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HANERGY THIN FILM POWER GROUP LIMITED **漢能薄膜發電集團有限公司**

(Incorporated in Bermuda with limited liability)

(Stock code: 566)

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

Reference is made to the announcement jointly issued by Hanergy Thin Film Power Group Limited (the “**Company**”) and Hanergy Mobile Energy Holding Group Co., Ltd (the “**Offeror**”) dated 26 February 2019 (the “**Joint Announcement**”) in relation to, amongst other things, the Proposal on the Company by the Offeror by way of a scheme of arrangement under Section 99 of the Bermuda Companies Act. Unless the context requires otherwise, terms defined in the Joint Announcement have the same meanings when used herein.

Pursuant to Rule 2.1 of the Takeovers Code, the Board announces that TC Capital International Limited (“**TC Capital**”), a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the independent financial adviser of the Company (the “**Independent Financial Adviser**”) to advise the Independent Board Committee, comprising Mr. Lo Man Tuen, Professor He Xiaofeng, Professor Zhang Qiusheng and Mr. Wang Dan, on matters in connection with the Proposal. The appointment of TC Capital as the Independent Financial Adviser has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The letter of advice from the Independent Financial Adviser and the recommendations of the Independent Board Committee in relation to the Proposal will be included in the Scheme Document to be despatched jointly by the Company and the Offeror to the Shareholders in due course.

Warning: Shareholders and potential investors should be aware that the Proposal is subject to the Conditions being fulfilled or waived, as applicable, and therefore the Proposal may or may not be implemented. This announcement is made in compliance with the Takeovers Code for the sole purpose of informing Shareholders of the fact that an independent financial adviser has been appointed to advise the Independent Board Committee. Shareholders and potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the board of
Hanergy Thin Film Power Group Limited
Yuan Yabin
Chairman

Hong Kong, 27 February 2019

As at the date of this announcement, the executive Directors are Mr. Yuan Yabin (Chairman), Dr. Lam Yat Ming Eddie (Vice Chairman), Mr. Si Haijian (Chief Executive Officer), Mr. Huang Songchun (Financial Controller), Mr. Xu Xiaohua and Mr. Zhang Bin; and the independent non-executive Directors are Mr. Lo Man Tuen, G.B.S., JP, Professor He Xiaofeng, Professor Zhang Qiusheng and Mr. Wang Dan.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

* *for identification purposes only*