said amount of proceeds can be used on a rolling basis during the validity period.

APPENDIX I

**REPORT ON THE USE OF
PROCEEDS PREVIOUSLY RAISED
BY THE COMPANY AND ASSURANCE REPORT**

As of 31 October 2022, details of the Company's purchase of structured deposits and income certificates from the proceeds are set out in the table below:

Unit: RMB

Bank name	Product name	Product type	Purchasing price	Start and end dates	Expected annualized rate of return
Bank of China (Shijiazhuang Airport Road Branch)	BOC Linked Structured Deposit	Structured Deposits	50,000,000.00	2022/10/13-2022/12/13	1.4000% or 4.2000%
	BOC Linked Structured Deposit	Structured Deposits	50,000,000.00	2022/10/13-2022/12/12	1.4000% or 4.2002%
	BOC Linked Structured Deposit	Structured Deposits	60,000,000.00	2022/10/13-2023/1/9	1.4000% or 4.4001%
	BOC Linked Structured Deposit	Structured Deposits	60,000,000.00	2022/10/13-2023/1/10	1.4000% or 4.4000%
	BOC Linked Structured Deposit	Structured Deposits	195,000,000.00	2022/9/19-2022/12/19	1.5000% or 4.3001%
	BOC Linked Structured Deposit	Structured Deposits	195,000,000.00	2022/9/19-2022/12/20	1.5000% or 4.3000%
Construction Bank Corporation (Ping'an Street, Shijiazhuang, Hebei Sub-branch)	China Construction Bank Hebei Branch Unit RMB Customized Structured Deposit	Structured Deposits	200,000,000.00	2022/10/11-2023/1/11	1.1000%-3.1800%
Industrial and Commercial Bank (Shijiazhuang Heping Branch)	Industrial and Commercial Bank of China Linked Exchange Rate Range Accumulative Legal Person RMB Structured Deposit Products	Structured Deposits	200,000,000.00	2022/9/20-2022/12/21	1.3000%-3.5000%
CITIC Bank (Shijiazhuang Hongqi Street Branch)	Win-Win Zhixin Exchange Rate-linked RMB Structured Deposit Series 11971	Structured Deposits	100,000,000.00	2022/10/14-2022/11/14	1.6000%-3.1300%
	Win-Win Zhixin Exchange Rate-linked RMB Structured Deposit Series 11836	Structured Deposits	200,000,000.00	2022/10/1-2023/1/3	1.6000%-3.2300%
Industrial Bank (Shijiazhuang Branch Business Department)	Industrial Bank Corporate Finance RMB Structured Deposit Products	Structured Deposits	70,000,000.00	2022/9/16-2022/12/15	1.5000%-3.27000%
	Industrial Bank Corporate Finance RMB Structured Deposit Products	Structured Deposits	80,000,000.00	2022/9/30-2022/12/29	1.5000%-3.27000%
/	CITIC Construction Investment Income Certificate "Kanzhang Bao" Series 159-Customized	Income certificates	30,000,000.00	2022/5/16-2022/11/16	2.0000%-5.9000%
	CITIC Construction Investment Income Certificate "Kanzhang Bao" Series 160-Customized	Income certificates	20,000,000.00	2022/5/16-2022/11/16	1.5000%-8.6000%
	CICC Index A Series 528 Income Certificate	Income certificates	50,000,000.00	2022/5/16-2022/11/14	1.0000%-9.5000%
Total			1,560,000,000.00	/	/

(VI) Use of the over subscription proceeds

As of 31 October 2022, the Company did not have any use of the over subscription proceeds.

(VII) Use of remaining proceeds

As of 31 October 2022, the Company did not use the remaining proceeds from the investment projects for other investment projects or non-investment projects.

**V. CHANGE IN THE USE OF PROCEEDS IN THE INVESTMENT PROJECTS
FUNDED BY PREVIOUS PROCEEDS**

As of 31 October 2022, the Company did not have any change in the investment projects funded by proceeds.

VI. CONCLUSION

In the opinion of the Board of Directors, the Company has used the Previous Proceeds in accordance with the plan for the application of the proceeds as disclosed in the issuance proposal for the previous issuance. The Company has fulfilled its disclosure obligations in respect of the investment and progress of the Previous Proceeds in accordance with the Rules Governing the Report on the Use of Proceeds from Previous Issuance of Securities (Zheng Jian Fa Xing Zi [2007] No. 500) issued by the CSRC.

All directors of the Company undertake that this report contains no false statement, misleading representation or material omission and they are willing to assume joint and several liabilities for the truthfulness, accuracy and completeness of this report.

**The Board of Directors of
China Suntien Green Energy Corporation Limited**
5 January 2023

APPENDIX I

REPORT ON THE USE OF PROCEEDS PREVIOUSLY RAISED BY THE COMPANY AND ASSURANCE REPORT

Appendix: Comparison of Table of the Use of Previous Proceeds as of 31 October 2022

Prepared by: China Suntien Green Energy Corporation Limited

Unit: RMB'0,000

Net proceeds:						454,505.52							Accumulated total amount of proceeds invested (excluding interest income, wealth management income, net of handling fees)	265,300.14
Total amount of change in the use of the proceeds:						Nil							Total amount of proceeds used in each year (excluding interest income, wealth management income, net of handling fees)	
Percentage of the total amount of change in the use of the proceeds:						Nil							January to October 2022	214,047.40
													January to December 2021	51,252.74
Committed investment projects	Change of item	Total amount of the committed investment of proceeds (RMB'00 million)	Total amount of the investment after adjustment	Amount of committed investment as of the end of period (1)	Investment amount during the reporting period	Investment amount as of the end of period (2)	Accumulated investment amount as of the end of period (3)=(2)-(1)	Difference between the accumulated end of investment amount as of the end of period and the amount of committed investment (3)=(2)-(1)	Investment progress as of the end of period (4)=(2)/(1) (%)	Date on which the project reached the status of designated use	Realization of benefits during the reporting period	Whether the expected benefits are achieved	Whether there has been a significant change in project feasibility	
Tangshan LNG Project (first phase and second phase)	Nil	26.96	239,797.11	239,797.11	117,352.28	117,352.28	(122,444.83)	48.94	The project is still under construction and is expected to reach its intended operational status in 2025	Not applicable	Not applicable	No	No	
Tangshan LNG Terminal Outbound Pipelines Project (Caofeidian-Baodi section)	Nil	7.86	69,902.95	69,902.95	19,482.56	19,482.56	(50,420.39)	27.87	Construction completed at the end of December 2022	Not applicable	Not applicable	No	No	
Tangshan LNG Terminal Outbound Pipelines Project (Baodi-Yongqing section)	Nil	2.66	23,679.74	23,679.74	7,212.62	7,212.62	(16,467.12)	30.46	Construction completed at the end of December 2022	Not applicable	Not applicable	No	No	
Replenishment of liquidity and repayment of bank loans	Nil	13.62	121,125.72	121,125.72	69,999.94	121,252.68	126.96 ^(Note 1)	100.10	Not applicable	Not applicable	Not applicable	No	No	
Total		51.10	454,505.52	454,505.52	214,047.40	265,300.14	(189,205.38)	58.37						
Reasons for not meeting the planned progress (by specific investment projects)													Not applicable	
Description of significant changes in project feasibility													Not applicable	
Changes in the implementation method of the investment projects funded by proceeds													Please refer to the above special report under the heading of "IV. (II) Changes in the implementation of the investment projects funded by previous proceeds".	
Description of previous injection and replacement of investment projects													Please refer to the above special report under the heading of "IV. (III) Previous injection and replacement of investment projects".	
Temporary use of idle proceeds for replenishment of working capital													Please refer to the above special report under the heading of "IV. (IV) Temporary use of idle proceeds for replenishment of working capital".	
Cash management and investment of idle funds in related products													Please refer to the above special report under the heading of "IV. (V) Cash management and investment of idle funds in related products".	
Permanent replenishment of working capital or repayment of bank loans with the over subscription proceeds													Not applicable	
Balance amount of the proceeds and reasons for formation													Not applicable	

Note 1: The difference between the cumulative investment amount and the committed investment amount is the result of the Company's use of interest income from bank deposits, financial management proceeds and the amount of outstanding issue costs paid to replenish its working capital.

**APPENDIX II COMPARISON TABLE OF THE AMENDMENTS
TO THE ARTICLES OF ASSOCIATION**

**CHINA SUNTIEN GREEN ENERGY CORPORATION LIMITED
COMPARISON TABLE OF THE AMENDMENTS TO THE
ARTICLES OF ASSOCIATION³**

No	Current version	After amendment
Article 2	<p>The Company is a joint stock limited company established in accordance with the Company Law, the Special Regulations and other relevant laws and administrative regulations of the PRC.</p> <p>.....</p> <p>With the approval of the China Securities Regulatory Commission, the Company conducted initial public offering of 134,750,000 RMB ordinary shares to the public on 28 May 2020, which became listed on the Shanghai Stock Exchange on 29 June 2020.</p>	<p>The Company is a joint stock limited company established in accordance with the Company Law, the Special Regulations and other relevant laws and administrative regulations of the PRC.</p> <p>.....</p> <p>With the approval of the China Securities Regulatory Commission, the Company conducted initial public offering of 134,750,000 RMB ordinary shares to the public on 28 May 2020, which became listed on the Shanghai Stock Exchange on 29 June 2020.</p> <p><u>On [•] [•]2023, with the approval of the China Securities Regulatory Commission, the Company issued [•] Global Depositary Receipts (“GDRs”), representing [•] A Shares based on the conversion ratio determined by the Company and were listed on the SIX Swiss Exchange on [•] [•] 2023.</u></p>

³ The full text of the proposed amended version of the Articles of Association is available on the HKEXnews website of the Hong Kong Stock Exchange at www.hkexnews.hk and the website of the SSE at www.sse.com.cn. The Comparison Table of the Amendments to the Articles of Association is prepared in Chinese and translated into English. In the event of discrepancies between the English and Chinese versions, the Chinese version shall prevail.

Article 7	<p>The Articles of Association shall become effective on the date when a special resolution of the general meeting of the Company is passed.</p> <p>Once the Articles of Association have become effective, it shall become a legally binding document to standardize the organization and activities of the Company, the rights and obligations between the Company and its shareholders, and among its shareholders.</p>	<p>The Articles of Association shall <u>be considered and approved at the general meeting of the Company and</u> become effective <u>from on</u> the date <u>when a special resolution of the general meeting of the Company is passed of listing of the GDRs issued by the Company on the SIX Swiss Exchange.</u></p> <p>Once the Articles of Association have become effective, it shall become a legally binding document to standardize the organization and activities of the Company, the rights and obligations between the Company and its shareholders, and among its shareholders. <u>The original Articles of Association of the Company shall automatically cease having effect.</u></p>
Article 17	<p>Subject to approval by the competent securities authority of the State Council, the Company may issue shares to domestic and overseas investors.</p> <p>“Overseas investors” as mentioned in the preceding paragraph shall refer to investors from foreign countries or from Hong Kong, Macau and Taiwan who subscribe for shares issued by the Company; “domestic investors” shall refer to investors within the territory of the People’s Republic of China other than the aforesaid regions who subscribe for shares issued by the Company.</p>	<p>Subject to approval by the competent securities authority of the State Council, the Company may issue shares <u>or GDRs</u> to domestic and overseas investors.</p> <p>“Overseas investors” as mentioned in the preceding paragraph shall refer to investors from foreign countries or from Hong Kong, Macau and Taiwan who subscribe for shares <u>or GDRs</u> issued by the Company; “domestic investors” shall refer to investors within the territory of the People’s Republic of China other than the aforesaid regions who subscribe for shares <u>or GDRs</u> issued by the Company <u>subject to national regulatory requirements for foreign investments.</u></p>

Article 19	<p>Subject to the approval by the company examination and approval authority as authorised by the State Council, the Company issued 2,000,000,000 shares of ordinary shares to the promoters since establishment, amongst other, Heibi Construction & Investment Group Co., Ltd. has subscribed for and is holding 1,600,000,000 shares (representing 80% of the total issued ordinary shares) and HECIC Water Investment Co., Ltd. has subscribed for and is holding 400,000,000 shares (representing 20% of the total issued ordinary shares).</p> <p>.....</p> <p>With the approval of the China Securities Regulatory Commission, the Company conducted non-public offering of 337,182,677 RMB ordinary shares on 19 August 2021. After completion of such issuance, the Company's equity capital structure is: the Company has a total share capital of 4,187,093,073 shares, including 2,348,088,677 A Shares, representing 56.08% of the total share capital of the Company and 1,839,004,396 H Shares, representing 43.92% of the total share capital of the Company.</p>	<p>Subject to the approval by the company examination and approval authority as authorised by the State Council, the Company issued 2,000,000,000 shares of ordinary shares to the promoters since establishment, amongst other, Heibi Construction & Investment Group Co., Ltd. has subscribed for and is holding 1,600,000,000 shares (representing 80% of the total issued ordinary shares) and HECIC Water Investment Co., Ltd. has subscribed for and is holding 400,000,000 shares (representing 20% of the total issued ordinary shares).</p> <p>.....</p> <p>With the approval of the China Securities Regulatory Commission, the Company conducted non-public offering of 337,182,677 RMB ordinary shares on 19 August 2021. After completion of such issuance, the Company's equity capital structure is: the Company has a total share capital of 4,187,093,073 shares, including 2,348,088,677 A Shares, representing 56.08% of the total share capital of the Company and 1,839,004,396 H Shares, representing 43.92% of the total share capital of the Company.</p>
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Article 22	<p>The registered capital of the Company is RMB4,187,093,073.00.</p> <p>The domestic shares issued by the Company are centrally deposited with the China Securities Depository and Clearing Corporation Limited. The foreign invested shares listed overseas issued by the Company are deposited in accordance with Article 41 of the Articles of Association.</p>	<p>The registered capital of the Company is RMB[•].</p> <p>The domestic shares and additional domestic shares corresponding to the issuance of GDRs overseas issued by the Company are centrally deposited with the China Securities Depository and Clearing Corporation Limited. The foreign invested shares listed overseas issued by the Company are deposited in accordance with Article 41 of the Articles of Association.</p>
Article 38	<p>The share certificates of the Company shall adopt the form of registered share certificates.</p> <p>Other than the Company Law and the Prerequisite Clauses, matters to be stated in Company's shares shall include other matters as required by securities exchange where the Company's shares are listed.</p> <p>.....</p>	<p>The share certificates of the Company shall adopt the form of registered share certificates.</p> <p>Other than the Company Law and the Prerequisite Clauses, matters to be stated in Company's shares or GDRs shall include other matters as required by securities exchange where the Company's shares are listed.</p> <p>.....</p>

<p>Article 39</p>	<p>.....</p> <p>Where the Company’s shares are listed and traded on a “paperless” basis, provisions otherwise stipulated by securities regulatory authorities of the places where the Company’s shares are listed shall prevail.</p>	<p>.....</p> <p>Where the Company’s shares are listed and traded on a “paperless” basis, provisions otherwise stipulated by securities regulatory authorities and <u>stock exchanges</u> of the places where the Company’s shares or <u>GDRs</u> are listed shall prevail.</p>
<p>Article 40</p>	<p>.....</p> <p>All the activities or transfer of foreign invested shares listed overseas shall be registered in the register of foreign invested shares listed overseas as maintained at the place of listing in accordance with the Articles of Association.</p> <p>.....</p>	<p>All the activities or transfer of foreign invested shares listed overseas or <u>GDRs issued</u> shall be registered in the register of foreign invested shares listed overseas or <u>register of GDR equity holders</u> as maintained at the place of listing in accordance with the Articles of Association.</p> <p>.....</p>

Article 41	<p>In accordance with the mutual understanding and agreement reached between the competent securities authority of the State Council and the overseas securities authority, the original of the Company's shareholders register of foreign invested shares listed overseas shall be maintained overseas and managed by an overseas agent entrusted by the Company. The original of the Company's shareholders register of foreign invested shares listed overseas that are listed in Hong Kong shall be maintained in Hong Kong.</p> <p>A duplicate of the Company's shareholders register of foreign invested shares listed overseas shall be kept at the business premises of the Company. The entrusted overseas agent shall ensure the consistency of the original and duplicate of the shareholders register of foreign invested shares listed overseas at all times.</p> <p>In the event of any inconsistency between the original and duplicate of the shareholders register of foreign invested shares listed overseas, the original shall prevail.</p>	<p>In accordance with the mutual understanding and agreement reached between the competent securities authority of the State Council and the overseas securities authority, the original of the Company's shareholders register of foreign invested shares listed overseas <u>and register of GDR equity holders</u> shall be maintained overseas and managed by an overseas agent entrusted by the Company. The original of the Company's shareholders register of foreign invested shares listed overseas that are listed in Hong Kong shall be maintained in Hong Kong. <u>The register of GDR equity holders shall be maintained in Swiss.</u></p> <p>A duplicate of the Company's shareholders register of foreign invested shares listed overseas <u>and the register of GDR equity holders</u> shall be kept at the business premises of the Company. The entrusted overseas agent shall ensure the consistency of the original and duplicate of the shareholders register of foreign invested shares listed overseas <u>and the register of GDR equity holders</u> at all times.</p> <p>In the event of any inconsistency between the original and duplicate of the shareholders register of foreign invested shares listed overseas <u>or the register of GDR equity holders</u>, the original shall prevail.</p>
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Article 42	<p>.....</p> <p>A shareholders register shall consist of the following:</p> <p>(1) the shareholders register other than those stipulated in items (2) and (3) of this paragraph to be kept at the business premises of the Company;</p> <p>(2) the Company's shareholders register of foreign invested shares listed overseas to be kept at the location of the overseas stock exchange where the foreign invested shares listed overseas is listed; and</p> <p>(3) the shareholders register to be kept in another place designated by the board of directors for the purpose of the listing of the Company's shares.</p>	<p>.....</p> <p>A shareholders register shall consist of the following:</p> <p>(1) the shareholders register other than those stipulated in items (2) and (3) of this paragraph to be kept at the business premises of the Company;</p> <p>(2) the Company's shareholders register of foreign invested shares listed overseas and the register of GDR equity holders to be kept at the location of the overseas stock exchange where the foreign invested shares listed overseas is listed; and</p> <p>(3) the shareholders register to be kept in another place designated by the board of directors for the purpose of the listing of the Company's shares.</p>
Article 46	<p>Where laws, administrative regulations, departmental rules, regulatory documents and the relevant stock exchange or the regulatory authority of the place where the Company's shares are listed stipulate on the period of closure of the register of members prior to the convening of a general meeting or the benchmark date of the Company for determination of dividend distribution, such provisions shall prevail.</p>	<p>Where laws, administrative regulations, departmental rules, regulatory documents and the relevant stock exchange or the regulatory authority of the place where the Company's shares or GDRs are listed stipulate on the period of closure of the register of members prior to the convening of a general meeting or the benchmark date of the Company for determination of dividend distribution, such provisions shall prevail.</p>

Article 48	Any party which raises objection to a shareholders register and requests its name to be registered in the shareholders register or requests that its name be deleted from the shareholders register may apply to the court having jurisdiction to amend that shareholders register.	Any party which raises objection to a shareholders register and requests its name to be registered in the shareholders register or requests that its name be deleted from the shareholders register may apply to the court having jurisdiction to amend that shareholders register. <u>Under the conditions of the paperless issuance and trading of the Company's shares, the regulations of the securities regulatory authorities and stock exchanges where the Company's shares or GDRs are listed shall prevail.</u>
Article 49	<p>.....</p> <p>In the case of a holder of foreign invested shares listed overseas losing its share certificate and applying for the issue of a replacement certificate, this shall be handled in accordance with the law of the place where the original shareholders register of foreign invested shares listed overseas is kept, the rules of the stock exchange or other relevant regulations.</p> <p>.....</p>	<p>.....</p> <p>In the case of a holder of foreign invested shares listed overseas losing its share certificate and applying for the issue of a replacement certificate, this shall be handled in accordance with the law of the place where the original shareholders register of foreign invested shares listed overseas is kept, the rules of the stock exchange or other relevant regulations.</p> <p><u>In the case of a GDR equity holder losing its GDRs and applying for the issue of a replacement receipt, this shall be handled in accordance with the laws, the rules of the stock exchange or other relevant regulations of the place where the original register of GDR equity holders is kept.</u></p> <p>.....</p>

<p>Article 58</p>	<p>In addition to obligations as required by laws, administrative regulations or the listing rules of the stock exchange the Company’s shares are listed, a controlling shareholder (according to the definition of the following paragraphs) when executing its shareholding rights shall not be permitted to exercise its voting rights to make decisions on the following matters which harm the interests of all or some shareholders:</p> <p>.....</p>	<p>In addition to obligations as required by laws, administrative regulations or the listing rules of the stock exchange the Company’s shares or GDRs are listed, a controlling shareholder (according to the definition of the following paragraphs) when executing its shareholding rights shall not be permitted to exercise its voting rights to make decisions on the following matters which harm the interests of all or some shareholders:</p> <p>.....</p>
<p>Article 62</p>	<p>The following external guarantees to be provided by the Company shall be reviewed and passed at the general meeting:</p> <p>.....</p> <p>(7) other guarantees required by the stock exchange on which the shares of the Company are listed and the Articles of Association to be considered and approved by the shareholders at general meetings.</p> <p>.....</p>	<p>The following external guarantees to be provided by the Company shall be reviewed and passed at the general meeting:</p> <p>.....</p> <p>(7) other guarantees required by the stock exchange on which the shares or GDRs of the Company are listed and the Articles of Association to be considered and approved by the shareholders at general meetings.</p> <p>.....</p>

<p>Article 65</p>	<p>.....</p> <p>The shareholder’s meeting should provide a venue for holding the meeting in the form of on-the-spot meeting. The Company shall also provide online voting and other means as permitted by the listing rules of the place where the shares of the Company are listed for the convenience of shareholders attending the meeting. Shareholders attending the shareholder’s meeting using the above method are considered present at the meeting.</p> <p>.....</p>	<p>.....</p> <p>The shareholder’s meeting should provide a venue for holding the meeting in the form of on-the-spot meeting. The Company shall also provide online voting and other means as permitted by the listing rules of the place where the shares or GDRs of the Company are listed for the convenience of shareholders attending the meeting. Shareholders attending the shareholder’s meeting using the above method are considered present at the meeting.</p> <p>.....</p>
<p>Article 66</p>	<p>When convening an annual general meeting, written notification shall be made to the shareholders registered in the shareholders register twenty (20) days (or (when convening an extraordinary general meeting, then) fifteen (15) days) before the convening of the meeting of those matters to be discussed at the meeting and the date and location of the meeting. Where laws, administrative regulations, departmental rules, regulatory documents and the relevant stock exchange or the regulatory authority of the place where the Company’s shares are listed stipulate otherwise on the notice period of annual general meeting and/or extraordinary general meeting, such provisions shall prevail.</p> <p>The date of meeting shall not be included in the calculation of the period for issuing such notice.</p>	<p>When convening an annual general meeting, written notification shall be made to the shareholders registered in the shareholders register twenty (20) days (or (when convening an extraordinary general meeting, then) fifteen (15) days) before the convening of the meeting of those matters to be discussed at the meeting and the date and location of the meeting. Where laws, administrative regulations, departmental rules, regulatory documents and the relevant stock exchange or the regulatory authority of the place where the Company’s shares or GDRs are listed stipulate otherwise on the notice period of annual general meeting and/or extraordinary general meeting, such provisions shall prevail.</p> <p>The date of meeting shall not be included in the calculation of the period for issuing such notice.</p>

	<p>In relation to the issuance of the notice under this provision, the date of dispatch of notice represents the date that the Company or the share registrar as appointed by the Company delivers the relevant notice at the post office for posting (for holders of H shares) or the date on which the Company issue an official notice of the meeting (for holders of domestic shares).</p>	<p>In relation to the issuance of the notice under this provision, the date of dispatch of notice represents the date that the Company or the share registrar as appointed by the Company delivers the relevant notice at the post office for posting (for holders of H shares) or the date on which the Company issue an official notice of the meeting (for holders of domestic shares) <u>or the date of the notice required by the listing rules of the place where the GDRs are listed (for GDR equity holders).</u></p>
<p>Article 70</p>	<p>If matters relating to election of directors and supervisors are proposed to be discussed at a shareholders’ meeting, detailed information concerning the candidates shall be fully disclosed in the notice of the shareholders’ meeting, which shall at least include the following:</p> <p>.....</p> <p>(5) other matters required to be disclosed under the listing rules of the place where the shares of the Company are listed.</p> <p>.....</p>	<p>If matters relating to election of directors and supervisors are proposed to be discussed at a shareholders’ meeting, detailed information concerning the candidates shall be fully disclosed in the notice of the shareholders’ meeting, which shall at least include the following:</p> <p>.....</p> <p>(5) other matters required to be disclosed under the listing rules of the place where the shares <u>or GDRs</u> of the Company are listed.</p> <p>.....</p>

Article 71	<p>.....</p> <p>Subject to laws, administrative regulations, regulatory documents and the relevant rules of the securities regulatory authority of the place where the shares of the Company are listed and the fulfilment of the necessary procedures under the relevant rules, for the shareholders of foreign invested shares listed overseas, the Company may also issue a notice of the shareholders' meeting by publishing an announcement on the website of the Company and the website designated by the Hong Kong Stock Exchange or other means permitted under the Hong Kong Listing Rules and the Articles of Association, in lieu of sending notices to the shareholders of foreign invested shares listed overseas by personal delivery or prepaid mail.</p>	<p>.....</p> <p>Subject to laws, administrative regulations, regulatory documents and the relevant rules of the securities regulatory authority of the place where the shares of the Company are listed and the fulfilment of the necessary procedures under the relevant rules, for the shareholders of foreign invested shares listed overseas, the Company may also issue a notice of the shareholders' meeting by publishing an announcement on the website of the Company and the website designated by the Hong Kong Stock Exchange or other means permitted under the Hong Kong Listing Rules and the Articles of Association, in lieu of sending notices to the shareholders of foreign invested shares listed overseas by personal delivery or prepaid mail.</p> <p><u>For GDR equity holders, the Company may also issue a notice of the shareholders' meeting by publishing an announcement on the website of the Company and the website of the stock exchange where the GDRs are listed or other means permitted under the listing rules of the stock exchange where the GDRs are listed and the Articles of Association, in lieu of sending notices to the GDR equity holders by personal delivery or prepaid mail.</u></p>
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<p>Article 73</p>	<p>.....</p> <p>If a shareholder is a recognised clearing house (or its proxy), it may authorize such person or persons as it thinks fit to act as its representative(s) at any general meeting of any shareholders of the Company or at any meeting of any class of members provided that if more than one person is authorised, the authorisation shall specify the number and class of shares in respect of which each such person is so authorized. Such authorised person shall be entitled to exercise the same rights and power on behalf if the recognised clearing house (or its proxy) which he or they represent as if such person is an individual shareholder of the Company.</p>	<p>.....</p> <p>If a shareholder is a recognised clearing house <u>or a depositary of GDR (the “Depositary”)</u> (or its proxy), it may authorize such person or persons as it thinks fit to act as its representative(s) at any general meeting of any shareholders of the Company or at any meeting of any class of members provided that if more than one person is authorised, the authorisation shall specify the number and class of shares in respect of which each such person is so authorized. Such authorised person shall be entitled to exercise the same rights and power on behalf if the recognised clearing house <u>or the Depositary</u> (or its proxy) which he or they represent as if such person is an individual shareholder of the Company.</p>
<p>Article 75</p>	<p>.....</p> <p>If a proxy is appointed by a corporation shareholder (except for clearing house or its proxy), the Company has the right to request the proxy to provide his identification document and a copy of resolutions or a copy of authorization from the board of directors of the corporation shareholder or other authority.</p>	<p>.....</p> <p>If a proxy is appointed by a corporation shareholder (except for clearing house <u>or the Depositary</u> or its proxy), the Company has the right to request the proxy to provide his identification document and a copy of resolutions or a copy of authorization from the board of directors of the corporation shareholder or other authority.</p>

<p>Article 86</p>	<p>.....</p> <p>Where any shareholder is, under applicable law and regulations and the listing rules of the stock exchange where the shares of the Company is listed, required to abstain from voting on any particular resolution or restricted to voting only for (or only against) any particular resolution, any votes cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be counted.</p>	<p>.....</p> <p>Where any shareholder is, under applicable law and regulations and the listing rules of the stock exchange where the shares <u>or GDRs</u> of the Company is listed, required to abstain from voting on any particular resolution or restricted to voting only for (or only against) any particular resolution, any votes cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be counted.</p>
<p>Article 88</p>	<p>The resolutions put forward at the shareholders’ meeting shall be voted by poll, except that the chairman of the meeting may allow in good faith the resolutions relating purely to the procedures or administrative matters to be voted by show of hands subject to the listing rules of the place where the shares of the Company are listed.</p>	<p>The resolutions put forward at the shareholders’ meeting shall be voted by poll, except that the chairman of the meeting may allow in good faith the resolutions relating purely to the procedures or administrative matters to be voted by show of hands subject to the listing rules of the place where the shares <u>or GDRs</u> of the Company are listed.</p>
<p>Article 93</p>	<p>Ordinary resolutions shall be proposed on the following matters at a general meeting:</p> <p>.....</p> <p>(6) matters other than those on which special resolutions shall be proposed as stipulated in laws, administrative regulations, listing rules of the stock exchange where the shares of the Company are listed or the Articles of Association.</p>	<p>Ordinary resolutions shall be proposed on the following matters at a general meeting:</p> <p>.....</p> <p>(6) matters other than those on which special resolutions shall be proposed as stipulated in laws, administrative regulations, listing rules of the stock exchange where the shares of the Company are listed <u>or GDRs</u> or the Articles of Association.</p>

Article 94	<p>Special resolutions shall be passed with respect to the following matters at a general meeting:</p> <p>.....</p> <p>(7) other matters required by laws, administrative regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association to be passed by a special resolution and considered to have a material impact on the Company that by an ordinary resolution at the general meeting is required to be passed by a special resolution.</p>	<p>Special resolutions shall be passed with respect to the following matters at a general meeting:</p> <p>.....</p> <p>(7) other matters required by laws, administrative regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association to be passed by a special resolution and considered to have a material impact on the Company that by an ordinary resolution at the general meeting is required to be passed by a special resolution.</p>
Article 113	<p>Shareholders attending the shareholders' meeting shall express their opinions on the resolutions proposed for voting in one of the following manners: For, Against or Abstain, unless the securities registration and clearing institution, as the nominal holder of the shares under the connection mechanism between the Mainland and Hong Kong stock markets, makes declaration in accordance with the instructions of the actual holder of the shares.</p> <p>.....</p>	<p>Shareholders attending the shareholders' meeting shall express their opinions on the resolutions proposed for voting in one of the following manners: For, Against or Abstain, unless the securities registration and clearing institution, as the nominal holder of the shares under the connection mechanism between the Mainland and Hong Kong stock markets, <u>and the Depository, as the nominal holder of A Shares, the underlying securities represented by GDRs</u> makes declaration in accordance with the instructions of the actual holder of the shares.</p> <p>.....</p>

<p>Article 139</p>	<p>The Company establishes a board of independent directors. Independent directors refer to those do not carry out non-director duties in the Company and the relationship with the Company and the controlling shareholders will not affect their independent and objective judgment as a director of the Company.</p> <p>The term of office of independent directors is three years and may be re-appointed for consecutive terms if re-elected, but the longest term of office shall be no more than six years, except the relevant laws, regulations and listing rules of the stock exchange where the Company’s shares are listed stipulated otherwise.</p>	<p>The Company establishes a board of independent directors. Independent directors refer to those do not carry out non-director duties in the Company and the relationship with the Company and the controlling shareholders will not affect their independent and objective judgment as a director of the Company.</p> <p>The term of office of independent directors is three years and may be re-appointed for consecutive terms if re-elected, but the longest term of office shall be no more than six years, except the relevant laws, regulations and listing rules of the stock exchange where the Company’s shares or GDRs are listed stipulated otherwise.</p>
<p>Article 140</p>	<p>An independent director is required to have the following qualifications:</p> <p>(1) having the qualifications to hold the position of director in a listed company in accordance with laws, administrative regulations, listing rules of the stock exchange where the Company’s shares are listed and other relevant regulations;</p> <p>(2) being independent as required in listing rules of the stock exchange where the Company’s shares are listed;</p> <p>.....</p>	<p>An independent director is required to have the following qualifications:</p> <p>(1) having the qualifications to hold the position of director in a listed company in accordance with laws, administrative regulations, listing rules of the stock exchange where the Company’s shares or GDRs are listed and other relevant regulations;</p> <p>(2) being independent as required in listing rules of the stock exchange where the Company’s shares or GDRs are listed;</p> <p>.....</p>

Article 141	<p>In addition to the functions and powers granted to the directors under the Company Law and other relevant laws and regulations, listing rules of the stock exchange where the Company's shares are listed and the Articles of Association, the following special functions and powers should also be granted:</p> <p>.....</p> <p>Independent directors should obtain the consent of at least half of all the independent directors before exercising the aforementioned functions and powers. If any of the aforementioned proposals was not accepted or any of the aforementioned functions and powers could not be exercised normally, the Company should disclose the details thereof.</p>	<p>In addition to the functions and powers granted to the directors under the Company Law and other relevant laws and regulations, listing rules of the stock exchange where the Company's shares <u>or GDRs</u> are listed and the Articles of Association, the following special functions and powers should also be granted:</p> <p>.....</p> <p><u>Independent directors should obtain the consent of all the independent directors before exercising the aforementioned functions and powers under (4).</u></p> <p>Independent directors should obtain the consent of at least half of all the independent directors before exercising the aforementioned <u>other</u> functions and powers <u>as mentioned above</u>. If any of the aforementioned proposals was not accepted or any of the aforementioned functions and powers could not be exercised normally, the Company should disclose the details thereof.</p>
Article 143	<p>In relation to the system of independent directors, the relevant law, regulations and the relevant rules of the stock exchange where the stocks of the Company are listing shall be comply with if it is not regulated under this section,.</p>	<p>In relation to the system of independent directors, the relevant law, regulations and the relevant rules of the stock exchange where the stocks <u>or GDRs</u> of the Company are listing shall be comply with if it is not regulated under this section,.</p>

**APPENDIX II COMPARISON TABLE OF THE AMENDMENTS
TO THE ARTICLES OF ASSOCIATION**

<p>Article 144</p>	<p>The board of directors shall be accountable to the general meeting and shall exercise the following function and powers:</p> <p>.....</p> <p>(22) other powers as stipulated in laws, regulations and the listing rules of the stock exchange where the Company’s shares are listed, and being granted in general meeting and the Articles of Association.</p> <p>.....</p>	<p>The board of directors shall be accountable to the general meeting and shall exercise the following function and powers:</p> <p>.....</p> <p>(22) other powers as stipulated in laws, regulations and the listing rules of the stock exchange where the Company’s shares or GDRs are listed, and being granted in general meeting and the Articles of Association.</p> <p>.....</p>
<p>Article 169</p>	<p>The president may resign prior to the expiration of his/her term of office. The detailed procedures for the resignation of the president and other senior management shall be set out in the labour contracts between the president and other senior management and the Company, unless otherwise provided by the laws, administrative regulations and the rules of the place where the shares of the Company are listed.</p>	<p>The president may resign prior to the expiration of his/her term of office. The detailed procedures for the resignation of the president and other senior management shall be set out in the labour contracts between the president and other senior management and the Company, unless otherwise provided by the laws, administrative regulations and the rules of the place where the shares or GDRs of the Company are listed.</p>
<p>Article 183</p>	<p>A person may not hold the position of director, supervisor, president or other senior management in any of the following circumstances:</p> <p>.....</p> <p>(11) other circumstances stipulated in provisions of laws and administrative regulations of the place where the Company’s shares are listed.</p>	<p>A person may not hold the position of director, supervisor, president or other senior management in any of the following circumstances:</p> <p>.....</p> <p>(11) other circumstances stipulated in provisions of laws and administrative regulations of the place where the Company’s shares or GDRs are listed.</p>

<p>Article 185</p>	<p>Apart from obligations as stipulated in laws, administrative regulations or the listing rules of stock exchanges where the Company’s shares are listed, a director, supervisor, president, and other senior management shall, in addition, when exercising his/her powers of office as stipulated by the Company, assume the following obligations towards the shareholders:</p> <p>.....</p>	<p>Apart from obligations as stipulated in laws, administrative regulations or the listing rules of stock exchanges where the Company’s shares <u>or GDRs</u> are listed, a director, supervisor, president, and other senior management shall, in addition, when exercising his/her powers of office as stipulated by the Company, assume the following obligations towards the shareholders:</p> <p>.....</p>
<p>Article 208</p>	<p>.....</p> <p>These financial reports shall be prepared in accordance with the provisions of relevant laws, regulations and departmental rules and published in accordance with the relevant rules of the securities regulatory authorities of the places where the shares of the Company are listed.</p> <p>Where the securities regulatory authorities of the places where the shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>.....</p> <p>These financial reports shall be prepared in accordance with the provisions of relevant laws, regulations and departmental rules and published in accordance with the relevant rules of the securities regulatory authorities of the places where the shares <u>or GDRs</u> of the Company are listed.</p> <p>Where the securities regulatory authorities of the places where the shares <u>or GDRs</u> of the Company are listed provide otherwise, such provisions shall prevail.</p>

<p>(Newly added) Article 221</p>	<p>—</p>	<p><u>The Company shall appoint a collection agent for equity holders of GDRs. The collection agent shall collect dividends and other amounts payable by the Company in respect of the equity holders of GDRs on behalf of the relevant equity holders of GDRs. The collection agent appointed by the Company shall comply with the requirements of the law of the place where the Company’s GDRs are listed or the relevant regulations of the stock exchange.</u></p>
<p>Article 241 (Revised Article 242)</p>	<p>If the Company is to be demerged, its assets shall be divided accordingly.</p> <p>When embarking on a demerger, the parties to the demerger shall sign a demerger agreement and a balance sheet and inventory of properties shall be drawn up. Within 10 days of the proposal of a resolution on a company demerger, the Company shall notify the various creditors and within 30 days a public announcement shall be made in the newspaper which is recognised by the stock exchange where the Company’s stock lists.</p> <p>.....</p>	<p>If the Company is to be demerged, its assets shall be divided accordingly.</p> <p>When embarking on a demerger, the parties to the demerger shall sign a demerger agreement and a balance sheet and inventory of properties shall be drawn up. Within 10 days of the proposal of a resolution on a company demerger, the Company shall notify the various creditors and within 30 days a public announcement shall be made in the newspaper which is recognised by the stock exchange where the Company’s stock <u>or GDRs</u> lists.</p> <p>.....</p>

<p>Article 256 (Revised Article 257)</p>	<p>.....</p> <p>The Company's shareholders of the overseas listed foreign shares shall choose in writing whether to receive the corporate communication in way of electronic mail or post, and shall choose to receive either the English version or the Chinese version only, or both. They shall be allowed to give the Company a written notice in advance within reasonable time, to alter the receive method and language version of the aforesaid information in accordance with proper procedure.</p>	<p>.....</p> <p>The Company's shareholders of the overseas listed foreign shares shall choose in writing whether to receive the corporate communication in way of electronic mail or post, and shall choose to receive either the English version or the Chinese version only, or both. They shall be allowed to give the Company a written notice in advance within reasonable time, to alter the receive method and language version of the aforesaid information in accordance with proper procedure.</p> <p><u>Equity holders of GDRs of the Company are notified in accordance with the relevant regulations of the securities regulatory authorities and stock exchanges where the GDRs are listed. Subject to the relevant regulations, the Company may also, in respect of equity holders of GDRs, give notice of the general meeting by means of publication on the website of the Company and/or the website of the stock exchange where the GDRs are listed or in other ways permitted by the listing rules of the place where the GDRs are listed, within the period for giving notice of the meeting as provided in these Articles of Association, in lieu of sending the notice to the overseas GDR equity holders by hand delivery or by prepaid mail.</u></p>
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<p>Article 262 (Revised Article 263)</p>	<p>.....</p> <p>The board of directors of the Company is responsible for explaining the Articles of Association; matters not yet resolved in the Articles of Association shall be passed as resolution in general meeting by board of directors.</p>	<p>.....</p> <p>The board of directors of the Company is responsible for explaining the Articles of Association; matters not yet resolved in the Articles of Association shall be passed as resolution in general meeting by board of directors. <u>In the event of any inconsistency between these Articles of Association and the regulatory requirements of the provisions of the laws and regulations, the securities regulatory authorities or the stock exchange where the Company's shares or GDRs are listed, the regulatory requirements of the provisions of the laws and regulations, the securities regulatory authorities or the stock exchange where the Company's shares or GDRs are listed shall prevail .</u></p> <p><u>These Articles of Association shall become effective upon approval by the general meeting and upon the date of listing and trading of the GDRs issued by the Company on the SIX Swiss Exchange. The original Articles of Association of the Company shall automatically cease having effect as of the effective date of these Articles of Association.</u></p>
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CHINA SUNTIEN GREEN ENERGY CORPORATION LIMITED
COMPARISON TABLE OF THE AMENDMENTS TO THE RULES OF
PROCEDURE OF GENERAL MEETINGS⁴

No.	Before amendment	After amendment
Article 4	<p>Matters that shall be decided by general meetings as required by laws, regulations and regulatory documents, the listing rules of the place where the Company's shares are listed, and the Articles of Association must be considered by general meeting so as to protect the decision-making power of shareholders of the Company with respect to such matters.</p> <p>Under necessary and reasonable circumstances and without violating the mandatory requirements of laws, regulations and regulatory documents, and the listing rules of the place where the Company's shares are listed, the general meeting may authorize or entrust the board of directors to determine, within the scope of authorization or entrustment granted by such general meeting, specific issues relating to matters which shall be resolved but cannot be decided upon immediately at such general meeting.</p> <p>.....</p>	<p>Matters that shall be decided by general meetings as required by laws, regulations and regulatory documents, the listing rules of the place where the Company's shares <u>or GDRs</u> are listed, and the Articles of Association must be considered by general meeting so as to protect the decision-making power of shareholders of the Company with respect to such matters.</p> <p>Under necessary and reasonable circumstances and without violating the mandatory requirements of laws, regulations and regulatory documents, and the listing rules of the place where the Company's shares <u>or GDRs</u> are listed, the general meeting may authorize or entrust the board of directors to determine, within the scope of authorization or entrustment granted by such general meeting, specific issues relating to matters which shall be resolved but cannot be decided upon immediately at such general meeting.</p> <p>.....</p>

⁴ The Comparison Table of the Amendments to the Rules of Procedure of General Meetings is prepared in Chinese and translated into English. In the event of discrepancies between the English and Chinese versions, the Chinese version shall prevail.

Article 21	Written notice of an annual general meeting shall be given twenty (20) days before the convening of the meeting, while written notice of an extraordinary general meeting shall be given fifteen (15) days before the convening of the meeting, to notify all shareholders registered in the register of the matters to be considered at the meeting and the date and place of the meeting. Where laws, administrative regulations, departmental rules, regulatory documents, and the relevant stock exchange or the regulatory authority of the place where the Company's shares are listed stipulate otherwise on the notice period of annual general meeting and/or extraordinary general meeting, such provisions shall prevail.	Written notice of an annual general meeting shall be given twenty (20) days before the convening of the meeting, while written notice of an extraordinary general meeting shall be given fifteen (15) days before the convening of the meeting, to notify all shareholders registered in the register of the matters to be considered at the meeting and the date and place of the meeting. Where laws, administrative regulations, departmental rules, regulatory documents, and the relevant stock exchange or the regulatory authority of the place where the Company's shares <u>or GDRs</u> are listed stipulate otherwise on the notice period of annual general meeting and/or extraordinary general meeting, such provisions shall prevail.
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<p>Article 22</p>	<p>.....</p> <p>Subject to laws, administrative regulations, regulatory documents and the relevant rules of the securities regulatory authority of the place where the shares of the Company are listed and the fulfilment of the necessary procedures under the relevant rules, for the shareholders of foreign invested shares listed overseas, the Company may also issue a notice of the general meeting by publishing an announcement on the website of the Company and the website designated by the Hong Kong Stock Exchange or other means permitted under the Hong Kong Listing Rules and these Rules, in lieu of sending notices to the shareholders of foreign invested shares listed overseas by personal delivery or prepaid mail.</p> <p>.....</p>	<p>.....</p> <p>Subject to laws, administrative regulations, regulatory documents and the relevant rules of the securities regulatory authority of the place where the shares of the Company are listed and the fulfilment of the necessary procedures under the relevant rules, for the shareholders of foreign invested shares listed overseas, the Company may also issue a notice of the general meeting by publishing an announcement on the website of the Company and the website designated by the Hong Kong Stock Exchange or other means permitted under the Hong Kong Listing Rules and these Rules, in lieu of sending notices to the shareholders of foreign invested shares listed overseas by personal delivery or prepaid mail.</p> <p><u>GDR beneficial holders are notified in accordance with the relevant regulations of the securities regulatory authorities and stock exchange where the GDRs are listed.</u></p> <p>.....</p>
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<p>Article 25</p>	<p>Where the election of directors and supervisors is proposed to be discussed at the general meeting, the notice of the meeting shall fully disclose the detailed information of the candidates for directors and supervisors, which should at least include the following:</p> <p>.....</p> <p>(V) other matters required to be disclosed by the listing rules of the place where the shares of the Company are listed.</p>	<p>Where the election of directors and supervisors is proposed to be discussed at the general meeting, the notice of the meeting shall fully disclose the detailed information of the candidates for directors and supervisors, which should at least include the following:</p> <p>.....</p> <p>(V) other matters required to be disclosed by the listing rules of the place where the shares <u>or GDRs</u> of the Company are listed.</p>
<p>Article 26</p>	<p>.....</p> <p>Where laws, administrative regulations, departmental rules, regulatory documents, and relevant stock exchange or the regulatory authority of the place where the Company’s shares are listed stipulate on the period of closure of the register of members prior to the convening of a general meeting or the benchmark date of the Company for determination of dividend distribution, such provisions shall prevail.</p>	<p>.....</p> <p>Where laws, administrative regulations, departmental rules, regulatory documents, and relevant stock exchange or the regulatory authority of the place where the Company’s shares <u>or GDRs</u> are listed stipulate on the period of closure of the register of members prior to the convening of a general meeting or the benchmark date of the Company for determination of dividend distribution, such provisions shall prevail.</p>

Article 28	<p>.....</p> <p>The shareholders' meeting should provide a venue for holding the meeting in the form of on-the-spot meeting. The Company shall also provide online voting and other means permitted under the listing rules of the place where the shares are listed for the convenience of shareholders attending the meeting subject to the condition that the legality and effectiveness of the meeting are ensured. Shareholders attending the shareholders' meeting using the above method are considered present at the meeting.</p>	<p>.....</p> <p>The shareholders' meeting should provide a venue for holding the meeting in the form of on-the-spot meeting. The Company shall also provide online voting and other means permitted under the listing rules of the place where the shares or GDRs are listed for the convenience of shareholders attending the meeting subject to the condition that the legality and effectiveness of the meeting are ensured. Shareholders attending the shareholders' meeting using the above method are considered present at the meeting.</p>
Article 31	<p>All shareholders or their proxies appearing on the register of shareholders on the date of registration of shareholding shall be entitled to attend the general meeting. They shall also be entitled to exercise voting rights in accordance with the relevant laws, regulations and regulatory documents, the Articles of Association and the listing rules of the place where the shares of the Company are listed, and the Company and convener shall not reject it for any reason.</p>	<p>All shareholders or the depositary of GDRs or their proxies appearing on the register of shareholders on the date of registration of shareholding shall be entitled to attend the general meeting. They shall also be entitled to exercise voting rights in accordance with the relevant laws, regulations and regulatory documents, the Articles of Association and the listing rules of the place where the shares or GDRs of the Company are listed, and the Company and convener shall not reject it for any reason.</p>
Article 55	<p>.....</p> <p>Where any shareholder is, under the applicable laws and regulations and listing rules of the stock exchange where the shares of the Company are listed, required to abstain from voting on any particular resolution or restricted to voting only in favour of (or only against) any particular resolution, any votes cast by such shareholder (or his proxies) in contravention of such requirement or restriction shall not be counted towards the total number of votes.</p>	<p>.....</p> <p>Where any shareholder is, under the applicable laws and regulations and listing rules of the stock exchange where the shares or GDRs of the Company are listed, required to abstain from voting on any particular resolution or restricted to voting only in favour of (or only against) any particular resolution, any votes cast by such shareholder (or his proxies) in contravention of such requirement or restriction shall not be counted towards the total number of votes.</p>

Article 60	<p>Shareholders present at the general meeting should express their opinions on the proposal put forward for voting in one of the following options:</p> <p>“For”, “Against”, or “Abstain”, except for the securities registration and settlement institutions which, being the nominal holders of shares subject to the Stock Connect mechanism between the Mainland and Hong Kong stock markets, shall make declaration according to the intentions of actual holders.</p>	<p>Shareholders present at the general meeting should express their opinions on the proposal put forward for voting in one of the following options:</p> <p>“For”, “Against”, or “Abstain”, except for the securities registration and settlement institutions or GDR depositary which, being the nominal holders of shares subject to the Stock Connect mechanism between the Mainland and Hong Kong stock markets, and the depositary, as the nominal holder of A Shares, the underlying securities represented by GDR, shall make declaration according to the intentions of actual holders.</p>
Article 67	<p>The contents of all resolutions made at the general meeting shall comply with the provision of laws, the listing rules of the place where the Company’s shares are listed and the Articles of Association. The contents of a resolution of general meeting of the Company which violate laws, administrative regulations and the listing rules of the place where the Company’s shares are listed shall be invalid.</p>	<p>The contents of all resolutions made at the general meeting shall comply with the provision of laws, the listing rules of the place where the Company’s shares or GDRs are listed and the Articles of Association. The contents of a resolution of general meeting of the Company which violate laws, administrative regulations and the listing rules of the place where the Company’s shares or GDRs are listed shall be invalid.</p>
Article 68	<p>The following matters shall be approved by the general meeting with ordinary resolutions:</p> <p>(VI) any matters other than those required to be approved with special resolutions as provided by laws, administrative regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association.</p>	<p>The following matters shall be approved by the general meeting with ordinary resolutions:</p> <p>(VI) any matters other than those required to be approved with special resolutions as provided by laws, administrative regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association.</p>

<p>Article 69</p>	<p>The following matters shall be approved by the general meeting with special resolutions: (VII) any other matters required to be approved with special resolutions as provided by laws, administrative regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association and those that would have substantial impact on the Company if approved by the general meeting with ordinary resolutions and thus shall be approved with special resolutions.</p>	<p>The following matters shall be approved by the general meeting with special resolutions: (VII) any other matters required to be approved with special resolutions as provided by laws, administrative regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association and those that would have substantial impact on the Company if approved by the general meeting with ordinary resolutions and thus shall be approved with special resolutions.</p>
<p>Article 70</p>	<p>..... A poll demanded shall be taken in such manner (including the use of ballot box or voting or ballot papers) and at such time and place as the chairman directs. According to the listing rules of the place where the shares of the Company are listed, the Company shall issue a notice for the demanded poll in a timely manner.</p>	<p>..... A poll demanded shall be taken in such manner (including the use of ballot box or voting or ballot papers) and at such time and place as the chairman directs. According to the listing rules of the place where the shares <u>or GDRs</u> of the Company are listed, the Company shall issue a notice for the demanded poll in a timely manner.</p>
<p>Article 100</p>	<p>If there are any matters not covered by these Rules or in any event that these Rules are inconsistent with, contravene or contradict any relevant laws, regulations, the Articles of Association or the listing rules of the place where the shares of the Company are listed, the laws, regulations, regulatory documents, the listing rules of the place where the shares of the Company are listed and the Articles of Association shall prevail.</p>	<p>If there are any matters not covered by these Rules or in any event that these Rules are inconsistent with, contravene or contradict any relevant laws, regulations, the Articles of Association or the listing rules of the place where the shares <u>or GDRs</u> of the Company are listed, the laws, regulations, regulatory documents, the listing rules of the place where the shares <u>or GDRs</u> of the Company are listed and the Articles of Association shall prevail.</p>

Article 102	The power of interpretation of these Rules shall be vested in the board of directors.	<p>The power of interpretation of these Rules shall be vested in the board of directors.</p> <p><u>If these Rules are inconsistent with laws and regulations, the regulations of the securities regulatory authorities or the stock exchange where the Company's shares or GDRs are listed, the applicable laws and regulations, the regulations of the securities regulatory authorities or the stock exchange where the Company's shares or GDRs are listed shall prevail.</u></p>
Article 103	These Rules shall be effective and implemented from the date on which they are considered and approved by the general meeting of the Company.	<p>These Rules shall be effective and implemented from the date on which they are considered and approved by the general meeting of the Company, <u>and shall be effective and implemented from the date of listing and trading of the GDRs issued by the Company in the SIX Swiss Exchange. The former Rules of Procedure of General Meetings of the Company shall automatically cease to have effect from the effective date of these Rules.</u></p>

**CHINA SUNTIEN GREEN ENERGY CORPORATION LIMITED
COMPARISON TABLE OF THE AMENDMENTS TO THE RULES OF
PROCEDURE OF THE BOARD OF DIRECTORS⁵**

No.	Before amendment	After amendment
Article 10	<p>A person may not hold the position of director in any of the following circumstances:</p> <p>(9) any other circumstances specified by laws, administrative regulations or the listing rules of the place where the shares of the Company are listed.</p>	<p>A person may not hold the position of director in any of the following circumstances:</p> <p>(9) any other circumstances specified by laws, administrative regulations or the listing rules of the place where the shares or GDRs of the Company are listed. </p>

⁵ The Comparison Table of the Amendments to the Rules of Procedure of the Board of Directors is prepared in Chinese and translated into English. In the event of discrepancies between the English and Chinese versions, the Chinese version shall prevail.

<p>Article 14</p>	<p>The main duties of the secretary to the board of directors are:</p> <p>(8) to assist directors, supervisors, presidents and other senior management in understanding any laws, administrative regulations, departmental rules, the listing rules of the place where the shares of the Company are listed and other requirements in relation to information disclosure, the Articles of Association, as well as the provisions of the listing agreement with respect to their legal liabilities;</p> <p>(9) to procure the board of directors to exercise its function and powers according to law; when the proposed resolution of the board of directors violates laws, administrative regulations, departmental rules, the listing rules of the place where the shares of the Company are listed and other requirements or the Articles of Association, the secretary shall remind the directors attending the board meeting and ask the supervisors attending the meeting as non-voting members to give their opinions in this regard; if the board of directors insists on making such resolution, the secretary to the board of directors shall record the opinions of the relevant supervisors and his/her opinions in the minutes and report the same to stock exchanges;</p> <p>(10) any other duties stipulated by laws, administrative regulations, departmental rules, the listing rules of the place where the shares of the Company are listed and other requirements, and the Articles of Association.</p>	<p>The main duties of the secretary to the board of directors are:</p> <p>(8) to assist directors, supervisors, presidents and other senior management in understanding any laws, administrative regulations, departmental rules, the listing rules of the place where the shares or GDRs of the Company are listed and other requirements in relation to information disclosure, the Articles of Association, as well as the provisions of the listing agreement with respect to their legal liabilities;</p> <p>(9) to procure the board of directors to exercise its function and powers according to law; when the proposed resolution of the board of directors violates laws, administrative regulations, departmental rules or the listing rules of the place where the shares or GDRs of the Company are listed and other requirements or the Articles of Association, the secretary shall remind the directors attending the board meeting and ask the supervisors attending the meeting as non-voting members to give their opinions in this regard; if the board of directors insists on making such resolution, the secretary to the board of directors shall record the opinions of the relevant supervisors and his/her opinions in the minutes and report the same to stock exchanges;</p> <p>(10) any other duties stipulated by laws, administrative regulations, departmental rules or the listing rules of the place where the shares or GDRs of the Company are listed and other requirements, and the Articles of Association.</p>
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<p>Article 17</p>	<p>The board of directors shall exercise the following functions and powers:</p> <p>(27) to approve the Company’s external guarantees that are not required to be considered by the general meeting under the listing rules of the place where the shares of the Company are listed and the Articles of Association;</p> <p>(28) to consider any notifiable transactions/discloseable transactions and connected/related party transactions that meet the standards for disclosure as specified by the listing rules of the place where the shares of the Company are listed;</p> <p>.....</p> <p>(30) any other functions and powers stipulated by laws, administrative regulations, departmental rules and the listing rules of the place where the shares of the Company are listed, and delegated by the general meeting and the Articles of Association.</p>	<p>The board of directors shall exercise the following functions and powers:</p> <p>(27) to approve the Company’s external guarantees that are not required to be considered by the general meeting under the listing rules of the place where the shares or GDRs of the Company are listed and the Articles of Association;</p> <p>(28) to consider any notifiable transactions/discloseable transactions and connected/related party transactions that meet the standards for disclosure as specified by the listing rules of the place where the shares or GDRs of the Company are listed;</p> <p>.....</p> <p>(30) any other functions and powers stipulated by laws, administrative regulations, departmental rules and the listing rules of the place where the shares or GDRs of the Company are listed, and delegated by the general meeting and the Articles of Association.</p>
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<p>Article 25</p>	<p>All members of the audit committee of the board of directors shall be non-executive directors, and independent non-executive directors shall be the majority of the committee. At least one (1) of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise. The chairman of the audit committee shall be an independent director and shall be an accounting professional.</p> <p>His/her main duties are:</p> <p>.....</p> <p>(11) to review the financial information of the Company and its disclosure, independently review and make recommendations on the integrity of the financial statements, annual and half-yearly reports and quarterly reports (if proposed to be published), and significant financial reporting judgements contained in these documentations. In reviewing these reports before submission to the board of directors, the committee should focus particularly on any changes in accounting policies and practices, major judgment areas, significant adjustments resulting from audit, the going concern assumptions and any qualifications, compliance with accounting standards and the listing rules of the places where the Company’s shares are listed in relation to financial reporting;</p> <p>.....</p>	<p>All members of the audit committee of the board of directors shall be non-executive directors, and independent non-executive directors shall be the majority of the committee. At least one (1) of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise. The chairman of the audit committee shall be an independent director and shall be an accounting professional.</p> <p>His/her main duties are:</p> <p>.....</p> <p>(11) to review the financial information of the Company and its disclosure, independently review and make recommendations on the integrity of the financial statements, annual and half-yearly reports and quarterly reports (if proposed to be published), and significant financial reporting judgements contained in these documentations. In reviewing these reports before submission to the board of directors, the committee should focus particularly on any changes in accounting policies and practices, major judgment areas, significant adjustments resulting from audit, the going concern assumptions and any qualifications, compliance with accounting standards and the listing rules of the places where the Company’s shares or GDRs are listed in relation to financial reporting;</p> <p>.....</p>
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<p>Article 50</p>	<p>Saved as otherwise specified in these Rules, the proposals considered and approved by the board of directors and the relevant resolutions formed thereby must have more than half of all the directors of the Company to cast affirmative votes in respect of such proposals. Where the relevant laws, administrative regulations and the listing rules of the place where the shares of the Company are listed as well as Articles of Association stipulate that any resolution formed by the board of directors shall be approved by more directors, such provisions shall apply.</p>	<p>Saved as otherwise specified in these Rules, the proposals considered and approved by the board of directors and the relevant resolutions formed thereby must have more than half of all the directors of the Company to cast affirmative votes in respect of such proposals. Where the relevant laws, administrative regulations and the listing rules of the place where the shares or GDRs of the Company are listed as well as Articles of Association stipulate that any resolution formed by the board of directors shall be approved by more directors, such provisions shall apply.</p>
<p>Article 51</p>	<p>..... Where the listing rules of the place where the shares of the Company are listed have special requirements for disclosure of meetings of the board of directors, such requirements shall apply.</p>	<p>..... Where the listing rules of the place where the shares or GDRs of the Company are listed have special requirements for disclosure of meetings of the board of directors, such requirements shall apply.</p>
<p>Article 52</p>	<p>In any of the following circumstances, directors shall abstain from voting on the relevant proposals: (I) Where the listing rules of the place where the shares of the Company are listed provide for abstention of the directors from voting;</p>	<p>In any of the following circumstances, directors shall abstain from voting on the relevant proposals: (I) Where the listing rules of the place where the shares or GDRs of the Company are listed provide for abstention of the directors from voting;</p>

<p>Article 55</p>	<p>Where the listing rules of the place where the shares of the Company are listed have specific disclosure requirements for the meetings of the board of directors that require to make resolution on the profit distribution of the Company or any other meetings of the board of directors, such requirements shall apply.</p>	<p>Where the listing rules of the place where the shares or GDRs of the Company are listed have specific disclosure requirements for the meetings of the board of directors that require to make resolution on the profit distribution of the Company or any other meetings of the board of directors, such requirements shall apply.</p>
<p>Article 58</p>	<p>..... Where the listing rules of the place where the shares of the Company are listed have specific disclosure requirements for the meetings of the board of directors, such requirements shall apply.</p>	<p>..... Where the listing rules of the place where the shares or GDRs of the Company are listed have specific disclosure requirements for the meetings of the board of directors, such requirements shall apply.</p>
<p>Article 62</p>	<p>The directors shall be responsible for the resolutions passed by the board of directors. If a resolution passed by the board of directors is in violation of laws, administrative regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association, and thus causes serious losses to the Company, the directors making such resolution shall be liable for making compensation to the Company. However, a director who has been proved as having expressed dissenting opinions on the resolution and such opinions are recorded in the minutes of the meeting may be exempt from liability. A director abstaining from voting does not exempt him/her from the liabilities he/she should have on the resolution of the board of directors.</p>	<p>The directors shall be responsible for the resolutions passed by the board of directors. If a resolution passed by the board of directors is in violation of laws, administrative regulations, the listing rules of the place where the shares or GDRs of the Company are listed or the Articles of Association, and thus causes serious losses to the Company, the directors making such resolution shall be liable for making compensation to the Company. However, a director who has been proved as having expressed dissenting opinions on the resolution and such opinions are recorded in the minutes of the meeting may be exempt from liability. A director abstaining from voting does not exempt him/her from the liabilities he/she should have on the resolution of the board of directors.</p>

Article 65	Resolutions made by the Board shall be announced by the secretary to the board of directors pursuant to the listing rules of the place where the shares of the Company are listed. Prior to the announcement of the resolutions, the attending directors, other attendants, and the recording and service staff shall have the obligation to keep such resolutions confidential.	Resolutions made by the Board shall be announced by the secretary to the board of directors pursuant to the listing rules of the place where the shares or GDRs of the Company are listed. Prior to the announcement of the resolutions, the attending directors, other attendants, and the recording and service staff shall have the obligation to keep such resolutions confidential.
Article 66	If there are any matters not covered by these Rules or in the event that these Rules contradict with the requirements of the laws, regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association promulgated or amended after these Rules have taken effect, the laws, regulations, the listing rules of the place where the shares of the Company are listed or the Articles of Association shall prevail.	If there are any matters not covered by these Rules or in the event that these Rules contradict with the requirements of the laws, regulations, the listing rules of the place where the shares or GDRs of the Company are listed or the Articles of Association promulgated or amended after these Rules have taken effect, the laws, regulations, the listing rules of the place where the shares or GDRs of the Company are listed or the Articles of Association shall prevail.
Article 67 Unless otherwise specified, the terms used in these Rules shall have the same meaning as those terms used in the Articles of Association and the listing rules of the place where the shares of the Company are listed. Unless otherwise specified, the terms used in these Rules shall have the same meaning as those terms used in the Articles of Association and the listing rules of the place where the shares or GDRs of the Company are listed.
Article 68	These Rules shall be effective and implemented from the date on which they are considered and approved by the general meeting of the Company.	These Rules shall be effective and implemented <u>upon consideration and approval</u> by the general meeting of the Company <u>and from the date of listing and trading of the GDRs issued by the Company in the SIX Swiss Exchange. The former Rules of Procedure of the Board of Directors of the Company shall automatically cease to have effect from the effective date of these Rules.</u>

CHINA SUNTIEN GREEN ENERGY CORPORATION LIMITED
COMPARISON TABLE OF THE AMENDMENTS TO THE RULES OF
PROCEDURE OF THE BOARD OF SUPERVISORS⁴

No.	Before amendment	After amendment
Article 6	<p>The following persons shall not serve as the supervisor of the Company:</p> <p>(11) any other circumstances as prescribed by laws and regulations of the places where the Company's shares are listed.</p>	<p>The following persons shall not serve as the supervisor of the Company:</p> <p>(11) any other circumstances as prescribed by laws and regulations of the places where the Company's shares or GDRs are listed.</p>
Article 7	<p>Supervisors are entitled to the following rights and obligations:</p> <p>(1) to comply with the requirements of all applicable laws, administrative regulations, rules, listing rules of the places where the Company's shares are listed and the Articles of Association relating to the responsibilities, duties and obligations of supervisors from time to time in force (including all requirements relating to supervisors), perform obligations with honesty and diligence, and faithfully perform supervision duties;</p> <p>(5) to urge the Company and its directors to comply with the listing rules of the places where the Company's shares are listed and other applicable laws and regulations from time to time in force.</p>	<p>Supervisors are entitled to the following rights and obligations:</p> <p>(1) to comply with the requirements of all applicable laws, administrative regulations, rules, listing rules of the places where the Company's shares or GDRs are listed and the Articles of Association relating to the responsibilities, duties and obligations of supervisors from time to time in force (including all requirements relating to supervisors), perform obligations with honesty and diligence, and faithfully perform supervision duties;</p> <p>(5) to urge the Company and its directors to comply with the listing rules of the places where the Company's shares or GDRs are listed and other applicable laws and regulations from time to time in force.</p>

⁴ The Comparison Table of the Amendments to the Rules of Procedure of the Board of Supervisors is prepared in Chinese and translated into English. In the event of discrepancies between the English and Chinese versions, the Chinese version shall prevail.

<p>Article 26</p>	<p>In any of the following circumstances, the board of supervisors shall hold an interim meeting within 10 days:</p> <p>(7) if any other circumstance so specified in laws, regulations and other regulatory documents, the listing rules of the places where the Company’s shares are listed, and the Articles of Association occurs.</p> <p>.....</p>	<p>In any of the following circumstances, the board of supervisors shall hold an interim meeting within 10 days:</p> <p>(7) if any other circumstance so specified in laws, regulations and other regulatory documents, the listing rules of the places where the Company’s shares or GDRs are listed, and the Articles of Association occurs.</p> <p>.....</p>
<p>Article 43</p>	<p>.....</p> <p>Matters not covered herein shall be executed in accordance with the relevant requirements of laws, regulations and the Articles of Association. If there is any contradiction between these rules and the Company Law, other laws, regulations, the listing rules of the places where the Company’s shares are listed and the Articles of Association, such laws, regulations, the listing rules of the places where the Company’s shares are listed and the Articles of Association shall prevail, and these Rules should be amended promptly.</p>	<p>.....</p> <p>Matters not covered herein shall be executed in accordance with the relevant requirements of laws, regulations and the Articles of Association. If there is any contradiction between these rules and the Company Law, other laws, regulations, the listing rules of the places where the Company’s shares or GDRs are listed and the Articles of Association, such laws, regulations, the listing rules of the places where the Company’s shares or GDRs are listed and the Articles of Association shall prevail, and these Rules should be amended promptly.</p>

Article 45	These Rules shall be effective and implemented upon consideration and approval by the general meeting of the Company and from the date of the initial public offering and listing of RMB denominated ordinary shares (A shares) of the Company.	These Rules shall be effective and implemented upon consideration and approval by the general meeting of the Company and from the date of the initial public offering and listing of RMB denominated ordinary shares (A shares) of the Company <u>the listing and trading of the GDRs issued by the Company on the SIX Swiss Exchange. The former Rules of Procedure of the Board of Supervisors of the Company shall automatically cease to have effect from the effective date of these Rules.</u>
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NOTICE OF EXTRAORDINARY GENERAL MEETING



China Suntien Green Energy Corporation Limited* **新天綠色能源股份有限公司**

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00956)

NOTICE OF 2023 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 first extraordinary general meeting (the “EGM”) of China Suntien Green Energy Corporation Limited (the “Company”) will be held at 9:30 a.m. on Tuesday, 14 February 2023 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC, for the consideration and approval of the following matters:

AS SPECIAL RESOLUTIONS

1. Resolution on the Issuance and Admission of GDRs on the SIX Swiss Exchange
2. Resolution on the Proposal on the Issuance and Admission of GDRs on the SIX Swiss Exchange:
 - 2.1 Type and nominal value of issued securities
 - 2.2 Timing of issuance
 - 2.3 Method of issuance
 - 2.4 Size of issuance
 - 2.5 Size of GDRs during the term
 - 2.6 Conversion rate between GDRs and A Shares as underlying securities
 - 2.7 Pricing method
 - 2.8 Target subscribers
 - 2.9 Conversion restriction period between GDRs and A Shares as underlying securities
 - 2.10 Underwriting method

NOTICE OF EXTRAORDINARY GENERAL MEETING

AS ORDINARY RESOLUTION

3. Resolution on the Report on the Use of Proceeds Previously Raised by the Company

AS SPECIAL RESOLUTIONS

4. Resolution on the Plan for the Use of Proceeds from the Issuance of GDRs
5. Resolution on the Authorizations to the Board and the Authorized Person(s) of the Board to Handle Matters, at their Full Discretion, Regarding the Issuance and Admission of GDRs on the SIX Swiss Exchange
6. Resolution on the Validity Period of the Resolutions in respect of the Issuance and Admission of GDRs on the SIX Swiss Exchange
7. Resolution on the Distribution of Accumulated Profits Prior to the Issuance and Admission of GDRs on the SIX Swiss Exchange
8. Resolution on the Amendments to the Articles of Association Applicable to the Company after the Admission of GDRs
9. Resolution on the Amendments to the Rules of Procedure of General Meetings Applicable to the Company after the Admission of GDRs
10. Resolution on the Amendments to the Rules of Procedure of the Board of Directors Applicable to the Company after the Admission of GDRs
11. Resolution on the Amendments to the Rules of Procedure of the Board of Supervisors Applicable to the Company after the Admission of GDRs

By order of the Board of Directors

China Suntien Green Energy Corporation Limited

Mr. Mei Chun Xiao

Executive Director/President

Shijiazhuang City, Hebei Province, the PRC, 20 January 2023

As at the date of this notice, the non-executive directors of the Company are Dr. Cao Xin, Dr. Li Lian Ping, Mr. Qin Gang and Mr. Wu Hui Jiang; the executive directors of the Company are Mr. Mei Chun Xiao and Mr. Wang Hong Jun; and the independent non-executive directors of the Company are Mr. Guo Ying Jun, Mr. Wan Yim Keung, Daniel and Dr. Lin Tao.

* *For identification purposes only*

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by way of a poll. Accordingly, each of the resolution set out in the notice of EGM will be voted by poll. Results of the poll voting will be published on the Company's website at www.suntien.com and the HKExnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the EGM.
2. Any shareholder entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote on behalf of him/her. A proxy need not be a shareholder of the Company.
3. In order to be valid, the proxy form together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's registered office and headquarters in the PRC (for holders of A shares) or the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited (for holders of H shares), at least 24 hours before the EGM or any adjourned meeting thereof (i.e. at or before 9:30 a.m. on Monday, 13 February 2023 in respect of the EGM). Computershare Hong Kong Investor Services Limited is located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of a proxy form will not preclude a shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.
4. The H share register of members of the Company will be closed, for the purpose of determining the entitlement of holders of H shares to attend the EGM, from Thursday, 9 February 2023 to Tuesday, 14 February 2023 (both days inclusive), during which period no transfer of H shares will be registered. In order to attend the EGM, all instruments of transfers, accompanied by the relevant share certificates, must be lodged for registration 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, not later than 4:30 p.m. on Wednesday, 8 February 2023. Holders of H shares of the Company who are registered with Computershare Hong Kong Investor Services Limited on or before the aforementioned date are entitled to attend the EGM.
5. In case of joint shareholdings, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. The EGM is expected to be held for less than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
7. A shareholder or his/her proxy should produce proof of identity when attending the EGM.
8. The Company's registered office and headquarters in the PRC is 9th Floor, Block A, Yuyuan Plaza, No. 9 Yuhua West Road, Shijiazhuang City, Hebei Province, the PRC.