

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



四川能投發展股份有限公司
Sichuan Energy Investment Development Co., Ltd.*

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

(the “Company”)

(Stock Code: 1713)

NOTICE OF UNLISTED FOREIGN SHAREHOLDERS CLASS MEETING

NOTICE IS HEREBY GIVEN that the unlisted foreign shareholders class meeting (the “**Unlisted Foreign Shareholders Class Meeting**”) of the Company will be held at the meeting room of 6th floor of the Company, No. 789, Renhe Road, Wenjiang District, Chengdu City, Sichuan Province, the PRC on Wednesday, 17 June 2020 immediately after the conclusion of the class meeting for holders of domestic shares of the Company held on the same date or any adjournment thereof to consider and, if thought fit, to pass, with or without modifications, the following resolution of the Company:

SPECIAL RESOLUTION

1. To consider and approve the proposed amendments to the articles of association of the Company and proposed amendments to the Rules of Procedure of the General Meetings of the Company.

By order of the Board

Sichuan Energy Investment Development Co., Ltd.*

Zeng Yong

Chairman

Chengdu, Sichuan Province, the PRC

28 April 2020

Notes:

1. Details of the above resolutions are set out in the circular of the Company dated 28 April 2020.
2. In order to determine the entitlement to attend and vote at the Unlisted Foreign Shareholders Class Meeting, the register of members of the Company will be closed from Monday, 18 May 2020 to Wednesday, 17 June 2020 (both days inclusive), during which period no transfer of the shares of the Company (the “Shares”) will be effected. In order to be qualified to attend and vote at the Unlisted Foreign Shareholders Class Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company’s registered office at No. 789, Renhe Road, Wenjiang District, Chengdu City, Sichuan Province, the PRC for registration by holders of unlisted foreign Shares no later than 4:30 p.m. on Friday, 15 May 2020.
3. Holders of unlisted foreign shares (the “Unlisted Foreign Shareholder”) who are entitled to attend and vote at the Unlisted Foreign Shareholders Class Meeting may appoint one or more proxies to attend and, in the event of a poll, vote on their behalves. A proxy need not to be a Shareholder.

4. The instrument appointing a proxy must be in writing under the hand of a Unlisted Foreign Shareholder or his attorney duly authorised in writing. If the Unlisted Foreign Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.
5. In order to be valid, the proxy form must be deposited to the Company's registered office at No. 789, Renhe Road, Wenjiang District, Chengdu City, Sichuan Province, the PRC for registration by holders of unlisted foreign Shares not less than 24 hours before the time for holding the Unlisted Foreign Shareholders Class Meeting (i.e. before 10:00 a.m. on Tuesday, 16 June 2020). If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude Unlisted Foreign Shareholders from attending and voting in person at the Unlisted Foreign Shareholders Class Meeting or any adjourned meetings should you so wish.
6. Unlisted Foreign Shareholders shall produce their identity documents and supporting documents in respect of Shares held when attending the Unlisted Foreign Shareholders Class Meeting. If corporate Unlisted Foreign Shareholders appoints authorised representative to attend the Unlisted Foreign Shareholders Class Meeting, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other authorised parties of the corporate Unlisted Foreign Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the proxy form signed by the Unlisted Foreign Shareholders or their attorney when attending the Unlisted Foreign Shareholders Class Meeting.
7. Unlisted Foreign Shareholders who intend to attend the Unlisted Foreign Shareholders Class Meeting should complete and return the reply slip in writing by hand or by post to the Company's registered office at No. 789, Renhe Road, Wenjiang District, Chengdu City, Sichuan Province, the PRC before 28 May 2020.
8. Where there are joint registered holders of any Share(s), any one of such joint holders may attend and vote at the Unlisted Foreign Shareholders Class Meeting, either in person or by proxy, in respect of such Share(s) as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the Unlisted Foreign Shareholders Class Meeting or any adjourned meeting thereof (as the case may be), the most senior shall alone be entitled to vote, whether in person or by proxy. 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.
9. Pursuant to rule 13.39(4) of 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 poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, the chairman of the general meeting will also demand that all the resolutions proposed at the general meeting will be voted on by way of poll in registered form.
10. The Unlisted Foreign Shareholders Class Meeting is expected to be held for less than half a day. Unlisted Foreign Shareholders who intend to attend the Unlisted Foreign Shareholders Class Meeting shall arrange and bear their own transportation and accommodation expenses.
11. The address of registered office of the Company in the PRC is as follows:

No. 789, Renhe Road,
Wenjiang District, Chengdu City,
Sichuan Province,
the PRC
Tel: +86 (28) 86299666
Fax: +86 (28) 86299666

As at the date of this notice, the executive Directors are Mr. Zeng Yong, Mr. Li Hui, and Ms. Xie Peixi; the non-executive Directors are Ms. Han Chunhong, Ms. Li Yu, Mr. Wang Chengke and Mr. Zhou Yanbin; and the independent non-executive Directors are Mr. Kin Kwong Kwok Gary, Mr. Fan Wei, Ms. He Zhen and Mr. Wang Peng.

* *For identification purposes only*