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UNITED ENERGY GROUP LIMITED

聯合能源集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock code: 467)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Special General Meeting of the Members of the Company will be held at Aberdeen (Level 3), JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on 15 July 2011 at 10:00 a.m. for the purposes of considering and, if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT** the acquisition and the performance by the Company and its subsidiaries of the transactions contemplated under the acquisition agreement dated 14 December 2010 by and among the purchaser, being Gold Trade Group Limited, and the vendors, being BP Pakistan Exploration and Production, Inc., BP Pakistan (Badin) Inc., and BP Exploration (Alpha) Limited (the “**Acquisition Agreement**”), and the novation agreement dated 28 February 2011 by and among the same parties and United Energy Pakistan Limited whereby the rights and obligations of Gold Trade Group Limited under the Acquisition Agreement were novated to United Energy Pakistan Limited (the “**Novation Agreement**”), be and are hereby confirmed and approved, and that the directors of the Company be and are hereby authorised to do all such acts and things, and to take such steps as they may consider necessary, desirable or expedient to give effect to or in connection with the Acquisition Agreement, Novation Agreement or any of the transactions contemplated thereunder.”

By Order of the Board
Zhang Hong Wei
Chairman

Hong Kong, 24 June 2011

Notes:

- (1) Any member entitled to attend and vote at the Special General Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares of the Company may appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a member of the Company.
- (2) A form of proxy for use at the meeting is enclosed.
- (3) The form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be under its seal or the hand of an officer, attorney or other person duly authorised.

- (4) The form of proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy thereof must be lodged at the office of the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the time appointed for holding the Special General Meeting or any adjourned meeting (as the case may be) and in default the proxy shall not be treated as valid. Completion and return of the form of proxy shall not preclude members from attending and voting in person at the Special General Meeting or at any adjourned meeting (as the case may be) should they so wish.
- (5) Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either in personal 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 be present at the meeting personally or by proxy, the vote of that one of the said persons so present whose name stands first on the register of members in respect of such shall be accepted to the exclusion of the votes of the other joint holders.

As at the date hereof, the Board of Directors comprises 4 executive directors, namely Messrs. Zhang Hong Wei, Zhu Jun, Zhang Meiyong and Andrew Leo Kirby, 1 non-executive director, namely Messr. Ho King Fung, Eric, 3 independent non-executive directors, namely Messrs. Chau Siu Wai, San Fung and Zhu Chengwu.