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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)

POSSIBLE SPIN-OFF AND SEPARATE LISTING OF THE GREENTECH BUSINESS

This announcement is made pursuant to Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Rules Governing Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) by the board of directors of China Everbright International Limited (the “**Company**”).

The Company is considering the possibility of a separate listing (“**Possible Listing**”) on the main board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) of its Greentech Business, which comprises (i) biomass integrated projects, (ii) hazardous waste treatment, (iii) wind power and (iv) photovoltaic energy businesses. If it were to proceed, the Possible Listing would be achieved by way of a spin-off in compliance with Practice Note 15 of the Listing Rules (“**Possible Spin-off**”). The Company submitted a spin-off proposal on 17 September 2015 to the Stock Exchange pursuant to Practice Note

15 in relation to the Possible Spin-off. The Stock Exchange has confirmed that the Company may proceed with the Possible Spin-off.

The Company considers the Possible Spin-off to be in the interests of its shareholders as a whole and provides enormous room for the development of the Greentech Business.

No listing application has yet been made to the Stock Exchange. No decision has yet been made to proceed with the Possible Listing or as to the timing or transaction structure of such listing.

The Company will comply with the Listing Rules in relation to the Possible Listing as and when required.

Shareholders of the Company should be aware that there is no assurance that the Possible Listing will take place or as to when it may take place. They should therefore exercise caution when dealing in the shares of the Company.

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

Hong Kong, 10 November 2015

As at the date of this announcement, the board of directors of the Company 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.