中聯能源投資集團有限公司
Sino Union Energy Investment Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 00346)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting, (the "**SGM**") of **Sino Union Energy Investment Group Limited** (the "**Company**") will be held at Suite 1512, 15th Floor, One Pacific Place, 88 Queensway, Hong Kong on Wednesday, 8 June 2011 at 11:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution of the Company, with or without amendments:

ORDINARY RESOLUTION

"THAT

(A) the share option agreement dated 29 April 2011 (as supplemented by a supplemental agreement dated 6 May 2011) (the "**Share Option Agreement**", a copy of which marked "A" has been produced to the meeting and signed by the chairman of the meeting for the purpose of identification) entered into between the Company and Shaanxi Yanchang Petroleum (Group) Co., Limited ("**Yanchang Petroleum**") pursuant to which, the Company will grant to Yanchang Petroleum the right to subscribe for 1,000,000,000 new shares of the Company with the exercise price of HK0.716 per option share, subject to adjustment, within the exercise period as stated in the Share Option Agreement and the transactions and matters contemplated thereunder be and are hereby approved, ratified and confirmed, and the directors of the Company be and are hereby authorized to allot and issue the 1,000,000,000 new shares of the Company upon the exercise of the share options pursuant to the Share Option Agreement; and

(B) any one director of the Company, or any two directors of the Company if affixation of the common seal of the Company is necessary, be and is/are hereby authorised to execute all such other document, instrument and agreement (if any) and do all such acts and things and to take all such steps which in his/her/their opinion, may be necessary, appropriate, desirable or expedient to give effect to or in connection with the matters contemplated in and for completion of the Share Option Agreement and the other transactions and matters contemplated thereunder."

By order of the Board
Sino Union Energy Investment Group Limited
Zhuo Ze Fan
Chairman

Hong Kong, 20 May 2011

Registered office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Head office and principal place of business in Hong Kong:
Suite 1512
15th Floor
One Pacific Place
88 Queensway
Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the SGM is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.

2. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.

3. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney or other person duly authorized, and must be deposited with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours before the time fixed for holding of the SGM.

4. Completion and return of the form of proxy will not preclude members from attending and voting at the aforesaid meeting.

Executive Directors:
Dr. Zhuo Ze Fan *(Chairman)*
Dr. William Rakotoarisaina *(Vice Chairman)*
Mr. Shen Hao
Mr. Feng Da Wei
Mr. Li Jiangdong
Mr. Hu Zongmin
Ms. Xie Yiping
Mr. Liu Xingyuan

Independent Non-Executive Directors:
Mr. Ng Wing Ka
Mr. Leung Ting Yuk
Mr. Ng Tang