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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 OF THE RESOLUTIONS PASSED  
AT THE FIRST H SHAREHOLDERS CLASS MEETING IN 2013,  
THE FIRST DOMESTIC SHAREHOLDERS CLASS MEETING IN 2013  
AND THE FIRST EXTRAORDINARY GENERAL MEETING IN 2013**

The Board is pleased to announce that the H Shareholders Class Meeting, the Domestic Shareholders Class Meeting and the EGM were held on Wednesday, 23 October 2013 and all resolutions as set out in the notices of the H Shareholders Class Meeting, the Domestic Shareholders Class Meeting and the EGM were duly passed by way of poll.

References are made to the announcement of China Suntien Green Energy Corporation Limited (the “**Company**”) dated 6 October 2013 in relations to the postponement of the EGM and Shareholders Class Meetings and extension of book closure period, the circular dated 5 September 2013 (the “**Circular**”), the notice of the first Domestic Shareholders class meeting in 2013 (the “**Domestic Shareholders Class Meeting**”) dated 23 August 2013, the notice of the first H Shareholders class meeting in 2013 (the “**H Shareholders Class Meeting**”) dated 23 August 2013 and the notice of the first extraordinary general meeting of the Company in 2013 (the “**EGM**”) dated 23 August 2013. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the H Shareholders Class Meeting, the Domestic Shareholders Class Meeting and the EGM were held on Wednesday, 23 October 2013 at 9 a.m., 9:30 a.m. and 10 a.m. at the Jixian Hall, 5th Floor, Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC, respectively.

**1. ATTENDANCE OF THE MEETINGS**

(1) The H Shareholders Class Meeting

As at the date of the H Shareholders Class Meeting, the H Shares entitling the holders to attend and vote for or against any of the resolutions proposed at the H Shareholders Class Meeting aggregated to 1,362,279,000 H Shares. There were no restrictions on

any H Shareholder casting votes on the resolutions proposed at the H Shareholders Class Meeting. No party has stated his/her/its intention to vote against the resolutions proposed at the H Shareholders Class Meeting or to abstain from voting.

H Shareholders and their proxies representing 614,131,285 H Shares with voting rights in the Company, representing approximately 45.1% of the total issued H Share capital of the Company as at the date of the H Shareholders Class Meeting, attended the H Shareholders Class Meeting.

(2) The Domestic Shareholders Class Meeting

As at the date of the Domestic Shareholders Class Meeting, the Domestic Shares entitling the holders to attend and vote for or against any of the resolutions proposed at the Domestic Shareholders Class Meeting aggregated to 1,876,156,000 Domestic Shares. There were no restrictions on any Domestic Shareholder casting votes on the resolutions proposed at the Domestic Shareholders Class Meeting. No party has stated his/her/its intention to vote against the resolutions proposed at the Domestic Shareholders Class Meeting or to abstain from voting.

Domestic Shareholders and their proxies representing 1,876,156,000 Domestic Shares with voting rights in the Company, representing 100% of the total issued Domestic Share capital of the Company as at the date of the Domestic Shareholders Class Meeting, attended the Domestic Shareholders Class Meeting.

(3) The EGM

As at the date of the EGM, the Shares entitling the holders to attend and vote for or against any of the special resolutions in relation to issuance of Placing Shares and issuance of non-public debt financing instruments and ordinary resolution related to the change of the PRC auditors of the company for the year 2013 proposed at the EGM aggregated to 3,238,435,000 Shares, including 1,876,156,000 Domestic Shares and 1,362,279,000 H Shares. There were no restrictions on any Shareholder casting votes on the resolutions proposed at the EGM. Save as HECIC, HECIC Water and their respective associates who were required to abstain from voting for the ordinary resolution related to the continuing connected transaction and discloseable transaction under the Financial Services Framework Agreement, no party has stated his/her/its intention to vote against the resolutions proposed at the EGM or to abstain from voting.

In respect of the special resolutions in relation to issuance of Placing Shares and issuance of non-public debt financing instruments and ordinary resolution related to the change of the PRC auditors of the Company for the year 2013, Shareholders and their proxies representing 2,564,965,285 Shares with voting rights in the Company, representing approximately 79.2% of the total issued Share capital of the Company as at the date of the EGM, attended the EGM. In respect of the ordinary resolutions related to the continuing connected transaction and discloseable transaction under the Financial Services Framework Agreement, Shareholders and their proxies representing 569,055,285 Shares with voting rights in the Company, representing approximately 17.6% of the total issued Share capital of the Company as at the date of the EGM, attended the EGM. HECIC, the controlling shareholder of the Company, and HECIC Water, the substantial shareholder, hold 1,876,156,000 Shares, representing

approximately 57.9% of the total issued shares, which are required to abstain from voting in respect of the continuing connected transaction and discloseable transaction under the Financial Services Framework Agreement at the EGM and shares held by them will not be counted for the relevant resolutions. Thus, only the Independent Shareholders (excluding HECIC, HECIC Water and their respective associates) holding a total of 1,362,279,000 Shares shall be entitled to attend and vote for or against such resolutions at the EGM. Among all 1,362,279,000 Shares, there is no Share entitling Shareholders to attend and vote only against the resolutions at the EGM. Save for the abstain from voting in respect of the resolutions proposed at the EGM by HECIC and HECIC Water as disclosed above, no party has stated his/her/its intention in the Circular to vote against any resolutions proposed at the EGM or to abstain from voting.

The H Shareholders Class Meeting, the Domestic Shareholders Class Meeting and the EGM were legally and validly convened in compliance with the requirements of the Company Law of the PRC and the articles of association of the Company. Dr. Cao Xin, the Chairman of the Company, chaired the H Shareholders Class Meeting, the Domestic Shareholders Class Meeting and the EGM.

## 2. POLL RESULTS OF THE MEETINGS

### (1) The H Shareholders Class Meeting

At the H Shareholders Class Meeting, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolutions	Number of shares voted and percentage of total number of shares voted (%)		Attending and Voting
	For	Against	
To consider and approve the following resolutions in respect of the proposal to issue the Placing Shares: “THAT: the following items of the issuance of the Placing Shares (as defined in the announcement of the Company in respect of the proposed placing of its H shares dated 16 August 2013) be and are hereby individually approved and be implemented subject to a number of approvals from the relevant PRC regulatory authorities:			
(1) Class of Shares	444,993,878 (72.459080%)	169,137,407 (27.540920%)	614,131,285
(2) Nominal value of each Placing Shares	444,993,878 (72.459080%)	169,137,407 (27.540920%)	614,131,285

(3) Size of issuance	411,054,878 (66.932737%)	203,076,407 (33.067263%)	614,131,285
(4) Issuance method	410,639,878 (66.865162%)	203,491,407 (33.134838%)	614,131,285
(5) Target investors	410,639,878 (66.865162%)	203,491,407 (33.134838%)	614,131,285
(6) Pricing	409,519,878 (66.849879%)	203,076,407 (33.150121%)	612,596,285
(7) Use of proceeds	449,303,878 (73.160884%)	164,827,407 (26.839116%)	614,131,285
(8) Accumulated undistributed profit	444,993,878 (72.459080%)	169,137,407 (27.540920%)	614,131,285
(9) Validity period of the shareholders' resolutions	444,993,878 (72.459080%)	169,137,407 (27.540920%)	614,131,285
(10) Matters relating to authorisation in connection with the issuance of the Placing Shares.”	450,770,366 (73.399675%)	163,360,919 (26.600325%)	614,131,285

As the above resolutions were passed by more than two-thirds majority, these resolutions were duly passed as special resolutions.

In compliance with the requirements of the Hong Kong Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer for the vote-taking at the H Shareholders Class Meeting.

(2)The Domestic Shareholders Class Meeting

At the Domestic Shareholders Class Meeting, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolutions	Number of shares voted and percentage of total number of shares voted (%)		Attending and Voting
	For	Against	
<p>To consider and approve the following resolutions in respect of the proposal to issue the Placing Shares:</p> <p>“THAT: the following items of the issuance of the Placing Shares (as defined in the announcement of the Company in respect of the proposed placing of its H Shares dated 16 August 2013) be and are hereby individually approved and be implemented subject to a number of approvals from the relevant PRC</p>			

regulatory authorities:			
(1) Class of Shares	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(2) Nominal value of each placing shares	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(3) Size of issuance	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(4) Issuance method	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(5) Target investors	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(6) Pricing	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(7) Use of proceeds	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(8) Accumulated undistributed profit	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(9) Validity period of the shareholders' resolutions	1,876,156,000 (100%)	0 (0%)	1,876,156,000
(10) Matters relating to authorisation in connection with the issuance of the Placing Shares.”	1,876,156,000 (100%)	0 (0%)	1,876,156,000

As the above resolutions were passed by more than two-thirds majority, these resolutions were duly passed as special resolutions.

In compliance with the requirements of the Hong Kong Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer for the vote-taking at the Domestic Shareholders Class Meeting.

### (3) The EGM

At the EGM, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolutions	Number of shares voted and percentage of total number of shares voted (%)		Attending and voting
	For	Against	
1. To consider and approve the following resolutions in respect of the proposal to issue the Placing Shares: “THAT: the following items of the issuance of the Placing Shares (as defined and specified in the announcement of the Company in respect of the			

proposed placing of its H shares dated 16 August 2013) be and are hereby individually approved and be implemented subject to a number of approvals from the relevant PRC regulatory authorities:			
(1) Class of Shares	2,390,500,878 (93.198177%)	174,464,407 (6.801823%)	2,564,965,285
(2) Nominal value of each placing shares	2,390,500,878 (93.198177%)	174,464,407 (6.801823%)	2,564,965,285
(3) Size of issuance	2,356,561,878 (91.875001%)	208,403,407 (8.124999%)	2,564,965,285
(4) Issuance method	2,356,146,878 (91.858821%)	208,818,407 (8.141179%)	2,564,965,285
(5) Target investors	2,356,146,878 (91.858821%)	208,818,407 (8.141179%)	2,564,965,285
(6) Pricing	2,355,026,878 (91.870136%)	208,403,407 (8.129864%)	2,563,430,285
(7) Use of proceeds	2,360,871,878 (92.043034%)	204,093,407 (7.956966%)	2,564,965,285
(8) Accumulated undistributed profit	2,390,500,878 (93.198177%)	174,464,407 (6.801823%)	2,564,965,285
(9) Validity period of the shareholders' resolutions	2,390,500,878 (93.198177%)	174,464,407 (6.801823%)	2,564,965,285
(10) Matters relating to authorisation in connection with the issuance of the Placing Shares.”	2,396,277,366 (93.423384%)	168,687,919 (6.576616%)	2,564,965,285
2. To consider the resolutions in relation to the private placement of financial instruments:  “THAT:			
(1) the private placement of financial instruments with an aggregate principal amount of up to RMB1 billion by the Company be and hereby approved.	2,464,044,285 (98.562076%)	35,948,000 (1.437924%)	2,499,992,285
(2) the Board and its authorized persons be and are hereby generally and	2,497,983,285 (99.919640%)	2,009,000 (0.080360%)	2,499,992,285

<p>unconditionally authorized, in appropriate circumstances, to deal with all such matters relating to the registration and issue of the aforementioned debt financing instruments for the best interest of the Company pursuant to the applicable laws, regulations and market conditions.</p>			
<p>(3) Subject to the shareholders' approval at the EGM, the Company shall apply for registration with the National Association of Financial Market Institutional Investors and circulation of the issued debt financing instruments in the inter-bank bond market after the issue of such debt financing instruments.”</p>	<p>2,497,983,285 (99.919640%)</p>	<p>2,009,000 (0.080360%)</p>	<p>2,499,992,285</p>
<p><b>Ordinary Resolutions</b></p>	<p><b>Number of shares voted and percentage of total number of shares voted (%)</b></p>		<p><b>Attending and Voting</b></p>
	<p><b>For</b></p>	<p><b>Against</b></p>	
<p>3. To consider the resolutions in relation to the continuing connected transaction and discloseable transaction under the Financial Services Framework Agreement:</p> <p>“THAT:</p>			
<p>(1) the Financial Services Framework Agreement (as defined and specified in the announcements of the Company in respect of the transactions contemplated dated 16 August 2013 and 22 August 2013 (the “CCT Announcements”)) and the execution thereof and implementation of the</p>	<p>371,477,866 (65.279750%)</p>	<p>197,577,419 (34.720250%)</p>	<p>569,055,285</p>

<p>Deposit Service (as defined and described in the CCT Announcements) thereunder (including the proposed caps of maximum daily balance of the Deposit Service under the Financial Services Framework Agreement for the three years ending 31 December 2015 of RMB1 billion, RMB1.15 billion and RMB1.35 billion) be and are hereby approved, ratified and confirmed.</p>			
<p>(2) the Executive Directors Mr. Gao Qing Yu and Mr. Zhao Hui be and are hereby authorized to sign, execute, perfect and deliver all such documents and do all such deeds, acts, matters and things as they may in their absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the Financial Services Framework Agreement, the Deposit Service and the proposed caps of maximum daily balance and ancillary thereto, to waive compliance from and/or agree to any amendment or supplement to any of the provisions of the Financial Services Framework Agreement which in their opinion is not of a material nature and to effect or implement any other matters referred to in this resolution.”</p>	<p>376,420,866 (66.148382%)</p>	<p>192,634,419 (33.851618%)</p>	<p>569,055,285</p>
<p>4. To consider the resolution in relation to the change of the PRC auditors of the</p>	<p>2,497,753,285 (99.919632%)</p>	<p>2,009,000 (0.080368%)</p>	<p>2,499,762,285</p>



<p>Company for the year 2013: “THAT: the change of the PRC auditors of the Company for the year 2013 from Zhong Lei Public Accountants Co., Ltd. to Reanda Public Accountants for a term up to the conclusion of the next annual general meeting of the Company and the Board and authorizing the Board to fix the remuneration of the PRC auditors.”</p>			
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As the above resolutions numbered 1 to 2 were passed by more than two-thirds majority, these resolutions were duly passed as special resolutions. As the above resolutions numbered 3 and 4 were passed by more than one half majority, the resolutions were duly passed as ordinary resolutions.

In compliance with the requirements of the Hong Kong Listing Rules, Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, acted as the scrutineer for the vote-taking at the EGM.

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

Shijiazhuang City, Hebei Province, the PRC, 23 October 2013

*As at the date of this announcement, the non-executive Directors of the Company are Mr. Zhao Hui Ning, Mr. Xiao Gang and Mr. Ma Guo Qing; the executive Directors of the Company are Dr. Cao Xin, Mr. Gao Qing Yu, Mr. Wang Hong Jun and Mr. Zhao Hui; 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*