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中国核建

CHINA NUCLEAR INDUSTRY 23 INTERNATIONAL CORPORATION LIMITED

中國核工業二三國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 611)

CHANGE IN DIRECTORSHIP

The Board announces that with effect from 9 March 2015:

- i. Mr. Han has resigned as an executive Director of the Company; and
- ii. Mr. Xu has been appointed as an executive Director of the Company.

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Nuclear Industry 23 International Corporation Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Han Naishan (“**Mr. Han**”) has resigned as an executive Director with effect from 9 March 2015 due to his other business engagements which require more time and dedication.

Mr. Han has confirmed that he has no disagreement with the Board and that there are no matters that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to his resignation.

The Board would like to take this opportunity to express its sincere gratitude to the valuable contributions of Mr. Han during his term of office with the Company.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Xu Zhaoyang (“**Mr. Xu**”) has been appointed as an executive Director with effect from 9 March 2015.

Mr. Xu

Mr. Xu, aged 42, obtained a bachelor of agricultural economics degree from Renmin University of China in 1995, a master of business administration degree from Tsinghua University in 2004 and a doctor of philosophy degree in national economics from Graduate School of Chinese Academy of Social Sciences in 2011.

He is currently the chief legal counsel, secretary to the Board, director of the risk management department and manager of the Board office of ZOC Investment Co., Ltd. (“**ZOC Investment**”), which indirectly holds 36.30% equity interest in the Company. Mr. Xu was previously the director of the operational planning department and director of the investment department of ZOC Investment as well as the secretary to the Board, manager of the investment department and manager of the commerce department of 中核新能源投资有限公司 (ZOC New Energy Investment Co., Ltd.*).

Mr. Xu has entered into a letter of appointment with the Company for a term of three years commencing on 9 March 2015, unless terminated by the parties pursuant to the agreement and subject to the Bye-laws in relation to retirement by rotation and re-election and the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). He is not entitled to receive any remuneration from the Company in respect of his appointment as an executive Director.

Save as disclosed above and as at the date of this announcement, Mr. Xu (a) has not held any directorship in any public company listed in Hong Kong or overseas in the past three years; (b) does not hold any other position with the Company or its subsidiaries and does not have any other relationships with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; (c) does not have any other interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (d) there is no other information which is discloseable pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules; and (e) there are no other matters that need to be brought to the attention of the Shareholders and the Stock Exchange in connection with his appointment.

The Board would like to extend its warm welcome to Mr. Xu in joining the Board.

By order of the Board
China Nuclear Industry 23 International Corporation Limited
AI Yilun
Chairman

Hong Kong, 6 March 2015

As at the date of this announcement, the Directors are: Mr. Ai Yilun, who is the chairman and an executive Director; Mr. Chan Shu Kit, who is the vice-chairman and an executive Director; Mr. Han Naishan, Mr. Gao Yongping, Mr. Fu Zhigang, Ms. Jian Qing, Mr. Chung Chi Shing and Mr. Tang Chuanqing, all of whom are executive Directors; and Mr. Chan Ka Ling, Edmond, Mr. Li Baolin, Mr. Wang Jimin and Mr. Chen Ying, all of whom are independent non-executive Directors.

* *for identification purposes only*