

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board of directors (the “**Board**”) of Xinte Energy Co., Ltd. (the “**Company**”) hereby announces that, on 26 March 2024, the Board resolved to propose the amendments to the articles of association of Xinte Energy Co., Ltd. (the “**Articles of Association**”). In February 2023, the Decision of the State Council to Repeal Certain Administrative Regulations and Documents was promulgated by the State Council of the PRC and the Trial Administrative Measures on the Overseas Securities Offering and Listing of Domestic Companies was promulgated by the China Securities Regulatory Commission and came into effect on 31 March 2023. Accordingly, the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies and the Mandatory Provisions for Articles of Association of Companies Listing Overseas were repealed. Based on the aforesaid new regulatory requirements, the Stock Exchange has amended the Listing Rules with effect from 1 August 2023. In addition, the provisions on expansion of paperless listing regime and electronic dissemination of corporate communications under the Listing Rules came into effect on 31 December 2023. In view of the changes in the above-mentioned laws and regulations, and in light of the actual operation of the Company, the Company proposed to amend the Articles of Association. The Company will seek approval from shareholders of the Company by way of special resolution for the proposed amendments to the Articles of Association at the forthcoming annual general meeting (“**AGM**”).

Details of the proposed amendments to the Articles of Association are as follow:

Before amendment	After amendment
<p>Article 1 These Articles of Association are formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China, <u>the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (the “Special Regulations”)</u>, Reply of the State Council on the Adjustment of the Provisions Applicable to the Notice Period of Convening General Meetings and Other Matters Applicable to Overseas Listed Companies, <u>the Mandatory Provisions for Articles of Association of Companies Listing Overseas (the “Mandatory Provisions”)</u>, the Listing Rules of Main Board of the Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other relevant laws and regulations in order to protect the legal interest of Xinte Energy Co., Ltd. (the “Company”), the Shareholders and creditors and standardize the organization and activities of the Company.</p>	<p>Article 1 These Articles of Association are formulated in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China, Reply of the State Council on the Adjustment of the Provisions Applicable to the Notice Period of Convening General Meetings and Other Matters Applicable to Overseas Listed Companies, the Listing Rules of Main Board of the Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other relevant laws and regulations in order to protect the legal interest of Xinte Energy Co., Ltd. (the “Company”), the Shareholders and creditors and standardize the organization and activities of the Company.</p>

Article 13 The Company's scope of business includes: (other than projects which are subject to special approval under the laws and administrative regulations of the country) production and sales of silicon and relevant highly purified materials and relevant technology R&D; research, design, system integration, installation and maintenance, consulting service on new energy construction environmental protection technology and relevant engineering projects; manufacture, installment and technology consulting service and operating management on solar silicon wafers, solar cells, solar cell modules, controllers, inverters, solar battery cells, junction boxes, building components, brackets, accessories and environmental devices related to solar system and relevant products application; engineering design, production, installment and maintenance, sales and aftersales service related to solar PV off-grid, on-grid and solar-wind hybrid, solar-thermal hybrid, PV-hydroelectricity hybrid system and other system complementary to PV electricity generation; general construction contracting, commissioning and operation for thermal power, hydraulic and hydropower engineering, electrical power engineering; thermal power generation, thermal production and sales; **labor dispatching**; import and export business for goods and technologies; production and sales of chemicals by-products related to polysilicon production; intraocular lens, energy storage materials, lithium ion batteries, hydrogen fuel cells, secondary batteries components and modules production and sales; nitride materials, oxide materials, carbide materials and zirconium products production and sales; industrial sodium hydroxide, sodium hydroxide (food grade), caustic soda, industrial liquid chlorine, sodium hypochlorite (available chlorine content higher than 5%), hydrochloric acid, sulphuric acid, nitric acid, hydrogen chloride, hydrogen, nitrogen, ammonia and sodium sulfate decahydrate production and sales; ordinary road cargo transportation, international road cargo transportation; leasing of properties; internal training; sales of machinery and electrical equipment, wires and cables, steels, steel pipes, valves, building materials.

Article 13 The Company's scope of business includes: (other than projects which are subject to special approval under the laws and administrative regulations of the country) production and sales of silicon and relevant highly purified materials and relevant technology R&D; research, design, system integration, installation and maintenance, consulting service on new energy construction environmental protection technology and relevant engineering projects; manufacture, installment and technology consulting service and operating management on solar silicon wafers, solar cells, solar cell modules, controllers, inverters, solar battery cells, junction boxes, building components, brackets, accessories and environmental devices related to solar system and relevant products application; engineering design, production, installment and maintenance, sales and aftersales service related to solar PV off-grid, on-grid and solar-wind hybrid, solar-thermal hybrid, PV-hydroelectricity hybrid system and other system complementary to PV electricity generation; general construction contracting, commissioning and operation for thermal power, hydraulic and hydropower engineering, electrical power engineering; thermal power generation, thermal production and sales; import and export business for goods and technologies; production and sales of chemicals by-products related to polysilicon production; intraocular lens, energy storage materials, lithium ion batteries, hydrogen fuel cells, secondary batteries components and modules production and sales; nitride materials, oxide materials, carbide materials and zirconium products production and sales; industrial sodium hydroxide, sodium hydroxide (food grade), caustic soda, industrial liquid chlorine, sodium hypochlorite (available chlorine content higher than 5%), hydrochloric acid, sulphuric acid, nitric acid, hydrogen chloride, hydrogen, nitrogen, ammonia and sodium sulfate decahydrate production and sales; ordinary road cargo transportation, international road cargo transportation; leasing of properties; internal training; sales of machinery and electrical equipment, wires and cables, steels, steel pipes, valves, building materials.

Article 37 The shares of the Company shall be in registered form. The particulars to be set out in the share certificates of the Company shall, in addition to those required by the Company Law, include other particulars which are required to be included by the stock exchanges where the shares of the Company are listed.

As long as the H shares are listed on the Hong Kong Stock Exchange, the Company shall ensure all title documents, including H shares, of all securities listing on the Hong Kong Stock Exchange contain the below declarations. The Company shall also instruct and procure its share registrars not to register the subscription, purchase or transfer of any of its shares in the name of any particular holder unless and until such particular holder delivers to such share registrar a signed form for such shares containing the declarations below:

The subscriber of shares agrees with the Company and its shareholders, and the Company agrees with each shareholder, to observe and comply with the requirements of the Company Law, **the Special Regulations**, Hong Kong Listing Rules and other applicable laws, administrative regulations and the Articles of Association.

Article 37 The shares of the Company shall be in registered form. The particulars to be set out in the share certificates of the Company shall, in addition to those required by the Company Law, include other particulars which are required to be included by the stock exchanges where the shares of the Company are listed.

As long as the H shares are listed on the Hong Kong Stock Exchange, the Company shall ensure all title documents, including H shares, of all securities listing on the Hong Kong Stock Exchange contain the below declarations. The Company shall also instruct and procure its share registrars not to register the subscription, purchase or transfer of any of its shares in the name of any particular holder unless and until such particular holder delivers to such share registrar a signed form for such shares containing the declarations below:

The subscriber of shares agrees with the Company and its shareholders, and the Company agrees with each shareholder, to observe and comply with the requirements of the Company Law, Hong Kong Listing Rules and other applicable laws, administrative regulations and the Articles of Association.

<p>The subscriber of shares agrees with the Company and its shareholders, directors, supervisors and senior management, and the Company (for itself and on behalf of its directors, supervisors and senior management) agrees with its shareholders to refer all disputes and claims arising from the Articles of Association or any right or obligation conferred or imposed by the Company Law or other relevant laws, administrative regulations and Hong Kong Listing Rules concerning the affairs of the Company to arbitration in accordance with the Articles of Association, and any reference to arbitration shall be deemed to authorize the arbitration tribunal to conduct hearing in open session and to publish its award. Such arbitration shall be final and conclusive.</p> <p>The subscriber of shares agrees with the Company and its shareholders that the Company's shares are freely transferable by the holder thereof. The subscriber of shares authorizes the Company to enter into a contract on his behalf with each director and senior management whereby such director and senior management undertake to observe and comply with their obligations to shareholders stipulated in the Articles of Association.</p>	<p>The subscriber of shares agrees with the Company and its shareholders, directors, supervisors and senior management, and the Company (for itself and on behalf of its directors, supervisors and senior management) agrees with its shareholders to refer all disputes and claims arising from the Articles of Association or any right or obligation conferred or imposed by the Company Law or other relevant laws, administrative regulations and Hong Kong Listing Rules concerning the affairs of the Company to arbitration in accordance with the Articles of Association, and any reference to arbitration shall be deemed to authorize the arbitration tribunal to conduct hearing in open session and to publish its award. Such arbitration shall be final and conclusive.</p> <p>The subscriber of shares agrees with the Company and its shareholders that the Company's shares are freely transferable by the holder thereof. The subscriber of shares authorizes the Company to enter into a contract on his behalf with each director and senior management whereby such director and senior management undertake to observe and comply with their obligations to shareholders stipulated in the Articles of Association.</p>
<p>Article 47 (IV) The Company shall, prior to the publication of its announcement of intention to issue a new share certificate, deliver to the stock exchange on which its shares are listed a copy of the announcement to be published. The Company may publish the announcement upon receiving a reply from such stock exchange confirming that the announcement has been exhibited at the premises of the stock exchange. The announcement shall be exhibited at the premises of the stock exchange for a period of 90 days.</p>	<p>Article 47 (IV) The Company shall, prior to the publication of its announcement of intention to issue a new share certificate, deliver to the stock exchange on which its shares are listed a copy of the announcement to be published. The Company may publish the announcement upon receiving a reply from such stock exchange confirming that the announcement has been exhibited at the premises of the stock exchange. The announcement shall be exhibited at the premises of the stock exchange for a period of 90 days.</p>

<p>In case an application to issue a replacement share certificate has been made without the consent of the registered shareholder of the relevant shares, the Company shall send by post to such registered shareholder a copy of the announcement to be published.</p>	<p>In case an application to issue a replacement share certificate has been made without the consent of the registered shareholder of the relevant shares, the Company shall send <u>by other means specified in these Articles of Association, or</u> by post to such registered shareholder a copy of the announcement to be published.</p>
<p>Article 74 When the Company convenes an annual general meeting, a notice shall be given <u>20 business</u> days before the date of the meeting; when the Company convenes an extraordinary general meeting, a notice shall be given <u>10 business days or 15 days (whichever is longer)</u> before the date of the meeting. The notice shall notify all registered shareholders of the matters to be considered at such meeting, the date and the place of the general meeting.</p> <p>When calculating the starting date of the aforesaid periods, the date of such announcement and the date of the meeting shall be excluded. <u>The “business day” in this Articles of Association shall mean days on which the Hong Kong Stock Exchange is open for dealing in securities.</u></p>	<p>Article 74 When the Company convenes an annual general meeting, a notice shall be given <u>21</u> days before the date of the meeting; when the Company convenes an extraordinary general meeting, a notice shall be given 15 days before the date of the meeting. The notice shall notify all registered shareholders of the matters to be considered at such meeting, the date and the place of the general meeting.</p> <p>When calculating the starting date of the aforesaid periods, the date of such announcement and the date of the meeting shall be excluded.</p>

<p>Article 77 The notice of general meeting shall be sent to shareholders (whether the shareholders are entitled to vote in general meeting or not) by any means permitted by the stock exchange(s) where shares of the Company are listed (including, but not limited to, by specially-assigned personnel, prepaid mail, email, facsimile, announcement or publish on the website of the Company or the stock exchange(s) on which the shares of the Company are listed). If sent by mail, the address of the recipient shall be based on the registered address in register of shareholders. For shareholders of Domestic Shares, the notice of general meeting can also be made by means of public announcement.</p> <p><u>Announcement referred to in the preceding paragraph shall be published in one or more newspapers designated by the securities competent authority of the State Council. Once the announcement is made, it shall be considered that all shareholders of Domestic Shares have been notified about the general meeting.</u></p>	<p>Article 77 The notice of general meeting shall be sent to shareholders (whether the shareholders are entitled to vote in general meeting or not) by any means permitted by the stock exchange(s) where shares of the Company are listed (including, but not limited to, by specially-assigned personnel, prepaid mail, email, facsimile, announcement or publish on the website of the Company or the stock exchange(s) on which the shares of the Company are listed). If sent by mail, the address of the recipient shall be based on the registered address in register of shareholders. For shareholders of Domestic Shares, the notice of general meeting can also be made by means of public announcement.</p>
<p>Article 141 (I) directors or senior management warrant to the Company that they will observe the Company Law, <u>the Special Provisions</u>, the Hong Kong Listing Rules, these Articles of Association and other provisions established by the <u>HKEX</u>, and agree that the Company will enjoy the remedial actions set forth under these Articles of Association, and that such contract and its position shall not be transferred;</p>	<p>Article 141 (I) directors or senior management warrant to the Company that they will observe the Company Law, the Hong Kong Listing Rules, these Articles of Association and other provisions established by the <u>Hong Kong Stock Exchange</u>, and agree that the Company will enjoy the remedial actions set forth under these Articles of Association, and that such contract and its position shall not be transferred;</p>

<p>Article 175 (I) the supervisors undertake to the Company that they will abide by the Company Law, the Special Provisions, Hong Kong Listing Rules, these Articles of Association and other provisions established by the HKEX, and agrees that the Company will enjoy the remedial actions set forth under these Articles of Association, and that such contract and its position shall not be transferred; (II) supervisor undertakes to the Company that he or she will abide by and perform they responsibilities owed to the shareholders specified in these Articles of Association; and (III) the arbitration article contained in Article 263 of these Articles of Association.</p>	<p>Article 175 (I) the supervisors undertake to the Company that they will abide by the Company Law, Hong Kong Listing Rules, these Articles of Association and other provisions established by the Hong Kong Stock Exchange, and agrees that the Company will enjoy the remedial actions set forth under these Articles of Association, and that such contract and its position shall not be transferred; (II) supervisor undertakes to the Company that he or she will abide by and perform they responsibilities owed to the shareholders specified in these Articles of Association; and (III) the arbitration article contained in Article 263 of these Articles of Association.</p>
<p>Article 231 The accounting firm may resign from the position by submitting a written notice of resignation to the registered address of the Company. The notice shall take effect on the date on which it is submitted to the legal address of the Company or such later date as may be specified in the notice. Such notice shall include the following statements: (I) the statement that its resignation does not involve any situation that shall be stated to the shareholders or creditors of the Company; or (II) statement on any situation that shall be stated.</p> <p>The Company shall deliver a copy of the notice to the relevant competent authorities within 14 days after receipt of such notice. If the notice contains the statement mentioned in (II) under this Article, the Company shall keep a duplicate of such statement in the Company and make it available to the shareholders. The Company shall also send a duplicate of such statement to each shareholder who has the right to receive the financial report of the Company <u>through mail with prepaid postage to the addresses registered in the list of shareholders.</u></p>	<p>Article 231 The accounting firm may resign from the position by submitting a written notice of resignation to the registered address of the Company. The notice shall take effect on the date on which it is submitted to the legal address of the Company or such later date as may be specified in the notice. Such notice shall include the following statements: (I) the statement that its resignation does not involve any situation that shall be stated to the shareholders or creditors of the Company; or (II) statement on any situation that shall be stated.</p> <p>The Company shall deliver a copy of the notice to the relevant competent authorities within 14 days after receipt of such notice. If the notice contains the statement mentioned in (II) under this Article, the Company shall keep a duplicate of such statement in the Company and make it available to the shareholders. The Company shall also send a duplicate of such statement to each shareholder who has the right to receive the financial report of the Company <u>in the manner specified in these Articles of Association.</u></p>

Article 238 Unless otherwise specified in these Articles of Association, for notice issued by the Company to the holders of Overseas-listed Foreign-invested Shares by way of announcement, the Company shall on the same day submit an electronic version to the Hong Kong Stock Exchange through the Hong Kong Stock Exchange electronic publishing system for immediate release on the website of the Hong Kong Stock Exchange in accordance with the rules of the listing place. The announcement shall also be published on the Company's website at the same time. **In addition, the notice shall be delivered to each of the registered addresses as set forth in the register of shareholders of Overseas-listed Foreign-invested Shares by personal delivery or postage paid mail, so as to give the shareholders sufficient notice and time to exercise their rights or act in accordance with the terms of the notice.**

Holders of the Company's Overseas-listed Foreign-invested Shares may elect **in writing** to receive the corporate communication that the Company is required to send to shareholders either by electronic means or by post, and may also elect to receive either the English or Chinese version only, or both the English and Chinese versions. They shall have the right to change their choices as to the manner of receiving the same and the language at any time by reasonable prior written notice to the Company in accordance with applicable procedures.

Article 238 Unless otherwise specified in these Articles of Association, for notice issued by the Company to the holders of Overseas-listed Foreign-invested Shares by way of announcement, the Company shall on the same day submit an electronic version to the Hong Kong Stock Exchange through the Hong Kong Stock Exchange electronic publishing system for immediate release on the website of the Hong Kong Stock Exchange in accordance with the rules of the listing place. The announcement shall also be published on the Company's website at the same time.

Holders of the Company's Overseas-listed Foreign-invested Shares may elect to receive the corporate communication (**as defined in the Hong Kong Listing Rules**) that the Company is required to send to shareholders either by electronic means or by post **in accordance with the requirements of laws, regulations and the Hong Kong Listing Rules**, and may also elect to receive either the English or Chinese version only, or both the English and Chinese versions. They shall have the right to change their choices as to the manner of receiving the same and the language at any time by reasonable prior written notice to the Company in accordance with applicable procedures.

<p>Article 261 The amendments to these Articles of Association as adopted by resolution of the general meeting which should be approved by competent authorities shall be submitted to the approval competent authorities for approval. <u>Amendment of these Articles of Association involving the contents of the Mandatory Provisions shall become effective upon receipt of approval from the companies examining and approving department authorized by the State Council and the China Securities Regulatory Commission.</u> Amendment of the Company's Articles of Association involving changes in the particulars of registration of the Company shall be made through a change in registration in accordance with laws.</p>	<p>Article 261 The amendments to these Articles of Association as adopted by resolution of the general meeting which should be approved by competent authorities shall be submitted to the approval competent authorities for approval. Amendment of the Company's Articles of Association involving changes in the particulars of registration of the Company shall be made through a change in registration in accordance with laws.</p>
---	---

There are total eleven proposed amendments to the Articles of Association. Save for the proposed amendments above, there will be no change in the contents of the other articles in the Articles of Association.

The amended Articles of Association shall become effective on the date when the relevant resolution is approved at the AGM. The existing Articles of Association remains effective before the passing of the relevant resolution at the AGM.

A circular of the AGM containing, among other matters, details on the amendments of the Articles of Association, together with the notice of the AGM, will be sent to the shareholders of the Company in due course in accordance with the requirements of the Listing Rules.

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

Xinjiang, the PRC
26 March 2024

As at the date of this announcement, the Board consists of Mr. Zhang Jianxin, Mr. Yin Bo and Mr. Xia Jinjing as executive directors; Mr. Zhang Xin, Mr. Huang Hanjie and Ms. Guo Junxiang as non-executive directors; Mr. Cui Xiang, Mr. Chen Weiping and Mr. Tam, Kwok Ming Banny as independent non-executive directors.