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**國電科技環保集團股份有限公司**

**GUODIAN TECHNOLOGY & ENVIRONMENT GROUP CORPORATION LIMITED\***

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

**(Stock code: 01296)**

## **ANNOUNCEMENT OBTAINING OF MANDATORY OFFER WAIVER BY SFC**

This announcement is made by the Company pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on Hong Kong Stock Exchange, the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) and Rule 3.7 of The Codes on Takeovers and Mergers and Share Buy-backs (the “**Takeovers Code**”).

References are made to the announcements of the Company dated 28 August 2017 and 29 August 2017 (the “**Announcements**”) in relation to the Consolidation. Unless the context requires otherwise, terms defined in the Announcements will have the same meanings when used herein.

Guodian Group and Shenhua Group have applied for a waiver to the Hong Kong Securities and Futures Commission (the “**SFC**”) on the obligations to make a mandatory offer for the shares of the Company which would otherwise arise as a result of completion of the Consolidation (the “**Waiver Application**”). The Company was informed by Guodian Group and Shenhua Group that the SFC granted the waiver on 11 September 2017 in connection with the Waiver Application.

For the purposes of the Takeovers Code, the offer period has ended on the date of this announcement, being 11 September 2017.

**The implementation of the Consolidation is subject to the completion of necessary procedures in order to obtain necessary approvals, ratifications and permissions by relevant governmental authorities. There may exist certain uncertainties, thus Shareholders and the potential investors are advised to exercise with due caution when trading in the Company's securities.**

By order of the Board  
**Guodian Technology & Environment Group Corporation Limited\***  
**Mr. CHEN Dongqing**  
*Chairman*

Beijing, PRC, 11 September 2017

*As at the date of this announcement, the executive Directors of the Company are Mr. Chen Dongqing, Mr. Zhang Jun and Mr. Tang Chaoxiong; the non-executive Directors are Mr. Wang Zhongqu, Mr. Zhang Wenjian, Mr. Gu Yuchun and Mr. Yan Andrew Y.; and the independent non-executive Directors are Mr. Shen Xiaoliu, Mr. Qu Jiuhui, Mr. Xie Qiuye and Mr. Yeung Chi Tat.*

*All directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, 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.*

\* For identification purpose only