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CHINA EVERBRIGHT INTERNATIONAL LIMITED

中國光大國際有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 257)

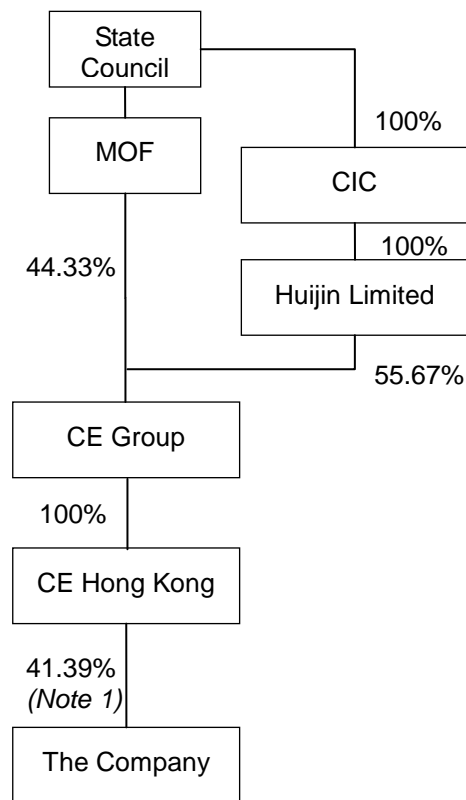
**FURTHER ANNOUNCEMENT
IN RESPECT OF THE PROPOSED RESTRUCTURING**

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the SFO.

Reference is made to the announcements of the Company dated 1 August 2014, 10 November 2014, 25 November 2014 and 8 December 2014 respectively. Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the Company's announcement dated 10 November 2014.

The Company and all 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 this announcement, the omission of which would make any statement in this announcement misleading.

The Board hereby announces that the Company has been informed by CE Hong Kong, the indirect controlling shareholder of the Company, that on 14 May 2015, the Proposed Restructuring had been completed. Set out below is the shareholding structure of the Company immediately after completion of the Proposed Restructuring:



*Note 1: CE Hong Kong holds (1) 100% of the issued shares of Datten Investments Limited, a BVI company, which in turns holds 55% of the issued shares of Guildford Limited (“**Guildford**”), a BVI company, (2) 100% of the issued shares of Everbright Investment & Management Limited (“**Everbright Investment & Management**”), a Hong Kong company, and (3) 45% of the issued shares of Guildford, respectively. As Guildford holds approximately 39.21% and Everbright Investment & Management holds approximately 2.18% of the issued shares of the Company respectively, CE Hong Kong is deemed to be interested in approximately 41.39% of the issued shares of the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.*

By order of the Board
China Everbright International Limited
Chen Xiaoping
Chief Executive Officer

Hong Kong, 14 May 2015

As at the date of this announcement, the Board comprises: (i) six executive Directors, namely Mr. Tang Shuangning (Chairman), Mr. Liu Jun (Vice-chairman), Mr. Chen Xiaoping (Chief Executive Officer), Mr. Wang Tianyi, Mr. Wong Kam Chung, Raymond and Mr. Cai Shuguang; and (ii) four independent non-executive Directors, namely Mr. Fan Yan Hok, Philip, Mr. Mar Selwyn, Mr. Li Kwok Sing, Aubrey and Mr. Zhai Haitao.