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**CHINA SUNTIEN GREEN ENERGY CORPORATION LIMITED\***

**新天綠色能源股份有限公司**

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

**(Stock Code: 00956)**

**ANNOUNCEMENT**

**APPOINTMENT OF CHAIRMAN AND RE-DESIGNATION OF DIRECTOR  
CHANGE OF MEMBERS OF NOMINATION COMMITTEE,  
REMUNERATION AND APPRAISAL COMMITTEE AND  
THE STRATEGIC AND INVESTMENT COMMITTEE  
CHANGE OF PRESIDENT**

The Board hereby announces that, with effect from 28 March 2013:

1. Dr. Cao Xin, an executive director of the Company, has been re-designated as a non-executive director of the Company and elected as the Chairman of the Board on the thirteenth meeting of the first session of the Board held on 28 March 2013. Dr. Cao Xin's terms of office for director and Chairman of the Board will expire upon the expiry of the term of the current session of the Board;
2. Dr. Cao Xin has resigned as the president of the Company and Mr. Gao Qing Yu has been appointed as the president of the Company; and
3. Dr. Cao Xin has been appointed as the chairman and member of the Nomination Committee, a member of the Remuneration and Appraisal Committee and the chairman of the Strategic and Investment Committee, respectively.

Reference is made to the announcement made by China Suntien Green Energy Corporation Limited (the “**Company**”) titled “Announcement – Resignation of Chairman and Non-executive Director” dated 27 March 2013 in relation to the resignation of Dr. Li Lian Ping from the duties of Chairman of the Board, a non-executive director, chairman and member of the Nomination Committee, member of the Remuneration and Appraisal Committee and the chairman and member of the Strategic and Investment Committee of the Company with effect from 27 March 2013 due to his official appointment by the State-owned Assets Supervision & Administration Commission of the People’s Government of Hebei Province. In response to the resignation of Dr. Li Lian Ping, the Company has made corresponding changes in the composition of the board of directors of the Company (the “**Board**”) and its related committees and the management.

### **Re-designation of Director and Appointment of Chairman**

The Board hereby announces that with effect from 28 March 2013, Dr. Cao Xin, an executive director of the Company, has been re-designated as a non-executive director of the Company and elected as the Chairman of the Board on the thirteenth meeting of the first session of the Board held on 28 March 2013. Dr. Cao Xin’s terms of office for director and Chairman of the Board will expire upon the expiry of the term of the current session of the Board and Dr. Cao Xin will be eligible for re-election pursuant to the Articles of Association of the Company.

Dr. Cao Xin, aged 41, has been an executive director and the president of the Company since 9 February 2010. Since June 2006, he has been acting as general manager of HECIC New-energy Co., Ltd., a wholly-owned subsidiary of the Company. Dr. Cao successively served as manager of the second public utilities department and the assistant to the general manager of HECIC. He graduated from Renmin University of China with a doctorate in economics.

Given that Dr. Cao Xin has been re-designated as a non-executive director of the Company, the executive director service contract entered into between the Company and Dr. Cao Xin has been terminated on 28 March 2013. The Company has entered into an appointment letter with Dr. Cao Xin in relation to his duties as Chairman and non-executive director of the Company on 28 March 2013. Dr. Cao Xin received remuneration from the Company during his term of executive director and his remuneration was determined in accordance with the criteria of the Remuneration Management Measures of the Company, which included basic salary, performance bonuses and other benefits. Basic salary was determined in accordance with Dr. Cao Xin’s positions in the Company, performance bonus was determined with reference to the Company’s business performance and other benefits included statutory pension, medical and housing fund. Dr. Cao Xin’s remuneration will be determined at the end of each year and disclosed in the Company’s annual report of the corresponding year.

To the best of the knowledge of the directors of the Company and save as disclosed above, Dr. Cao Xin did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. Dr. Cao Xin does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company, nor does he hold any position in the Company or any of its subsidiaries. As of the date of this announcement, Dr. Cao Xin does not have any interest in the shares of the Company or its associated

corporations within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed above, there is no other information in relation to the appointment of Dr. Cao Xin that needs to be disclosed pursuant to the requirements set out in Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), nor are there any other matters that need to be brought to the attention of the shareholders of the Company.

### **Change of President**

The Board further announces that with effect from 28 March 2013, Dr. Cao Xin has resigned as the president of the Company and Mr. Gao Qing Yu, a former vice-president, has been appointed as the president of the Company on the same date.

**Mr. Gao Qing Yu**, aged 49, was appointed as an executive director and vice-president of the Company on 9 February 2010. He has been acting as general manager of Hebei Natural Gas Company Ltd. (“**Hebei Natural Gas**”) since April 2010 and chairman of the labour union in Hebei Natural Gas since October 2004. From October 2004 to April 2010, Mr. Gao was the deputy general manager of Hebei Natural Gas. He graduated from The Open University of Hong Kong with a master’s degree in business administration.

The Company entered into an executive director service contract with Mr. Gao commencing on 9 February 2010 and expiring upon the expiry of the term of the current session of the Board. Mr. Gao will be entitled to receive remuneration from the Company during his term of executive director and his remuneration will be determined in accordance with the requirements of the Remuneration Management Measures of the Company, which included basic salary, performance bonuses and other benefits. Basic salary is determined in accordance with Mr. Gao’s positions in the Company, performance bonus is determined with reference to the Company’s business performance and other benefits included statutory pension, medical and housing fund. After the appointment of Mr. Gao as the president of the Company, he will continue to receive remuneration in accordance with the above standard. Mr Gao’s remuneration will be determined at the end of each year and disclosed in the Company’s annual report of the corresponding year.

To the best of the knowledge of the directors of the Company and save as disclosed above, Mr. Gao did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. Mr. Gao does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company, nor does he hold any position in the Company or any of its subsidiaries. As of the date of this announcement, Mr. Gao does not have any interest in the shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed above, there is no other information in relation to the appointment of Mr. Gao that needs to be disclosed pursuant to the requirements set out in Rule 13.51(2) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the shareholders of the Company.

## **Change of Members of Nomination Committee, Remuneration and Appraisal Committee and the Strategic and Investment Committee**

The Board further announces that with effect from 28 March 2013, Dr. Cao Xin has been appointed as the chairman and member of the Nomination Committee, a member of the Remuneration and Appraisal Committee and the chairman of the Strategic and Investment Committee, respectively.

As such, the members of the Nomination Committee, Remuneration and Appraisal Committee and Strategic and Investment Committee are as follows:

<b>Nomination Committee</b>	<b>Remuneration and Appraisal Committee</b>	<b>Strategic and Investment Committee</b>
Dr. Cao Xin ( <i>chairman</i> )	Mr. Qin Hai Yan ( <i>chairman</i> )	Dr. Cao Xin ( <i>chairman</i> )
Mr. Zhao Hui Ning	Dr. Cao Xin	Mr. Zhao Hui Ning
Mr. Ding Jun	Mr. Ding Jun	
Mr. Qin Hai Yan		
Mr. Yue Man Yiu Matthew		

By order of the Board of  
**China Suntien Green Energy Corporation Limited**  
**Zhao Hui**  
*Executive Director/Joint Company Secretary*

Beijing, the PRC, 28 March 2013

*As at the date of this announcement, the non-executive directors of the Company are Dr. Cao Xin, Mr. Zhao Hui Ning and Mr. Xiao Gang; the executive directors of the Company are Mr. Gao Qing Yu, Mr. Zhao Hui and Mr. Sun Xin Tian; and the independent non-executive directors of the Company are Mr. Qin Hai Yan, Mr. Ding Jun, Mr. Wang Xiang Jun and Mr. Yue Man Yiu Matthew.*

\* *for identification purpose only*