

To: Add New Energy Investment Holdings Group Limited (愛德新能源投資控股集團有限公司)
(the “Company”)

Undertaking

I, in respect of the 18,884,000 shares of Add New Energy Investment Holdings Group Limited (愛德新能源投資控股集團有限公司) held by me (the “Shares”), hereby irrevocably and unconditionally undertake to the Company:-

- (1) I will subscribe for 314,733 consolidated shares beneficially held by me comprising the full acceptance of my/our provisional entitlement in respect of the 944,200 consolidated shares, being the proposed consolidation of every twenty (20) existing shares of par value of HK\$0.002 each into one (1) Consolidated Share of par value of HK\$0.04 each in the share capital of the Company (the “Consolidated Share”) beneficially held by me under the proposed issue of 87,588,332 Rights Shares at HK\$1.14 per Right Share on the basis of one (1) Rights Share for every three (3) Consolidated Shares (the “Right Issue”).
- (2) I, prior to the date of completion of the Rights Issue, will not dispose any of the Consolidated Shares comprising the current shareholding in the Company owned by me, and such Consolidated Shares will remain beneficially owned by me from the date of this Undertaking up to and including the date of completion of the Rights Issue.

The undertakings as provided in the above paragraphs (1) and (2) will lapse or be withdrawn upon completion of the Right Issue; and

- (3) I, by signing this Undertaking, confirm that I am the beneficial owner of the Shares, and such Shares are free from any charge, pledge, lien or other encumbrances whatsoever at the date of this Undertaking;
- (4) I, by signing this Undertaking, confirm and consent to the disclosure of the content of this Undertaking or any part thereof by the Company in the, inter alia, announcement, prospectus, circular in relation to the Rights Issue and such other relevant documents relating to the Rights Issue; and
- (5) I, by signing this Undertaking, confirm that I have acquired sufficient information in relation to the undertakings made under this Undertaking and the nature thereof, have been given practicable chance to consider whether to make such undertakings and (if necessary) obtain independent advice.

This Undertaking shall be governed by and construed in accordance with laws of the Hong Kong Special Administrative Region of the People's Republic of China (Hong Kong). The Hong Kong courts shall have the non-exclusive jurisdiction of all the matters arising from this Undertakings.

SIGNED, SEALED AND DELIVERED
by **GENG GUOHUA**
in the presence of :-

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