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CGN NEW ENERGY HOLDINGS CO., LTD.

中國廣核新能源控股有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 1811)

Supplemental Notice of Special General Meeting

Reference is made to the notice of the special general meeting (the “**Special General Meeting**”) of CGN New Energy Holdings Co., Ltd. (the “**Company**”) dated 25 November 2020 (the “**Original Special General Meeting Notice**”), which sets out the time and venue of the Special General Meeting and contains the resolutions to be tabled before the Special General Meeting for shareholders’ approval, the circular dated 25 November 2020 (the “**Original Circular**”), as well as the circular of the Company dated 8 December 2020 (the “**Very Substantial Acquisitions and Connected Transactions Circular**”), which contains the details of the following resolutions.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that a Special General Meeting of the Company will be held at Basement 2 Meeting Room, Wharney Hotel, 57-73 Lockhart Road, Wanchai, Hong Kong on Wednesday, 23 December 2020 at 10:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

9. “**THAT**, to consider and, if thought fit, approve,
 - (a) the entering into and the terms of the Rudong Entrusted Construction Management Contract dated 25 November 2020 entered into between CGN New Energy Nantong Co., Ltd.* (中廣核新能源南通有限公司) and China Nuclear Power Engineering Co., Ltd. (中廣核工程有限公司) (the “**Rudong Entrusted Construction Management Contract**”), and the transactions contemplated thereunder and the implementation thereof be and are hereby approved, ratified and confirmed;

- (b) any one director of the Company (or any two directors of the Company or any one director and the company secretary of the Company if the affixation of the common seal is necessary), be and is/are hereby authorized for and on behalf of the Company to execute all such other documents and agreements and do all such acts and things as he or they may in his or their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or give effect to the Rudong Entrusted Construction Management Contract and the transactions contemplated thereunder and all matters ancillary or incidental thereto.”

10. “**THAT**, to consider and, if thought fit, approve,

- (a) the entering into and the terms of the Shengsi Entrusted Construction Management Contract dated 25 November 2020 entered into between CGN (Shengsi) New Energy Co., Ltd.* (中廣核(嶧泗)新能源有限公司) and China Nuclear Power Engineering Co., Ltd. (中廣核工程有限公司) (the “**Shengsi Entrusted Construction Management Contract**”) and the transactions contemplated thereunder and the implementation thereof be and are hereby approved, ratified and confirmed;
- (b) any one director of the Company (or any two directors of the Company or any one director and the company secretary of the Company if the affixation of the common seal is necessary), be and is/are hereby authorized for and on behalf of the Company to execute all such other documents and agreements and do all such acts and things as he or they may in his or their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or give effect to the Shengsi Entrusted Construction Management Contract and the transactions contemplated thereunder and all matters ancillary or incidental thereto.”

By Order of the Board
CGN New Energy Holdings Co., Ltd.
Li Yilun
President and Executive Director

Hong Kong, 8 December 2020

* *for identification purpose only*

Notes:

1. Please refer to the Original Special General Meeting Notice for details of the other resolutions proposed at the Special General Meeting.
2. All resolutions at the Special General Meeting will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates to purely a procedural or administrative matter to be voted on by a show of hands in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”), and the results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
3. As the form of proxy published by the Company on the website of the Stock Exchange and the Company’s website on 25 November 2020 (the “**Original Form of Proxy**”) sent together with the Original Special General Meeting Notice did not contain the additional ordinary resolutions set out in this supplemental notice, a supplemental form of proxy (the “**Supplemental Form of Proxy**”) has been uploaded on the website of the Stock Exchange and the Company’s website on 8 December 2020 and will be despatched to the shareholders of the Company together with this supplemental notice.
4. Any member of the Company entitled to attend and vote at the Special General Meeting or at any adjournment thereof is entitled to appoint another person as his proxy (or more than one proxy if he is the holder of two or more shares) to attend and vote instead of him. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
5. In order to be valid, the Supplemental Form of Proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the Special General Meeting or any adjournment thereof. Delivery of the Original Form of Proxy and/or the Supplemental Form of Proxy shall not preclude a member of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. Where there are joint registered holders of any share, any one of such persons may vote at the Special General Meeting, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the Special General Meeting in person or by proxy, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding. Several executors or administrators of a deceased shareholder of any share will for this purpose be deemed joint holders thereof.

7. In order to determine the entitlement to attend the Special General Meeting, the register of members of the Company will be closed from Wednesday, 16 December 2020 to Wednesday, 23 December 2020 (both days inclusive), during which period no transfer of shares can be registered. In order to be qualified for attending and voting at the Special General Meeting, all transfer of shares accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration by not later than 4:30 p.m. on Tuesday, 15 December 2020.

8. Precautionary measures for the Special General Meeting:

Please see cover page of the Very Substantial Acquisitions and Connected Transactions Circular of the Company dated 8 December 2020 for measures being taken for the prevention of the spreading of the coronavirus disease 2019 (COVID-19) at the Special General Meeting, including: (i) compulsory temperature screening/checks; (ii) submission of health and travel declaration form; (iii) wearing of surgical face mask; and (iv) no provision of refreshments or drinks.

Any person who does not comply with the precautionary measures may be denied entry to the venue for the Special General Meeting. Shareholders are encouraged to appoint the chairman of the Special General Meeting as their proxy to vote on the relevant resolutions at the Special General Meeting instead of attending the Special General Meeting in person.

As at the date of this Supplemental Notice, the Board comprises seven Directors, namely:

Chairman and non-executive Director : Mr. Chen Sui

*Executive Directors : Mr. Li Yilun (President) and
Mr. Zhang Zhiwu*

Non-executive Director : Mr. Xing Ping

*Independent non-executive Directors : Mr. Wang Minhao,
Mr. Yang Xiaosheng and
Mr. Leung Chi Ching Frederick*