

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



MIE HOLDINGS CORPORATION

MI能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1555)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “EGM”) of MIE Holdings Corporation (the “Company”) will be held at Room 13, 7/F, Nexxus Building, 77 Des Voeux Road Central, Hong Kong, Hong Kong on Friday, January 18, 2019 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without modification or amendment the following resolution:

ORDINARY RESOLUTION

“THAT:

- (a) the Continuing Connected Transactions (as defined in the circular of the Company dated December 31, 2018) and their annual caps for the three years ending December 31, 2021 at RMB167 million, RMB189 million and RMB208 million, respectively, be and are hereby approved, confirmed and ratified;
- (b) the framework agreement dated December 31, 2015 (the “**Oilfield Services Agreement**”) entered into between Jilin Guotai Petroleum Development Company* (吉林省國泰石油開發有限公司) (“**Jilin Guotai**”), a company incorporated in the PRC, Songyuan Guotai Petroleum Technology Service Company* (松原市國泰石油科技服務有限公司) (“**Guotai Technology**”) and the Company, under which Jilin Guotai and Guotai Technology has agreed to provide, and procure that their respective subsidiaries to provide, to the Group from time to time the Oilfield Services (as defined in the circular of the Company dated December 31, 2018) of which the aggregate transaction amount for the year ending December 31, 2018 in an amount of approximately RMB117.9 million, which had exceeded the approved annual cap of RMB82 million in respect of such transactions for the year ending December 31, 2018, be and is hereby approved, confirmed and ratified; and
- (c) the authorization to any one of the directors of the Company, or any other person authorized by the Board from time to time, for and on behalf of the Company, among other matters, to sign, seal, execute, perfect, perform and deliver all such agreements, instruments, documents and deeds, and to do all such acts, matters and things and take

all such steps as he or she or they may in his or her or their absolute discretion consider to be necessary, expedient, desirable or appropriate to give effect to and implement the Continuing Connected Transactions and the Oilfield Services Agreement and the transactions contemplated thereunder and all matters incidental to, ancillary to or in connection thereto, including agreeing and making any modifications, amendments, waivers, variations or extensions of the Continuing Connected Transactions and the Oilfield Services Agreement or the transactions contemplated thereunder be and are hereby approved, ratified and confirmed.”

By order of the Board
MIE Holdings Corporation
Zhang Ruilin
Chairman

Hong Kong, December 31, 2018

Notes:

- (1) All resolutions at the meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the results of the poll will be published on the website of the Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
- (2) Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint more than one proxy to attend and on a poll, vote instead of him. A proxy need not be a shareholder of the Company.
- (3) In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting thereof (as the case may be). Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (4) Where there are joint holders of any share of the Company, any one of such holders may vote at the meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such holders be present at the meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- (5) For determining the entitlement to attend and vote at the meeting, the register of members of the Company will be closed from Tuesday, January 15, 2019 to Friday, January 18, 2019, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, for registration not later than 4:30 p.m. on Monday, January 14, 2019.

As at the date of this notice, the Board comprises of (1) the executive Directors namely Mr. Zhang Ruilin, Mr. Zhao Jiangwei; (2) the non-executive Directors namely Ms. Xie Na and Mr. Jiao Qisen; and (3) the independent non-executive Directors namely Mr. Mei Jianping, Mr. Jeffrey W. Miller and Mr. Guo Yanjun.