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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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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)

**PROVISION OF GUARANTEE TO HUIHAI,
ESTIMATED CAP OF GUARANTEE FOR S&T
AND
2022 SECOND EXTRAORDINARY GENERAL MEETING**

China Suntien Green Energy Corporation Limited will convene the 2022 second extraordinary general meeting (the “EGM”) at 9:30 a.m. on Thursday, 22 September 2022 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 14 to 15 of this circular. A letter from the Board is set out on pages 4 to 13 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 Wednesday, 21 September 2022 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:

“EGM”	the 2022 second extraordinary general meeting of the Company to be held at 9:30 a.m. on Thursday, 22 September 2022 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC
“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
“Board of Directors” or “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
“connected person(s)”	has the same meaning ascribed to it under the H Share Listing Rules
“controlling shareholder”	has the same meaning ascribed to it under the H Share Listing Rules
“Directors”	directors of the Company
“Group”	the Company and its subsidiaries
“HECIC”	Hebei Construction & Investment Group Co., Ltd.* (河北建設投資集團有限責任公司), a wholly state-owned enterprise established in the PRC, being one of the promoters and the controlling shareholder of the Company
“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

DEFINITIONS

“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
“Huihai”	Huihai Financial Leasing Co., Ltd.* (匯海融資租賃股份有限公司), a joint stock company incorporated in Shenzhen, the PRC, with limited liability and a connected person of the Company
“Huihai Counter-Guarantee Contract”	the Counter-Guarantee Contract to be entered into by the Company and Huihai in respect of the Guarantee, which is subject to the approval of the Shareholders at the EGM
“Huihai Facility Contract”	the Comprehensive Facility Contract to be entered into by Huihai and Minsheng Bank Shijiazhuang Branch in respect of the credit facility of RMB300 million
“Huihai Guarantee”	the provision of guarantee by the Company to Huihai for loan(s) from Minsheng Bank Shijiazhuang Branch and the related arrangements arising therefrom
“Huihai Guarantee Contract”	the Maximum Guarantee Contract to be entered into by the Company and Minsheng Bank Shijiazhuang Branch in respect of the Guarantee, which is subject to the approval of the Shareholders at the EGM
“Listing Rules”	the A Share Listing Rules and/or the H Share Listing Rules (as case may be)
“Minsheng Bank”	China Minsheng Bank Corp., Ltd., a national joint-stock commercial bank established in the PRC
“Minsheng Bank Shijiazhuang Branch”	the Shijiazhuang Branch of Minsheng Bank
“PRC” or “China”	the People’s Republic of China, excluding, for the purpose of this circular only, the Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholders”	holders of the A Shares and H Shares of the Company
“subsidiary(ies)”	has the meaning of “subsidiary(ies)” defined in the H Share Listing Rules

DEFINITIONS

“Suntien HK”	Suntien Green Energy (Hong Kong) Corporation Limited, a private company limited by shares incorporated in Hong Kong on 29 June 2012, and a wholly-owned subsidiary of the Company
“S&T”	S&T International Natural Gas Trading Company Limited, a private company limited by shares incorporated in Hong Kong on 12 September 2019 and a controlling subsidiary of the Company, which is owned as to 51% by Suntien HK, 40% by Towngas LNG and 9% by Yanshan
“S&T Guarantee”	the guarantee to be provided by the Company in connection with the arrangement for S&T to obtain loans from independent third party financial institutions
“Towngas LNG”	The Hong Kong & China Gas Liquefied Natural Gas International Trading Limited (香港中華煤氣液化天然氣國際貿易有限公司), a BVI business company incorporated in the British Virgin Islands on 31 May 2019, and a connected person of the Company at the subsidiary level
“Yanshan”	Yanshan International Investment Company Limited, a private company limited by shares incorporated in Hong Kong on 12 November 2004, a subsidiary of HECIC, and a connected person of the Company

* *For identification purposes only*

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

1 September 2022

To the Shareholders

Dear Sirs and Madams

**PROVISION OF GUARANTEE TO HUIHAI,
ESTIMATED CAP OF GUARANTEE FOR S&T
AND
2022 SECOND 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 Thursday, 22 September 2022 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC.

* *For identification purposes only*

LETTER FROM THE BOARD

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.

II. BUSINESSES TO BE CONSIDERED AT THE EGM

Resolutions will be proposed at the EGM as ordinary resolutions to approve the followings:

- (1) resolution on the Company's provision of guarantee to Huihai
- (2) resolution on the estimated cap of guarantee to be provided by the Company to S&T

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.

III. BUSINESS TO BE TRANSACTED AT THE EGM

1. Huihai Guarantee

Reference is made to the announcement of the Company dated 25 August 2022 in relation to the Huihai Guarantee.

Huihai, an associated company of the Group, proposes to enter into the Huihai Facility Contract with Minsheng Bank Shijiazhuang Branch to obtain a credit facility of up to RMB300 million for financing energy-related projects. The credit facility is expected to be valid for three years.

On 25 August 2022, the Board resolved to approve the provision of a guarantee to Huihai for the loan(s) granted by Minsheng Bank Shijiazhuang Branch. The maximum amount of debts to be assumed by the Company is expected to be RMB350 million. As security for the Company's interest, the Company will enter into the Huihai Counter-Guarantee Contract with Huihai, under which Huihai will provide a counter-guarantee to the Company by way of a pledge of the right of rent receivable from its existing and future investment in finance lease projects. Signing of the Huihai Guarantee Contract and the Huihai Counter-Guarantee Contract will be subject to the approval of the Shareholders at EGM. In addition, the Company will charge a guarantee fee at an annualised rate of not more than 0.5% for the Huihai Guarantee, which is estimated to be not more than RMB4.50 million.

LETTER FROM THE BOARD

Huihai Guarantee

The principal terms of the Huihai Guarantee Contract are as follows:

- Parties:
- (i) the Company (as guarantor)
 - (ii) Minsheng Bank Shijiazhuang Branch (as a creditor)
- Guarantee terms and coverage:
- The Company will provide a maximum guarantee for all of Huihai's debts under the Huihai Facility Contract with Minsheng Bank Shijiazhuang Branch, pursuant to which Minsheng Bank Shijiazhuang Branch will grant to Huihai a credit facility of not more than RMB300 million for a period of three years, during which Huihai may draw down loans with a total amount of not more than RMB300 million within the credit facility. The maximum term of each individual loan will be three years and the interest rate will be not more than 5% per annum.
- It is expected that the maximum amount of debts to be assumed by the Company under the Huihai Guarantee Contract will be RMB350 million, comprising a maximum principal loan amount of RMB300 million and a maximum amount of interest and other payables of RMB50 million. The guarantee will be in the form of irrevocable joint and several liability. Minsheng Bank Shijiazhuang Branch will have the right to recourse directly from the Company in the event of any default of Huihai.
- Guarantee period:
- Two years upon the expiry of each individual loan, and the expiration of the guarantee period under the Huihai Guarantee Contract is expected no later than December 2030.

LETTER FROM THE BOARD

Guarantee Fee

The Company will charge Huihai a guarantee fee at an annualised rate of not more than 0.5% per annum for the Huihai Guarantee, which is estimated to be not more than RMB4.5 million. The guarantee fee rate was negotiated and agreed between the Company and Huihai after taking into account the counter-guarantee in respect of the Huihai Guarantee to be provided by Huihai and with reference to the guarantee fee charged by other listed companies in the market.

Huihai Counter-guarantee Contract

The principal terms of the Huihai Counter-Guarantee Contract are as follows:

Parties:	(i) the Company (as guarantor) (ii) Huihai (as a counter-guarantor)
Counter-guarantee approach:	Huihai will provide a pledge of the right of rent receivable from its existing and future investment in finance lease projects. The exact amount and terms of the counter-guarantee is subject to the duly signed Huihai Counter-Guarantee Contract.
Amount of counter-guarantee assets:	As of 25 August 2022, the aggregate actual value of the assets to be pledged by Huihai as counter-guarantee was approximately RMB439.26 million.
Guarantee period:	It covers the full term of the guarantee to be provided by the Company under the Huihai Guarantee Contract.

Reasons for and Benefits of the Huihai Guarantee

Huihai obtains loan financing for its finance lease business from external third-party financial institutions from time to time based on its capital needs. At present, major shareholders of Huihai have provided continued support for Huihai's financing, of which, the total amount of guarantees provided by HECIC and Jointo Energy Investment Co., Ltd. (a subsidiary of HECIC directly holding 30.77% equity interest in Huihai) to Huihai were approximately RMB506.21 million and approximately RMB521.57 million, respectively. The purpose of Huihai's credit facility with Minsheng Bank Shijiazhuang Branch is to obtain loans to fund various energy-related financing projects. The purpose of the Huihai Guarantee is to assist Huihai in obtaining bank loans to secure its normal operation, which will facilitate the long-term and stable development of Huihai's business and provide a better investment return to all its shareholders. The assets of Huihai are in good condition, its production and operations are normal, its prospect for business development is positive and it has debt-paying ability. The risk relating to the provision of guarantee to Huihai is manageable and the Huihai Guarantee will not affect the Company's ability to operate as a going concern and will not prejudice the interests of the Company and its Shareholders.

LETTER FROM THE BOARD

The Board (including the independent non-executive Directors) are of the view that although the Huihai Guarantee is not provided in the ordinary and usual course of business of the Company, it is conducted on normal commercial term, and the terms of the relevant agreements in relation to the Huihai Guarantee are fair and reasonable and in the interests of the Company and its Shareholders as a whole. As Dr. Cao Xin, Dr. Li Lian Ping, Mr. Qin Gang and Mr. Wu Hui Jiang hold positions in HECIC, and Mr. Mei Chun Xiao holds position in Huihai, they have abstained from voting on the resolution of the Board approving the transaction. Save as disclosed above, none of the Directors have any material interest in the Huihai Guarantee and no other Directors are therefore required to abstain from voting on the relevant resolution of the Board.

Implication under the Listing Rules

HECIC is the controlling shareholder of the Company holding 49.17% equity interest in the Company, and Huihai is controlled by HECIC. Therefore, Huihai is a connected person of the Company, and the Huihai Guarantee constitutes a connected transaction of the Company under Chapter 14A of the H Share Listing Rules.

The Company expects that the highest applicable percentage ratio (as calculated according to Rule 14.07 of the Listing Rules) of the Huihai Guarantee will be more than 0.1% but less than 5%, the Huihai Guarantee is subject to the reporting and announcement requirements, but is exempted from the independent shareholders' approval requirement under Chapter 14A of the H-Share Listing Rules.

In addition, the counter-guarantee to be provided by Huihai to the Company constitutes a financial assistance from a connected person to the Company. As the Group will not provide any security over its assets, pursuant to Rule 14A.90 of the H Share Listing Rules, the counter-guarantee to be provided by Huihai is fully exempt from the shareholders' approval, annual review and all disclosure requirements under Chapter 14A of the H Share Listing Rules.

In accordance with the requirements of the A Share Listing Rules, Huihai is a connected legal person (as defined in the A Share Listing Rules) of the Company, the provision of guarantee to a connected legal person is subject to the approval of the Shareholders at the EGM.

General Information

The Company

The Company is one of the leading clean energy companies in northern China. Its scope of business includes: (i) investment in exploration and utilization projects of natural gas, coalbed methane and coalbased natural gas; (ii) investment in the development of new energy projects such as wind power and solar power; and (iii) development of new energy technology and technical services.

LETTER FROM THE BOARD

HECIC and Huihai

HECIC is a wholly state-owned enterprise incorporated under the approval of the People's Government of Hebei Province and is under the direct supervision of the State-owned Assets Supervision and Administration Commission of the People's Government of Hebei Province. It is primarily engaged in the investment and construction of energy, transportation, water business, commercial real estates and other infrastructure industries, infrastructures and pillar industries of Hebei Province.

Huihai is a company established on 27 August 2015 under the PRC laws. As at the date of this announcement, HECIC and its subsidiaries (excluding the Group) hold an aggregate of 70% equity interest in Huihai, while the Company holds an aggregate of 30% equity interest in Huihai through two wholly-owned subsidiaries. Huihai is primarily engaged in financial leasing business, leasing business, purchase of domestic and foreign rental property, disposal of residual value and maintenance of rental property, advice and guarantees of leasing transactions. It is also engaged in commercial factoring (non-bank financing) related to its main business. According to the information provided by Huihai, the total assets and total liabilities of Huihai as of 31 December 2021 amounted to approximately RMB1,688.8 million and approximately RMB997.7 million, respectively; operating revenue and net profit for 2021 amounted to approximately RMB89.4 million and approximately RMB31.9 million, respectively (the above figures have been audited in accordance with PRC accounting standards).

Minsheng Bank Shijiazhuang Branch

Minsheng Bank Shijiazhuang Branch is a branch under Minsheng Bank. According to the public information of Minsheng Bank, Minsheng Bank was established in Beijing on 12 January 1996, and is the first national joint-stock commercial bank in China, mainly initiated by private enterprises. It was listed on the Shanghai Stock Exchange and the Hong Kong Stock Exchange in 2000 and 2009, respectively. It has developed into a banking conglomerate with financial licenses in commercial banking, financial leasing, fund management and offshore investment banking. It ranked 22nd in the 2022 "Top 1000 World Banks" of the Banker magazine in the United Kingdom, and 273rd among the 2022 "Top 500 World Companies" of the Fortune magazine in the United States. The single largest shareholder of Minsheng Bank is Dajia Life Insurance Co., Ltd.* (大家人壽保險股份有限公司). To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Minsheng Bank and its single largest shareholder are third parties independent from the Company and its connected persons.

LETTER FROM THE BOARD

2. Resolution on the estimated cap of guarantee to be provided by the Company to S&T

In order to meet the demand for natural gas supply in Hebei Province in winter and to ensure the stable operation of the Caofeidian LNG terminal, S&T, a non-wholly owned subsidiary of the Company, intends to conduct cross-border LNG procurement through long-term agreements and on a spot basis, and will be required to issue for a standby letter of credit to upstream suppliers by then. In accordance with the estimated procurement volume and agreement arrangements, it is estimated that the amount of standby letters of credit to be issued in the next 12 months shall not exceed RMB2 billion. According to the financing proposal(s) by bank(s), the shareholders of S&T will be required to provide guarantees in respect of S&T's financing. If each of the shareholder of S&T (including the Company) provides a guarantee for joint and several liability to S&T in proportion to its shareholding, then it will not be required to provide a counter-guarantee and each of them will charge S&T a guarantee fee at an annualised rate of 0.4% per annum on the actual amount of guarantee. If the guarantee is provided by the Company for the full guarantee in the first place, then each of shareholders of S&T will provide a counter-guarantee to the Company in proportion to its shareholding, and charge S&T a guarantee fee at an annualized rate of 0.4% per annum on the actual amount of the counter-guarantee. The choice of guarantee method shall be subject to the financing terms to be agreed with bank(s).

The estimated cap of guarantee to be provided by the Company to S&T shall not exceed RMB2 billion, and the guarantee fee that may be charged shall not exceed RMB12 million. The final guarantee amount, guarantee period and other terms shall be determined in the relevant agreements executed within the scope as and when an actual transaction takes place.

Basic Information on the S&T Guarantee

Guarantor	Guaranteed party	Shareholding of the Guarantor	Gearing ratio of the guaranteed party in the latest period	The current balance of the guarantee	Cap of additional guarantee amount	The percentage of the guarantee amount accounts for the latest net assets of the Company	Expected validity period of the guarantee	Whether related guarantees are provided	Any counter guarantee
The Company or Suntien HK	S&T	51%	34.25%	0	RMB2 billion	8.36%	Subject to specific agreement	No	If the guarantee for the full amount is firstly provided by the Company, each shareholder of S&T will provide counter-guarantee in proportion to its respective shareholdings

LETTER FROM THE BOARD

Basic information on the guaranteed party

S&T was incorporated in Hong Kong on 12 September 2019 under the laws of Hong Kong and is owned as to 51% by Suntien HK, 9% by Yanshan and 40% by Towngas LNG. The company has an issued share capital of RMB15 million and is principally engaged in trading of natural gas. Key financial information of S&T for the previous year and period is as follows:

Unit: RMB'0000 Currency: RMB

Key Financial Information	As at 30 June 2022 (unaudited)	As at 31 December 2021 (audited)^(Note)
Total assets	863.93	499.01
Total liabilities	295.93	345.43
Total bank loans	0.00	0.00
Total current liabilities	27.99	185.60
Net assets	568.00	153.58

Key Financial Information	January- June 2022 (unaudited)	2021 (audited)^(Note)
Operating income	250	34,323.82
Net profit	9.69	-363.57

Note: The relevant financial information for 2021 has been audited by Reanda Lau & Au Yeung (HK) CPA Limited, and other information has not been audited.

Reasons for and Benefits of the S&T Guarantee

The guarantee to be provided to S&T is to assist S&T in obtaining standby letter(s) of credit, based on S&T's capital needs for its business development. It is conducive to building up S&T's trading reputation, as well as facilitating the long-term and stable development of S&T's LNG business, thereby enhancing S&T's own profitability and aligning with the Company's overall interests and development strategy. S&T is a subsidiary within the scope of the Company's consolidated financial statements. The Company has effective control over the risks and decisions of S&T's daily operating activities, which enables the Company to take control of S&T's credit condition in a timely manner. S&T has good credit standing, the risk of the guarantee is under control and each shareholder of S&T will provide guarantees or counter-guarantees to S&T in proportion to its shareholdings, and there is no detriment to the interests of the Company and its Shareholders in connection with the S&T Guarantee.

LETTER FROM THE BOARD

The Directors of the Company (including the independent non-executive Directors) are of the view that although the S&T Guarantee is not provided in the ordinary and usual course of business of the Group, it obtain standby letter(s) of credit to carry out S&T's ordinary business, which in turns facilitates the realisation of the development strategy of the Group, while the estimated cap is in line with the operating capital requirement of the Group. As such, it is in the interests of the Company and its Shareholders as a whole.

Implication under the Listing Rules

The S&T Guarantee was considered and approved at the second meeting of the fifth session of the Board of the Company. In accordance with the A Share Listing Rules, where a listed company provides guarantees for its non-wholly owned subsidiaries, if there is a large number of such transactions each year, and it is difficult to submit to the board of directors or the general meeting for consideration due to the need of entering into guarantee agreement on a recurring basis, the listed company may estimate a cap of additional guarantee amount for the next 12 months and submit the same to the general meeting for consideration. Accordingly, the S&T Guarantee is subject to the approval of the Shareholders at the EGM.

Under the H Share Listing Rules, Yanshan is a connected person of the Company at the issuer level. As Towngas LNG and Hong Kong & China Gas (Hebei) Limited, the substantial shareholder of Hebei Natural Gas Co., Ltd., another non-wholly owned subsidiary of the Company, are under the common control of The Hong Kong and China Gas Company Limited, Towngas LNG is a connected person of the Company at the subsidiary level under the H Share Listing Rules. However, as (1) the counter-guarantee arrangements of the S&T Guarantee constitute provision of financial assistance by a connected person to the Group and the Group will not provide any security over its assets; (2) the expected amount of guarantee fee payable by S&T to each of Yanshan and/or Towngas LNG is relatively small and all applicable percentage ratios are expected to be less than 0.1% (as to the guarantee fee to Yanshan) or 1% (as to the guarantee fee to Towngas LNG); according to the requirements of Rules 14A.76 and 14A.90 of the H Share Listing Rules, the counter-guarantee arrangements are exempt from the shareholders' approval, annual review and all disclosure requirements under Chapter 14A of the H Share Listing Rules.

LETTER FROM THE BOARD

IV. EGM

The Company will convene the EGM on Thursday, 22 September 2022 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 14 to 15 of this circular.

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 Wednesday, 21 September 2022 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.

In view of HECIC's interests in Huihai, HECIC and its associates are required to abstain and shall abstain from voting on the ordinary resolutions to be proposed at the EGM to approve the Huihai Guarantee and the S&T Guarantee.

VI. RECOMMENDATIONS

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

Yours faithfully,
Cao Xin
Chairman

NOTICE OF EGM



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 2022 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 second extraordinary general meeting (the “EGM”) of China Suntien Green Energy Corporation Limited (the “**Company**”) will be held at 9:30 a.m. on Thursday, 22 September 2022 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 ORDINARY RESOLUTIONS

1. Resolution on the provision of guarantee for joint and several liability by the Company for Huihai Financial Leasing Co., Ltd.
2. Resolution on the estimated amount of guarantee to be provided by the Company to its holding subsidiary, S&T International Natural Gas Trading Company Limited

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, 1 September 2022

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 resolutions 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.

* *For identification purposes only*

NOTICE OF EGM

on Wednesday, 21 September 2022 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 Monday, 19 September 2022 to Thursday, 22 September 2022 (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 Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 16 September 2022. 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.

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.