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**國電科技環保集團股份有限公司**  
GUODIAN TECHNOLOGY & ENVIRONMENT GROUP CORPORATION LIMITED\*  
(a joint stock company incorporated in the People's Republic of China with limited liability)  
(Stock code: 01296)

## **CHANGE OF PRC AUDITOR**

At the 2012 annual general meeting of Guodian Technology & Environment Group Corporation Limited (the “**Company**”) held on May 22, 2013, it was approved, among others, that RSM China Certified Public Accountants (Special General Partnership) (“**RSM China**”) was re-appointed as the Company’s auditor for the financial statements prepared in accordance with the Accounting Standards for Business Enterprises of the People’s Republic of China (the “**PRC**”) for the year 2013 (the “**PRC Auditor**”), and KPMG was re-appointed as the Company’s auditor for the financial statements prepared in accordance with International Financial Reporting Standards for the year 2013 (the “**International Auditor**”), for a term until the conclusion of the Company’s 2013 annual general meeting. RSM China is not responsible for auditing or reviewing financial statements to be incorporated in the Company’s annual or interim reports. KPMG is responsible for auditing or reviewing financial statements to be incorporated in the Company’s 2013 annual or interim reports.

The Company noted that RSM China was merged with Crowe Horwath Certified Public Accountants (Special General Partnership) (“**Crowe Horwath**”); the former RSM China ceased to exist. Members of the professional team who had historically been responsible for the Company’s PRC auditing tasks, however, joined Union Power Certified Public Accountants (Special General Partnership) (“**Union Power**”).

Pursuant to the articles of association of the Company, which provides that, in the event of any vacancy of the office of the accounting firm, the board of directors of the Company (the “**Board**”) may fill up such vacancy by appointing an accounting firm before convening any general meeting.

To maintain continuity and stability of the Company's domestic financial auditing work, the Board, as proposed by the Company's audit committee (the "**Audit Committee**"), resolved to appoint Union Power as the Company's new PRC auditor to fill the vacancy and to hold office commencing from December 27, 2013 until the conclusion of the Company's next annual general meeting to be held in 2014. KPMG remains as the Company's International Auditor.

The Board and the Audit Committee confirm that there are no circumstances in respect of the change of the PRC Auditor that need to be brought to the attention of the shareholders of the Company.

By order of the Board of  
**Guodian Technology & Environment Group Corporation Limited\***  
**Mr. YE Weifang**  
*Vice Chairman*

Beijing, PRC, February 16, 2014

*As at the date of this announcement, the non-executive Directors are Mr. Chen Feihu, Mr. Yang Guang, Mr. Feng Shuchen and Mr. Yan Andrew Y.; the executive Directors of the Company are Mr. Ye Weifang, Mr. Li Hongyuan and Ms. Wang Hongyan; and the independent non-executive Directors are Mr. Lu Yanchang, Mr. Zhai Ligong, Mr. Shi Dinghuan and Mr. Fan Ren Da Anthony.*

\* *For identification purpose only*