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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)

**FURTHER DELAY IN DESPATCH OF CIRCULAR
IN RESPECT OF
RENEWAL OF THE EXISTING CONNECTED TRANSACTIONS**

This announcement is made pursuant to Rule 14A.68(11) of the Listing Rules.

Reference is made to (i) the announcement of Xinjiang Tianye Water Saving Irrigation System Company Limited (the “**Company**”) dated 4 April 2018 in respect of, among other things, the renewal of the existing continuing connected transactions of the 2015 Master Purchase Agreement and the 2015 Master Sales Agreement between the Company and Tianye Holdings (the “**Announcement**”); and (ii) the announcement of the Company dated 26 April 2018 in relation to the delay in despatch of a circular (the “**Delay Announcement**”) (the Delay Announcement together with the Announcement, the “**Announcements**”).

Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those define in the Announcements.

As set out in the Delay Announcement, it is expected that a circular containing details of, among other things, further information on the Master Purchase Agreement and the Master Sales Agreement, a letter from the Independent Board Committee, a letter setting out the advice of INCU to the Independent Board Committee and the Independent Shareholders, together with a notice to convene the AGM to approve the continuing connected transactions contemplated and the proposed annual caps under the Master Purchase Agreement and the Master Sales Agreement will be despatched to the Shareholders on or before 15 May 2018.

As additional time is required to prepare and finalize (i) certain information to be included in the circular and (ii) the letter of advice from INCU to the Independent Board Committee and the Independent Shareholders, it is expected that the date of despatch of the circular will be postponed to on or before 31 May 2018.

By Order of the Board
Xinjiang Tianye Water Saving Irrigation System Company Limited*
Chen Lin
Chairman

Hong Kong, 15 May 2018

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Chen Lin (Chairman), Mr. Zhang Qiang, Mr. Li He and Mr. Yang Wan Sen, and three independent non-executive Directors, namely Mr. Yin Feihu, Mr. Qin Ming and Mr. Mak King Sau.

* *For identification purpose only*