

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE
ATTENTION

If you are in any doubt about the action to be taken, you should immediately consult your bank manager, stockbroker, solicitor, accountant or other independent financial adviser authorised pursuant to the Financial Services and Markets Act 2000 if you are in the United Kingdom, or from another appropriately authorised independent financial adviser if you are outside the United Kingdom.

If you have sold or otherwise transferred all of your Ordinary Shares in the Company, please send this document and accompanying Form of Proxy, as soon as possible, to the purchaser or transferee or to the stockbroker, independent financial adviser or other person through whom the sale or transfer was effected for transmission to the purchaser or transferee.

ALTONA ENERGY Plc

(Registered in England and Wales with registered number 05350512)

Proposals relating to a consolidation of the ordinary shares of £0.0001 each of the Company, an increase in the authority of the directors to allot equity securities, and change of name

Notice of a General Meeting of Altona Energy PLC, to be held at Pall Mall Court, 61/67 King Street, Manchester, M2 4PD on Wednesday, 17th October 2018 at 11.30 a.m. to consider the Resolutions is set out on page 6 of this document.

To be valid, the Form of Proxy accompanying this document for the General Meeting (and the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of such power or authority) should be returned not less than 48 hours (excluding weekends and public holidays) before the time and date for which the General Meeting is convened, either by post or by hand (during normal business hours only) to The Company's Registrar, Altona Energy Plc, c/o Share Registrars Ltd, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR.

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EXPECTED TIMETABLE

Latest time and date for receipt of Forms of

Proxy for General Meeting 11.30 a.m. on Monday 15th October 2018

General Meeting 11.30 a.m. on Wednesday 17th October 2018

Note:

The dates set out in the expected timetable above may be adjusted by the Company, in which event details of the new dates will be notified through the Regulatory Information Service.

DEFINITIONS

The following words and expressions have the following meanings in this document:

Board	the board of directors of the Company
Capital Re-organisation	the re-organisation of the Company's share capital to be effected by Resolution 1
Company	Altona Energy Plc
Director	a director of the Company
Existing Ordinary Shares	ordinary shares of £0.0001 each in the capital of the Company
General Meeting	the general meeting of the Company convened for 17th October 2018 by the Notice of Meeting on pages 6 and 7 of this document
New Ordinary Shares	the ordinary shares of £0.1 each in the capital of the Company which result from the consolidation of the Existing Ordinary Shares to be effected by Resolution 1
Resolutions	the resolutions set out in the Notice of General Meeting on page 6 of this document

LETTER FROM THE CHAIRMAN OF THE COMPANY

Registered Office:

30 Percy Street
Fitzrovia
London
W1T 2DB

Qinfu Zhang (Chairman)
Nicholas Lyth (Chief Executive Officer)
Phillip Sutherland (Operations Director – Australia)
Ma Chi (Non-Executive)
Henry Kloepper (Non-Executive)
Robert Hales (Non-Executive)

2nd October 2018

Dear Shareholder,

Recommended proposals relating to a re-organisation of the Company's share capital, increase in the Directors' authority to allot equity securities, and change of name

The purpose of this document is to explain the proposed Capital Re-organisation and the Resolutions.

Reason for the Capital Re-organisation

The nominal value of the Company's ordinary shares is currently £0.0001. This is an unusually small and unwieldy nominal value, capable of causing confusion.

The Directors propose a consolidation so that every one thousand of the Existing Ordinary Shares of £0.0001 each currently in issue, will be consolidated into one New Ordinary Share having a nominal value of £0.1 (10p).

Under the Company's Articles of Association, the Directors already have authority to deal as they may determine, with fractions of shares arising on consolidations of shares. In particular they have authority under the Articles to aggregate for the benefit of the Company fractions arising on consolidation, and to sell them for the benefit of the Company. Insofar as that is practical, the Directors propose to exercise their authority in that way.

New share certificates reflecting the consolidation of Existing Ordinary Shares, will be posted to shareholders who hold their shares in registered form, within fourteen days of the passing of Resolution 1. The Registrars will arrange for the holdings of shares in uncertificated form in CREST, to be adjusted in accordance with Resolution 1, after that resolution is passed.

Increase in the Directors' authority to allot equity securities and dis-application of pre-emption rights

By resolutions 3 and 4 the Directors are seeking increased authority to allot equity securities up to a nominal value of £112,000, and to dis-apply statutory pre-emption rights to the allotments so authorised.

Pyrolysis technology

The Company has been assessing the use of a pyrolysis technology to convert waste to electricity at a potential joint venture project in Spain, and also the potential use of this technology with its own coal assets in South Australia. Negotiations are ongoing. The Board continues to review various opportunities for this technology and the Company recently announced it had secured an exclusive licence to use the technology in Australia and China.

To fully exploit this technology, further funding will be required, however the timing and quantum of any fundraise has not yet been decided. The passing of resolutions 3 and 4 will allow the directors to issue additional shares for cash, should the Board choose to do, and should market conditions be favorable.

Change of Name

The Directors have decided to change the Company's name to Sustainable Energy Group Plc. A resolution to make this change is included as Resolution 5 in the Notice of Meeting on page 6 of this document. The change will take effect when the Registrar of Companies issues a Certificate of Incorporation on Change of Name. On completion of the name change the Company's TIDM ("ticker") will change to SEG.

The Directors consider that the change of name more accurately reflects the Company's diversification into other areas of energy production, including the use of pyrolysis technology.

The Resolutions

The purpose and effect of the Resolutions may be summarised as follows:

Resolutions 1 and 2 implement the Capital Re-organisation;

Resolution 3 gives the Directors new authority to allot equity securities (meaning ordinary shares and instruments which entitle the holder to acquire ordinary shares), up to a nominal amount of £112,000. If passed this resolution will authorise the allotment of up to 1,120,000 New Ordinary Shares of 10p each;

Resolution 4 dis-applies statutory pre-emption rights in relation to the equity securities and shares authorised to be allotted by Resolution 3; and

Resolution 5 is to change the Company's name to Sustainable Energy Group Plc.

The General Meeting

Notice of the General Meeting is on pages 6 and 7 of this Circular, and contains the terms of the proposed Resolutions.

Action to be taken

Towards the end of this Circular, shareholders will find a Form of Proxy for use at the General Meeting.

Whether or not you propose to attend the General Meeting, **you are requested to complete and return the Form of Proxy as soon as possible**, and in any event so that it is received **no later than 11.30 a.m. on Monday 15th October 2018**. Completion and return of a Form of Proxy will not prevent you from attending the meeting and voting in person should you wish to do so.

Recommendation

The Board consider that the Capital Re-organisation, increase in the Directors' authority to allot equity securities, and proposed change of name, are in the best interests of the Company.

Accordingly, the Directors unanimously recommend that you vote in favour of the resolutions being proposed at the General Meeting, as they intend to do or procure to be done in respect of their own and their connected persons' beneficial holdings.

Yours faithfully,

Qinfu Zhang

Chairman

ALTONA ENERGY PLC

Notice of General Meeting

Notice is hereby given that a General Meeting of ALTONA ENERGY Plc (the "Company") will be held at Pall Mall Court, 61/67 King Street, Manchester, M2 4PD at 11.30 a.m. on Wednesday 17th October 2018 for the purpose of considering and, if thought fit, passing the following resolutions of which Resolutions 1, 2 and 3 will be proposed as ordinary resolutions, and Resolutions 4 and 5 as special resolutions.

Ordinary Resolutions

1 That every one thousand of the issued Ordinary Shares of £0.0001 each in the capital of the Company be and is hereby consolidated into one Ordinary Share of £0.1 in nominal amount.

2 That conditionally upon the passing of Resolution 1 the directors be and are hereby authorised to deal with fractions arising on consolidation of shares in such manner as they shall determine.

3 That in substitution for existing authorities to the extent unutilised, the Directors be generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 (the "Act") to allot equity securities (within the meaning of section 560 of the Act) up to an aggregate nominal amount of £112,000. The authority referred to in this resolution shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on 31 December 2019. The Company may, at any time prior to the expiry of the authority, make an offer or agreement which would or might require equity securities to be allotted after the expiry of the authority and the Directors are hereby authorised to allot equity securities in pursuance of such offer or agreement as if the authority had not expired.

Special Resolutions

4 That the Directors, pursuant to Section 570 of the Act, be empowered to allot Ordinary Shares of £0.1 each in the capital of the Company pursuant to the authority conferred by Resolution 3 as if Section 561 of the Act did not apply to any such allotment provided that this power shall be limited to:

(i) the allotment of equity securities where such securities have been offered (whether by way of a rights issue, open offer or otherwise) to the holders of Ordinary Shares in the capital of the Company in proportion (as nearly as may be) to their holdings of such Ordinary Shares but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with equity securities representing fractional entitlements and with legal or practical problems under the laws of, or the requirements of, any regulatory body or any stock exchange in, any territory; and

(ii) the allotment, other than pursuant to (i) above, of equity securities:

(A) arising from the exercise of options and warrants outstanding at the date of this resolution; and

(B) other than pursuant to paragraph 4(i) of this Resolution, up to an aggregate nominal value of £112,000

and this power shall, unless previously revoked or varied by special resolution of the Company in general meeting, expire on 31 December 2019. The Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors are hereby empowered to allot equity securities in pursuance of such offers or agreements as if the power conferred hereby had not expired.

5 That the name of the Company be changed to Sustainable Energy Group Plc.

If you are a registered holder of Ordinary Shares in the Company, whether or not you are able to attend the meeting, you may use the enclosed form of proxy to appoint one or more persons to attend and vote on a poll on your behalf. A proxy need not be a member of the Company.

A form of proxy is provided.

This may be sent by facsimile transfer to 01252 719 232 or by mail to:

The Company Registrar
Altona Energy Plc
c/o Share Registrars Limited
The Courtyard
17 West Street
Farnham
Surrey GU9 7DR

In either case, the signed proxy must be received no later than 48 hours (excluding any part of a day which is not a working day) before the time of the meeting, or any adjournment thereof.

By Order of the Board

Registered office:

Stephen Ronaldson
Company Secretary

30 Percy Street
Fitzrovia
London W1T 2DB

2nd October 2018

Notes to the Notice of General Meeting

Entitlement to attend and vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members 48 hours before the time of the Meeting shall be entitled to attend and vote at the Meeting.

Appointment of proxies

2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

3. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.

4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the registrars of the Company, Share Registrars Limited on 01252 821 390.

5. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

Appointment of proxy using hard copy proxy form

6. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.

To appoint a proxy using the proxy form, the form must be:

completed and signed;

sent or delivered to Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR or by facsimile transmission to 01252 719 232; and

received by Share Registrars Limited no later than 48 hours (excluding any part of a day which is not a working day) prior to the Meeting.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Appointment of proxy by joint members

7. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

Changing proxy instructions

8. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Share Registrars Limited on 01252 821 390.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

9. In order to revoke a proxy instruction you will need to inform the Company using one of the following methods:

By sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR or by facsimile transmission to 01252 719 232. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

In either case, the revocation notice must be received by Share Registrars Limited no later than 48 hours (excluding any part of a day which is not a working day) prior to the Meeting.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Issued shares and total voting rights

10. As at the date of this Notice, the Company's issued ordinary share capital comprised 1,558,956,853 ordinary shares of £0.0001 each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights exercisable as at the date of this Notice is 1,558,956,853.

Communications with the Company

11. Except as provided above, members who have general queries about the Meeting should telephone Nicholas Lyth (Director) on 0776-9906686 (no other methods of communication will be accepted). You may not use any electronic address provided either in this notice of general meeting; or any related documents (including the chairman's letter and proxy form), to communicate with the Company for any purposes other than those expressly stated.

ALTONA ENERGY Plc
FORM OF PROXY FOR USE AT THE GENERAL MEETING

c/o Share Registrars Limited
The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR

I _____, a Member of **ALTONA ENERGY Plc** (hereinafter referred to as 'the Company') and entitled to vote, hereby appoint the Chairman, or _____ as my proxy to attend, speak and vote for me and on my behalf at the General Meeting of the Company to be held on 17th October 2018 at 11.30 a.m. and at any adjournment thereof.

(Please indicate below how you wish your votes to be cast. If the form of proxy is returned without any indication as to how the proxy should vote on any particular matter, the proxy will vote as they think fit.)

	Resolutions	FOR	AGAINST	WITHHELD
Resolution 1	To consolidate every 1000 ordinary shares of £0.0001 each in issue into one ordinary share of £0.1			
Resolution 2	To authorise the Directors to deal with fractions arising on consolidation of shares			
Resolution 3	To authorise the Directors to allot equity securities up to a maximum aggregate nominal value of £112,000			
Resolution 4	To dis-apply pre-emption rights in respect of the shares authorised to be allotted pursuant to Resolution 3			
Resolution 5	To change the Company's name to Sustainable Energy Group Plc			

I/We authorise my/our proxy to act at his/her discretion in relation to any other business arising at the General Meeting (including in respect of the question whether to adjourn such meeting) and at any adjournment of such General Meeting.

Signature
Date
Full name
Address

NOTES

1. Only holders of Ordinary Shares, or their duly appointed representatives, are entitled to attend, speak and vote at the Meeting. A member so entitled may appoint (a) proxy(ies), who need not be (a) member(s), to attend, speak and vote on his/her behalf.
2. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please insert his/her name and delete "the Chairman of the Meeting or".
3. Please indicate how you wish your proxy to vote in the For, Against, Withheld boxes above. Unless otherwise instructed the person appointed a proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on any particular resolution as he/she thinks fit.

4. A corporation must seal this form of proxy or have it signed by an officer or attorney or other person authorised to sign.
5. In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
6. Pursuant to regulation 41 of The Uncertificated Securities Regulations 2001, members will be entitled to attend, speak and vote at the meeting if they are registered on the Company's register of members 48 hours excluding weekends and public holidays, before the time appointed for the meeting or any adjournment thereof.
7. To be valid this form of proxy and any power of attorney or other authority under which it is signed or a notarially certified copy of such power or authority must reach Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR not later than 48 hours before the time of the Meeting (excluding any part of a day which is not a working day). Lodgement of a form of proxy does not preclude a member from attending the Meeting and voting in person.
8. Any alteration to this form must be initialled.
9. The completion and return of a proxy card will not affect the right of a member to attend, speak and vote in person at the meeting convened by this notice.