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If you are in any doubt as to any aspect of this circular or as to action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountants or other appropriate independent professional advisers.

If you have sold or otherwise transferred all your shares in Blue Sky Power Holdings Limited, you should at once hand this circular together with the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

This circular is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities.



Blue Sky Power Holdings Limited

藍天威力控股有限公司

(Formerly known as China Print Power Group Limited)

(Incorporated in Bermuda with limited liability)

(Hong Kong Stock Code: 6828)

(Singapore Stock Code: B3C)

**(I) PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL;
(II) PROPOSED SHARE SUBDIVISION;
(III) CHANGE OF BOARD LOT SIZE ON THE STOCK EXCHANGE;
AND
(IV) NOTICE OF SPECIAL GENERAL MEETING**

A notice convening a special general meeting of the Company (the “SGM”) to be held at Level 21, The Center, 99 Queen’s Road Central, Central, Hong Kong on Wednesday, 8 October 2014 at 11:00 a.m. is set out on pages 16 to 18 of this circular. Whether or not you are able to attend the SGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the SGM. Completion and return of the form of proxy will not preclude you from attending and voting at the SGM should you so wish.

Singapore-based Shareholders, Depositors or proxies who wishes to attend, speak and vote at the SGM may do so via video conferencing at Level 30, Singapore Land Tower, 50 Raffles Place, Singapore 048623.

17 September 2014

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DEFINITIONS

“Board”	the board of the Directors
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“Company”	Blue Sky Power Holdings Limited, a limited liability company incorporated in Bermuda, whose Shares are primary listed on the Main Board of the Stock Exchange and secondary listed on the Main Board of the SGX-ST
“CDP”	The Central Depository (Pte) Limited
“Director(s)”	the director(s) of the Company
“Existing Share Certificate(s)”	existing form of certificate(s) of the Shares
“Group”	the Company and its subsidiaries
“HKSCC”	Hong Kong Securities Clearing Company Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	11 September 2014, being the latest practicable date prior to the issue of this circular for ascertaining certain information contained herein
“Listing Committee”	the listing committee of the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“New Share Certificate(s)”	form of certificate(s) of the Subdivided Shares
“Option(s)”	the right(s) granted under the Share Option Scheme to subscribe for shares of the Company in accordance with the Share Option Scheme
“PRC”	the People’s Republic of China

DEFINITIONS

“SGM”	the special general meeting of the Company to be convened for the purpose of considering and, if thought fit, approving including but not limited to the increase in the authorised share capital of the Company, the Share Subdivision, and the change of board lot size on the Stock Exchange
“SGX-ST” or “Singapore Exchange”	Singapore Exchange Securities Trading Limited
“Share(s)”	ordinary share(s) of HK\$0.55 each in the share capital of the Company before the Share Subdivision becomes effective
“Share Option Scheme”	the share option scheme of the Company adopted on 26 May 2011
“Share Subdivision”	the proposed subdivision of each Share into 10 Subdivided Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subdivided Share(s)”	subdivided ordinary share(s) of HK\$0.055 each in the share capital of the Company upon the Share Subdivision becoming effective
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

The term “Depositor”, “Depository Agent” and “Depository Register” shall have the same meanings ascribed to them respectively in section 130A of the Companies Act (Chapter 50) of Singapore.

EXPECTED TIMETABLE

The expected timetable relating to the Share Subdivision, change of board lot size on the Stock Exchange and the associated trading arrangements are as follows:

Event	2014 (Hong Kong time)
Despatch of the circular regarding, among other matters, the Share Subdivision and notice of SGM	Wednesday, 17 September
Latest date and time for the removal of Shares between the Bermuda register of members, Singapore branch register of members and the Hong Kong branch register of members of the Company for SGM	Hong Kong branch register of members: 4:30 pm on Friday, 19 September; Singapore branch register of members: 5:00 pm on Friday, 19 September
Latest date and time for the removal of Shares between the Bermuda register of members, Singapore branch register of members and the Hong Kong branch register of members of the Company for Share Subdivision	Hong Kong branch register of members: 4:30 pm on Friday, 26 September; Singapore branch register of members: 5:00 pm on Friday, 26 September
Latest time for lodging the form of proxy for the SGM	11:00 a.m. on Monday, 6 October
SGM	11:00 a.m. on Wednesday, 8 October
Publication of poll results of the SGM	Wednesday, 8 October

EXPECTED TIMETABLE

The following events are conditional on the fulfillment of the conditions for the implementation of the Share Subdivision and the increase in authorised share capital

Effective date of the increase in authorised share capital Thursday, 9 October

Effective date of the Share Subdivision. Wednesday, 15 October

Dealing in the Subdivided Shares commences. 9:00 a.m. on Wednesday,
15 October

Original counter for trading in existing Shares
in board lots of 2,000 Shares temporarily closes 9:00 a.m. on Wednesday,
15 October

Temporary counter for trading in board lots of
20,000 Subdivided Shares
(in form of Existing Share Certificates) opens. 9:00 a.m. on Wednesday,
15 October

Free exchange of Existing Share Certificates
for the New Share Certificates
for the Subdivided Shares commences. Wednesday, 15 October

Original counter for trading in Subdivided
Shares in board lots of 8,000 Subdivided Shares
(in the form of New Share Certificates) re-opens 9:00 a.m. on Wednesday,
29 October

Parallel trading in Subdivided Shares
(in form of Existing Share Certificates and
New Shares Certificates) commences 9:00 a.m. on Wednesday,
29 October

Designated broker starts to stand in the market
for providing the matching services
for the odd lots of the Subdivided Shares 9:00 a.m. on Wednesday,
29 October

EXPECTED TIMETABLE

Temporary counter for trading in board lots of

20,000 Subdivided Shares

(in form of Existing Share Certificates) closes 4:00 p.m. on Tuesday,
18 November

Parallel trading in Subdivided Shares

(in form of Existing Share Certificates and

New Share Certificates) ends. 4:00 p.m. on Tuesday,
18 November

Designated broker ceases to stand in the market

for providing the matching services

for the odd lots of the Subdivided Shares 4:00 p.m. on Tuesday,
18 November

Free exchange of Existing Share Certificates

for the Shares for New Share Certificates

for the Subdivided Shares ends Thursday, 20 November

Shareholders are to note that the above expected timetable is indicative only and may be subject to changes. Further announcement will be made by the Company for changes, if any, in the expected timetable for implementation of the Share Subdivision, change of board lot size on the Stock Exchange and the associated trading arrangements as mentioned in this circular.

LETTER FROM THE BOARD



Blue Sky Power Holdings Limited **藍天威力控股有限公司**

(Formerly known as China Print Power Group Limited)

(Incorporated in Bermuda with limited liability)

(Hong Kong Stock Code: 6828)

(Singapore Stock Code: B3C)

Executive Directors:

Mr. Sze Chun Lee
Mr. Chan Wai Ming
Mr. Hung Tao
Mr. Cheng Ming Kit
Mr. Kwok Shek San

Registered Office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Non-executive Director:

Ms. Chung Oi Ling, Stella

Place of business in Hong Kong:

Rooms 1007-08, 10/F
New World Tower I
16-18 Queen's Road Central
Hong Kong

Independent Non-executive Directors:

Mr. Lim Siang Kai
Mr. Wee Piew
Ms. Wong Fei Tat

17 September 2014

To the Shareholders

Dear Sir or Madam,

**(I) PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL;
(II) PROPOSED SHARE SUBDIVISION;
(III) CHANGE OF BOARD LOT SIZE ON THE STOCK EXCHANGE;
AND
(IV) NOTICE OF SPECIAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with information relating to (i) the increase in authorised share capital; (ii) the Share Subdivision and the proposed change in board lot size on the Stock Exchange; (iii) the procedure for the free exchange of the Existing Share Certificates for the New Share Certificates of the Subdivided Shares; (iv) the trading arrangements in respect of the Subdivided Shares; and (v) the notice of the SGM.

LETTER FROM THE BOARD

PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL

As at the Latest Practicable Date, the authorised share capital of the Company was HK\$500,000,000 divided into 909,090,909 Shares, of which 425,079,273 Shares were issued and fully paid or credited as fully paid. In order to accommodate for future expansion and growth of the Company, the Board proposes to increase the existing authorised share capital of the Company to HK\$5,005,000,000 divided into 9,100,000,000 Shares by the creation of an additional 8,190,909,091 unissued Shares.

The increase in the authorised share capital of the Company is only conditional upon the passing of ordinary resolution by Shareholders at the SGM to approve the increase in authorised share capital. No Shareholder is required to abstain from voting on such resolution.

PROPOSED SHARE SUBDIVISION

The Board proposes that each of the existing issued and unissued Shares of par value of HK\$0.55 each in the share capital of the Company be subdivided into 10 Subdivided Shares of par value of HK\$0.055 each. The Share Subdivision will become effective upon the fulfillment of the conditions set out in paragraph headed “Conditions of the Share Subdivision” below.

Assuming that no further Shares will be issued or repurchased as at the Latest Practicable Date, the effect of the increase in authorised share capital and the Share Subdivision is set out as follows:

	As at the Latest Practicable Date and before completion of the increase in authorised share capital and the Share Subdivision	Following the completion of the increase in authorised share capital and before completion of the Share Subdivision	Immediately after completion of the increase in authorised share capital and the Share Subdivision
Par value of each Share	HK\$0.55	HK\$0.55	HK\$0.055
Authorised share capital	HK\$500,000,000	HK\$5,005,000,000	HK\$5,005,000,000
Number of authorized Shares	909,090,909	9,100,000,000	91,000,000,000
Issued share capital	HK\$233,793,600	HK\$233,793,600	HK\$233,793,600
Number of Shares in issue	425,079,273	425,079,273	4,250,792,730

The Subdivided Shares will rank pari passu with each other in all respects and the Share Subdivision will not result in any changes in the relative rights of the Shareholders.

LETTER FROM THE BOARD

As at the Latest Practicable Date, there are convertible notes (the “**Convertible Notes**”) with an aggregate principal amount of HK\$83,043,916 which can be converted into a total of 35,188,100 Shares based on the initial conversion price of HK\$2.36 per Share, subject to the terms and conditions of the Convertible Notes. As at the Latest Practicable Date, 16,049,723 Options granted under the Share Option Scheme are outstanding. Under the relevant terms and conditions thereof, the Share Subdivision may lead to adjustments to the exercise price and/or the number of Shares falling to be issued upon the exercise of the conversion rights of the Convertible Notes and Options pursuant to the terms thereof. The Company will inform the holders of the Convertible Notes and Options of such adjustments, as and when appropriate. The Company shall appoint an independent financial advisor or auditor for the purpose of providing a specific opinion or calculation or determination of such adjustments.

Save as the Convertible Notes and the Share Option Scheme, the Company does not have any options outstanding under any share option scheme of the Company or any other derivatives, options, warrants and conversion rights or other similar rights which are convertible or exchangeable into Shares as at the Latest Practicable Date.

The Company considers different fund raising plans from time to time, including but not limited to placing of shares and financing by way of debts. However, no concrete agreement has been entered into as at the Latest Practicable Date.

No Shareholder is required to abstain from voting on resolution in respect of the Share Subdivision.

Conditions of the Share Subdivision

The Share Subdivision is conditional upon:

- A the passing of an ordinary resolution by the Shareholders at the SGM to approve the Share Subdivision;
- B the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Subdivided Shares; and
- C compliance with the relevant procedures and requirements under the Listing Rules to effect the Share Subdivision.

Application for listing of Subdivided Shares

An application will be made to the Stock Exchange for the listing of, and permission to deal in, the Subdivided Shares on the Stock Exchange.

LETTER FROM THE BOARD

Subject to the granting of the listing of, and permission to deal in, the Subdivided Shares on the Stock Exchange, the Subdivided Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Subdivided Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The following paragraphs only apply to Shareholders whose Shares are quoted on the SGX-ST:

“Trading of the Shares on the SGX-ST (on a post-Share Subdivision basis) will commence prior to the books closure date for the Share Subdivision and the commencement date of dealings in the Subdivided Shares on account of the fact that trades on the SGX-ST are settled on a “T+3” settlement cycle, that is, a purchase or sale of Shares on a particular day (T) will be settled three (3) market days later (T+3). Accordingly, for trading purposes:–

- (a) trading in the Shares (on a pre-Share Subdivision basis) will cease at 5.00 p.m. on the day falling three (3) market days before the books closure date for the Share Subdivision (“**SGX-ST Cessation Date**”); and
- (b) trading in the Shares (on a post-Share Subdivision basis) will commence from 9.00 a.m. on the day falling two (2) market days before the books closure date for the Share Subdivision (the “**SGX-ST Effective Trading Date**”).

The SGX-ST Cessation Date and the SGX-ST Effective Trading Date will be announced in due course.”

No part of the share capital or any other securities of the Company is listed or dealt in on any stock exchange other than the Stock Exchange and Singapore Exchange and no application is being made or is currently proposed or sought for the Shares or the Subdivided Shares or any other securities of the Company to be listed or dealt in on any other stock exchange.

LETTER FROM THE BOARD

PROPOSED CHANGE OF BOARD LOT SIZE ON THE STOCK EXCHANGE

The Board proposes to change the board lot size of trading in the Shares quoted on the Stock Exchange from 2,000 Shares to 8,000 Subdivided Shares as soon as possible after the increase in authorised share capital of the Company and the Share Subdivision becoming effective. Based on the closing price of the Shares as at the Latest Practicable Date of HK\$3.51 per Share, the current board lot value amounts to HK\$7,020. The proposed new board lot of 8,000 Subdivided Shares, together with the Share Subdivision, will effectively reduce the board lot value to approximately HK\$2,808 (calculated based on the closing price of the date of the Latest Practicable Date and adjusted for the effect of Share Subdivision).

Shareholders of the Company whose Shares are quoted on the SGX-ST should note that there will be no change in the board lot size of the Shares quoted on the SGX-ST.

REASONS FOR THE PROPOSED SHARE SUBDIVISION AND CHANGE OF BOARD LOT SIZE ON THE STOCK EXCHANGE

The Share Subdivision will decrease the nominal value and increase the total number of shares in issue. The Share Subdivision will result in downward adjustment to the trading price of the Shares. The Board believes that the Share Subdivision will decrease the trading spread and thus result in the improved liquidity in trading of the Company's Subdivided Shares and thereby would attract more investors and widen the Shareholder base. The Board also considers that the proposed change of board lot size on the Stock Exchange will result in Subdivided Shares being traded in a more reasonable board lot size and value.

Other than the expenses, including professional fees and printing charges, to be incurred in relation to the Share Subdivision and the proposed change in board lot size on the Stock Exchange, the implementation thereof will not alter the underlying assets, business operations, management or financial position of the Group or the shareholdings, rights and interests of the Shareholders. The Board considers that the Share Subdivision and the proposed change of board lot size on the Stock Exchange are in the interests of the Company and its Shareholders as a whole.

ARRANGEMENTS ON ODD LOT TRADING

The proposed change in board lot size of Shares quoted on the Stock Exchange after the Share Subdivision becoming effective will result in odd lots of the Subdivided Shares.

LETTER FROM THE BOARD

In order to alleviate the difficulties arising from the odd lots of Subdivided Shares arising from the Share Subdivision and the proposed change in board lot size of Shares quoted on the Stock Exchange, the Company has appointed Kingston Securities Limited as an agent to provide matching services for sale and purchase of odd lots of Subdivided Shares of Shareholders quoted on the Stock Exchange. Holders of the Subdivided Shares who wish to take advantage of the matching services to dispose of or top up odd lots of Subdivided Shares may directly or through their broker contact Ms. Rosita Kiu of Kingston Securities Limited at Suite 2801, 28th Floor, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong (telephone: (852) 2298 6215 and facsimile: (852) 2295 0682) during office hours of the period from Wednesday, 29 October 2014 to Tuesday, 18 November 2014 (both days inclusive). Holders of the Subdivided Shares in odd lots quoted on the Stock Exchange should note that successful matching of the sale and purchase of odd lots of the Subdivided Shares is not guaranteed. The Shareholders are recommended to consult their professional advisers if they are in doubt about the above facility.

FREE EXCHANGE OF SHARE CERTIFICATES

The Existing Share Certificates will only be valid for delivery, trading and settlement purposes for the period up to 4:00 p.m. on Tuesday, 18 November 2014 and thereafter will not be accepted for delivery, trading and settlement purposes. However, the Existing Share Certificates will continue to be good evidence of legal title to the Subdivided Shares on the basis of 1 Share for 10 Subdivided Shares.

The Existing Share Certificates will be exchanged free of charge for the New Share Certificates for Subdivided Shares between 9:00 a.m. and 4:30 p.m. on any business day from the Wednesday, 15 October 2014 to Thursday, 20 November 2014 (both days inclusive) at the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at Level 22 Hopewell Centre, 183 Queen's Road East, Hong Kong. After the expiry of such period, the Existing Share Certificate will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each Existing Share Certificate cancelled or New Share Certificate issued (whichever number of share certificates involved is higher). It is expected that New Share Certificates will be available for collection within 10 business days after the submission of the Existing Share Certificates for exchange. The New Share Certificates will be pink in colour so as to be distinguished from the Existing Share Certificates which are white in colour.

LETTER FROM THE BOARD

TRADING ARRANGEMENT FOR SUBDIVIDED SHARES

Subject to the Share Subdivision becoming effective, dealings in the Subdivided Shares are expected to commence on Wednesday, 15 October 2014 at 9:00 a.m.. Parallel trading in the Subdivided Shares (in the form of Existing Share Certificates and New Share Certificates) will be operated from Wednesday, 29 October 2014 to Tuesday, 18 November 2014 (both days inclusive). Full details of the expected timetable and trading arrangement of the Shares are set out in the section headed “Expected Timetable” of this circular.

SPECIAL GENERAL MEETING

Hong Kong

Notice of SGM that is to be held at Level 21, The Center, 99 Queen’s Road Central, Central, Hong Kong on Wednesday 8 October 2014 at 11:00 a.m. in which an ordinary resolutions will be proposed to approve the increase in authorised share capital and the Share Subdivision is set out on pages 16 to 18 of this circular. A proxy form for use at the SGM is enclosed herein. Whether or not you are able to attend the SGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon and deposit the same at the office of 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 as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof. Completion and return the form of proxy will not preclude you from attending and voting in person at the SGM or any adjournment thereof should you so wish.

Singapore

Any Shareholder, Depositor or proxy who wishes to attend, speak and vote at the SGM may do so via video conferencing at Level 30, Singapore Land Tower, 50 Raffles Place, Singapore 048623.

LETTER FROM THE BOARD

If a Shareholder is unable to attend the SGM and wishes to appoint a proxy to attend and vote on his behalf, he should complete, sign and return the attached Shareholder Proxy Form in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not later than 11:00 a.m. on Monday, 6 October 2014, not less than 48 hours before the time fixed for the SGM. The completion and return of the Shareholder Proxy Form by a Shareholder will not prevent him from attending and voting at the SGM in person if he so wishes, and in such event the Shareholder Proxy Form submitted bearing his name shall be deemed to be revoked. **Please note that this paragraph is only applicable to Shareholders who do not hold Shares through an account with CDP (i.e. who hold Shares in scrip).**

Under the Bermuda Companies Act 1981, only a person who agrees to become a shareholder of a Bermuda company and whose name is entered in the register of members of such a Bermuda company is able to be considered a member with rights to attend and vote at general meetings of such company.

Accordingly, under Bermuda laws, a Depositor holding Shares through the CDP would not be recognised as a shareholder of the Company, and would not have the right to attend and vote at general meetings convened by the Company. In the event that a Depositor wishes to attend and vote at the SGM, the Depositor would have to do so through CDP appointing him as a proxy, pursuant to the Bye-laws of the Company and the Bermuda Companies Act 1981.

Pursuant to Bye-law 77 of the Company's Bye-laws, unless the CDP specifies otherwise in a written notice to the Company, the CDP shall be deemed to have appointed the Depositors who are individuals and whose names are shown in the records of the CDP as at a time not earlier than forty-eight (48) hours prior to the time of the relevant general meeting supplied by the CDP to the Company as the CDP's proxies to vote on behalf of the CDP at a general meeting of the Company. Notwithstanding any other provisions in the Bye-laws, the appointment of proxies by virtue of Bye-law 77 shall not require an instrument of proxy or the lodgment of any instrument of proxy.

Accordingly, Depositors (other than Depositors which are corporations) whose names are listed in the Depository Register as at 48 hours before the time of the SGM may attend and vote as CDP's proxies at the SGM without having to complete or return any form of proxy. A Depositor which is a corporation and who wishes to attend and vote at the SGM must complete and return the attached Depositor Proxy Form, for the nomination of person(s) to attend and vote at the SGM on its behalf as CDP's proxy, in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not later than 11:00 a.m. on Monday, 6 October 2014, not less than 48 hours before the time fixed for the SGM.

LETTER FROM THE BOARD

If an individual Depositor is unable to attend the SGM personally and wishes to appoint nominee(s) to attend the meeting and vote on his behalf, he must complete, sign and return the attached Depositor Proxy Form attached to this circular in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not later than 11:00 a.m. on Monday, 6 October 2014, not less than 48 hours before the time fixed for the SGM.

The completion and return of the Depositor Proxy Form by a Depositor (who is an individual) will not prevent him from attending and voting in person at the SGM as a proxy of CDP if he subsequently wishes to do so, and in which event the Depositor Proxy Form submitted bearing his name shall be deemed to be revoked.

To facilitate the processing of proxy voting for SGM, the Singapore share transfer books, Singapore branch register of members of the Company and the Hong Kong share transfer books and Hong Kong branch register of members of the Company will be closed from 3 to 8 October 2014, both days inclusive, during which period no transfer of shares will be registered, for the purpose of determining the identity of Shareholders who are entitled to attend and vote at SGM.

In order to be entitled to attend and vote at the SGM, Shareholders are reminded to ensure that all transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 (for Singapore Shareholders) not later than 5:00 p.m. on Thursday, 2 October 2014, or the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong (for Hong Kong Shareholders), not later than 4:30 p.m. on Tuesday, 30 September 2014.

For the purpose of determination of Shareholders registered under the Bermuda register of members, Singapore branch register of members and the Hong Kong branch register of members of the Company, all necessary documents, remittances accompanied by the relevant share certificates in respect of removal of Shares between the three register of members, must be submitted not later than 5:00 p.m. on Friday, 19 September 2014 to the Company's Singapore share transfer agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 (for Singapore Shareholders) and not later than 4:30 p.m. on Friday, 19 September 2014 to the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for Hong Kong Shareholders).

LETTER FROM THE BOARD

LISTING RULES REQUIREMENT

According to the Rules 13.39(4) of the Listing Rule, any vote of Shareholders at a general meeting must be taken by poll. Therefore, the resolution put to the vote at the SGM will be taken by way of poll.

RECOMMENDATION

The Board considers that the Share Subdivision and the increase in authorised share capital are in the interests of the Company and its Shareholders as a whole and therefore recommends the Shareholders to vote in favour of the relevant resolutions to be proposed at the SGM.

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.

GENERAL

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

By order of the Board
Blue Sky Power Holdings Limited
Sze Chun Lee
Chief Executive Officer & Executive Director

NOTICE OF SPECIAL GENERAL MEETING



Blue Sky Power Holdings Limited 藍天威力控股有限公司

(Formerly known as China Print Power Group Limited)

(Incorporated in Bermuda with limited liability)

(Hong Kong Stock Code: 6828)

(Singapore Stock Code: B3C)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “SGM”) of Blue Sky Power Holdings Limited (the “Company”) will be held at Level 21, The Center, 99 Queen’s Road Central, Central, Hong Kong on Wednesday, 8 October 2014 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT** the authorised share capital of the Company be and is, hereby increased from HK\$500,000,000 divided into 909,090,909 shares of HK\$0.55 each (the “**Shares**”) to HK\$5,005,000,000 divided into 9,100,000,000 Shares by the creation of an additional new 8,190,909,091 unissued Shares in the Company with effect from the business day immediately following the date on which this resolution is passed.”
2. “**THAT** subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Subdivided Shares (as hereinafter defined), each of the issued and unissued shares of HK\$0.55 each in the share capital of the Company be and is hereby subdivided into 10 shares of HK\$0.055 each (the “**Subdivided Shares**”) with effect from the business day immediately following the date on which this resolution is passed (the “**Share Subdivision**”) and that any Director be authorised for and on behalf of the Company to execute all such documents, instruments and agreements and to do all such acts or things deemed by the Director in his/her absolute discretion to be incidental to, ancillary to or in connection with the matters contemplated in, for completion of

NOTICE OF SPECIAL GENERAL MEETING

the Share Subdivision including but not limited to, cancelling any existing share certificates and issuing new share certificates in respect of the Subdivided Shares to holders of the existing shares of the Company pursuant to the Share Subdivision.”

Any Shareholder, Depositor or proxy who wishes to attend, speak and vote at the SGM may do via video conferencing at Level 30, Singapore Land Tower, 50 Raffles Place, Singapore 048623.

By order of the Board
Blue Sky Power Holdings Limited
Sze Chun Lee
Chief Executive Officer & Executive Director

Hong Kong, 17 September 2014

Registered Office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Place of business in Hong Kong:

Rooms 1007-08, 10/F
New World Tower I
16-18 Queen's Road Central
Hong Kong

Notes:

1. A Shareholder Proxy Form (for Singapore Shareholders), a HK Proxy Form (for Hong Kong Shareholders) or a Depositor Proxy Form (for Depositors) is enclosed herewith.
2. A Shareholder who is entitled to attend and vote at the SGM may appoint another person as his/her proxy to attend and vote instead of him/her. A Shareholder entitled to attend and vote at the SGM who is a holder of two or more shares is entitled to appoint no more than two proxies to attend and vote on his/her behalf. If a Shareholder is the Depository or a clearing house (in each case, as defined in the bye-laws of the Company) (or its nominee(s)), the Depository or a clearing house (or its nominee(s)) may appoint more than two proxies to attend and vote at the SGM. A proxy need not be a Shareholder of the Company.
3. A Shareholder (other than CDP or a clearing house or its nominee(s)) in Singapore who wishes to appoint a proxy should complete the attached Shareholder Proxy Form. Thereafter, the Shareholder Proxy Form must be lodged at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time appointed for the SGM.
4. A Shareholder in Hong Kong who wishes to appoint a proxy should complete the attached HK Proxy Form. Thereafter, the HK Proxy Form must be lodged at the office of the Company's branch share registrar and transfer office 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 SGM.

NOTICE OF SPECIAL GENERAL MEETING

5. A Depositor whose name appears in the Depository Register (as defined in Section 130A of the Singapore Companies Act) and who is unable to attend personally but wishes to appoint a nominee to attend and vote on his behalf, or if such Depositor is a corporation, should complete the attached Depositor Proxy Form and lodge the same at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not later than 48 hours before the time appointed for the SGM.
6. Where a Shareholder appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified.
7. The instrument appointing a proxy shall be in writing under the hand of the appointor or by his/her attorney duly authorised in writing. If a Shareholder or Depositor is a corporation, the instrument appointing a proxy must be executed under seal or the hand of its duly authorised officer, attorney or other person authorised to sign the same.
8. Completion and return of the Shareholder Proxy Form, the HK Proxy Form or the Depositor Proxy Form will not preclude members or Depositor as the case may be from attending and voting in person at the meeting or at any adjournment thereof (as the case may be) should they so wish, and in such event, such proxy form shall be deemed to be revoked.
9. Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the meeting, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members in respect of the shares shall be accepted to the exclusion of the votes of the other registered holders.
10. As at the date hereof, the executive directors of the Company are Mr. Sze Chun Lee, Mr. Chan Wai Ming, Mr. Hung Tao, Mr. Cheng Ming Kit and Mr. Kwok Shek San; the non-executive director of the Company is Ms. Chung Oi Ling, Stella; and the independent non-executive directors of the Company are Mr. Lim Siang Kai, Mr. Wee Piew and Ms. Wong Fei Tat.