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中国核建

CHINA NUCLEAR ENERGY TECHNOLOGY CORPORATION LIMITED

中國核能科技集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 611)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of China Nuclear Energy Technology Corporation Limited (the “**Company**”) will be held at Jade Terrace Restaurant, 2nd Floor, Peninsula Centre, 67 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong, Hong Kong on Friday, 26 February 2016 at 11:00 a.m., for the purposes of considering and, if thought fit, passing, with or without modification, the following resolution of the Company:

ORDINARY RESOLUTION

“THAT

- (a) the development of the phase II of the 20MW Agricultural Photovoltaics Power Station located in Taizhou City Jiangsu Province of the PRC with aggregate solar electricity generation capacity of approximately 10MW (the “**Development**”) be and is hereby approved;
- (b) each of the (i) finance lease arrangement (the “**Finance Lease Arrangement**”) between Taizhou Herun New Energy Ltd. 泰州核潤新能源有限公司 (“**Taizhou New Energy**”) and CNEC Financial Leasing (Shenzhen) Co., Ltd.* (核建融資租賃(深圳)有限公司) (“**Finance Lease Company**”); (ii) the main contractor contract (the “**Main Contractor Contract**”) dated 11 January 2016 entered into between Taizhou New Energy and Nanjing CNI Energy Engineering Company Limited* (南京中核能源工程有限公司) (“**CNI Energy**”); and (iii) the purchase contract (the “**Purchase Contract**”) dated 11 January 2016 entered into among Taizhou New Energy, CNI Energy and the Finance Lease Company in relation to the Development be and is hereby approved, ratified and confirmed; and

- (c) any one of the directors of the Company (“**Directors**”) be and is hereby authorised to exercise all the powers of the Company and take all other steps and execute all such documents which he/she/they consider(s) necessary, desirable or expedient for the implementation of and giving effect to the Development, the Finance Lease Arrangement, the Main Contractor Contract and the Purchase Contract and the transactions contemplated thereunder and generally to exercise all the powers of the Company as he/she/they deem(s) desirable or necessary in connection with the forgoing.”

By order of the Board
China Nuclear Energy Technology Corporation Limited
Ai Yilun
Chairman

Hong Kong, 5 February 2016

Registered Office:
The Belvedere Building
69 Pitts Bay Road
Pembroke HM08
Bermuda

Principal place of business in Hong Kong:
Room 2801, 28/F
China Resources Building
26 Harbour Road
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Notes:

1. A shareholder entitled to attend and vote at the meeting may appoint one or more than one proxies to attend and to vote on a poll in his/her/its stead. On a poll, votes may be given either personally (or in the case of a shareholder being a corporation, by its duly authorized representative) or by proxy. A proxy need not be a shareholder of the Company.
2. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto; but if more than one of such joint holders are present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
3. In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must be delivered to the office of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
4. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the meeting if shareholders so wish.
5. The ordinary resolution set out in this notice will be put to shareholders to vote by way of a poll.

* *For identification purpose only*

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; Ms. Jian Qing, Mr. Chung Chi Shing, Mr. Gao Yongping, Mr. Fu Zhigang, Mr. Tang Chuanqing and Mr. Tang Jianhua, all of whom are executive Directors; and Mr. Chan Ka Ling, Edmond, Mr. Li Baolin, Mr. Wang Jimin and Mr. Tian Aiping, all of whom are independent non-executive Directors.