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Neo-Neon Holdings Limited
同方友友控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1868)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the "**EGM**") of Neo-Neon Holdings Limited (the "**Company**") will be held at Unit 806-810, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong on Wednesday, 21 December 2016, at 9:30 a.m. to consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions of the Company. Unless otherwise defined, capitalised terms used herein shall have the same meaning as those in the circular of the Company dated 28 November 2016.

ORDINARY RESOLUTIONS

1. "**THAT**:

the Yangzhou Tongfang Equity Transfer Agreement dated 31 October 2016 entered into by and among Billion Choice, Yangzhou Tongfang and Tongfang Technology Park (a copy of which is produced to the EGM), the terms and conditions thereof, the transaction contemplated thereunder and the implementation thereof, be and are hereby approved, confirmed and ratified";

2. "**THAT**:

the Shanghai Cuineng Equity Transfer Agreement dated 31 October 2016 entered into by and among Neo-Neon China, Shanghai Cuineng and Tongfang Technology Park (a copy of which is produced to the EGM), the terms and conditions thereof, the transaction contemplated thereunder and the implementation thereof, be and are hereby approved, confirmed and ratified"; and

3. "**THAT**:

the Tianjin Zhenmingli Equity Transfer Agreement dated 31 October 2016 entered into by and among Neo-Neon China, Tianjin Zhenmingli and Tongfang Technology Park (a copy of which is produced to the EGM), the terms and conditions thereof, the transaction contemplated thereunder and the implementation thereof, be and are hereby approved, confirmed and ratified".

By Order of the Board
Neo-Neon Holdings Limited
Huang Yu
Chairman

Hong Kong, 28 November 2016

Principal place of business in Hong Kong:
Unit 806-810
Bank of America Tower
12 Harcourt Road
Central, Hong Kong

Notes:

(a) At the EGM, the chairman of the meeting will put each of the above resolutions to be voted by way of a poll pursuant to requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong.

(b) Any member entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote in his stead. A proxy need not be a member of the Company. A Shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the EGM. A form of proxy for use in connection with the EGM is enclosed with the circular to shareholders dated 28 November 2016.

(c) Where there are joint registered holders of any share in the issued share capital of the Company, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he/she/it were solely entitled thereto; but if more than one of such joint holders be present at the EGM, the vote of the senior holder who tenders a vote, whether in personal or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of such joint holding.

(d) The register of members of the Company will be closed from Monday, 19 December 2016 to Wednesday, 21 December 2016, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the EGM, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's share registrars in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 16 December 2016. The record date for the determination of the entitlement to attend and vote at the EGM will be Wednesday, 21 December 2016.

(e) To be valid, the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding of EGM or any adjourned meeting.

As at the date of this notice, the executive Director of the Company is Mr. SEAH Han Leong; non-executive Directors are Mr. HUANG Yu (Chairman), Mr. WANG Liang Hai and Mr. LIU Wei Dong; independent non-executive Directors are Mr. FAN, Ren Da Anthony, Mr. LIU Tian Min and Ms. LI Ming Qi.