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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)**

**ANNOUNCEMENT**

**RESIGNATION AND APPOINTMENT OF CHAIRMAN  
OF THE BOARD, EXECUTIVE DIRECTORS AND  
NON-EXECUTIVE DIRECTOR, AND  
CHANGE IN COMPOSITION OF NOMINATION COMMITTEE  
AND INVESTMENT AND BUDGET MANAGEMENT COMMITTEE**

The Company announces that Mr. Wang Binghua has resigned as a non-executive Director and Chairman of the Board, and has also resigned as the chairman of the Nomination Committee. Each of Mr. Wang Fengxue and Mr. Zhao Xinyan has resigned as an executive Director and Mr. Zhao Xinyan has also resigned as the chairman of the Investment and Budget Management Committee.

The Company is pleased to announce that Mr. Tian Jun has been appointed as a non-executive Director, Chairman of the Board and the chairman of the Nomination Committee. Each of Mr. He Lianhui and Mr. Sun Guigen has been appointed as an executive Director, and Mr. Sun Guigen has been appointed as the chairman of the Investment and Budget Management Committee.

All of the above appointments, resignations and changes to the composition of the Nomination Committee and the Investment and Budget Management Committee took effect from 27 March 2019.

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

## **RESIGNATION OF DIRECTORS**

China Power Clean Energy Development Company Limited (the “**Company**”) announces the following resignations of directors of the Company (“**Director**”), with effect from 27 March 2019:

1. Mr. Wang Binghua has resigned as a non-executive Director and chairman of the Board of Directors (the “**Board**”) due to retirement, and has also resigned as the chairman of the Nomination Committee;
2. Mr. Wang Fengxue has resigned as an executive Director due to work re-designation; and
3. Mr. Zhao Xinyan has resigned as an executive Director due to work re-designation, and he has also resigned as the chairman of the Investment and Budget Management Committee.

Mr. Wang Binghua, Mr. Wang Fengxue and Mr. Zhao Xinyan have each confirmed that there is no disagreement with the Board and there is no matter relating to their resignations that need to be brought to the attention of the shareholders of the Company.

The Board wishes to express its gratitude to Mr. Wang Binghua, Mr. Wang Fengxue and Mr. Zhao Xinyan for their contributions to the Board and the Company during their terms of office.

## **APPOINTMENT OF DIRECTORS**

### **Appointment of Chairman of the Board, Non-executive Director and Chairman of Nomination Committee**

The Company is pleased to announce that Mr. Tian Jun has been appointed as a non-executive Director and Chairman of the Board with effect from 27 March 2019. Mr. Tian Jun has also been appointed as the chairman of the Nomination Committee with effect from the same date.

Mr. Tian Jun 田鈞 (“**Mr. Tian**”), aged 53, is a senior engineer at professor level and has a master of engineering degree from Taiyuan University of Technology. Mr. Tian has been appointed as a director of China Power New Energy Development Company Limited (“**CPNE**”), a subsidiary of the Company, with effect from 27 March 2019. Mr. Tian is currently an executive director and president of China Power International Development Limited (“**CPIDL**”), the shares of which are listed on The Stock Exchange of Hong Kong Limited, and a director and the general manager of China Power International Holding Limited (“**CPI Holding**”), a substantial shareholder of the Company.

Mr. Tian previously served as the general manager of Hejin Power Branch of Shanxi Zhangze Electric Power Co., Ltd.\* (山西漳澤電力股份有限公司河津發電分公司), the deputy general manager and the chief engineer of CPI Power Operation Co., Ltd.\* (中電投發電運營有限公司), the deputy general manager of CPI Xinjiang Energy Co., Ltd.\* (中電投新疆能源有限公司), the deputy director of the Safety and Environmental Protection Supervision Department of State Power Investment Corporation Limited\* (國家電力投資集團有限公司) (“SPIC”). From June 2015 to April 2017, Mr. Tian was a director and the general manager of State Power Investment Corporation Yuanda Environmental Protection Co., Ltd.\* (國家電投集團遠達環保股份有限公司), shares of which are listed on the Shanghai Stock Exchange.

Mr. Tian has entered into a service contract with the Company as a non-executive Director. Mr. Tian has no fixed term of appointment with the Company, but is subject to retirement by rotation and re-election in annual general meeting in accordance with the Articles of Association of the Company. Mr. Tian is not entitled to any Director’s fee.

### **Appointment of Executive Director**

The Company is pleased to announce that Mr. He Lianhui has been appointed as an executive Director with effect from 27 March 2019.

Mr. He Lianhui 何聯會 (“Mr. He”), aged 48, is a senior accountant and holds a master degree in accounting from Dongbei University of Finance and Economics. Mr. He has been appointed as a director of CPNE, a subsidiary of the Company, with effect from 27 March 2019. Mr. He is currently the financial controller of CPIDL, and the financial controller of CPI Holding, a substantial shareholder of the Company.

Mr. He previously served as the chief accountant of Jilin Power Supply Bureau\* (吉林市供電局), the deputy head of the finance department of Jilin Province Electric Power Company Limited\* (吉林省電力有限公司), the general manager of the Finance and Property Management Department and the Finance Department of CPI Holding and CPIDL, the deputy chief accountant of CPI Holdings and CPIDL, the financial controller of Wu Ling Power Corporation\* (五凌電力有限公司) and the financial controller of the Hunan branch of SPIC.

Mr. He has entered into a service contract with the Company as an executive Director. Mr. He has no fixed term of appointment with the Company, but is subject to retirement by rotation and re-election in annual general meeting in accordance with the Articles of Association of the Company. Mr. He is not entitled to any Director’s fee.

## **Appointment of Executive Director and Chairman of Investment and Budget Management Committee**

The Company is pleased to announce that Mr. Sun Guigen has been appointed as an executive Director and the chairman of the Investment and Budget Management Committee with effect from 27 March 2019.

Mr. Sun Guigen 孫貴根 (“**Mr. Sun**”), aged 53, is a senior engineer and holds a master of business administration degree from Shanghai University of Finance and Economics. Mr. Sun has been the general manager of China Power International New Energy Holding Limited\* (中電國際新能源控股有限公司), the subsidiary of the Company since August 2016, and he also serves as a director of each of the following subsidiaries of the Company: China Green Energy International Limited, China Power (New Energy) Holdings Limited, Green Health Development Company Limited, and Hong Kong China Power New Energy Holdings Limited. Mr. Sun has been appointed as a director of CPNE, a subsidiary of the Company, with effect from 27 March 2019. Mr. Sun is currently a vice president of CPIDL, and a deputy general manager of CPI Holding, a substantial shareholder of the Company.

Mr. Sun previously served as the chief engineer of CPIDL and CPI Holding, the deputy chairman of Jiangsu Changshu Electric Power Generating Company Limited\* (江蘇常熟發電有限公司), the chairman of Sichuan CPI Fuxi Power Company Limited\* (四川中電福溪電力開發有限公司), the general manager of Huanggang Dabieshan Power Company Limited\* (黃岡大別山發電有限責任公司), the deputy general manager of China Power Maintenance Engineering Company Limited\* (中電電力檢修工程有限公司) and the deputy general manager of Anhui Huainan Pingwei Electric Power Company Limited\* (安徽淮南平圩發電有限責任公司).

Mr. Sun has entered into a service contract with the Company as an executive Director. Mr. Sun has no fixed term of appointment with the Company, but is subject to retirement by rotation and re-election in annual general meeting in accordance with the Articles of Association of the Company. Mr. Sun is not entitled to any Director’s fee.

Unless otherwise disclosed above, as at the date of this announcement, Mr. Tian, Mr. He and Mr. Sun:

- (i) do not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap 571 of Laws of Hong Kong);
- (ii) are not related to any directors, senior management, substantial shareholders or controlling shareholders (both as defined under the Listing Rules) of the Company; and
- (iii) have not held any other directorship in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas.

In respect of the appointments of Mr. Tian, Mr. He and Mr. Sun, there is no other information which is discloseable pursuant to any of the requirements of Rules 13.51(2) (h) to (v) of the Listing Rules, and there is no other matter relating to their appointments, other than as stated above, which needs to be brought to the attention of the holders of securities of the Company pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to express its warm welcome to Mr. Tian, Mr. He and Mr. Sun for joining the Board.

By order of the Board  
**China Power Clean Energy Development Company Limited**  
**Tian Jun**  
*Chairman*

Hong Kong, 27 March 2019

*As at the date of this announcement, the board of directors of the Company comprises four executive directors, namely Mr. He Hongxin, Mr. He Lianhui, Mr. Sun Guigen and Mr. Qi Tengyun; two non-executive directors, namely Mr. Tian Jun 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.*

\* *For identification purpose only*