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Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd.
國鴻氫能科技（嘉興）股份有限公司

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

(Stock Code: 9663)

SUPPLEMENTAL NOTICE OF 2023 ANNUAL GENERAL MEETING

This notice is supplemental to the notice of the annual general meeting (the “**AGM**”) of Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd. dated 30 April 2024 (the “**Original Notice**”) to convene the AGM which will be held at No. 1-6 Longwang Road, Zhapu Town, Pinghu City, Jiaxing City, Zhejiang Province, the PRC at 9:00 a.m. on Wednesday, 19 June 2024.

Details of the proposed resolutions to be considered at the AGM were stated in the Original Notice. Unless otherwise stated, terms defined herein shall have the same meanings as those defined in the circular of the Company dated 30 April 2024. Apart from the amendments stated below, all the information contained in the Original Notice remains to be valid and effective.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM of the Company will be held the AGM will be held as originally scheduled. In addition, as set out in the supplemental circular of the Company dated 29 May 2024 (the “**Supplemental Circular**”), (i) the special resolution under item numbered 10 stated in the Original Notice should be deleted in its entirety and replaced by the following new resolution under item numbered 10; and (ii) the special resolutions under items numbered 11 and 12 in addition to the resolutions set out in the Original Notice, are set out below for shareholders’ consideration and, if thought fit, approval in the AGM:

SPECIAL RESOLUTIONS

10. To consider and approve the proposed granting of general mandate to the Board to allot, issue and deal with additional H Shares (“**H Shares**”) and to sell and transfer treasury shares of the Company not exceeding 20% of the total number of the issued H Shares of the Company as at the date of passing of the related resolution, and to authorize the Board to make amendments to the articles of association (“**Articles of Association**”) of the Company as it thinks fit so as to reflect the new share capital structure upon the issue or allotment of additional H Shares of the Company pursuant to such mandate.

“THAT:

- (a) subject to paragraph (c) and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as amended from time to time (the “**Listing Rules**”), the Articles of Association and relevant laws and regulations of the Peoples’ Republic of China (the “**PRC**”), the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or deal with, either separately or concurrently, additional H Shares of the Company, to sell and transfer treasury shares of the Company and to make or grant offers, agreements, options, awards and rights of exchange or conversion which might be required for the exercise of such powers be hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) above shall authorize the Board during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, options, awards and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period;
- (c) each of the total number of H Shares allotted, issued, sold, transferred or dealt with or agreed conditionally or unconditionally to be allotted, issued, sold, transferred or dealt with (whether by an option and awards or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed the aggregate of:
 - (i) 20% of the total number of issued H Shares of the Company as at the date of passing this resolution; and
 - (ii) (if the Board is so authorized by special resolution 12) the aggregate number of H Shares repurchased by the Company pursuant to the authority given under special resolution 11 (if the Board is so authorized);
- (d) the Board will only exercise the above powers in accordance with the Company Law of the PRC and the Listing Rules and when all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government departments are obtained; and
- (e) for the purpose of this resolution:

“Relevant Period” means the period from the passing of this resolution until the earliest of:

 - (i) the conclusion of the next annual general meeting of the Company;

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; or
 - (iii) the date of revocation or variation of the authority given under this resolution by a special resolution of shareholders of the Company at a general meeting.”
11. To consider and approve the proposed granting of general mandate to the Board to repurchase H Shares not exceeding 10% of the total number of the issued H Shares of the Company (excluding treasury shares of the Company) as at the date of passing the related resolution, and to authorize the Board to make amendments to the Articles of Association as it thinks fit so as to reflect the new share capital structure upon the repurchase of H Shares of the Company pursuant to such mandate.

“THAT:

- (a) subject to paragraphs (b) and (c) below, the Board be and is hereby authorized to exercise all the powers of the Company to repurchase the H Shares of the Company on the Stock Exchange during the Relevant Period (as hereinafter defined), subject to and in accordance with the Articles of Association and all applicable laws, rules and regulations and/or requirements of the PRC, the Stock Exchange or any other governmental or regulatory bodies;
- (b) the total number of H Shares of the Company authorized to be repurchased subject to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the total number of the issued H Shares of the Company (excluding treasury shares of the Company) as at the date of the passing of this resolution;
- (c) for the purpose of this resolution:

“Relevant Period” means the period from the passing of this resolution until the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or other applicable laws to be held; or
- (iii) the date of revocation or variation of the authority given under this resolution by a special resolution of shareholders of the Company at a general meeting.”

12. Conditional upon special resolution 10 and 11 set out in this supplemental notice being passed, to consider and approve the adding of the aggregate number of H Shares which are repurchased by the Company after the date of passing of special resolution 11 (up to a maximum of 10% of the total number of issued H Shares of the Company (excluding treasury shares of the Company) as at the date of passing of special resolution 11), to the aggregate number of H Shares that may be (or agreed conditionally or unconditionally to be) allotted, issued, sold, transferred or otherwise dealt with by the Directors pursuant to special resolution 10.

By order of the Board

Sino-Synergy Hydrogen Energy Technology (Jiaying) Co., Ltd.

Chen Xiaomin

Chairman and Executive Director

Jiaying, the PRC, 29 May 2024

Notes:–

- (i) Please refer to the Original Notice for details of other resolutions to be proposed at the AGM and other relevant matters.
- (ii) The AGM will be held in a form of physical meeting. A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or, if he holds two or more shares, more proxy(ies) to attend and vote in his/her/its stead. A proxy need not be a member of the Company.
- (iii) Since the proxy form accompanying the circular of the Company dated 30 April 2024 (the “**Original Proxy Form**”) does not reflect the updates on the general mandate to allot, issue and/or deal with H shares of the Company and the addition of the general mandate to the Board to repurchase H shares of the Company, a revised proxy form (the “**Revised Proxy Form**”) is enclosed for use at the AGM. For details, please refer to the section headed “Revised Proxy Form” of the Supplemental Circular.
- (iv) In order to be valid, the Revised Proxy Form must be deposited at the Company’s H Share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited (the “**H Share Registrar**”), at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (for holders of H Shares), at least 24 hours before the AGM (i.e. before 9:00 a.m. on Tuesday, 18 June 2024) or any adjourned meeting thereof (the “**Closing Time**”).
- (v) Completion and return of the Revised Proxy Form will not preclude members from attending and voting in person at the AGM or any adjourned meeting if they so wish.
- (vi) In case of joint shareholders, 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.
- (vii) For the purpose of determining the list of shareholders who are entitled to attend the AGM, the register of members of the Company will be closed from Friday, 14 June 2024 to Wednesday, 19 June 2024, both days inclusive, during which period no transfer of H Shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of the H Shares shall ensure all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the H Share Registrar in Hong Kong, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong not later than 4:30 p.m. on Thursday, 13 June 2024 for registration.
- (viii) Shareholders who attend the AGM in person or by proxy shall bear their own travelling and accommodation expenses.
- (ix) A shareholder or his/her proxy should produce proof of identity when attending the AGM.
- (x) References to date and time in this supplemental notice are to Hong Kong dates and time.

As at the date of this notice, the board of Directors of the Company comprises: (i) Mr. Chen Xiaomin, Mr. Yang Zeyun and Mr. Ye Jiajie as executive Directors; (ii) Mr. Zhan Zhanlin, Mr. Huang Jiao and Dr. Wan Yu as non-executive Directors; and (iii) Mr. Liu Xin, Dr. Xing Wei and Ms. Wong Yan Ki, Angel as independent non-executive Directors.