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China Power Clean Energy Development Company Limited

中國電力清潔能源發展有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 0735)

PROPOSED CHANGE OF AUDITOR

This announcement is made by China Power Clean Energy Development Company Limited (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 of directors of the Company (the “**Board**”) announces that PricewaterhouseCoopers (“**PwC**”) will retire as auditor of the Company upon expiration of its current term of office with effect from the conclusion of the forthcoming annual general meeting of the Company (the “**2018 AGM**”), and will not be re-appointed.

The Company is regulated by the Ministry of Finance and the State-owned Assets Supervision and Administration Commission of the State Council of the People’s Republic of China (“**PRC**”), and pursuant to the relevant requirements regarding the rotation of auditors issued by the Ministry of Finance and the State-owned Assets Supervision and Administration Commission of the State Council of the PRC, the Company decided to change its auditor as the service term of PwC has reached the prescribed limit. In this connection, in accordance with the above-mentioned requirements and the procurement management requirements of the Company, the Company determined Deloitte Touche Tohmatsu (“**Deloitte**”) to be the candidate for appointment as the Company’s new auditor through a bidding process. The term of service of Deloitte is proposed to commence from the date of members’ approval at the 2018 AGM up to the date of the next annual general meeting of the Company.

PwC has confirmed to Board that there are no matters in connection with its retirement that should be brought to the attention of the members of the Company. The Board and the audit committee of the Company also confirmed that there is no disagreement between PwC and the Company and there are no circumstances or matters in respect of the proposed change of auditor which need to be brought to the attention of the members of the Company.

The Board would like to take this opportunity to express its sincere gratitude to PwC for their professional services and support rendered to the Company in the past years.

By order of the Board
China Power Clean Energy Development Company Limited
Wang Binghua
Chairman

Hong Kong, 7 May 2018

As at the date of this announcement, the board of directors of the Company comprises four executive directors, namely Mr. Wang Fengxue, Mr. Zhao Xinyan, Mr. He Hongxin and Mr. Qi Tengyun; three non-executive directors, namely Mr. Wang Binghua, Mr. Wang Liangyou and Mr. Zhou Jiong, and four independent non-executive directors, namely Mr. Chu Kar Wing, Dr. Li Fang, Mr. Wong Kwok Tai, and Ms. Ng Yi Kum.