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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 a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your securities in **Sinopoly Battery Limited**, you should at once hand this circular and the enclosed proxy form to the purchaser(s) or transferee(s) or to the bank manager, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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Sinopoly Battery Limited

中聚電池有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 729)

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

A notice convening the special general meeting of Sinopoly Battery Limited to be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Tuesday, 13 May 2014 at 11:00 a.m. is set out on page 5 of this circular. A proxy form for use at the meeting is also enclosed.

Whether or not a shareholder of the Company is able to attend the meeting, he is requested to complete the enclosed proxy form in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited at 18th Floor, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the proxy form will not preclude a shareholder of the Company from attending and voting in person at the meeting or any adjournment thereof should he so wish and in such event, the relevant proxy form shall be deemed to be revoked.

Hong Kong, 17 April 2014

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DEFINITIONS

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

“Board”	the board of Directors of the Company
“Change of Company Name”	the proposed change of name of the Company from “Sinopoly Battery Limited” to “FDG Electric Vehicles Limited” and the adoption of the Chinese name “五龍電動車(集團)有限公司” as the secondary name of the Company in place of the existing Chinese name of “中聚電池有限公司”
“Companies Act”	the Companies Act 1981 of Bermuda (as amended from time to time)
“Company”	Sinopoly Battery Limited, a company incorporated in Bermuda with limited liability whose Shares are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China which, for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“SGM”	special general meeting of the Company to be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Tuesday, 13 May 2014 at 11:00 a.m., notice of which is set out on page 5 of this circular
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



Sinopoly Battery Limited
中聚電池有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 729)

Executive Directors:

Mr. Cao Zhong (*Chairman*)

Mr. Miao Zhenguo

(Deputy Chairman and Chief Executive Officer)

Mr. Lo Wing Yat

Mr. Xu Donghui

(Chief Operating Officer)

Mr. Jaime Che

(Vice President)

Non-executive Director:

Professor Chen Guohua

Independent Non-executive Directors:

Mr. Chan Yuk Tong

Mr. Fei Tai Hung

Mr. Tse Kam Fow

Registered Office:

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

***Principal place of business
in Hong Kong:***

Rooms 3001-3005, 30th Floor

China Resources Building

26 Harbour Road

Wanchai

Hong Kong

17 April 2014

To the Shareholders

Dear Sir or Madam,

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to give you notice of the SGM and information on the Change of Company Name.

CHANGE OF COMPANY NAME

The Board proposes, subject to the approval by the Shareholders at the SGM and the approval by the Registrar of Companies in Bermuda, to change the name of the Company from “Sinopoly Battery Limited” to “FDG Electric Vehicles Limited” and to adopt the Chinese name of “五龍電動車(集團)有限公司” as the secondary name of the Company in place of the existing Chinese name of “中聚電池有限公司”.

LETTER FROM THE BOARD

Reasons for the Change of Company Name

The Board believes that the Change of Company Name will provide the Company a new corporate identity in line with its new branding which will serve to accentuate its focus on electric-vehicle related businesses, including but without limitation to (i) the design, production and sale of electric vehicles; (ii) the research and development, production and sale of Lithium-ion battery business; and (iii) electric vehicle leasing business.

Conditions of the Change of Company Name

The Change of Company Name is conditional upon:

- (a) the passing of the necessary special resolution by the Shareholders at the SGM to approve the Change of Company Name; and
- (b) the approval by the Registrar of Companies in Bermuda.

The relevant filings with the Registrar of Companies in Bermuda will be made after the satisfaction of the above conditions and the Change of Company Name will take effect from the date on which the new English name and the secondary name of the Company are entered in the register by the Registrar of Companies in Bermuda. Thereafter, the Company will carry out necessary filing procedures with the Registrar of Companies in Hong Kong.

An announcement will be made by the Company when the Change of Company Name has become effective and all necessary filing procedures in Hong Kong have been completed informing the Shareholders of the trading arrangement in respect of the new stock short names to be adopted by the Company and the effective date of the Change of Company Name.

Share Certificates

The Change of Company Name will have no effect on the rights of the holders of securities of the Company. The existing certificates of securities of the Company in issue bearing the present and previous names of the Company, will after the Change of Company Name becoming effective, continue to be evidence of title of such securities and such existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing certificates of securities of the Company for new certificates bearing the new name of the Company. Once the Change of Company Name becomes effective, new certificates of securities of the Company will be issued only in the new name of the Company.

SGM

The notice of the SGM is set out on page 5 of this circular. Proxy form for use at the SGM is enclosed with this circular. Whether or not a Shareholder is able to attend the meeting, he is requested to complete the proxy form in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited at 18th Floor, Fook Lee Commercial Centre, Town

LETTER FROM THE BOARD

Place, 33 Lockhart Road, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof. Completion and return of the proxy form will not preclude a Shareholder from attending and voting in person at the SGM or any adjournment thereof should he so wish. In the event that a Shareholder having lodged a proxy form attends the SGM, his proxy form will be deemed to be revoked.

Pursuant to rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. As such, the resolution set out in the notice of the SGM will be decided by poll.

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 Board considers that the resolution in relation to the Change of Company Name as set out in the notice of the SGM is in the interests of the Company and the Shareholders as a whole. Accordingly, the Board (including the independent non-executive Directors) recommends the Shareholders to vote in favour of such resolution.

MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully,
By order of the Board
Sinopoly Battery Limited
Cao Zhong
Chairman & Executive Director

NOTICE OF SGM



Sinopoly Battery Limited 中聚電池有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 729)

NOTICE IS HEREBY GIVEN that a special general meeting of Sinopoly Battery Limited (the “**Company**”) will be held at Taishan Room, Level 5, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Tuesday, 13 May 2014 at 11:00 a.m. for the following purpose of considering and, if thought fit, passing the following resolution as special resolution.

SPECIAL RESOLUTION

“**THAT** subject to the approval of the Registrar of Companies in Bermuda being obtained, the name of the Company be changed from “Sinopoly Battery Limited” to “FDG Electric Vehicles Limited” and the Chinese name “五龍電動車(集團)有限公司” be adopted as the secondary name of the Company in place of the existing Chinese name “中聚電池有限公司” and that the directors of the Company be and are hereby authorized to do all such acts, deeds and things and execute all such documents and make all such arrangements as they consider necessary, expedient and appropriate to effect and implement any of the foregoing.”

By order of the Board
Sinopoly Battery Limited
Cao Zhong
Chairman & Executive Director

Hong Kong, 17 April 2014

Notes:

1. Any shareholder of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A proxy needs not be a shareholder of the Company.
2. To be valid, a proxy form, together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or that authority shall be deposited at the Company’s Hong Kong branch share registrar and transfer office, Union Registrars Limited at 18th Floor, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
3. Delivery of the proxy form shall not preclude a shareholder from attending and voting in person at the meeting or upon the poll concerned and, in such event, the relevant proxy form shall be deemed to be revoked.