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## **FDG Electric Vehicles Limited**

**五龍電動車（集團）有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code : 729)**

### **REQUISITION FOR SPECIAL GENERAL MEETING**

The board of directors (the “**Board**”) of FDG Electric Vehicles Limited (the “**Company**”) announces that on 16 January 2020, a registered shareholder of the Company, namely Jingang Group Investment Limited (the “**Requisitionist**”), deposited a written requisition (the “**Requisition**”) at the Company’s registered office in Bermuda requesting the Board to convene a special general meeting of the Company (the “**SGM**”) pursuant to Bye-law 58 of the Company’s bye-laws (the “**Bye-laws**”) for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions of the Company:

#### **“Resolution 1**

**THAT** Mr. Jaime Che (謝能尹) be and is hereby removed from office as a director of the Company pursuant to the Bye-law 83(4) and 86(6) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

#### **Resolution 2**

**THAT** Dr. Chen Yanping (陳言平) be and is hereby removed from office as a director of the Company pursuant to the Bye-law 83(4) and 86(6) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

#### **Resolution 3**

**THAT** Mr. Chan Yuk Tong (陳育棠) be and is hereby removed from office as a director of the Company pursuant to the Bye-law 83(4) and 86(6) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

#### **Resolution 4**

**THAT** Mr. Tse Kam Fow (謝錦阜) be and is hereby removed from office as a director of the Company pursuant to the Bye-law 83(4) and 86(6) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

#### **Resolution 5**

**THAT** Mr. Fei Tai Hung (費大雄) be and is hereby removed from office as a director of the Company pursuant to the Bye-law 83(4) and 86(6) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

**Resolution 6**

**THAT** Mr. Zhao Jin Hong (趙近宏) be and is hereby appointed as a director of the Company pursuant to the Bye-law 83(5) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

**Resolution 7**

**THAT** Mr. Di Tao (狄濤) be and is hereby appointed as a director of the Company pursuant to the Bye-law 83(5) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

**Resolution 8**

**THAT** Ms. Tian Yuze (田宇澤) be and is hereby appointed as a director of the Company pursuant to the Bye-law 83(5) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

**Resolution 9**

**THAT** Mr. Leung Shun Sang Tony (梁順生) be and is hereby appointed as a director of the Company pursuant to the Bye-law 83(5) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

**Resolution 10**

**THAT** Mr. Teh Boo Yim (鄭武欽) be and is hereby appointed as a director of the Company pursuant to the Bye-law 83(5) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

**Resolution 11**

**THAT** Ms. Tian Xiaoqing (田小青) be and is hereby appointed as a director of the Company pursuant to the Bye-law 83(2) of the Bye-laws of the Company with immediate effect upon passing of this resolution.

**Resolution 12**

**THAT** any director of the Company appointed by the Board between the date of the Requisition and the time immediately before the commencement of the SGM be considered for removal as a director of the Company by the members at the SGM pursuant to Bye-law 83(2) and/or Bye-law 83(4) of the Company with immediate effect upon passing of this resolution and any such resolution to so remove.”

Based on the register of members of the Company, the Requisitionist is the registered holder of 238,215,000 shares of the Company as at the date of the Requisition.

As advised by the Bermuda legal counsel of the Company, pursuant to section 74(2) of the Bermuda Companies Act which provides “The requisition must state the purpose of the meeting and must be signed by the requisitionists and deposited at the registered office of the company....”, the letter setting out the Requisition was signed by a director of the Requisitionist and was deposited at the registered office of the Company on 16 January 2020. Bye-law 58 of the Bye-laws provides that “members holding at the date of the deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the secretary of the Company, to require a special general meeting of the Company to be called by the Board for the transaction of any business specified in such requisition; and such meeting shall be held within two months after the deposit of such requisition....”.

The SGM is proposed to be held on 15 March 2020. Notice of the SGM, together with a circular which contains further detail on the Requisition and the SGM, will be despatched to shareholders of the Company on 6 February 2020.

On behalf of the Board  
**FDG Electric Vehicles Limited**  
**Lo Wing Yat**  
*Non-executive Director*

Hong Kong, 5 February 2020

*As at the date of this announcement, the Board comprises Mr. Cao Zhong (Chairman), Mr. Jaime Che (Chief Executive Officer) and Dr. Chen Yanping (Chief Technical Officer) as executive directors; Mr. Lo Wing Yat and Mr. Huang Tan as non-executive directors; and Mr. Chan Yuk Tong, Mr. Fei Tai Hung and Mr. Tse Kam Fow as independent non-executive directors.*

*Website: <http://www.fdgev.com>*