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China Graphene Group Limited

中國烯谷集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 63)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “SGM”) of China Graphene Group Limited (the “Company”) will be held at Rooms 1908-1916, 19th Floor, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong on 30 January 2019 at 10:30 a.m. to consider and, if thought fit, pass the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT** ZHONGHUI ANDA CPA LIMITED be and is hereby appointed as auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company, and that the board of directors of the Company be and is authorized to fix their remuneration.”

By Order of the Board of
China Graphene Group Limited
Zhou Chen
Executive Director

Hong Kong, 15 January 2019

Notes:

1. The register of members of the Company will be closed from 26 January 2019 to 30 January 2019, both days inclusive, for the purpose of establishing entitlement of shareholders to vote at the meeting. During this period, no transfer of shares will be effected. All transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on 25 January 2019 not later than 4:30 p.m. (Hong Kong time).
2. A shareholder of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company.
3. To be valid, the form of proxy for use at the SGM together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy thereof must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the SGM (i.e. no later than 28 January 2019 at 10:30 a.m. (Hong Kong time)) or any adjournment thereof.
4. Completion and return of the form of proxy will not preclude shareholders of the Company from attending and voting in person at the SGM or any adjournment.

As at the date of this announcement, the Board comprises Mr. Chen Meng and Mr. Zhou Chen as executive Directors; Mr. Li Feng Mao as non-executive Director; and Mr. Wang Song Ling as independent non-executive Director.