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海天水电
HaiTian Hydropower

HAITIAN HYDROPOWER INTERNATIONAL LIMITED

海天水电國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8261)

COMPLETION OF ISSUE OF SUBSCRIPTION SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions set out in the Subscription Agreement have been fulfilled before the Longstop Date and the completion of the Subscription took place on 3 February 2016 in accordance with the terms and conditions of the Subscription Agreement.

An aggregate of 100,000,000 Subscription Shares, representing approximately 4.38% of the issued share capital of the Company immediately after the completion of the Subscription and as at the date of this announcement have been issued to the Subscriber under the General Mandate. The net proceeds raised from the Subscription are approximately HK\$99.9 million.

Reference is made to the first announcement of Haitian Hydropower International Limited (the “**Company**”) dated 31 December 2015 in relation to the Subscription and the clarification announcement of the Company published on the same date in relation to the first announcement (collectively, the “**Subscription Announcement**”). Capitalized terms used in this announcement shall have the same meanings as they were defined in the Subscription Announcement.

The Board is pleased to announce that all the conditions set out in the Subscription Agreement have been fulfilled on or before the Longstop Date and the completion of the Subscription took place on 3 February 2016 in accordance with the terms and conditions of the Subscription Agreement.

An aggregate of 100,000,000 Subscription Shares, representing approximately 4.38% of the issued share capital of the Company immediately after the completion of the Subscription and as at the date of this announcement have been issued to the Subscriber under the General Mandate. The net proceeds raised from the Subscription are approximately HK\$99.9 million.

EFFECTS ON SHAREHOLDING STRUCTURE

The following table sets out the changes in the Company's shareholding structure after the completion of the Subscription:

Shareholders	Immediately before completion of the Subscription		Immediately after the completion of the Subscription	
	<i>Number of Shares</i>	<i>Approximate percentage %</i>	<i>Number of Shares</i>	<i>Approximate percentage %</i>
Mr. Lin Yang and parties acting in concert with him (<i>Note</i>)	1,500,000,000	68.68%	1,500,000,000	65.67%
Subscriber	–	–	100,000,000	4.38%
Other public Shareholders	<u>684,000,000</u>	<u>31.32%</u>	<u>684,000,000</u>	<u>29.95%</u>
Total	<u>2,184,000,000</u>	<u>100.00%</u>	<u>2,284,000,000</u>	<u>100.00%</u>

Note:

Victor River Limited is the registered shareholder of the 1,500,000,000 Shares. Victor River Limited is wholly-owned by Mr. Lin Yang, the chairman and executive director of the Company. Therefore, Mr. Lin Yang is deemed to be interested in such 1,500,000,000 Shares under the SFO:

By order of the Board
Haitian Hydropower International Limited
Lin Yang
Chairman and Executive Director

Fujian Province, the PRC, 3 February 2016

At the date of this announcement, the Board comprises four executive Directors, namely Mr. Lin Yang, Mr. Zheng Xuesong, Mr. Chen Congwen and Mr. Lin Tian Hai; and three independent non-executive Directors, namely Mr. Cheng Chuhan, Mr. Chan Kam Fuk and Mr. Xie Zuomin.

This announcement, for which the Directors' collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purposes of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcement" page of the website of GEM at www.hkgem.com for at least 7 days from the date of its posting and on the website of Company at www.haitianhydropower.com.