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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in Yuhua Energy Holdings Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser, the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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This circular is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Share(s).

**YUHUA ENERGY HOLDINGS LIMITED****裕華能源控股有限公司***(Incorporated in the Cayman Islands with limited liability)***(Stock Code: 2728)****PROPOSED SHARE SUBDIVISION
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

Capitalised terms used in this cover page shall have the same meanings as those defined in the section headed "Definitions" of this circular.

A notice convening the EGM to be held at Room 2207, 22nd Floor, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong at 11:00 a.m. on Tuesday, 16 January 2018 is set out on pages 14 to 15 of this circular. A form of proxy for use by the Shareholders at the EGM is enclosed herein.

Whether or not you are able to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

22 December 2017

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the meanings set out below:

“Announcement”	the announcement of the Company dated 6 December 2017 in relation to the Share Subdivision
“Board”	the board of Directors
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“Company”	Yuhua Energy Holdings Limited, a company incorporated in the Cayman Islands with limited liability, whose Shares are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened to consider and, if thought fit, to approve the Share Subdivision
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	18 December 2017, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Previous Subdivision”	the subdivision of every one (1) existing issued and unissued share of the Company into two (2) subdivided shares, which is announced by the Company on 13 March 2017 and effective on 27 April 2017

DEFINITIONS

“Record Date”	the date for determining Shareholders’ voting rights at the EGM
“Share(s)”	existing ordinary share(s) of a par value of HK\$0.0025 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s) or Subdivided Share(s), as the case may be
“Share Option(s)”	option(s) to subscribe for Shares granted by the Company in accordance with the Share Option Scheme
“Share Option Scheme”	the share option scheme adopted by the Company on 25 June 2005
“Share Subdivision”	the proposed subdivision of every one (1) existing issued and unissued Share into two (2) Subdivided Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subdivided Share(s)”	ordinary share(s) of a par value of HK\$0.00125 each in the share capital of the Company upon the Share Subdivision becoming effective

EXPECTED TIMETABLE

The expected timetable for the implementation of the Share Subdivision is set out below:

Event	Time and Date
Latest time for lodging transfers of shares to qualify for attending the EGM.	4:30 p.m. on Wednesday, 10 January 2018
Closure of register of members for the purpose of determining members who are entitled to attend the EGM (both dates inclusive).	Thursday, 11 January 2018 to Tuesday, 16 January 2018
Latest time for lodging proxy form for the EGM (not less than 48 hours prior to the time of EGM).	11:00 a.m. on Sunday, 14 January 2018
Record date for attending and voting at the EGM	Tuesday, 16 January 2018
Expected date and time of the EGM	11:00 a.m. on Tuesday, 16 January 2018
Announcement of poll results of the EGM	Tuesday, 16 January 2018
 The following events are conditional on the fulfilment of the conditions for the implementation of the Share Subdivision as set out in the paragraph headed “Conditions of the Share Subdivision” in the letter from the Board of this circular.	
Effective date of the Share Subdivision.	Wednesday, 17 January 2018
First day of free exchange of existing share certificates for new share certificates for the Subdivided Shares	Wednesday, 17 January 2018
Dealings in the Subdivided Shares commence.	9:00 a.m. on Wednesday, 17 January 2018

EXPECTED TIMETABLE

Event	Time and Date
Original counter for trading in the existing Shares (in board lots of 4,000 existing Shares) temporarily closes	9:00 a.m. on Wednesday, 17 January 2018
Temporary counter for trading in the Subdivided Shares in board lot of 8,000 Subdivided Shares (in the form of existing share certificates in blue colour) opens	9:00 a.m. on Wednesday, 17 January 2018
Original counter for trading in the Subdivided Shares in board lots of 4,000 Subdivided Shares (in the form of new share certificates in purple colour) re-opens.	9:00 a.m. on Wednesday, 31 January 2018
Parallel trading in existing Shares and the Subdivided Shares (in the form of existing share certificates in blue colour and new share certificates in purple colour) commences	9:00 a.m. on Wednesday, 31 January 2018
Temporary counter for trading in the Subdivided Shares in board lots of 8,000 Subdivided Shares (in the form of existing share certificates in blue colour) closes	4:00 p.m. on Thursday, 22 February 2018
Parallel trading in existing Shares and the Subdivided Shares (in the form of existing share certificates in blue colour and new share certificates in purple colour) ends	4:00 p.m. on Thursday, 22 February 2018
Free exchange of existing share certificates for new share certificates for the Subdivided Shares ends.	Monday, 26 February 2018

Note: All times and dates in this circular refer to Hong Kong local times and dates.

Dates or deadlines specified in this circular are indicative only and may be varied by the Company. Any consequential changes to the expected timetable will be published or notified to the Shareholders as and when appropriate.

LETTER FROM THE BOARD



YUHUA ENERGY HOLDINGS LIMITED

裕華能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2728)

Executive Directors:

Mr. Lin Caihuo (*Chairman*)

Mr. Wang Enguang

Non-executive Director:

Mr. Wang ShouLei

Independent non-executive Directors:

Mr. Liu Yang

Mr. Lum Pak Sum

Ms. Wong Yan Ki, Angel

Registered office:

Cricket Square

Hutchins Drive, P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

Head office and principal place

of business in Hong Kong:

Room 2207, 22nd Floor

Harbour Centre

25 Harbour Road

Wanchai

Hong Kong

22 December 2017

To the Shareholders

Dear Sir or Madam,

**PROPOSED SHARE SUBDIVISION
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

Reference is made to the Announcement in relation to the Board's proposal to subdivide every one (1) existing issued and unissued Share of a par value of HK\$0.0025 each into two (2) Subdivided Shares of a par value of HK\$0.00125 each.

LETTER FROM THE BOARD

The purpose of this circular is to provide you with (i) further information in relation to details of the Share Subdivision; and (ii) the notice of the EGM.

PROPOSED SHARE SUBDIVISION

Basis of Share Subdivision

The Board proposes to subdivide every one (1) existing issued and unissued Share of a par value of HK\$0.0025 each into two (2) Subdivided Shares of a par value of HK\$0.00125 each. The Share Subdivision will become effective upon the fulfilment of the conditions set out in the paragraph headed “Conditions of the Share Subdivision” below. No fractional Subdivided Shares will arise.

Conditions of the Share Subdivision

The Share Subdivision is conditional upon:

- (i) the passing of an ordinary resolution to approve the Share Subdivision by the Shareholders at the EGM; and
- (ii) the Listing Committee of the Stock Exchange granting approval for the listing of, and permission to deal in, the Subdivided Shares.

The Share Subdivision will become effective after the conditions of the Share Subdivision above are fulfilled.

Listing application

An application has been made by the Company to the Stock Exchange for the listing of, and the permission to deal in, the Subdivided Shares. Subject to the granting of the listing of, and permission to deal in, the Subdivided Shares on the Stock Exchange, the Subdivided Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Subdivided Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

LETTER FROM THE BOARD

No part of the equity or debt securities of the Company is listed or dealt in on any other stock exchanges other than the Stock Exchange and no such listing or permission to deal in is being or is currently proposed to be sought on any other stock exchanges other than the Stock Exchange.

Effects of the Share Subdivision

As at the Latest Practicable Date, the authorised share capital of the Company is HK\$20,000,000 divided into 8,000,000,000 Shares of par value of HK\$0.0025 each, of which 1,547,258,704 Shares have been issued and are fully paid.

Upon the Share Subdivision becoming effective and on the basis that no further Shares will be allotted and issued or repurchased prior thereto, the authorised share capital of the Company will be HK\$20,000,000 divided into 16,000,000,000 Subdivided Shares of par value of HK\$0.00125 each, of which 3,094,517,408 Subdivided Shares will be in issue and fully paid or credited as fully paid. All Subdivided Shares will rank pari passu with each other in all respects with the Shares in issue and the Share Subdivision will not result in any change in the relevant rights of the Shareholders.

The Shares are currently traded in board lot size of 4,000 Shares. Upon the Share Subdivision becoming effective, the board lot size of the Subdivided Shares for trading on the Stock Exchange will remain unchanged with 4,000 Subdivided Shares for each board lot.

As at the Latest Practicable Date, the Company has outstanding Share Options entitling the holders thereof to subscribe for a total of 61,600,000 Shares at an exercise price of HK\$1.2825 per Share (subject to adjustment, if any). Under the relevant terms and conditions of the Share Option Scheme, the Share Subdivision may lead to adjustments to the exercise price and/or the number of Subdivided Shares falling to be issued upon the exercise of the Share Options. The Company will make further announcement(s) on such adjustments as and when appropriate.

LETTER FROM THE BOARD

Exchange of share certificates

Upon the proposed Share Subdivision becoming effective, the Shareholders can submit their existing share certificates for the existing Shares to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, in exchange, at the expense of the Company, for the new share certificates for the Subdivided Shares during the business hours from 9:00 a.m. to 4:30 p.m. on any business day from 17 January 2018 to 26 February 2018 (both days inclusive). After the expiry of such period, existing share certificates for the Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each existing share certificate cancelled or new share certificate issued (whichever number of share certificates involved is higher). Nevertheless, existing share certificates for Shares will continue to be good evidence of legal title and may be exchanged for share certificates for Subdivided Shares for trading, settlement and registration purpose at any time after 26 February 2018.

It is expected that the new share certificates for the Subdivided Shares will be available for collection within a period of ten business days after the submission of the existing share certificates for the Shares to Computershare Hong Kong Investor Services Limited for exchange.

The new share certificates for the Subdivided Shares will be issued in purple colour to distinguish from the existing share certificates for the Shares which are in blue colour.

ODD LOT ARRANGEMENT

As it is expected that no odd lot of the Shares will be created as a result of the Share Subdivision, no odd lot arrangement to match the sale and purchase of odd lots will be made.

LETTER FROM THE BOARD

REASONS FOR THE SHARE SUBDIVISION

Upon the proposed Share Subdivision becoming effective, the par value of each Share will decrease and the total number of Shares in issue will increase. The Share Subdivision will result in a downward adjustment to the trading price of the Shares. Based on the closing price of HK\$1.19 per Share as quoted on the Stock Exchange on the Latest Practicable Date, the market value per board lot of 4,000 existing Shares is HK\$4,760. The estimated market value per board lot of 4,000 Subdivided Shares will theoretically be reduced to HK\$2,380, with a theoretical adjusted price of HK\$0.60 per Subdivided Share immediately upon the Share Subdivision becoming effective. The Board believes that the reduced market value of each board lot of Subdivided Shares helps the Subdivided Shares to be perceived as more attractive and therefore entice new investors, and hence may help improve the liquidity in trading of the Subdivided Shares. In fact, after the Previous Subdivision which was announced by the Company on 13 March 2017 and subsequently came into effect on 27 April 2017, the average daily trading volume of the Shares reached 5,378,100 Shares in May 2017, representing a substantial increase as compared to 459,059 Shares in April 2017. Meanwhile, the closing price of the Shares has increased by approximately 67.6% from HK\$0.71, being the closing price of the Shares on the effective date of the Previous Subdivision, to HK\$1.19 as at the Latest Practicable Date. It is also noted that the closing price per Share remained at or above HK\$1.00 during the last six months prior to the proposed Share Subdivision (i.e. 19 June 2017 to the Latest Practicable Date, the “**Six-month Period**”). There was an increasing trend of the closing price per Share during the Six-month Period. The closing price per Share increased from HK\$1.05 as at 19 June 2017 to HK\$1.19 as at the Latest Practicable Date, representing a growth of approximately 13.3%. Meanwhile, the monthly average trading volume decreased from 5,378,100 Shares for May 2017 to 763,273 Shares for November 2017. Our Directors consider that as the Share price gets higher and higher, some investors may feel the price is too high for them to buy, or small investors may feel it is unaffordable.

The Directors have noted that among all the companies listed on the main board of the Stock Exchange with a market capitalisation ranging from HK\$1.0 billion to HK\$2.5 billion that are at similar level to that of the Company of approximately HK\$1.8 billion as at the Latest Practicable Date, the liquidity of those companies that have a stock price lower than HK\$1.0 per share (the “**Low Price Companies**”) may generally be better than the liquidity of those companies with a share price equal to or above HK\$1.0 per share (the “**High Price Companies**”). Specifically, the average daily trading volume over the total number of shares in issue for the Six-months Period of the Low Price Companies was approximately 0.198% on average, which was approximately 20.7% higher than that for the High Price Companies of approximately 0.164%; and the average daily trading volume over the total number of shares in issue for the last three months up to the Latest Practicable Date of the Low Price Companies was approximately 0.213% on average, which was approximately 37.4% higher than that for the High Price Companies of approximately 0.155%.

LETTER FROM THE BOARD

It is noted that the average daily trading volume of the Shares over the total number of Shares in issue were approximately 0.043% and 0.067% during the last three months and six months up to the Latest Practicable Date, respectively, which were lower than that of the Low Price Companies. Having considered the aforesaid factors, in particular, the fact that the liquidity of the Shares improved significantly after the Previous Subdivision became effective but subsequently lowered again as the Share price gradually increased after the Previous Subdivision, the Directors are of the view that the liquidity of the Shares may be improved by the Share Subdivision to reduce the stock price to below HK\$1.0 per Subdivided Share as demonstrated by the liquidity trend of the Shares since the Previous Subdivision, and no other available alternative methods (e.g. change in board lot size) can have such effect.

In addition, the Directors also considered the stock price of companies (the “**Comparable Companies**”) listed on the main board of the Stock Exchange which principally engaged in business similar to the Company as listed below:

Stock code	Company name	Closing share price (HKD)	Board lot size (shares)	Market value per board lot (HKD)
0332	Yuan Heng Gas Holdings Limited	0.900	4,000	3,600
0342	Newocean Energy Holdings Limited	1.730	2,000	3,460
0346	Yanchang Petroleum International Limited	0.102	10,000	1,020
0554	Hans Energy Company Limited	0.218	2,000	436
0681	Chinese People Holdings Company Limited	0.102	2,000	204
0852	Strong Petrochemical Holdings Limited	1.380	2,000	2,760
0934	Sinopec Kantons Holdings Limited	4.900	2,000	9,800
0956	China Suntien Green Energy Corporation Limited	1.920	1,000	1,920
2728	The Company	1.190	4,000	4,760

Source: Thomson Reuters

Note: Information as at the Latest Practicable Date.

LETTER FROM THE BOARD

As illustrated above, the Directors noted that other than Sinopec Kantons Holdings Limited, which has an exceptionally high board lot value, all other seven Comparable Companies have market value per board lot lower than the Company, among which four of them has a market value per board lot lower than or similar to half of the Company's current market value per board lot. The Directors believed that the proposed Share Subdivision helps reduce the market value of each board lot of Subdivided Share to a level similar to the Comparable Companies, and hence, may help the Subdivided Shares to be perceived as more attractive and therefore entice new investors.

Our Directors also considered the average daily trading volume of the shares over the total number of shares in issue of the Comparable Companies as listed below:

Stock code	Company name	Total number of shares in issue (<i>'000 shares</i>)	Average daily trading volume – 3 months (<i>shares</i>)	Average daily trading ratio – 3 months (%)	Average daily trading volume – 6 months (<i>shares</i>)	Average daily trading ratio – 6 months (%)
0332	Yuan Heng Gas Holdings Limited	6,518,339	10,684,321	0.164	6,897,175	0.106
0342	Newocean Energy Holdings Limited	1,473,030	1,313,676	0.089	1,317,080	0.089
0346	Yanchang Petroleum International Limited	12,145,573	5,066,828	0.042	4,789,407	0.039
0554	Hans Energy Company Limited	3,732,638	259,906	0.007	729,625	0.020
0681	Chinese People Holdings Company Limited	7,152,954	8,586,505	0.120	6,059,830	0.085
0852	Strong Petrochemical Holdings Limited	2,123,722	1,643,859	0.077	3,370,128	0.159
0934	Sinopec Kantons Holdings Limited	2,486,160	3,529,129	0.142	4,103,298	0.165
0956	China Suntien Green Energy Corporation Limited	1,839,004	13,366,598	0.727	11,029,562	0.600
2728	The Company	1,547,259	666,542	0.043	1,029,857	0.067

Source: Thomson Reuters

Note: Information as at the Latest Practicable Date.

As illustrated above, the Directors noted that other than Hans Energy Company Limited and Yanchang Petroleum International Limited, all other six Comparable Companies have average daily trading volume ratios higher than those of the Company, the Directors believed that the proposed Share Subdivision may increase the average daily trading volume to a level similar to the Comparable Companies, and hence, may help to improve the trading liquidity of the Subdivided Shares.

LETTER FROM THE BOARD

Other than the expenses to be incurred in relation to the Share Subdivision, including professional fees and printing charges that are expected to be approximately HK\$300,000, the implementation of the Share Subdivision will not alter the underlying assets, business operations, management or financial position of the Company or rights and interest of the Shareholders. In addition, it is expected that no odd lot of the Share will be created as a result of the proposed Share Subdivision, hence, no negative impact on rights and interest of the Shareholders is expected resulting from the Share Subdivision. Hence, the proposed Share Subdivision is justifiable given the insignificant expenses to be incurred and that no odd lots will be created.

The Directors confirm that there is no agreement, arrangement, understanding, intention, negotiation (concluded or otherwise) on any potential fund raising activities in the next twelve months. The Directors further confirm that there is no intention to carry out other corporate action in the next twelve months which may have an effect of undermine or negate the intended purpose of the Share Subdivision.

In view of the foregoing, the Board (including the independent non-executive Directors) considers that the Share Subdivision is justifiable and is in the interest of the Company and the Shareholders as a whole.

EGM

A notice convening the EGM to be held on Tuesday, 16 January 2018 at 11:00 a.m. at Room 2207, 22nd Floor, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong for the purpose of considering, and if thought fit, approving, inter alia, the Share Subdivision is set out on pages 14 to 15 of this circular.

The resolution put to vote at the EGM will be decided by way of poll. None of the Shareholders will be required to abstain from voting at the EGM.

A proxy form for use at the EGM is enclosed with this circular. Whether or not you are able to attend the EGM in person, you are requested to complete and return the proxy form to the offices of the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the proxy form shall not preclude you from attending and voting at the EGM or any adjournment thereof (as the case may be) should you so wish and in such event, the instrument appointing the proxy shall be deemed to be revoked.

LETTER FROM THE BOARD

WARNING

Shareholders and potential investors should be aware of and take note that the Share Subdivision is conditional upon satisfaction of the conditions precedent set out in the paragraph headed “Conditions of the Share Subdivision” above in this circular. Accordingly, the Share Subdivision may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Directors are of the opinion that the Share Subdivision is in the interests of the Company and the Shareholders as a whole, and accordingly the Board recommends the Shareholders to vote in favour of the ordinary resolution to be proposed at the EGM to approve the Share Subdivision.

Yours faithfully,
By order of the Board
Yuhua Energy Holdings Limited
Lin Caihuo
Chairman

NOTICE OF EGM



YUHUA ENERGY HOLDINGS LIMITED

裕華能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2728)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of Yuhua Energy Holdings Limited (the “**Company**”) will be held on Tuesday, 16 January 2018 at 11:00 a.m. at Room 2207, 22nd Floor, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong for considering and, if thought fit, passing, with or without amendments, the following resolution as ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT** subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting the approval for the listing of, and permission to deal in, the Subdivided Shares (as defined below), the Share Subdivision be approved in the following manner:

- (a) each of the existing issued and unissued shares of HK\$0.0025 each (the “**Shares**”) in the share capital of the Company be sub-divided (the “**Share Subdivision**”) into two (2) sub-divided shares of HK\$0.00125 each (the “**Subdivided Shares**”) and the Share Subdivision shall take effect on the next business day immediately following the day on which this resolution is passed;
- (b) all of the Subdivided Shares will rank pari passu in all respects with each other and have the rights and privileges and be subject to the restrictions in respect of shares contained in the memorandum and articles of association of the Company; and

NOTICE OF EGM

- (c) any one of the directors or company secretary of the Company be and is hereby authorised to do all such acts, deed and things and to effect all necessary actions as he or she may consider necessary or desirable in order to effect, implement and complete any and all of the matters set out in this resolution.”

Yours faithfully,
By order of the Board
Yuhua Energy Holdings Limited
Lin Caihuo
Chairman

Hong Kong, 22 December 2017

Registered office:

Cricket Square
Hutchins Drive, P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place
of business in Hong Kong:*

Room 2207, 22nd Floor
Harbour Centre
25 Harbour Road
Wanchai
Hong Kong

Notes:

1. Any member entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the offices of the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time for holding the Meeting or adjourned meeting. Completion and return of the form of proxy will not preclude members from attending and voting at the Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.

NOTICE OF EGM

3. For the purpose of identifying shareholders who are entitled to attend the Meeting, the register of members of the Company will be closed from Thursday, 11 January 2018 to Tuesday, 16 January 2018 (both days inclusive), during which period no transfer of Shares will be effected. In order to qualify for attending the Meeting, all transfers, accompanied by the relevant share certificates, have to be lodged with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on 10 January 2018.

4. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on the Stock Exchange, any vote of shareholders at a general meeting must be taken by poll. Accordingly, at the Meeting, the chairman of the Meeting will exercise his power under article 66 of the articles of association of the Company to put the resolution set out in this notice to be voted by way of poll.