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GCL New Energy Holdings Limited
協鑫新能源控股有限公司
(incorporated in Bermuda with limited liability)
(Stock Code: 451)

CHANGE OF AUDITOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of GCL New Energy Holdings Limited 協鑫新能源控股有限公司 (the “**Company**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The Board announces that PricewaterhouseCoopers has resigned as auditor of the Company with effect from 28 October 2015 (the “**Resignation**”).

The Board has appointed Deloitte Touche Tohmatsu as the new auditor of the Company with effect from 28 October 2015 to fill the casual vacancy following the resignation of PricewaterhouseCoopers and to hold office until the conclusion of the next annual general meeting of the Company.

Deloitte Touche Tohmatsu is currently the auditor of GCL-Poly Energy Holdings Limited, which currently holds indirectly 62.28% issued shares of the Company. The Board has resolved to align with the parent company to appoint Deloitte Touche Tohmatsu as auditor of the Company so as to ensure consistency and efficiency of audit services provided to the parent company and the Company. The Board is of the view that it would be in the best interest of the Company and its holders of securities as a whole.

The Company is incorporated under the laws of Bermuda and to the knowledge of the Board there is no requirement under the laws of Bermuda for the resigning auditor to confirm whether or not there is any circumstance connected with the Resignation which they consider should be brought to the attention of the holders of securities of the Company. PricewaterhouseCoopers has therefore not issued such confirmation. The Board and the audit committee of the Company have confirmed that there are no matters relating to the Resignation that need to be brought to the attention of the holders of securities of the Company.

The Board would like to extend its sincere gratitude to PricewaterhouseCoopers for their quality services provided to the Company in the past years.

By order of the Board
GCL New Energy Holdings Limited
協鑫新能源控股有限公司
Tang Cheng
Chairman

Hong Kong, 28 October 2015

As at the date of this announcement, the executive Directors are Mr. Zhu Gongshan, Mr. Tang Cheng, Mr. Sun Xingping, Ms. Hu Xiaoyan and Mr. Yip Sum Yin; the non-executive Directors are Mr. Zhu Yufeng, Ms. Sun Wei, Mr. Sha Hongqiu and Mr. Yeung Man Chung, Charles; and the independent non-executive Directors are Mr. Wang Bohua, Mr. Xu Songda, Mr. Wang Yanguo, Mr. Lee Conway Kong Wai and Dr. Chen Ying.