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GCL New Energy Holdings Limited

協鑫新能源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 451)

SUPPLEMENTAL NOTICE OF SPECIAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”) and the notice (the “**Original Notice**”) of the special general meeting (“**SGM**”) of GCL New Energy Holdings Limited (the “**Company**”) dated 4 December 2020, which set out details of the resolutions to be proposed at the SGM for the shareholders’ approval.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the SGM will be held as originally scheduled at Strategy II-III, Level 8, W Hong Kong, 1 Austin Road West, Kowloon Station, Kowloon, Hong Kong on Monday, 28 December 2020 at 10:00 a.m. for the purpose of considering and, if thought fit, approve the following newly added resolutions numbered 2 and 3 as ordinary resolutions:

ORDINARY RESOLUTIONS

2. Mr. Liu Genyu be re-elected as a director of the Company.
3. The board of directors of the Company be authorised to fix the remuneration of Mr. Liu Genyu.

By order of the Board
GCL New Energy Holdings Limited
協鑫新能源控股有限公司
Zhu Yufeng
Chairman

Hong Kong, 10 December 2020

Notes:

- (1) Details of the resolutions are set out in the supplemental circular (the “**Supplemental Circular**”) of the Company dated 10 December 2020. Please refer to the Circular and the Original Notice for details in respect of other resolutions to be passed at the SGM, eligibility for attending the SGM, registration procedures, closure of register of members and other relevant matters.
- (2) A revised proxy form (the “**Revised Proxy Form**”) has been prepared and will be enclosed and despatched together with this supplemental notice. Please refer to the Supplemental Circular and paragraphs (8) and (9) below for special arrangements about the completion and submission of the Revised Proxy Form.
- (3) Any shareholder of the Company (the “**Shareholder(s)**”) entitled to attend and vote at the SGM is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A shareholder of the Company who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be a shareholder of the Company.
- (4) In order to be valid, a form of proxy and the power of attorney (if any) or other authority (if any) under which it is signed, or a certified copy of such power of authority, must be deposited with the Company’s Hong Kong branch share registrar and transfer office (the “**Share Registrar**”), Tricor Abacus Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time fixed for holding the SGM (the “**Closing Time**”) or any adjournment(s) thereof.
- (5) Completion and delivery of the Revised Proxy Form will not preclude a shareholder of the Company from attending and voting in person at the SGM convened and in such event, the Revised Proxy Form shall be deemed to be revoked. It is advised that all Shareholders, particularly Shareholders who are subject to quarantine in relation to Coronavirus Disease 2019 (COVID-19), that they may appoint any person or the chairman of the SGM as a proxy to vote on the resolutions, instead of attending the SGM in person. The Revised Proxy Form can be downloaded from the website of the Company at www.gclnewenergy.com or HKEXnews at www.hkexnews.hk.
- (6) In the case of joint registered holders of any share, any one of such joint registered holders may vote at the SGM, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint registered holders be present at the SGM, the vote of the senior who tenders a vote either personally or by proxy shall be accepted to the exclusion of the votes of the other joint registered 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.
- (7) The register of members of the Company will be closed from 22 December 2020 to 28 December 2020, both days inclusive, during which period no transfer of Shares will be effected and for the purpose of determining the identity of members who are entitled to attend and vote at the SGM. In order to be entitled to attend and vote at the SGM, all completed share transfer documents must be lodged with the Share Registrar, Tricor Abacus Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, no later than 4:30 p.m. on 21 December 2020.
- (8) If a Shareholder has not yet returned the original form of proxy for the SGM which was sent together with the Circular (“**Original Proxy Form**”) with the Share Registrar, and wishes to appoint a proxy to attend the SGM on his/her/its behalf, he/she/it is required to submit the Revised Proxy Form. In this case, the Original Proxy Form should not be submitted with the Share Registrar.

- (9) If a Shareholder **has already returned the Original Proxy Form with the Share Registrar**, he/she/it should note that:
- (i) **if no Revised Proxy Form is submitted with the Share Registrar**, the Original Proxy Form, if correctly completed, will be treated as a valid proxy form submitted by the Shareholder. The proxy/proxies so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the Original Proxy Form, and in respect of the resolutions for the proposed re-election of Mr. Liu Genyu as set out in the Supplemental Circular, the proxy/proxies will be entitled to vote at his/her discretion or to abstain from voting on such resolutions;
 - (ii) **if the Revised Proxy Form is submitted with the Share Registrar before the Closing Time**, the Revised Proxy Form, if correctly completed, will be treated as a valid proxy form submitted by the Shareholder and will revoke and supersede the Original Proxy Form previously submitted by such Shareholder; and
 - (iii) **if the Revised Proxy Form is submitted with the Share Registrar after the Closing Time, or if submitted before the Closing Time but is incorrectly completed**, the appointment of proxy under the Revised Proxy Form will be invalid. The Original Proxy Form, if correctly completed, will be treated as a valid proxy form submitted by such Shareholder. The proxy/proxies so appointed by the Shareholder under the Original Proxy Form will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form had been submitted with the Share Registrar. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and submit the Revised Proxy Form with the Share Registrar before the Closing Time.
- (10) If Typhoon Signal No. 8 or above, or “extreme conditions” is caused by super typhoon is announced by the Government of Hong Kong, or a “black” rainstorm warning is in effect any time after 8 a.m. on the date of the SGM, the SGM will be postponed. Shareholders may visit the website of the Company at www.gclnewenergy.com for details of the postponement and alternative meeting arrangement.
- (11) In view of the ongoing COVID-19 epidemic and recent guidelines for prevention and control of its spread, the Company will implement the following precautionary measures at the SGM to protect the Shareholders, staff and other stakeholders who attend the SGM from the risk of infection:
- (i) compulsory body temperature checks will be conducted on every Shareholder, proxy and other attendee. Any person with a body temperate of 37 degrees Celsius or higher may be denied entry into the SGM venue or be required to leave the SGM venue;
 - (ii) the Company will require all attendees to wear surgical face masks before they are permitted to attend, and during their attendance of the SGM at all times, and to maintain a safe distance between seats (please bring your own mask);
 - (iii) no refreshment will be served at the SGM;
 - (iv) no souvenirs will be distributed at the SGM; and
 - (v) no guest will be allowed to enter the SGM venue if he/she is wearing quarantine wristband issued by the Government of Hong Kong.

As at the date of this announcement, the Board comprises Mr. Zhu Yufeng (Chairman), Mr. Liu Genyu (Vice Chairman) and Ms. Hu Xiaoyan as executive Directors; Ms. Sun Wei, Mr. Yeung Man Chung, Charles and Mr. He Deyong as non-executive Directors; and Mr. Wang Bohua, Mr. Xu Songda, Mr. Lee Conway Kong Wai, Mr. Wang Yanguo and Dr. Chen Ying as independent non-executive Directors.