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JETE POWER HOLDINGS LIMITED

鑄能控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8133)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Jete Power Holdings Limited (the “**Company**”) will be held at Factory Unit 13A, 9th Floor, Vanta Industrial Centre, Nos. 21–33 Tai Lin Pai Road, Kwai Chung, New Territories, Hong Kong on Wednesday, 16 October 2019 at 10:30 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the sale and purchase agreement dated 9 September 2019 (the “**Sale and Purchase Agreement**”, a copy of which has been produced to this meeting marked “**A**” and signed by the chairman of the meeting for identification purpose) entered into between the Company (as purchaser) and Woo Lan Mei (as vendor) in respect of the acquisition of 75% of the issued share capital of Solomon Holdings Group Limited, its execution and the transactions contemplated thereunder, be and is hereby approved, confirmed and ratified; and
- (b) any one director of the Company (“**Director**”) be and is authorised to do all such acts and things, to sign and execute such documents or agreements or deeds on behalf of the Company, including under seal of the Company, where applicable, and to do such other things and to take all such actions as he considers necessary, appropriate, desirable and expedient for the purposes of giving effect to or in connection with the Sale and Purchase Agreement and all transactions contemplated thereunder, and to agree to such variation, amendments or waiver of matters relating thereto as he sees fit.”

* *For identification only*

2. **“THAT:**

- (a) the Placing Agreement dated 9 September 2019 (the **“Placing Agreement”**) (a copy of which has been produced to this meeting marked **“B”** and signed by the chairman of this meeting for the purpose of identification) entered into between the Company (as issuer) and Topper Dragon Securities Limited (as the placing agent)(the **“Placing Agent”**) in relation to the best effort placing (the **“Placing”**) by the Placing Agent of up to 660,000,000 new shares of the Company (the **“Placing Shares”**) at the placing price of HK\$0.028 to HK\$0.031 per Placing Share, and all transactions contemplated thereunder and all other matters thereof and incidental thereto and in connection therewith, be and are hereby generally and unconditionally approved, confirmed and ratified in all respects;
- (b) conditional upon the Listing Committee granting the listing of, and permission to deal in the Placing Shares and other conditions of the Placing Agreement, the Directors be and are hereby granted a specific mandate (the **“Specific Mandate”**) to exercise the powers of the Company to allot and issue the Placing Shares pursuant to the terms and conditions of the Placing Agreement, such Placing Shares ranking *pari passu* amongst themselves and with all other fully paid shares of the Company (the **“Shares”**) in issue as at the date of allotment and issue thereof in all respects and such Specific Mandate being in addition to and not prejudicing or revoking any other general or specific mandate(s) which has/ have been granted or may from time to time be granted to the Directors by the shareholders of the Company; and
- (c) the Directors be and are hereby generally and unconditionally authorised to do all such acts or things and execute and deliver all such documents, instruments and agreements which they consider necessary, desirable or expedient to give effect to the transactions contemplated by the Placing Agreement, the allotment and issue of the Placing Shares, and to agree to such variation, amendments or waiver of matters relating thereto as are, in the opinion of the Directors, in the interests of the Company.”

By Order of the Board
Jete Power Holdings Limited
Choi Chiu Ming Jimmy
Chairman and executive Director

Hong Kong, 25 September 2019

Head Office and Principal Place of Business:

Factory Unit 13A, 9th Floor
Vanta Industrial Centre
No. 21–33 Tai Lin Pai Road
Kwai Chung, New Territories
Hong Kong

Registered Office:

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

Notes:

1. Any member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies (if a member who is the holder of two or more shares of the Company) to attend and vote in his stead. A proxy need not be a member of the Company.
2. A form of proxy for use at the EGM is enclosed with the circular of the Company dated 25 September 2019. Whether or not you intend to attend the EGM in person, you are encouraged to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof, should he/she/it so wish.
3. To be valid, the proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited with the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
4. Where there are joint holders of any Shares, any one of such persons may vote at the EGM either personally, or by proxy, in respect of such Shares as if he were solely entitled thereto, and if more than one of such joint holders are present at the EGM personally or by proxy, the joint holder whose name stands first at the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote.
5. Any voting at the EGM shall be taken by poll.
6. As at the date of this notice, the Board comprises one executive Director, namely, Mr. Choi Chiu Ming Jimmy and three independent non-executive Directors, namely, Ms. Leung Shuk Lan, Mr. Tang Yiu Wing and Mr. Wong Ka Shing.

As at the date of this notice, the executive Director is Mr. Choi Chiu Ming Jimmy, and the independent non-executive Directors are Ms. Leung Shuk Lan, Mr. Tang Yiu Wing and Mr. Wong Ka Shing.

This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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 notice 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 notice misleading.

This notice will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company’s website at www.jetepower.com.