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新特能源

XINTE ENERGY CO., LTD.

新特能源股份有限公司

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

(Stock Code: 1799)

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING IN 2018

NOTICE IS HEREBY GIVEN that the second extraordinary general meeting (“EGM”) of 2018 of Xinte Energy Co., Ltd. (the “**Company**”) will be held at the Conference Room, 21st Floor of TBEA Co., Ltd. at No. 189, South Beijing Road, Changji, Xinjiang, the People's Republic of China (the “**PRC**”) at 11:00 a.m. on Wednesday, 12 December 2018 to consider and approve the following matters:

ORDINARY RESOLUTION

To consider and approve the following matter as an ordinary resolution:

1. To consider and approve the appointment of Mr. Lin Chengfei as a non-executive director of the Company.

SPECIAL RESOLUTIONS

To consider and approve the following matters as special resolutions:

2. To consider and approve the resolution to register and issue of the Company's corporate bonds with an aggregate principal of not more than RMB2 billion (inclusive of RMB2 billion) in the PRC; authorising the board of directors of the Company (the “**Board**”) to the extent permitted by the relevant laws and regulations to handle all matters related to the issuance of the foregoing RMB2 billion corporate bonds at their full discretion; and to approve the delegation of the authority by the Board to Mr. Yin Bo (an executive director of the Company) and Mr. Yang Long (the deputy general manager of the Company) to deal with all such matters relating to the issuance of the above-mentioned RMB2 billion corporate bonds within the scope of the authorisation above.
3. To consider and approve the resolution to register and issue of the Company's renewable corporate bonds with an aggregate principal of not more than RMB1 billion (inclusive of RMB1 billion) in the PRC; authorising the Board to the extent permitted by the relevant laws and regulations to handle all matters related to the issuance of the foregoing RMB1 billion renewable corporate bonds at their full discretion; and to approve the delegation of the authority by the Board to Mr. Yin Bo (an executive director of the Company) and Mr. Yang Long (the deputy general manager of the Company) to deal with all such matters relating to the issuance of the above-mentioned RMB1 billion renewable corporate bonds within the scope of the authorisation above.

By order of the Board
Xinte Energy Co., Ltd.
Zhang Jianxin
Chairman

Xinjiang, the PRC, 26 October 2018

Notes:

1. **Important:** A circular setting out further details of the resolutions, the form of proxy and the reply slip of the EGM will be dispatched and published by the Company in due course.
2. In order to determine the Company's shareholders (the "**Shareholder(s)**") who are eligible to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 12 November 2018 to Wednesday, 12 December 2018, both days inclusive, during which no transfer of shares will be registered. Shareholders whose names appear on the register of members of the Company on Monday, 12 November 2018 shall be entitled to attend and vote at the EGM. In order for the Shareholders to qualify to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Board secretary office (in case of holders of domestic shares), at No. 399, South Changchun Road, New Downtown, Urumqi, Xinjiang, the PRC, or the Company's H share registrar (in case of holders of H shares), Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, 9 November 2018 for registration.
3. Shareholders who intend to attend the EGM (or any adjournment thereof) should complete and return the reply slip for attending the EGM (or any adjournment thereof) by person or by post. The reply slip should be completed and returned to the Company's Board secretary office by post to (or by depositing it at) No. 399, South Changchun Road, New Downtown, Urumqi, Xinjiang, the PRC, for holders of domestic shares; or to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, by facsimile (fax number: +852-28650990) or by post to (or by depositing it at) 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H shares, such that the reply slip shall be received by the Company 20 days before the EGM (i.e. on or before Thursday, 22 November 2018).
4. Shareholders may, by completing the form of proxy of the Company, appoint one or more proxies (whether he/she is a Shareholder) to attend and vote at the EGM (or any adjournment thereof) on his/her behalf. The proxy needs not be a Shareholder of the Company.
5. Shareholders must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant Shareholder of the Company or by a person duly authorized by the relevant Shareholder of the Company in writing ("**power of attorney**"). If the form of proxy is signed by the person authorized by the relevant Shareholder of the Company as aforesaid, the relevant power of attorney and other relevant documents of authorization (if any) must be notarized. If a corporate Shareholder of the Company appoints a person other than its legal representative to attend the EGM (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal of the corporate Shareholder of the Company or signed by its director or any other person duly authorized by that corporate Shareholder of the Company as required by the articles of association of the Company.
6. To be valid, the form of proxy and the relevant notarized power of attorney (if any) and other relevant authority (if any) as mentioned in note 5 above must be delivered to the Company's Board secretary office at No. 399, South Changchun Road, New Downtown, Urumqi, Xinjiang, the PRC, for holders of domestic shares, or 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 for holders of H shares no later than 24 hours before the time appointed for the EGM (i.e. no later than 11:00 a.m. on Tuesday, 11 December 2018) (or any adjournment thereof).
7. A shareholder of the Company or his/her proxy should produce proof of identity when attending the EGM (or any adjournment thereof). If a corporate shareholder's legal representative or any other person duly authorized by such corporate shareholder attends the EGM (or any adjournment thereof), such legal representative or other person shall produce his/her proof of identity, and proof of designation as legal representative or the valid authorization document (as the case may be).
8. The EGM (or any adjournment thereof) is expected to take less than half a day. Shareholders or their proxies who attend the EGM (or any adjournment thereof) shall be responsible for their own travel and accommodation expenses.
9. The contact information of the Board secretary office of the Company is as follows:

Address: No. 399, South Changchun Road, New Downtown, Urumqi, Xinjiang, the PRC
Contact person: Ms. Zhang Juan
Tel: +86-991-3665888

As of the date of this announcement, the Board of the Company consists of Mr. Zhang Jianxin, Mr. Yin Bo and Mr. Xia Jinjing as executive directors; Mr. Zhang Xin and Ms. Guo Junxiang as non-executive directors; Mr. Qin Haiyan, Mr. Yang Deren and Mr. Wong, Yui Keung Marcellus as independent non-executive directors.