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新疆天业节水灌溉股份有限公司

XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM COMPANY LIMITED*

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

(Stock Code: 840)

**PROPOSED PROVISION OF CORPORATE COMMUNICATIONS
THROUGH THE COMPANY'S WEBSITE
AND THE STOCK EXCHANGE'S WEBSITE
AND
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

In line with Rule 2.07A of the Listing Rules, the Board has resolved to propose resolutions to be approved by the Shareholders at the AGM that the holders of H Shares may be given the choice to receive Corporate Communications in which the Company may send or supply Corporate Communications to the holders of H Shares in relation to whom certain conditions are met by making them available on the Company's website (<http://www.tianyejieshui.com.cn>), upon satisfaction of certain conditions. The proposed amendments to the Articles of Association shall come into effect upon the later of (i) the passing of the special resolutions of the Shareholders at the AGM to approve such amendments; and (ii) the Company obtaining the approval of the Ministry of Commerce of the PRC or its authorised agencies (in necessary) to such amendments.

A circular containing, among others, (i) particulars of the proposed amendments to the Articles of Association; (ii) details of the proposed supply of Corporate Communications through the Company's website will be dispatched to the Shareholders as soon as practicable. The notice of the abovementioned AGM will also be dispatched to the Shareholders in due course.

PROPOSED PROVISION OF CORPORATE COMMUNICATIONS THROUGH THE COMPANY'S WEBSITE AND THE STOCK EXCHANGE'S WEBSITE

The Stock Exchange published amendments to the Listing Rules in relation to, among other things, Rule 2.07A in respect of an issuer's provision of Corporate Communications to the relevant holders of its securities using electronic means. In accordance with Rule 2.07A(2A) of the Listing Rules, to the extent that:

- (1) the shareholders of the listed issuer have resolved in general meeting that the listed issuer may send or supply corporate communications to shareholders by making them available on the listed issuer's own website; or
- (2) the listed issuer's constitutional documents contain provision to that effect, a holder of the listed issuer's securities in relation to whom the following conditions are met is taken to have agreed that the listed issuer may send or supply corporate communications to him in that manner.

The conditions are that (i) the holder has been asked individually by the listed issuer to agree that the listed issuer may send or supply corporate communications generally, or the corporate communications in question, to him by means of the listed issuer's own website; and (ii) the listed issuer has not received a response indicating the holder's objection within the period of 28 days beginning with the date on which the listed issuer's request was sent.

The Board takes the view that, for the reasons of environmental protection and cost saving as well as to increase communication efficiency with Shareholders, it is in the best interests of the Company and the Shareholders as a whole for the Company to send or supply Corporate Communications to the holders of H shares by simply making them available on the Company's own website (<http://www.tianyejieshui.com.cn>). The Board has therefore resolved to propose resolutions to be approved by the Shareholders at the AGM that the holders of H Shares may be given the choice to receive Corporate Communications in which the Company may send or supply Corporate Communications to the holders of H Shares in relation to whom the abovementioned conditions are met by making them available on the Company's website (<http://www.tianyejieshui.com.cn>). The Board also proposes to make the amendments to the Articles of Association for the above purpose of effecting the publication and provision of the Corporate Communications through the Company's website.

In order to give effect to the proposed means of receipt of Corporate Communications immediately after the AGM, both the above resolution and the resolution approving the proposed amendments to the Articles of Association have to be passed at the AGM. Upon approval of the said resolutions at the AGM, the Company will make arrangements as soon as practicable to ask the holders of H Shares individually whether he or she agrees that the Company may send or supply Corporate Communications generally to him or her by means of the Company's own website.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board proposes to make certain amendments to the Articles of Association to allow the Company to send or supply Corporate Communications to the holders of H Shares by making them available on the Company's own website, in line with Rule 2.07A of the Listing Rules and other amendments of the Listing Rules which came into effect on 1 January 2009.

Accordingly, the Board proposes to seek the approval of the Shareholders by way of a special resolution at the AGM to amend the Articles of Association. The proposed amendments to the Articles of Association shall come into effect upon the later of (i) the passing of the special resolutions of the Shareholders at the AGM to approve such amendments; and (ii) the Company obtaining the approval of the Ministry of Commerce of the PRC or its authorised agencies (in necessary) to such amendments.

The Articles of Association are written in Chinese without an official English version. Therefore, any English translation is for reference only. In case of any discrepancy between the two versions, the Chinese version shall prevail.

For further details, please refer to the circular and the notice of AGM of the Company to be dispatched to the Shareholders as soon as practicable.

DEFINITIONS

“AGM”	the annual general meeting of the Company proposed to be convened and held for the Shareholders to consider and, if thought fit, approve, among other things, the proposed provision of Corporate Communications through the Company's website and the Stock Exchange's website and the proposed amendments to the Articles of Association;
“Articles of Association”	the articles of association of the Company, as amended from time to time;
“Board”	the board of directors of the Company;
“Company”	Xinjiang Tianye Water Saving Irrigation System Company Limited* (新疆天業節水灌溉股份有限公司), a joint stock limited company established in the PRC with limited liability on 18 December 2003 under the Company Law or its predecessor;
“Corporate Communications”	any document issued or to be issued by the Company for the information or actions of Shareholders as defined in Rule 1.01 of the Listing Rules, including but not limited to, (a) the directors' report, its annual accounts together with a copy of the auditors' report and, where applicable, its summary financial report; (b) the interim report and, where applicable, its summary interim report; (c) a notice of meeting; (d) a listing document; (e) a circular; and (f) a proxy form;
“Directors”	the directors of the Company;

“H Share(s)”	the overseas listed foreign share(s) having a nominal value of RMB1.00 each in the capital of the Company, which are subscribed for and traded in Hong Kong dollars, all of which are listed on the Stock Exchange;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“PRC”	the People’s Republic of China which, for the purpose of this announcement, excludes Hong Kong and the Macau Special Administrative Region of the PRC and Taiwan;
“Share(s)”	domestic shares and H Shares;
“Shareholder(s)”	registered holder(s) of the Shares; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

By order of the Board of
Xinjiang Tianye Water Saving Irrigation System Company Limited*
Guo Qing Ren
Chairman

Xinjiang, PRC, 12 April 2010

As at the date of this announcement, the Board comprises four executive Directors namely Guo Qing Ren, Shi Xiang Shen, Li Shuang Quan and Zhu Jia Ji, and four independent non-executive Directors namely He Lin Wang, Xia Jun Min, Gu Lie Feng and Mak King Sau.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in the announcement, the omission of which would make any statement in this announcement misleading.

* *For identification purposes only*