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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)**

## **NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2011**

**NOTICE IS HEREBY GIVEN** that the first extraordinary general meeting (the “**EGM**”) of China Suntien Green Energy Corporation Limited (the “**Company**”) in 2011 will be held at the Conference Room, 9th Floor, Block A, Yuyuan Plaza, No. 9 Yuhua West Road, Shijiazhuang City, Hebei Province, the People's Republic of China (“**PRC**”) at 9:00 a.m. on Friday, 26 August 2011 for the following purposes:

### **SPECIAL RESOLUTIONS**

1. To consider and approve issue of short-term debentures of the Company in the aggregate principal amount of up to RMB1 billion and to authorise Dr. Cao Xin, the president of the Company to deal with all relevant matters relating to the issue of the short-term debentures. The principal terms of the issue of the short-term debentures are set out in the circular attached herewith.
2. To consider and approve the issue of corporate bonds of the Company in the aggregate principal amount of up to RMB2 billion and to authorise the board of directors (the “**Board**”) of the Company or any two directors as authorized by the Board to deal with all relevant matters relating to the issue of the corporate bonds. The principal terms of the issue of the corporate bonds are set out in the circular attached herewith.

By order of the Board of  
**China Suntien Green Energy Corporation**  
**Zhao Hui**  
*Executive Director and Joint Company Secretary*

Shijiazhuang, Hebei Province, the PRC, 11 July 2011

*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. As such, the resolution set out in the notice of EGM will be voted on by poll. Results of the poll voting will be published on the Company's website at [www.suntien.com](http://www.suntien.com) and the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://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 instead him/her. A proxy need not be a shareholder of the Company.
3. In order to be valid, the instrument appointing a proxy 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 deposited at the Company's Board Secretariat (for holders of domestic 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. 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 shareholders' entitlement to attend the EGM, from Wednesday, 27 July 2011 to Friday, 26 August 2011 (both days inclusive), during which period no transfer of shares will be registered. In order to attend the EGM, all share 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 Tuesday, 26 July 2011. Holders of H Shares 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. Shareholders of the Company intending to attend the EGM in person or by their proxies should return the reply slip for attending the EGM by courier or by post to the Company's Board Secretariat (for holders of domestic Shares) or Computershare Hong Kong Investors Services Limited (for holders of H Shares) on or before Saturday, 6 August 2011. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
7. 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.
8. A shareholder or his proxy should produce proof of identity when attending the EGM.
9. Our registered office and headquarter in the PRC is 9th Floor, Block A, Yuyuan Plaza, No. 9 Yuhua West Road, Shijiazhuang City, Hebei Province, PRC.

*As at the date of this notice, the non-executive directors of the Company are Dr. Li Lian Ping, Mr. Zhao Hui Ning and Mr. Xiao Gang; the executive directors of the Company are Dr. Cao Xin, Mr. Gao Qing Yu, Mr. Zhao Hui and Mr. Sun Xin Tian; and the independent non-executive directors of the Company are Mr. Qin Hai Yan, Mr. Ding Jun, Mr. Wang Xiang Jun and Mr. Yue Man Yiu Matthew.*

*\* for identification purpose only*