

*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.*

## **SOUTHERN ENERGY HOLDINGS GROUP LIMITED**

**南方能源控股集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1573)**

### **MONTHLY UPDATE ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE, RULE 13.09 OF THE LISTING RULES AND THE INSIDE INFORMATION PROVISIONS UNDER PART XIVA OF THE SECURITIES AND FUTURES ORDINANCE**

Reference is made to the announcement of Southern Energy Holdings Group Limited (the “**Company**”) dated 6 June 2019 (the “**Announcement**”) in relation to, among other things, the entering into the Framework Agreement by the Relevant Shareholder and the Potential Purchaser in respect of the Potential Disposal. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

This announcement is made pursuant to Rule 3.7 of the Takeovers Code, Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company wishes to update its shareholders and potential investors that it has been informed by the Relevant Shareholder that the Potential Purchaser remains in consultation with the relevant government authorities regarding the necessary outbound direct investment approvals required for the Potential Disposal. Accordingly, the conditions to signing the definitive agreement in respect of the Potential Disposal remain pending and more time is therefore needed for the Relevant Shareholder and the Potential Purchaser to discuss the terms of the Potential Disposal. Nevertheless, the discussions between the Relevant Shareholder and the Potential Purchaser in relation to the Potential Disposal remain ongoing. As at the date of this announcement, the Relevant Shareholder and the Potential Purchaser have not entered into any formal or legally binding definitive agreement in respect of the Potential Disposal.

In accordance with Rule 3.7 of the Takeovers Code, monthly announcement(s) will be made to update investors and shareholders of the Company on the progress of the discussions between the Relevant Shareholder and the Potential Purchaser until an announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code (as the case may be).

*Shareholders and potential investors of the Company should be aware that the terms of the Potential Disposal are subject to further discussions between the Relevant Shareholder and the Potential Purchaser. There is no assurance that the Potential Disposal or any transactions referred to in this announcement will materialise or eventually be consummated and the relevant discussions may or may not lead to a general offer under the Takeovers Code. The Potential Disposal may or may not proceed. Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).*

By Order of the Board  
**Southern Energy Holdings Group Limited**  
**Xu Bo**  
Chairman

Guiyang, People's Republic of China, 5 July 2019

*As at the date of this announcement, the Board comprises Mr. Xu Bo, Mr. Xiao Zhijun and Mr. Huang Youjun as executive Directors and Mr. Jiang Chenglin, Mr. Choy Wing Hang William, Mr. Lee Cheuk Yin Dannis and Mr. Fu Lui as independent non-executive Directors.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*