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新特能源

XINTE ENERGY CO., LTD.

新特能源股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 1799)

ANNOUNCEMENT

PROPOSED APPOINTMENT OF MEMBERS OF THE FOURTH SESSION OF THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD

NOMINATION OF DIRECTOR CANDIDATES FOR THE FOURTH SESSION OF THE BOARD OF DIRECTORS

As the term of the third session of the board of directors (the “**Board**”) of Xinte Energy Co., Ltd. (the “**Company**”) will expire on 15 June 2021, the Board wishes to nominate the following persons as candidates for directors of the Company (the “**Director(s)**”) of the fourth session of the Board as follows.

Executive Directors:

Mr. Zhang Jianxin

Mr. Yin Bo

Mr. Xia Jinjing

Non-executive Directors:

Mr. Zhang Xin

Mr. Huang Hanjie

Ms. Guo Junxiang

Independent non-executive Directors :

Mr. Cui Xiang

Mr. Chen Weiping

Mr. Tam, Kwok Ming Banny

Shareholders of the Company (the “**Shareholders**”) will consider and approve the above list of the Director candidates for the fourth session of the Board at the annual general meeting of 2020 of the Company (the “**AGM**”) to be held on 16 June 2021 to elect nine Directors to the fourth session of the Board. The term of the fourth session of the Board shall be three years, effective from the date of approval at the AGM.

Details of the biographies of the Director candidates for the fourth session of the Board and other information relating to their proposed appointments are set out in Appendix I to this announcement. In accordance with the Articles of Association of the Company, the term of office of any independent non-executive Director may not be renewed for more than six years, and after the Directors of the fourth session of the Board formally take their offices, Mr. Qin Haiyan, Mr. Yang Deren and Mr. Wong, Yui Keung Marcellus will retire and shall cease to be independent non-executive Directors of the Company. Mr. Qin Haiyan will cease to be a member of the audit committee (the “**Audit Committee**”), the chairman of the nomination committee (the “**Nomination Committee**”), a member of the remuneration and assessment committee (the “**Remuneration and Assessment Committee**”) and a member of the strategic committee (the “**Strategic Committee**”) of the Board of the Company; Mr. Yang Deren will cease to be a member of the Audit Committee, a member of the Nomination Committee, the chairman of the Remuneration and Assessment Committee and a member of the Strategic Committee; Mr. Wong, Yui Keung Marcellus will cease to be the chairman of the Audit Committee, a member of the Nomination Committee and a member of the Remuneration and Assessment Committee. Each of Mr. Qin Haiyan, Mr. Yang Deren and Mr. Wong, Yui Keung Marcellus indicated that he has no disagreement with the Board in any respect and there were no other matters relating to their retirements that shall be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

NOMINATION OF NON-EMPLOYEE REPRESENTATIVE SUPERVISOR CANDIDATES AND APPOINTMENT OF EMPLOYEE REPRESENTATIVE SUPERVISORS FOR THE FOURTH SESSION OF THE SUPERVISORY BOARD

As the term of the third session of the supervisory board of the Company (the “**Supervisory Board**”) will expire on 15 June 2021, the Supervisory Board hereby nominates Mr. Chen Qijun, Mr. Hu Shujun and Mr. Han Shu as non-employee representative supervisor (the “**Supervisor(s)**”) candidates for the fourth session of the Supervisory Board.

The Shareholders will consider and approve the above non-employee representative Supervisor candidates for the fourth session of the Supervisory Board at the AGM. The term of the non-employee representative Supervisors of the fourth session of the Supervisory Board shall be three years, effective from the date of approval at the AGM.

Mr. Cao Huan and Mr. Guo Hao were elected as the employee representative Supervisors for the fourth session of the Supervisory Board at the employee representative meeting of the Company. The term of the employee representative Supervisors of the fourth session of the Supervisory Board shall be three years, effective upon the conclusion of the AGM.

Details of the biographies of the non-employee representative Supervisor candidates and employee representative Supervisors for the fourth session of the Supervisory Board and other information relating to their appointments are set out in Appendix II to this announcement.

After the Supervisors of the fourth session of the Supervisory Board formally take their offices, Mr. Ma Junhua, a Supervisor of the third session of the Supervisory Board, shall cease to be a Supervisor as he needs more time to devote to other work. Mr. Ma Junhua indicated that he has no disagreement with the Supervisory Board in any respect and there were no other matters relating to his retirement that need to be brought to the attention of the Shareholders or the Stock Exchange.

CIRCULAR

A circular containing, among other things, further details relating to the proposed appointment of the members of the fourth session of the Board of Directors and the Supervisory Board, together with the notice of the AGM will be dispatched by the Company to the Shareholders in due course. After the appointment of the members of the fourth session of the Board and the Supervisory Board are being approved at the AGM, a separate announcement will be made by the Company regarding the composition of the Board committees.

By order of the Board
Xinte Energy Co., Ltd.
Zhang Jianxin
Chairman

Xinjiang, the PRC
29 April 2021

As of the date of this announcement, the Board of the Company consists of Mr. Zhang Jianxin, Mr. Yin Bo and Mr. Xia Jinjing as executive directors; Mr. Zhang Xin and Ms. Guo Junxiang as non-executive directors; Mr. Qin Haiyan, Mr. Yang Deren and Mr. Wong, Yui Keung Marcellus as independent non-executive directors.

* *For identification purpose only*

APPENDIX I BIOGRAPHIES OF CANDIDATES FOR DIRECTORS

Candidates for executive Directors:

Mr. Zhang Jianxin, aged 48, holds a PhD degree and is an economist of economic management. Mr. Zhang currently serves as the chairman of the Board and an executive Director of the Company, and previously served as the director of investment and development department and the deputy chief economist of TBEA Co., Ltd. (特變電工股份有限公司) (“**TBEA**”, the controlling shareholder of the Company (has the meaning ascribed to it under the Listing Rules), a company listed on the Shanghai Stock Exchange, stock code: 600089), the chairman of TBEA Xinjiang New Energy Co., Ltd. (特變電工新疆新能源股份有限公司) (“**Xinjiang New Energy**”), etc. Mr. Zhang has served as an executive Director since February 2008, and has served as the chairman of the Board since July 2012.

Mr. Yin Bo, aged 42, is a doctoral candidate and a chief senior engineer of chemical engineering. Mr. Yin serves as an executive Director and the general manager of the Company, and previously served as a clerk of the polysilicon preparatory team of TBEA, the head of process department, deputy chief engineer, the general manager of polysilicon workshop, and a deputy general manager of the Company, etc. Mr. Yin served as an executive Director and deputy general manager of the Company from June 2015 to February 2016, and has served as an executive Director and the general manager of the Company since March 2016.

Mr. Xia Jinjing, aged 40, holds a master’s degree and is a chief senior engineer in chemical engineering. Mr. Xia currently serves as an executive Director and a deputy general manager of the Company, and previously served as a technician at Sichuan Yibin Tianyuan Co., Ltd.*(四川宜賓天原股份有限公司), a process engineer at Chengdu Wuhuan Xinrui Chemical Co., Ltd.*(成都五環新銳化工有限公司), a deputy manager of Chongqing Daquan New Energy Co., Ltd.*(重慶大全新能源股份有限公司), a process engineer and the general manager of polysilicon business of the Company, etc. Mr. Xia has served as an executive Director and deputy general manager of the Company since 15 June 2018.

Candidates for non-executive Directors:

Mr. Zhang Xin, aged 59, holds an associate degree, and is an electrical engineer as well as a senior engineer of machinery and electronics. Mr. Zhang currently serves as a non-executive Director of the Company, the chairman of TBEA, a director of Xinjiang Joinworld Co., Ltd. (新疆眾和股份有限公司) (“**Xinjiang Joinworld**”, a 30%-controlled company of TBEA (has the meaning ascribed to it under the Listing Rules), and listed on the Shanghai Stock Exchange with the stock code: 600888), and a director of Xinjiang Tebian (Group) Co. Ltd.* (新疆特變電工集團有限公司) (“**Xinjiang Tebian**”, a 30%-controlled company of Mr. Zhang Xin), etc, and previously worked as the factory manager of Changji City Special Transformers Factory*(昌吉市特種變壓器廠廠長), the chairman of TBEA Silicon Industry Co., Ltd.*(特變電工硅業有限公司) (the predecessor of the Company) and the chairman of Xinjiang New Energy, etc. Mr. Zhang has served as a non-executive Director since February 2008.

Mr. Huang Hanjie, aged 42, holds a master's degree and is a senior accountant. Mr. Huang graduated from Xiamen University in July 2005 with a master's degree in business management. Mr. Huang currently serves as a director and the president of TBEA, the chairman of the supervisory board of Xinjiang Joinworld, and previously served as a deputy director of the finance department, director of the finance department, deputy chief accountant, deputy general manager, executive general manager of TBEA, etc.

Ms. Guo Junxiang, aged 50, holds a bachelor's degree and is a senior economist in industrial economics. Ms. Guo currently serves as a non-executive Director, a director of TBEA and a supervisor of Xinjiang Joinworld, and previously served as a deputy director of general manager office, director of Securities Department, and Board secretary of TBEA. Ms. Guo has served as a non-executive Director since February 2008.

Candidates for independent non-executive Directors:

Mr. Cui Xiang, aged 60, holds a PhD degree and the title of professor. Mr. Cui graduated from the North China Electric Power College (currently known as the North China Electric Power University) in January 1982 and July 1984 with his bachelor and master's degrees in theoretical electrical engineering respectively, and graduated from China Institute of Atomic Energy in April 1988 with a Ph.D degree. Mr. Cui currently serves as a professor and doctoral supervisor of North China Electric Power University and an executive director of the China Electrotechnical Society. Mr. Cui has been engaged in scientific research and teaching of electrical engineering for a long time. He has won the Outstanding Contribution Award for China Electric Power Science and Technology*(中國電力科學技術傑出貢獻獎), and the honorary titles including "Significant Contribution Expert for State Grid UHV DC Demonstration Project"*(國家電網特高壓直流示範工程重要貢獻專家), and "Special Contribution Expert for State Grid UHV AC Test Demonstration Project"*(國家電網特高壓交流試驗示範工程特殊貢獻專家).

Mr. Cui has served as an independent director of Beijing Sifang Automation Co., Ltd. (a company listed on the Shanghai Stock Exchange with the stock code: 601126) since May 2019, and he previously served as a director of Jiangsu Zhongtian Technology Co., Ltd. (a company listed on the Shanghai Stock Exchange with the stock code: 600522) from 27 November 2007 to 13 June 2019.

Mr. Chen Weiping, aged 64, holds a bachelor's degree and is a professor-level senior engineer. Mr. Chen graduated from the department of chemical engineering of Zhengzhou Institute of Technology with a bachelor's degree in July 1982. Mr. Chen currently serves as a re-appointed technical expert of Hualu Engineering & Technology Co., Ltd. (華陸工程科技有限責任公司), and previously served as an assistant engineer, engineer, senior engineer, deputy chief engineer, chief engineer of the medical department, director of the process office, and professor-level senior engineer in the Sixth Design Institute of the Ministry of Chemical Industry* (化工部第六設計院) and China Hualu Engineering Company *(中國華陸工程公司)(currently known as Hualu Engineering & Technology Co., Ltd.), etc.

Mr. Chen has been engaged in chemical engineering design and technical development for nearly 40 years. Mr. Chen was awarded the honorary titles including “Master of Engineering Survey and Design in the Petroleum and Chemical Industry”*(石油和化工行業工程勘察設計大師), “Model Worker of Shaanxi Province”*(陝西省勞動模範) and “Master of Survey and Design in Shaanxi Province”*(陝西省勘察設計大師), “Master of Engineering Design in Shaanxi Province”*(陝西省工程設計大師), “Construction Craftsman for the 70th Anniversary of the Founding of China”*(中國成立七十週年建築工匠), and enjoys the “Special Allowance of the State Council”*(國務院特殊津貼).

Mr. Tam, Kwok Ming Banny, aged 58, is a certified public accountant in Hong Kong, a Chartered Certified Accountant, and a practising certified public accountant in Hong Kong. Mr. Tam obtained a post-experience certificate in accounting from Hong Kong Polytechnic College (currently known as the Hong Kong Polytechnic University) in November 1993 and currently serves as a partner of YATA Certified Public Accountants. He previously served as an auditor, audit manager, and partner of Ho and Ho & Company and a practicing director of ShineWing (HK) CPA Limited.

Each of the above candidates for independent non-executive Directors confirmed that they had met the independence requirements under Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”). The Company considers them to be independent in accordance with the independence guidelines of the Listing Rules.

Upon the approval of the proposed appointments of the above candidates for Directors at the AGM, the Company will enter into a service contract with each of the new Directors and handle all other relevant matters immediately upon the effective date of their appointments. The remunerations of the new Directors will be determined by the Remuneration and Assessment Committee in accordance with the Directors’ and Supervisors’ remuneration plan for the year 2021 to be approved at the AGM.

As at the date of this announcement, so far as known to the Company, the interests or deemed interests of the Director candidates in the shares, underlying shares or debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)) are as follows:

Name	Nature of interest	The Company/ associated corporation	Number/class of shares of the Company/associated corporation held	Approximate percentage in the total share capital of the Company/ associated corporation ⁽¹⁾
Mr. Zhang Xin	Interest in a controlled corporation ⁽²⁾	The Company	58,246,308 domestic shares	4.85%
	Beneficial owner	TBEA ⁽³⁾	406,403 shares	0.01%
	Interest in a controlled corporation ⁽⁴⁾	TBEA ⁽³⁾	446,982,637 shares	12.03%
Ms. Guo Junxiang	Beneficial owner	TBEA ⁽³⁾	260,180 shares	0.01%
Mr. Huang Hanjie	Beneficial owner	TBEA ⁽³⁾	346,880 shares	0.01%

- (1) The calculation is based on the total number of 3,714,312,789 shares of TBEA and 1,200,000,000 shares of the Company in issue as at the date of this announcement.
- (2) Mr. Zhang Xin directly holds 40.08% equity interest of Xinjiang Tebian, and as at the date of this announcement, Xinjiang Tebian directly held 58,246,308 domestic shares of the Company.
- (3) TBEA is the Company's controlling shareholder and therefore is an associated corporation of the Company. As at the date of this announcement, TBEA held 783,921,287 domestic shares of the Company and TBEA (HONGKONG) CO., LIMITED, a wholly-owned subsidiary of TBEA, held 1,223,200 H shares of the Company, which together accounted for approximately 65.43% of the total share capital of the Company.
- (4) Mr. Zhang Xin directly holds 40.08% equity interest of Xinjiang Tebian, which directly held 446,982,637 shares of TBEA as at the date of this announcement.

As at the date of this announcement, save as disclosed above, each of the Director candidates has confirmed that (i) he/she is not connected with the Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) he/she does not hold any equity interest in the Company as defined in Part XV of the Securities and Futures Ordinance; (iii) he/she is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, nor is he/she being involved or has been involved in any activity required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules; (iv) there are no other matters in relation to his/her appointment that shall be brought to the attention of the Shareholders or the Stock Exchange; and (v) he/she did not hold any directorships in other listed companies in the last three years, nor did he/she hold any positions in the Company and its subsidiaries (the “**Group**”).

APPENDIX II BIOGRAPHIES OF NON-EMPLOYEE REPRESENTATIVE SUPERVISOR CANDIDATES AND EMPLOYEE REPRESENTATIVE SUPERVISORS

Candidates for non-employee representative Supervisors:

Mr. Chen Qijun, aged 50, holds an associate degree and is a senior economist of economic management. Mr. Chen currently serves as chairman of Supervisory Board, the chief risk director and chairman of supervisory board of TBEA, and a supervisor of Xinjiang New Energy, etc. He previously served as the deputy factory manager and executive deputy factory manager of TBEA Xinjiang Transformers Factory*(特變電工新疆變壓器廠), the general manager of TBEA Shandong Luneng Taishan Cable Co., Ltd.*(特變電工山東魯能泰山電纜有限公司), the deputy general manager of TBEA, etc. Mr. Chen has served as chairman of Supervisory Board since June 2015.

Mr. Hu Shujun, aged 48, holds a master's degree and is a senior electrical engineer. Mr. Hu currently serves as a Supervisor of the Company, the chairman and general manager of Xinjiang Tebian, a director of TBEA, a director of Xinjiang Communications Construction Group Co., Ltd. (a company listed on the Shenzhen Stock Exchange with the stock code: 002941), etc. He previously served as iron core workshop director, head of production department, assistant to the factory manager, and deputy factory manager of TBEA Xinjiang Transformers Factory, and the assistant to the general manager and deputy general manager of TBEA. Mr. Hu has served as a Supervisor since June 2015.

Mr. Han Shu, aged 43, holds a bachelor's degree and is a qualified lawyer. Mr. Han currently serves as a Supervisor, a supervisor and the director of legal affairs department of TBEA, etc. He previously served as the head of factory and the head of risk management department of TBEA Xinjiang Transformers Factory, the director of risk management department, the deputy director and the director of legal affairs department as well as the deputy director of the audit and legal affairs department of TBEA. Mr. Han has served as a Supervisor since June 2018.

Employee representative Supervisors:

Mr. Cao Huan, aged 37, holds a bachelor's degree. Mr. Cao currently serves as an employee representative Supervisor and the secretary of the disciplinary inspection committee of the Company. He previously served as the purchasing supervisor of purchase department, assistant to the director of audit department, deputy director of audit department, and director of audit department of the Company. Mr. Cao has served as an employee representative Supervisor since June 2015.

Mr. Guo Hao, aged 42, holds a master's degree and is a qualified lawyer. Mr. Guo graduated from Northwest University of Political Science and Law with his bachelor and master's degrees in July 2003 and July 2010 respectively. He currently serves as the director of legal affairs department of Xinjiang New Energy. He previously served as a legal specialist of Shandong Qingdao Rongtai Foundry Machinery Co., Ltd.*(山東省青島榮泰鑄造機械有限責任公司), a legal manager of Xi'an Dongqing Optoelectronics Technology Co., Ltd.*(西安東慶光電科技有限公司), a legal manager of Yulin Jiaxian Tianbao Technology Industry and Trade Co., Ltd.*(榆林佳縣天寶科工貿有限公司), a legal supervisor and deputy director of legal affairs department of Xinjiang New Energy.

As at the date of this announcement, so far as known to the Company, the interests or deemed interests of the Supervisor candidates in the shares, underlying shares or debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance) are as follows:

Name	Nature of interest	The Company/ associated corporation	Number/class of shares of the Company/associated corporation held	Approximate percentage in the total share capital of the Company/ associated corporation ⁽¹⁾
Mr. Han Shu	Beneficial owner	TBEA ⁽²⁾	1,058 shares	0.00%
Mr. Hu Shujun	Beneficial owner	TBEA ⁽²⁾	69,376 shares	0.00%

- (1) The calculation is based on the total number of 3,714,312,789 shares of TBEA and 1,200,000,000 shares of the Company in issue as at the date of this announcement.
- (2) TBEA is the Company's controlling shareholder and therefore is an associated corporation of the Company. As at the date of this announcement, TBEA held 783,921,287 domestic shares of the Company and TBEA (HONGKONG) CO., LIMITED, a wholly-owned subsidiary of TBEA, held 1,223,200 H shares of the Company, which together accounted for approximately 65.43% of the total share capital of the Company.

As at the date of this announcement, save as disclosed above, each of the Supervisor candidates has confirmed that (i) he/she is not connected with the Directors, Supervisors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) he/she does not hold any equity interest in the Company as defined in Part XV of the Securities and Futures Ordinance; (iii) he/she is not in possession of any information that is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, nor is he/she being involved or has been involved in any activity required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules; (iv) there are no other matters in relation to his/her appointment that shall be brought to the attention of the Shareholders or the Stock Exchange; and (v) he/she did not hold any directorships in other listed companies in the last three years, nor did he/she hold any positions in any members of the Group.

Upon the approval of the proposed appointments of the above non-employee representative Supervisor candidates at the AGM, the Company will enter into a service contract with each of the new Supervisors respectively and handle all other relevant matters immediately upon the effective date of their appointments. The remunerations of the new Supervisors will be determined by the Supervisory Board in accordance with the Directors' and Supervisors' remuneration plan for the year 2021 to be approved at the AGM.