

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



國電科技環保集團股份有限公司

GUODIAN TECHNOLOGY & ENVIRONMENT GROUP CORPORATION LIMITED*

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 01296)

**APPOINTMENT OF JOINT COMPANY SECRETARY
AND
WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28
AND 8.17 OF THE LISTING RULES**

APPOINTMENT OF JOINT COMPANY SECRETARY

Reference is made to the announcement of Guodian Technology & Environment Group Corporation Limited* (the “**Company**”) dated 29 November 2016 (the “**Announcement**”) in relation to, among others, the appointment of Ms. Mok Ming Wai (“**Ms. Mok**”) as the company secretary of the Company.

The board of directors of the Company (the “**Board**”) is pleased to announce that further to his appointment as secretary to the Board on 6 January 2017, Mr. Cai Zhaowen (“**Mr. Cai**”) has been appointed as a joint company secretary of the Company (the “**Joint Company Secretary**”, and together with Ms. Mok, the “**Joint Company Secretaries**”) with effect from 30 March 2017.

Mr. Cai joined the Group on 18 March 2014 and is the vice president of the Company and secretary to the Board. He graduated from Tsinghua University, with a bachelor's degree in hydraulic structure and environmental engineering, and a master's degree in business management. He is a senior engineer. Mr. Cai previously served successively as executive vice president of Yinchun Xinganling Wind Power Co., Ltd., Yilan Longyuan Wind Power Co., Ltd. and Yenan Longyuan Wind Power Co., Ltd., assistant general manager and director of the planning and development department of China Longyuan Power Group Corporation Limited, and chairman of Guodian United Power Technology Co., Ltd.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”), a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Mr. Cai does not currently possess the qualifications of company secretary as required under Rules 3.28 and 8.17 of the Listing Rules. However, Mr. Cai has a thorough understanding of and extensive experience in dealing with the operations and business of the Company. In this regard, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of Mr. Cai’s appointment as a Joint Company Secretary (the “**Waiver Period**”), on the conditions that: (i) Mr. Cai will be assisted by Ms. Mok, the other Joint Company Secretary who possesses the relevant professional qualifications of company secretary required under Rules 3.28 and 8.17 of the Listing Rules, during the Waiver Period; (ii) the Company shall notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that, after the end of the Waiver Period, the Company will be able to demonstrate that Mr. Cai can satisfy Rule 3.28 of the Listing Rules, having had the benefit of Ms. Mok’s assistance such that a further waiver will not be necessary; and (iii) the Company will announce the details of such waiver, including its reasons and conditions.

The Board would like to take this opportunity to congratulate Mr. Cai on his new appointment.

By order of the Board of
Guodian Technology & Environment Group Corporation Limited*
Mr. YANG Guang
Chairman

Beijing, PRC, 30 March 2017

As at the date of this announcement, the executive directors are Mr. Yang Guang, Mr. Chen Dongqing and Mr. Tang Chaoxiong; the non-executive directors are Mr. Wang Zhongqu, Mr. Zhang Wenjian, Mr. Feng Shuchen and Mr. Yan Andrew Y.; and the independent non-executive directors are Mr. Shen Xiaoliu, Mr. Qu Jiuhui, Mr. Xie Qiuye and Mr. Fan Ren Da Anthony.

* For identification purposes only