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## CHINA NEW ENERGY POWER GROUP LIMITED

中國新能源動力集團有限公司

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 1041)

### APPOINTMENT, RESIGNATION OF DIRECTORS CHANGE OF COMPANY SECRETARY CHANGE OF AUTHORISED REPRESENTATIVE AND CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 16 June 2015: -

- (1) Mr. Chan Chit Kwai (“**Mr. Chan**”) resigned as an independent non-executive director, the member of the Audit Committee, the chairman of the Remuneration Committee and the member of the Nomination Committee of the Company;
- (2) Mr. Lam Kwok Hing Wilfred (“**Mr. Lam**”) was appointed as an executive director, the chairman of the Board, the chairman of the Investment and Management Committee and one of the authorized representatives to the Stock Exchange of the Company;
- (3) Mr. Wu Xiaolin (“**Mr. Wu**”) was appointed as an executive director of the Company;
- (4) Mr. Zeng Zhaolin, (“**Mr. Zeng**”) was appointed as an independent non-executive director, the member of the Audit Committee, the chairman of the Remuneration Committee, the chairman of the Nomination Committee and the member of the Investment and Management Committee of the Company;
- (5) Ms. Tang Man Yi (“**Ms. Tang**”) ceased to be a chairlady of Investment and Management Committee and remains as the member of the Investment and Management Committee of the Company;
- (6) Mr. Ho Long Chin Matthew (“**Mr. Ho**”) ceased to be a chairman of Nomination Committee and remains as the member of the Nomination Committee of the Company; and
- (7) Mr. Lo Wing Sang (“**Mr. Lo**”) ceased to be the authorized representative to the Stock Exchange of the Company; and
- (8) Ms. Chu Wing Sze, Jenny (“**Ms. Chu**”) ceased to be the company secretary and authorized representative to the Stock Exchange of the Company and Ms. Hui Wai Man, Shirley (“**Ms. Hui**”) was appointed as the new company secretary and one of the authorised representatives to the Stock Exchange of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of China New Energy Power Group Limited (the “**Company**”) announces as below:–

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, THE MEMBER OF THE AUDIT COMMITTEE, THE CHAIRMAN OF THE REMUNERATION COMMITTEE AND THE MEMBER OF THE NOMINATION COMMITTEE OF THE COMPANY**

Mr. Chan Chit Kwai (“**Mr. Chan**”) resigned as an independent non-executive director, the member of the Audit Committee, the chairman of the Remuneration Committee and the member of the Nomination Committee of the Company of the Company with effect from 16 June 2015 due to other personal and business commitment.

Mr. Chan has confirmed that he does not have any disagreement with the Board and is not aware of any matters relating to his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its appreciation and gratitude to Mr. Chan for his contributions and services to the Company during his tenure of office.

**APPOINTMENT OF EXECUTIVE DIRECTOR, THE CHAIRMAN OF THE BOARD, THE CHAIRMAN OF THE INVESTMENT AND MANAGEMENT COMMITTEE AND ONE OF THE AUTHORIZED REPRESENTATIVES TO THE STOCK EXCHANGE OF THE COMPANY**

Mr. Lam Kwok Hing Wilfred (“**Mr. Lam**”) was appointed as an executive director of the Company, the chairman of the Board and the chairman of the Investment and Management Committee of the Company and one of the authorized representative of the Company with effect from 16 June 2015.

**Mr. Lam Kwok Hing Wilfred, J.P. (“Mr. Lam”)**, aged 55, Mr. Lam holds a bachelor degree of Law with honours from The University of Hong Kong. He has been actively participating in social activities for years. He is a Justice of Peace of the Hong Kong Special Administrative Region and was awarded the Queen’s Badge of Honour in January 1997. Apart from a Support Force Commander and Assistant Commissioner of Hong Kong Civil Aid Service, Mr. Lam is a director and secretary of Kwai Tsing District Community Development Fund. He is also a Chairman of Friends of the Community Chest Kwai Tsing District Committee. He is an Executive Committee Member of Friendship Association of Guangdong Province and a Founder and Senior President of Shenzhen-Hong Kong Youth Exchange Promotion Association.

Mr. Lam is currently a chairman of the Board and an executive Director of Chinese Strategic Holdings Ltd.(Stock code: 8089). Mr. Lam is also an executive director of Hong Kong Resources Holdings Company Limited (stock code: 2882), a company listed on the Main Board of the Stock Exchange and a director of China Gold Silver Group. Mr. Lam is also a non-executive director of The Hong Kong Building and Loan Agency Limited (stock code: 145), a company listed on the Main Board of the Stock Exchange. Mr. Lam was an independent non-executive director of PME Group Limited (stock code: 379), a company listed on the Main Board of the Stock Exchange from 14 April 2011 to 30 December 2014. He was appointed as positions of vice chairman and non-executive director of National Arts Entertainment and Culture Group Limited (stock code: 8228), a company listed on the GEM of the Stock Exchange between 5 August 2010 and 10 July 2014. He was also an independent non-executive director of Value Convergence Holdings Limited (stock code: 821), a company listed on the Main Board of the Stock Exchange, from 4 January 2010 to 30 May 2013.

Save as disclosed above, Mr. Lam has not held other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas, and does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Lam is not interested nor deemed to be interested in any share, underlying share or debenture of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Lam has entered into a service contract with the Company on 16 June 2015, Mr. Lam is subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the bye-laws of the Company. Mr. Lam is entitled to a director's fee of HK\$1,200,000 per annum which is determined by arm's length negotiation between Mr. Lam and the Company, with reference to his duties and responsibilities, his qualifications, experiences, the prevailing market conditions and the Company's remuneration policy.

Save as disclosed above, as at the date of this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Mr. Lam that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

**Mr. Wu Xiaolin** ("Mr. Wu"), aged 34, graduated from Huaibei Normal University with a Bachelor of Science Degree in Information and Computer Science. Mr. Wu is currently serving as a director of Cancare Commercial (Group) Limited (智偉龍商業(集團)有限公司). He is also a director of Shenzhen Yiwu Small Commodity Market Management Company Limited (深圳市開創義烏小商品市場管理有限公司) and a supervisor of the Shenzhen Cancare Commercial Development Company Limited (深圳市智偉龍商業發展有限公司). Both companies are engaged in the management and operation of trading centres for products such as household appliances, fashion, gifts, watches, accessories, electrical appliance and electronic components.

Mr. Wu is currently an executive director of Mega Medical Technology Limited (stock code: 876), a company listed on the Main Board of the Stock Exchange.

Save as disclosed above, Mr. Wu has not held other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas, and does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Wu is not interested nor deemed to be interested in any share, underlying share or debenture of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Wu has entered into a service contract with the Company on 16 June 2015. Mr. Wu is subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the bye-laws of the Company. Mr. Wu is entitled to a director's fee of HK\$360,000 per annum which is determined by arm's length negotiation between Mr. Wu and the Company, with reference to his duties and responsibilities, his qualifications, experiences, the prevailing market conditions and the Company's remuneration policy.

Save as disclosed above, as at the date of this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Mr. Wu that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board extend a warm welcome to Mr. Lam and Mr. Wu.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, THE MEMBER OF THE AUDIT COMMITTEE, THE CHAIRMAN OF THE REMUNERATION COMMITTEE, THE CHAIRMAN OF THE NOMINATION COMMITTEE AND THE MEMBER OF THE INVESTMENT AND MANAGEMENT COMMITTEE OF THE COMPANY**

Mr. Zeng Zhaolin (“**Mr. Zeng**”), aged 71, holds a Higher Diploma in Chinese Language from South China Normal University (華南師範學院), and attended the “Executive Master of Business Administration Course Seminars” organised by the Sun Yat-Sen University Lingnan (University) College (中山大學嶺南學院). Mr. Zeng is the vice president of the Shenzhen Cancare Group (深圳市智偉龍實業集團) and the vice chairman of the Shenzhen Cancare Group’s Advisory Board (深圳市智偉龍實業集團顧問委員會). In 1998, Mr. Zeng, in the capacity as the General Office director (辦公室主任) of the Guangdong Provincial Chinese People’s Political Consultative Conference (“GPCPPCC”) (廣東省政協), was assigned by the GPCPPCC to station at the then Guangdong Enterprises (Holdings) Limited (粵海企業(集團)有限公司) to act as a liaison between the GPCPPCC, the Hong Kong Special Administrative Region Government, other related groups and associations in Hong Kong. In 1999, Mr. Zeng was also appointed as the assistant inspector for the General Office of the GPCPPCC.

Mr. Zeng was appointed as the Public Relations Deputy director (公關部副部長) in 1999 and General Affairs Department Deputy director (總務部副部長) in 2003 of the Federation of Hong Kong-Guangdong Community (香港廣東社團總會). He was responsible for fostering relationships with the Hong Kong Special Administrative Region Government and other groups and associations in Hong Kong. Mr. Zeng is also a senior researcher of the China Asia-Pacific Research Centre for Economic Development (中國亞太經濟發展研究中心) and visiting researcher of the expert committee of the China Traditional Culture Institute University (中國國學院大學).

Mr. Zeng is currently an independent non-executive director of Mega Medical Technology Limited (stock code: 876), a company listed on the Main Board of the Stock Exchange.

Save as disclosed above, Mr. Zeng has not held other directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas, and does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Zeng is not interested nor deemed to be interested in any share, underlying share or debenture of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Zeng has entered into a service contract with the Company on 16 June 2015. Mr. Zeng is subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the bye-laws of the Company. Mr. Zeng is entitled to a director’s fee of HK\$120,000 per annum which is determined by arm’s length negotiation between Mr. Zeng and the Company, with reference to his duties and responsibilities, his qualifications, experiences, the prevailing market conditions and the Company’s remuneration policy.

Save as disclosed above, as at the date of this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Mr. Zeng that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board extend a warm welcome to Mr. Zeng.

## **CHANGES IN THE COMPOSITION OF BOARD COMMITTEES**

With effect from 16 June 2015, Mr. Ho Long Chin Matthew (“**Mr. Ho**”) ceased to hold the position of the chairman of the Nomination Committee but still remains as the member of the Nomination Committee of the Company. Ms. Tang Man Yi (“**Ms. Tang**”) ceased to hold the position of the chairlady of the Investment and Management Committee but still remains as the member of the Investment and Management Committee of the Company.

## **RESIGNATION AND APPOINTMENT OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

Ms. Chu Wing Sze, Jenny (“**Ms. Chu**”) ceased as the company secretary of the Company with effect from 16 June 2015 and she ceased to act as one of the authorised representatives to the Stock Exchange of the Company as required under Rule 3.05 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Ms. Chu has confirmed that he does not have any disagreement with the Board and there is no matter regarding his resignation which needs to be brought to the attention of the shareholders of the Company.

Mr. Lo Wing Sang (“**Mr. Lo**”) ceased to be the authorized representative to the Stock Exchange of the Company.

The Board is also pleased to announce that Ms. Hui Wai Man, Shirley (“**Ms. Hui**”) was appointed as the company secretary and one of the authorised representatives to the Stock Exchange of the Company with effect from 16 June 2015.

Ms. Hui is a practicing accountant in Hong Kong and is currently a director of a CPA firm and a securities firm. She is a fellow of the Hong Kong Institute of Certified Public Accountants, the Association of Chartered Certified Accountants, the Institute of Chartered Secretaries and Administrators and The Hong Kong Institute of Chartered Secretaries.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Chu for her valuable contributions to the Group during her tenure of service and extend a warm welcome to Ms. Hui.

By Order of the Board  
**China New Energy Power Group Limited**  
**Lo Wing Sang**  
*Executive Director*

Hong Kong, 16 June 2015

*As at the date of this announcement, the Board comprises three executive Director, namely, Mr. Lo Wing Sang, Mr. Lam Kwok Hing Wilfred, JP. (Chairman) and Mr. Wu Xiaolin; two non-executive Directors, namely, Mr. Lu Zhiqiang and Ms. Jin Cheng Grace; and three independent non-executive Directors, namely Mr. Ho Long Chin Matthew, Ms. Tang Man Yi and Mr. Zeng Zhaolin.*