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**E H L**

**陽光能源控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

*(Stock Code: 757)*

**B C I I F E H A E**

The Board has adopted an offer of 16 million ordinary shares of the Company at a price of HK\$0.36 per share, which is equal to the closing price of the Company's ordinary shares on the last trading day of the Company's ordinary shares on the Stock Exchange of Hong Kong Limited on 15 March 2013. The offer is subject to the approval of the shareholders of the Company at a general meeting. The offer is subject to the approval of the shareholders of the Company at a general meeting. The offer is subject to the approval of the shareholders of the Company at a general meeting.

The offer is subject to the approval of the shareholders of the Company at a general meeting. The offer is subject to the approval of the shareholders of the Company at a general meeting. The offer is subject to the approval of the shareholders of the Company at a general meeting.

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HE B C I I AG EE E

The Board read and announced on 16 March 2013 (after adjournment), the Chairman and  
Subcommittee members and Independent Subcommittees' members  
of Subcommittee.

Date : 16 March 2013

Page : ( ) Chairman's

( ) First Subcommittee

( ) Second Subcommittee

The financial performance of First Subcommittee is reviewed. The performance  
of the, of the and the effective Director's Trade Area have been  
of First Subcommittee and the beneficial ( ) of Independent Third Party. A  
total of 149,120,692 Shares, representing  
a 4.99% of Shares.

The performance of the, of the and the effective Director's Trade Area  
have been, the Second Subcommittee a PRC citizen and an Independent Third Party.  
A total of, representing, the Second Subcommittee's  
Shares.

The financial performance of Subcommittee A is reviewed. The performance  
of Subcommittee A's total of 199,998,000 Shares, representing 6.69% of  
the total of 2,990,000,000 Shares and a 6.23% of the  
Chairman's total of 3,000,000,000 Shares. The  
Second Subcommittee's total of 22,222,000 Shares,  
representing 0.74% of the total of 2,990,000,000 Shares and  
a 0.69% of the total of 3,000,000,000 Shares  
and the performance of Subcommittee A.

The Subcommittee's price of HK\$0.36 per Share is:

( ) a discount of 14.29% to the price of HK\$0.42 per Share as  
of the Subcommittee A's

( ) a discount of 16.86% to the price of HK\$0.433 per Share as  
of the Subcommittee A's

( ) a discount of 14.08% to the price of HK\$0.419 per Share as  
of the Subcommittee A's.

The Sbc in P ce, afe ded c n f e e an eX e n e , eX ec ed be a X r a e HK\$0.359 e S b c n S a e.

The Sbc in P ce a a ed a fe a r' e n n e a n be e e n e C r a n and e S b c be e f e n c e e e c e n a d n' c e f e S a e . T e D e c c n d e a e S b c n P ce and e e r' f e S b c n A e e r e n a e f a and e a n a b e a n d a e n e n e e f e C r a n and e S a e , d e a a e .

The Sbc in S a e , e n a e d , e d and f a d , a n a a n a e e c a r' n e r' e e and e e S a e n e n e d a e f a r' e n f e S b c n S a e .

**G**

The Sbc in S a e be a e d and e d a n e G e n e a M a n d a e and e S b c n A e e r e n and e a n a c n e e n d e a e n b j e c e a a b e S a e d e . T e r' a r' r' n' b e f S a e a c a n b e e d n d e e G e n e a M a n d a e 448,434,085 S a e . A a e d a e f a n n e e r e n , n n f e G e n e a M a n d a e a b e e n e d . T e C r a n a n a e d and e d a n S a e a n e G e n e a M a n d a e and e G e n e a M a n d a e f f c e n f e e a n d a r' e n f e S b c n S a e . T e C r a n a n e c a e d a n S a e n e a 30 d a e d a e f a n n e e r e n .

**C**

The Sbc in c n d n a n e n f a n d e r' n d e a n e S b c n S a e b e n a n e d b e S c E x a n e ( a n d c e r' n a n d n n b e e n b e n e e d e d e e f d e f n e a e c e f c a e ( ) e e e n n e S b c n S a e ) .

If e f e n c n d n n f f e d n e 30 J n e 2013 ( c , a e d a e a r' a b e a e e d b e e e n e C r a n and e e e a n S b c b e ) , e S b c n A e e r e n a e r' n a e and n e e f e a e e e a a e a n c a r' a a n e e f a n c d a r' a e , c r' e n a n e e e x c e a n a n e c e d e n b e a c ( e ) .

Eac f e S b c n A e e r e n n n e - c n d n a n e a c , e .

**C**

S b j e c e f f r' e n f e a b e c n d n e c e d e n , c r' e n f e S b c n a a e a c e n e d B n e D a a f e e d a e n c e a b e c n d n e c e d e n a b e e n a f e d ( c , e d a e a e C r a n and e S b c b e r' a a e e n n ) .

**A**

As a condition of the loan, the Company has agreed to provide the following information, and the Board of Directors has approved the same.

**CHANGE OF SHAREHOLDING CONTROL**

The table below sets forth the names of the Company's major shareholders (as defined in the Company's articles of incorporation) and the percentage of the Company's outstanding common stock owned by each of them as of the date of the filing of this report and the date of the Company's last annual meeting (Note 1):

	As of December 31, 2018		Immediately prior to the filing of this report	
	Number of Shares	Approximate % of the Company's issued share capital	Number of Shares	Approximate % of the Company's issued share capital
<b>Director</b>				
M. Tan Wen, a (Note 2)	683,944,751	22.88	683,944,751	21.29
M. H. Y. Yan	13,861,346	0.46	13,861,346	0.43
M. C. a P. n Ha	6,135,500	0.21	6,135,500	0.19
M. Z. an L. r. n	3,133,500	0.10	3,133,500	0.10
... F. ... (Note 3)	149,120,692	4.99	349,118,692	10.87
...			22,222,000	0.69
... (Note 3)	2,133,364,777	71.36	2,133,364,777	66.43
<b>Total</b>	<b>2,989,560,566</b>	<b>100</b>	<b>3,211,780,566</b>	<b>100</b>

**Notes:**

1. The above information is based on the information provided by the Company and is not intended to be a representation of the Company's ownership.
2. M. Tan Wen, a has received a total of 683,944,751 Shares, of which 155,320,308 Shares are held by Y. H. a In the event of a change of control, M. Tan Wen, a will have the right to sell all or a portion of his Shares.
3. As a condition of the loan, the Company has agreed to provide the following information, and the Board of Directors has approved the same. The Company has issued 149,120,692 Shares to F. S. b. c. b. e. d. e. an 10% of the Shares owned and controlled by F. S. b. c. b. e. d. e. an and the remaining 349,118,692 Shares are held by F. S. b. c. b. e. d. e. an. The Company has also issued 22,222,000 Shares to F. S. b. c. b. e. d. e. an and the remaining 349,118,692 Shares are held by F. S. b. c. b. e. d. e. an.

EA F HE B C I I A D E F CEED

The G... ne f e ead n rran fac e f r rnc a ne c n a n , rrea ed n e r f d c n and ae , n e PRC. The G... nc a en a ed n (a) rran fac n and ae f r rnc a ne and r c a ne c n a n and afe ; (b) ce n f c n a n and afe ; (c) rran fac n and ae f a c ce and r d e ; and (d) de n and n a a n f a c e r .

A d c ed n e ann nce r en f e C r an da ed 2 N e r be 2012 and 15 Jan a 2013 and e ec e f e C r an da ed 26 N e r be 2012 and 26 Feb a 2013, e G a enc nee d f f c e n b ne e and ffe ed a n f can de e a n n f nanc a e f rance nce 2012. Ba ed n e ad ed e f e C r an f e ea ended 31 Dec r be 2012 a e n e C r an ' ann a e , e G ec ded a a b abe S ae de fa X r ae RMB1,276.55 r n, a c r a ed a f a b abe S ae de fa X r ae RMB54.29 r n f e ea ended 31 Dec r be 2011, and e G ec ded a n f can f a X r ae RMB1,318.59 r n (bef e X a n) f e ea ended 31 Dec r be 2012, a c r a ed a f f a X r ae RMB34.13 r n (bef e X a n) f e ea ended 31 Dec r be 2011.

The Dec c n de add na ban b n f e ab e ca a e e r en n e a e e G ' e a e a n a and b den e G n e a ed n e e X e n e , e eb X n e G e a e f nanc a . A c e D ec a e f e e a e S b c n n e n e e f e G a e n e a e n e ca a ba e f e G d e n e n e f nanc a n f e G n e face fa c a e n n e a n e n n r en n e a nd . B e n e n n e S b c n A e r en , e C r an can f e X and a e de and ca a ba e f n e O en Offe (f e de a f c a e e n e a a a e aded E f nd a n ac e n e a e e r n f ann nce r en be ) and enj r e f nanc a f X b . The Dec c n de a e S b c n A e r en e e n e ed n n n r a c r r e ca e r f n a r ' e n n e a n be e n e C r an and e S b c be and a e e r f e S b c n A e r en a e fa and ea n abe fa a e n e e f e C r an and e S ae de a a e a e c nce n ed.

The ne ceed f e S b c n f a X r ae HK\$79.7 r n be a ed a d e a r en f e C r an ' c en and n n e e -be a n ban an .

E I F D AI I G AC I I IE I HE A EL E H

F

Reference rade e ann nce r en f e C r an da ed 2 N e r be 2012, 13 Dec r be 2012, 21 Dec r be 2012 and 4 Jan a 2013 and e ec e f e C r an da ed 26 N e r be 2012. The C r an a ed 249,130,047 ne S ae an e F O en Offe n e ba f ne ffe S ae f e e n n e X n S ae ed n e ec d da e f e F O en Offe a e b c n ce f HK\$0.375 e ffe S ae. The ne ceed f r e F O en Offe a r n ed HK\$90 r n and a e a been zed e a e C r an ' c en and n n e e -be a n ban an a n a n ed.

Reference Trade Announcement of the Company dated 15 January 2013, 18 March 2013, 27 March 2013 and 10 April 2013 and the respective Company dated 26 February 2013. The Company issued 498,260,094 new Shares and the Second Offer of Shares of the Company of HK\$0.51 per Share. The proceeds of the Second Offer amounted to HK\$250 million and have been used for the Company's general and working capital requirements.

Save for the First Offer and the Second Offer of Shares, the Company had no other public offerings of shares in the period.

## DEFINITIONS

In this announcement, the following terms shall have the following meanings:

Account	the financial statements of the Company
Bad Debt	debt that is not collectible
Bank	any bank in Hong Kong
Company	Shanghai Henglong Limited (code: 757), a company incorporated in the Cayman Islands and listed on the Main Board of the Stock Exchange
Convertible Debt	debt convertible into Shares
connected person	the financial statements of the Company
Director	director of the Company
First Offer	the offer of 249,130,047 new Shares of the Company of HK\$0.51 per Share of 23 November 2012 at HK\$0.375 per Share
First Share	the first share of the Company, of HK\$0.375 per Share

General Mandate      the general mandate issued by the Director, the  
and deal      448,434,085 Shares as announced by the  
Company      the Company on 28 June 2012

G      the Company and the Board

HK\$      Hong Kong dollars, the official currency of Hong Kong

Independent Third Party (e)      an individual (the "Third Party") and the sole trustee  
beneficiary of the trust, the beneficiary of the trust,  
the trustee, the trustee and beneficiary of the trust  
established by the Third Party and the trustee of the  
Trust and the trustee of the Trust in accordance with the  
Trust Deed

Loan Repayment      the Repayment of the Loan by the Special  
Excise

Open Offer      the First Open Offer and the Second Open Offer

PRC      the People's Republic of China

Second Open Offer      the second offer of 498,260,094 Shares  
by the Company in the second offer of the  
first Special Offer on 25 February 2013 at a  
price of HK\$0.51 per Share

Second Subscriber      M. D. Chen (丁晨曦女士)

Share(s)      the share of HK\$0.10 each in the  
the Company

Share(s) of      the share(s) of the Share

Special Excise      the Special Excise of Hong Kong Limited

Subscriber      the First Subscriber and the Second Subscriber

Subscriber      the subscriber of the Share and the  
Subscriber and the Subscriber and the  
Subscriber

Subscriber and Agent      the agent and the independent subscriber and  
16 March 2013 and the independent subscriber and  
each of the Subscriber and the Subscriber

S b c n P ce e b c n ce f HK\$0.36 e S b c n S a e  
 S b c n S a e a a f 222,220,000 ne S a e be a ed and ed  
 b e C r a n an e S b c n A e r e n ,  
 f c e F S b c be and Sec nd S b c be  
 b c be f 199,998,000 ne S a e and 22,222,000 ne  
 S a e , e ec e  
 % e cen .

B O de f e B a d  
 E H L  
 Chairman

H n K n , 16 Ma 2013

*Should there be any inconsistency between the English and the Chinese versions of this announcement, the English version shall prevail.*

*As at the date of this announcement, Mr. Tan Wenhua (Chairman), Mr. Hsu You Yuan, Ms. Zhang Liming and Mr. Tan Xin are executive Directors. Mr. Chiao Ping Hai is a non-*