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## **Add New Energy Investment Holdings Group Limited**

**愛德新能源投資控股集團有限公司**

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

**(Stock Code: 02623)**

### **PROPOSED BONUS ISSUE OF SHARES**

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The Board proposed a Bonus Issue of new Shares on the basis of one Bonus Share for every twenty existing Shares held by the Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date. The Bonus Shares will be credited as fully paid at par by way of capitalisation of an appropriate amount in the share premium account of the Company.

The register of members of the Company will be closed from Wednesday, 8 July 2020 to Monday, 13 July 2020 (both days inclusive), during which no transfer of the Shares will be effected, in order to ascertain and determine the entitlement of the Shareholders under the Bonus Issue.

Application will be made to the Listing Committee of the Stock Exchange for the listings of, and permission to deal in, the Bonus Shares.

#### **GENERAL**

A circular containing, among other things, further details of the Bonus Issue and a notice of EGM will be despatched to the Shareholders on or before Friday, 12 June 2020.

## **PROPOSED BONUS ISSUE OF SHARES**

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### **Basis of the Bonus Issue**

Subject to the conditions as set out under the paragraph headed "Conditions of the Bonus Issue" below, the Bonus Shares will be issued and credited as fully paid at par on the basis of one Bonus Share for every twenty existing Shares held by the Qualifying Shareholders on the Record Date.

On the basis of 5,357,829,920 existing Shares in issue as of the date of this announcement, and assuming that no further Shares will be issued or repurchased prior to the Record Date, it is anticipated that 267,891,496 Bonus Shares will be allotted and issued under the Bonus Issue, representing 5% of the existing issued share capital of the Company as of the date of this announcement. The Bonus Shares will be credited as fully paid at par by way of capitalisation of an appropriate amount in the share premium account of the Company. Immediately upon completion of the Bonus Issue, there will be a total of 5,625,721,416 in issue as enlarged by the Bonus Issue.

### **Conditions of the Bonus Issue**

Completion of the Bonus Issue is conditional upon:

- (i) the approval of the Bonus Issue by the Shareholders at the EGM;
- (ii) the Listing Committee of the Stock Exchange granting the approval for the listing of, and permission to deal in, the Bonus Shares; and
- (iii) compliance with the relevant legal procedures and requirements (if any) under the applicable laws of the Cayman Islands and the articles of association of the Company to effect the Bonus Issue.

Application will be made to the Listing Committee of the Stock Exchange for the listings of, and permission to deal in, the Bonus Shares.

### **Status of the Bonus Shares**

The Bonus Shares, upon issuance, will rank *pari passu* with the then existing Shares in all respects, including the entitlements to receive dividends and other distributions the record date for which falls on or after the date of allotment and issue of the Bonus Shares.

## **Certificates for the Bonus Shares**

It is expected that certificates for the Bonus Shares will be posted on or before 29 July 2020 after all the conditions of the Bonus Issue have been fulfilled at the risk of the Shareholders entitled thereto to their respective addresses shown on the register of members of the Company on the Record Date. Dealings in the Bonus Shares are expected to commence on 30 July 2020.

## **Reasons for and benefits of the proposed Bonus Issue**

In recognition of the continual support of the Shareholders, the Board decided to propose the Bonus Issue. In addition, the Directors believe that the Bonus Issue will (i) allow the Shareholders to participate in the business growth of the Company by way of capitalisation of a portion of the share premium account; (ii) enhance the liquidity of the Shares in the market and thereby enlarging the Shareholder and capital base of the Company; and (iii) be a return to the long-term support of the Shareholders.

## **Record Date and Closure of Register of Members**

The Bonus Shares will be issued to the Qualifying Shareholders. Arrangement for the Non-Qualifying Shareholders are further elaborated below under the paragraph headed "Overseas Shareholders".

The register of members of the Company will be closed from Wednesday, 8 July 2020 to Monday, 10 July 2020 (both days inclusive), during which no transfer of the Shares will be effected, in order to ascertain and determine the entitlement of the Shareholders under the Bonus Issue.

Shareholders are reminded that in order to qualify for the Bonus Issue, they must ensure that all transfers accompanied by the relevant share certificates are lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Tuesday, 7 July 2020.

The exact total number of Bonus Shares to be issued under the Bonus Issue will not be capable of determination until after the Record Date.

## Overseas Shareholders

If as at the close of business on the Record Date, a Shareholder's address as recorded on the register of members of the Company is in a place outside Hong Kong, the Board will make enquiries as to whether the Bonus Issue to the Overseas Shareholders may contravene the applicable securities legislation of the relevant overseas places or the requirements of the relevant regulatory body or stock exchange. If, after making such enquiry, the Board is of the opinion that there is no legal restriction under the laws of the relevant place or any requirement of the relevant regulatory body or stock exchange in that place, such Overseas Shareholders will be permitted to participate in the Bonus Issue. If, however, after making such enquiry, the Board is of the opinion that it would be necessary or expedient, on account either of the legal restriction under the laws of the relevant place or any requirement of the relevant regulatory body or stock exchange in that place, not to offer to such Overseas Shareholders, no issue of the Bonus Shares will be made to such Overseas Shareholders.

Overseas Shareholders receiving a copy of the circular concerning the Bonus Issue may not treat the same as an invitation to participate in the Bonus Issue unless such invitation could lawfully be made to him/her/it without having to comply with any registration or other legal requirements in the relevant territory.

In circumstances where any Overseas Shareholders are not permitted to participate in the Bonus Issue, arrangements will then be made for the Bonus Shares which would otherwise have been issued to those Overseas Shareholders to be sold in the market as soon as practicable after dealings commence, if a premium, net of expenses, can be obtained. Any net proceeds of such sale, after deduction of expenses, of HK\$100 or more will be distributed in Hong Kong dollars to the relevant Overseas Shareholders, by post at his own risk, unless the amount falling to be distributed to any such person is less than HK\$100 in which case it will be retained for the benefit of the Company.

### Expected timetable for the Bonus Issue

**2020**

Despatch of the circular on or before .....	Friday, 12 June
Latest time for lodging transfer documents and relevant share certificates to be eligible to attend and vote at the EGM .....	4:30 p.m. on Tuesday, 23 June
Closure of register of members of the Company for the purpose of ascertaining Shareholders' eligibility to attend and vote at the EGM for the Bonus Issue .....	Wednesday, 24 June to Tuesday, 30 June (both days inclusive)
Latest time for lodging forms of proxy for EGM .....	10:30 a.m. on Sunday, 28 June

EGM .....	10:30 a.m. on Tuesday, 30 June
Announcement of the result of the EGM .....	Tuesday, 30 June
Last day of dealings in the Shares on a cum-entitlement basis in respect of the Bonus Issue .....	Friday, 3 July
First day of dealings in the Shares on an ex-entitlement basis in respect of the Bonus Issue .....	Monday, 6 July
Latest time for lodging forms of transfer of Shares in order to be qualify for the Bonus Issue .....	4:30 p.m. on Tuesday, 7 July
Closure of register of members of the Company for determining entitlement to the Bonus Issue .....	Wednesday, 8 July to Monday, 13 July (both days inclusive)
Record Date .....	Monday, 13 July
Register of members of the Company re-opens .....	Tuesday, 14 July
Despatch of share certificates for Bonus Shares on or before .....	Wednesday, 29 July
Dealings in the Bonus Shares commence .....	9:00 a.m. on Thursday, 30 July

*Note: All times in this announcement refer to Hong Kong times.*

The above timetable is subject to change and to the fulfilment of the conditions of the Bonus Issue. The Company will announce in compliance with the Listing Rules if the above timetable changes.

## **GENERAL**

The EGM will be convened on Tuesday, 30 June 2020 for the purpose of, among others, considering and approving the Bonus Issue. A circular containing, among other things, further details of the Bonus Issue, will be despatched to the Shareholders on or before 12 June 2020.

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“Board”	the board of Directors
“Bonus Issue”	the proposed allotment and issue of Bonus Shares to the Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date on the basis of one Bonus Share for every twenty existing Shares held
“Bonus Shares”	the new Share(s) to be allotted and issued by way of Bonus Issue by the Company as described in this announcement
“Company”	Add New Energy Investment Holdings Group Limited, a company incorporated in the Cayman Islands with limited liability, whose shares are listed on the Stock Exchange
“Directors”	the directors of the Company
“EGM”	the extraordinary general meeting of the Company to be convened to consider, among others, and, if thought fit, approve the Bonus Issue
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Committee”	the listing committee of the Stock Exchange
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Non-Qualifying Shareholder(s)”	Overseas Shareholders who are excluded from the Bonus Issue and as detailed in the section headed “Overseas Shareholders” in this announcement
“Overseas Shareholder(s)”	Shareholder(s) whose name(s) appear(s) on the register of members of the Company as at the close of business on the Record Date and whose address(es) as shown in the register of members on that date is(are) outside Hong Kong

“PRC”	People’s Republic of China, which for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Qualifying Shareholder(s)”	holder(s) of Shares, not being Non-Qualifying Shareholders, whose names are shown on the register of members of the Company on the Record Date and who will be entitled to the Bonus Issue
“Record Date”	13 July 2020, being the date for ascertaining and determining the entitlement of the Shareholders to the Bonus Issue
“Share(s)”	ordinary share(s) of HK\$0.002 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

By order of the Board  
**Add New Energy Investment Holdings Group Limited**  
**Li Yunde**  
*Chairman*

Hong Kong, 30 March 2020

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Li Yunde (Chairman), Mr. Geng Guohua (Chief Executive Officer) and Mr. Lang Weiguo; and three independent non-executive Directors, namely Mr. Leung Nga Tat, Mr. Zhang Jingsheng and Mr. Li Xiaoyang.*