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GCL-Poly Energy Holdings Limited

保利協鑫能源控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 3800)

TERMINATION OF ENGINEERING, PROCUREMENT AND CONSTRUCTION AGREEMENT

This announcement is made by the Company pursuant to Rule 14.36 of the Listing Rules.

Reference is made to the announcement of the Company dated 30 June 2012 in relation to the entering into the EPC Agreement between Quanta and SG2 Imperial, the then non-wholly owned subsidiary of the Company. Pursuant to the EPC Agreement, Quanta, acting as a contractor, will provide to SG2 Imperial (as an owner) the turnkey design, engineering, procurement, construction, installation, and performance testing services for a solar generating project with a planned capacity of up to approximately 209 MWdc to be located in California, the United States, at a contract price of approximately US\$280 million.

The Board wishes to inform the shareholders of the Company and potential investors that SG2 Imperial, Quanta and other relevant parties, including the Company, have entered into a Termination Agreement to terminate the EPC Agreement and irrevocably and unconditionally release and discharge all known or unknown claims of each party to the EPC Agreement.

This announcement is made by GCL-Poly Energy Holdings Limited (the “Company”) pursuant to Rule 14.36 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

Reference is made to the announcement dated 30 June 2012 of the Company (the “Announcement”) in relation to the entering into an Engineering, Procurement and Construction Agreement dated 29 June 2012 (the “EPC Agreement”) between Quanta and SG2 Imperial, the then non-wholly owned subsidiary of the Company. Pursuant to the EPC Agreement, Quanta, acting as a contractor, will provide SG2 Imperial (as an owner) the turnkey design, engineering, procurement, construction, installation, and performance testing services for a solar generating project with a planned capacity of up to approximately 209 MWdc in California, the United States, at a contract price of approximately US\$280

million. Only limited notices to proceed (“LNTTP”, the EPC Agreement and LNTTP collectively known as “Quanta EPC”) were issued under the EPC Agreement. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Announcement.

GCL Imperial Valley, LLC (the Company’s wholly-owned subsidiary) and Solar Gen 2 LLC (a third party which is independent of the Company) were the owners of SG2 Imperial which owned the Project. On 19 March 2013, GCL Imperial Valley, LLC sold its entire ownership in SG2 Imperial to Solar Gen 2 LLC and thus SG2 Imperial is no longer a subsidiary of the Company. As a condition of the sale, GCL Imperial Valley, LLC was obligated to terminate the Quanta EPC, and obtain a release from all claims and obligations under the Quanta EPC and with respect to the Project.

On 11 November 2013, SG2 Imperial, Quanta and other relevant parties, including the Company, entered into a termination and release agreement (the “Termination Agreement”), which Termination Agreement is effective as of 31 October 2013. Pursuant to the Termination Agreement, all the rights, powers, privileges and obligations of any party under the Quanta EPC were terminated and any party’s known and unknown claims were irrevocably and unconditionally released and discharged upon the execution of the Termination Agreement.

By order of the Board
GCL-Poly Energy Holdings Limited
Zhu Gongshan
Chairman

Hong Kong, 14 November 2013

As at the date of this announcement, the Board comprises Mr. Zhu Gongshan (Chairman), Mr. Ji Jun, Mr. Shu Hua, Mr. Yu Baodong, Ms. Sun Wei, and Mr. Zhu Yufeng as executive directors; Mr. Zhou Yuan and Mr. Zhang Qing as non-executive directors; Mr. Qian Zhixin, Ir. Dr. Raymond Ho Chung Tai, Mr. Xue Zhongsu and Mr. Yip Tai Him as independent non-executive directors.