

**THE COMPANIES ACT
(CHAPTER 50)
THE COMPANIES REGULATIONS
SECTION 215(3) /
REGULATION 11(2)
NOTICE TO NON-ASSENTING SHAREHOLDER**

FORM

58

Name of Company: CHINA ENERGY LIMITED

Company No: 200510060K

To the Non-Assenting Shareholders of CHINA ENERGY LIMITED

In this notice –

China Energy Limited is referred to as “the transferor company”, and

Lianguo International Limited is referred to as “the transferee company”.

A scheme or contract involving the transfer of ordinary shares in the transferor company to the transferee company was, up to 7 October 2014 (being a date within four months after the making of the exit offer in that behalf by the transferee company), approved by the holders of not less than 90% of those shares (other than shares already held at the date of the exit offer by, or by a nominee for, the transferee company or its subsidiary).

In pursuance of that scheme or contract, 1,148,146,096 shares, representing approximately 91.64% of the total issued ordinary shares, were between 15 September 2014 and 5.00 p.m. on 7 October 2014 transferred and/or agreed to be transferred to the transferee company or its nominee.

The transferee company hereby gives you notice, in pursuance of section 215 of the Companies Act, that those shares together with such other shares in the transferor company as were held by, or by a nominee for, the transferee company or its subsidiary at the last-mentioned date comprise or include 90% of the total number of issued shares in the transferor company.

In pursuance of the abovementioned provisions you may, within three months from the giving of this notice, give notice that you require the transferee company to acquire your holding of the ordinary shares in the transferor company, and if you give that notice the transferee company will be entitled and bound to acquire those shares on the terms on which under the scheme or contract the shares of the approving shareholders were transferred to it, or on such other terms as are agreed or as the High Court on application made to it by you or by the transferee company thinks fit to enter.

Dated this 14th day of October 2014



Cui Lianguo
Director
Lianguo International Limited