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華潤電力控股有限公司

**China Resources Power Holdings Company Limited**

*(Incorporated in Hong Kong with limited liability under the Companies Ordinance)*

**(Stock Code : 836)**

**ANNOUNCEMENT**

**CHANGE IN CHAIRMAN OF THE BOARD, EXECUTIVE AND  
NON-EXECUTIVE DIRECTORS AND PRESIDENT**

The Board hereby announces that: (i) Mr. Song Lin has resigned as the Chairman of the Board and an executive director of the Company; (ii) Mr. Jiang Wei has resigned as a non-executive director of the Company; and (iii) Mr. Wang Shuai Ting has resigned as the President of the Company, all with effect from 9 July 2010.

The Board is pleased to announce that (i) Mr. Wang Shuai Ting is appointed as the Chairman of the Board; (ii) Mr. Wang Yu Jun is appointed as an executive director of the Company and the President of the Company; (iii) Mr. Li She Tang is appointed as an executive director of the Company; and (iv) Mr. Du Wenmin, Mr. Wei Bin and Dr. Henry Zhang Haipeng are appointed as non-executive directors of the Company, all with effect from 9 July 2010.

**RESIGNATION OF CHAIRMAN OF THE BOARD, EXECUTIVE DIRECTOR  
AND NON-EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of China Resources Power Holdings Company Limited (the “**Company**”) hereby announces that Mr. Song Lin has resigned as the Chairman of the Board and executive director of the Company with effect from 9 July 2010 in order to concentrate on the businesses of China Resources (Holdings) Company Limited (“**CRH**”), the controlling shareholder of the Company, as its Chairman.

The Board hereby also announces that Mr. Jiang Wei has resigned as a non-executive director of the Company with effect from 9 July 2010. Mr. Jiang has resigned from the office as a non-executive director of the Company as he has taken up new responsibilities in the China Resources Group, which will make it difficult for him to dedicate sufficient time and effort to discharge his responsibilities as a non-executive director of the Company.

Each of Mr. Song Lin and Mr. Jiang Wei has confirmed that they have no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to their resignation.

The Company has achieved rapid development and growth in its business under the leadership of Mr. Song Lin. The Board would like to express its great appreciation and sincere gratitude to Mr. Song Lin and Mr. Jiang Wei for their tremendous contribution to the Company during their respective term of office.

#### **APPOINTMENT OF CHAIRMAN OF THE BOARD**

The Board is pleased to announce that, with effect from 9 July 2010, the current Vice-Chairman of the Board, Mr. Wang Shuai Ting, is appointed as the Chairman of the Board.

#### **APPOINTMENT OF EXECUTIVE AND NON-EXECUTIVE DIRECTORS**

The Board is pleased to announce the following changes to the Board with effect from 9 July 2010:

1. Mr. Wang Yu Jun and Mr. Li She Tang are appointed as executive directors of the Company; and
2. Mr. Du Wenmin, Mr. Wei Bin and Dr. Henry Zhang Haipeng are appointed as non-executive directors of the Company.

#### **CHANGE IN THE PRESIDENT OF THE COMPANY**

Mr. Wang Shuai Ting has resigned as the president of the Company (the “**President**”) to concentrate on his duty as the Chairman of the Board, and Mr. Wang Yu Jun is appointed as the President, both with effect from 9 July 2010.

#### **ABOUT THE NEW EXECUTIVE AND NON-EXECUTIVE DIRECTORS**

*Mr. Wang Yu Jun* (“*Mr. Wang*”), aged 45, is appointed as an executive director and President of the Company with effect from 9 July 2010. He is also a member of the strategy and development committee of the Company. Prior to that, Mr. Wang served as an executive vice president of Company since June 2009. Mr. Wang served as

General Manager of Jiangsu Zhenjiang Generator Company Limited from March 2006 to May 2010. Mr. Wang also served as Assistant General Manager of China Resources (Xuzhou) Electric Power Co., Ltd., Executive Deputy General Manager of China Resources Power Hunan Liyujiang Co., Ltd. and General Manager of China Resources Power Dengfeng Co., Ltd. from November 2000 to March 2006. Mr. Wang has over 20 years of experience in power plant operation and management. Mr. Wang holds a Master's degree in Engineering from Nanjing University of Science and Technology and a Master's degree in Business Administration from China Europe International Business School.

Save as disclosed above, Mr. Wang has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other positions in the Company or its subsidiaries (the "**Group**"). Save as disclosed above, Mr. Wang does not have any other business relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr. Wang has not entered into a service contract with the Company and is subject to retirement and re-election at annual general meetings of the Company in accordance with the articles of association of the Company.

Mr. Wang will not receive any director's fee from the Company. Mr. Wang is entitled to a monthly salary of HK\$114,667, plus year end discretionary bonus and incentive payments which will depend on performance of his duties. His remuneration as President of the Company is determined with reference to his position, level of responsibilities, remuneration policy of the Company and prevailing market conditions. The director's fee (if any) and other remunerations (if any) payable are subject to review by the Board from time to time pursuant to the power given to it under the articles of association of the Company and authorization from shareholders of the Company at annual general meeting.

*Mr. Li She Tang* ("**Mr. Li**"), aged 48, is appointed as an executive director of the Company and General Manager of China Resources Coal Holdings Company Limited, a company which will hold coal mine assets of the Company, with effect from 9 July 2010. He is also a member of the strategy and development committee of the Company. Prior to that, he served as an executive vice president of the Company since June 2009. Mr. Li has over 26 years of experience in the electricity industry in China. Mr. Li served as Chief Technical Officer of the Company from September 2003 to June 2009, and served as General Manager of China Resources Power Dengfeng Co., Ltd. from August 2002 to December 2003. Mr. Li was Senior Advisor and Chief Engineer of Saide China Holdings Limited and General Manager of Puqi Sithe Power Generating Company Limited (which was renamed as China

Resources Power Hubei Co., Ltd.) from 1999 to 2002. Mr. Li started his career in the electricity industry in 1984 in the Power Planning and Engineering Institute of the Ministry of Electricity, where he served in various positions, including Head of Office, Deputy Section-in-chief, Section-in-chief and Chief Engineer. Mr. Li is a Senior Engineer and holds a Bachelor's degree in Engineering, majoring in Power Plant Thermal Engineering from Xi'an Jiaotong University and a master's degree in Business Administration from Shanghai Jiao Tong University in China.

Save as disclosed above, Mr. Li has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other positions in the Group. Save as disclosed above, Mr. Li does not have any other business relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr. Li has not entered into a service contract with the Company and is subject to retirement and re-election at annual general meetings of the Company in accordance with the articles of association of the Company.

Mr. Li will not receive any director's fee from the Company. Mr. Li is entitled to a monthly salary of HK\$114,667, plus year end discretionary bonus and incentive payments which will depend on performance of his duties. His remuneration as an executive of the Company is determined with reference to his position, level of responsibilities, remuneration policy of the Company and prevailing market conditions. The director's fee (if any) and other remunerations (if any) payable are subject to review by the Board from time to time pursuant to the power given to it under the articles of association of the Company and authorization from shareholders of the Company at annual general meeting.

**Mr. Du Wenmin** (“**Mr. Du**”), aged 46, is appointed as a non-executive director of the Company with effect from 9 July 2010. He is also a member of the nomination committee and the remuneration committee of the Company. He was appointed director of China Resources Enterprise, Limited (a company listed on the Main Board of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), stock code 291) in September 2007. He is the Chief Human Resources Officer of CRH and was previously the Chief Audit Executive as well as the General Manager of the Internal Audit and Supervision Department of CRH. He is also a non-executive director of various companies listed on the Main Board of the Stock Exchange, which are China Resources Land Limited (stock code: 1109), China Resources Microelectronics Limited (stock code: 597), China Resources Gas Group Limited (stock code: 1193) and China Resources Cement Holdings Limited (stock code: 1313). Mr. Du obtained a Master's degree in Business and Administration from the University of San Francisco in the United States. He joined CRH in 1985.

Save as disclosed above, Mr. Du has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other positions in the Group. Save as disclosed above, Mr. Du does not have any other business relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr. Du entered into a service contract with the Company effective from 9 July 2010 for a term of three years subject to retirement and re-election at annual general meetings of the Company in accordance with the articles of association of the Company.

Mr. Du will receive a director's fee of HK\$70,000 on an annual basis payable semi-annually as determined by the Board with reference to his position, level of responsibilities, remuneration policy of the Company and prevailing market conditions. The director's fee and other remunerations (if any) payable are subject to review by the Board from time to time pursuant to the power given to it under the articles of association of the Company and authorization from shareholders of the Company at annual general meeting.

**Mr. Wei Bin** (“**Mr. Wei**”), aged 40, is appointed as a non-executive director of the Company with effect from 9 July 2010. He is also a member of the strategy and development committee of the Company. He joined the China Resources Group in 2001 and is the General Manager of the Finance Department of CRH. He is also a non-executive director of China Resources Gas Group Limited (stock code: 1193) and China Resources Cement Holdings Limited (stock code: 1313), both of which are listed on the Main Board of the Stock Exchange, since August 2008 and October 2008, respectively. Mr. Wei was a director of Shanghai Worldbest Industry Development Company Limited (stock code: 600757) from December 2006 to November 2007 and Shandong Donge E-jiao Company Limited (stock code: 000423) from June 2005 to June 2008. The aforesaid two companies are both public companies listed on the Shanghai Stock Exchange and Shenzhen Stock Exchange in the PRC, respectively. Mr. Wei was also a director of Shanghai Worldbest Company Limited (“**SWCL**”) (Stock Code: 600094), a company incorporated in the PRC and listed on the Shanghai Stock Exchange, from March 2007 to November 2007. SWCL had already been in significant financial difficulty when Mr. Wei was appointed. Mr. Wei sat on the board of SWCL as a representative from China Resources National Corporation, the ultimate holding company of the Company, to assist with the restructuring of SWCL. Mr. Wei resigned from his directorship in SWCL as a result of the decision of China Resources National Corporation to appoint another representative onto the board of SWCL. SWCL is currently subject to bankruptcy proceedings in China and is not carrying on any business.

Save as disclosed above, Mr. Wei has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other positions in the Group. Save as disclosed above, Mr. Wei does not have any other business relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr. Wei entered into a service contract with the Company effective from 9 July 2010 for a term of three years subject to retirement and re-election at annual general meetings of the Company in accordance with the articles of association of the Company.

Mr. Wei will receive a director's fee of HK\$70,000 on an annual basis payable semi-annually as determined by the Board with reference to his position, level of responsibilities, remuneration policy of the Company and prevailing market conditions. The director's fee and other remunerations (if any) payable are subject to review by the Board from time to time pursuant to the power given to it under the articles of association of the Company and authorization from shareholders of the Company at annual general meeting.

***Dr. Henry Zhang Haipeng (“Dr. Zhang”)***, aged 39, is appointed as a non-executive director of the Company with effect from 9 July 2010. He is also a member of the strategy and development committee of the Company. He is the Deputy General Manager of Strategy Management Department of CRH. Prior to joining CRH in July 2009, Dr. Zhang worked with McKinsey & Company for eight years and was the Partner of its Hong Kong Branch, responsible for the strategic planning, merger and acquisition, consulting projects for multi-national corporations and domestic companies covering pharmaceutical, petroleum, shipping, and consumer industries. Dr. Zhang also worked at China Merchants Holdings (International) Company Limited as Director of Internal Control and Auditing. Dr. Zhang received a Master's degree in Business and Administration from Goizueta Business School, Emory University in the United States in 2000 and Doctor of Medicine degree from Peking Union Medical College in 1998.

Save as disclosed above, Dr. Zhang has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas or any other positions in the Group. Save as disclosed above, Dr. Zhang does not have any other business relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Dr. Zhang entered into a service contract with the Company effective from 9 July 2010 for a term of three years subject to retirement and re-election at annual general meetings of the Company in accordance with the articles of association of the Company.



Dr. Zhang will receive a director's fee of HK\$70,000 on an annual basis payable semi-annually as determined by the Board with reference to his position, level of responsibilities, remuneration policy of the Company and prevailing market conditions. The director's fee and other remunerations (if any) payable are subject to review by the Board from time to time pursuant to the power given to it under the articles of association of the Company and authorization from shareholders of the Company at annual general meeting.

## **DIRECTORS' INTEREST IN SECURITIES**

As at the date of this announcement, Mr. Wang has:-

- a) personal interest in 280,070 shares of par value HK\$1.00 each (representing approximately 0.006% of the issued share capital) of the Company within the meaning of Part XV of the Securities and Futures Ordinance, chapter 571 of the Laws of Hong Kong (“SFO”);
- b) personal interest in 195,000 shares of par value HK\$0.10 each (representing approximately 0.002% of the issued share capital) of China Resources Microelectronics Limited, an associated corporation of the Company, within the meaning of Part XV of the SFO; and
- c) personal interest in options to subscribe for 101,800 shares in the Company at an exercise price of HK\$3.919 each (representing approximately 0.002% of the issued share capital of the Company), within the meaning of Part XV of the SFO.

As at the date of this announcement, Mr. Li has:-

- a) personal interest in 660,000 shares of par value HK\$1.00 each (representing approximately 0.014% of the issued share capital) of the Company within the meaning of Part XV of the SFO;
- b) personal interest in 300,000 shares of par value HK\$0.10 each (representing approximately 0.005% of the issued share capital) of China Resources Cement Holdings Limited, an associated corporation of the Company, within the meaning of Part XV of the SFO; and
- c) personal interest in options to subscribe for 570,080 shares in the Company at an exercise price of HK\$2.75 each and 366,480 shares in the Company at an exercise price of HK\$3.919 each (representing, in aggregate, approximately 0.020% of the issued share capital of the Company), within the meaning of Part XV of the SFO.

As at the date of this announcement, Mr. Du has:-

- a) personal interest in 297,000 shares of par value HK\$1.00 each (representing approximately 0.006% of the issued share capital) of the Company within the meaning of Part XV of the SFO;
- b) personal interest in 100,000 shares of par value HK\$1.00 each (representing approximately 0.004% of the issued share capital) of China Resources Enterprise, Limited, an associated corporation of the Company, within the meaning of Part XV of the SFO;
- c) personal interest in 54,000 shares of par value HK\$0.10 each (representing approximately 0.004% of the issued share capital) of China Resources Gas Group Limited, an associated corporation of the Company, within the meaning of Part XV of the SFO;
- d) personal interest in 790,000 shares of par value HK\$0.10 each (representing approximately 0.016% of the issued share capital) of China Resources Land Limited, an associated corporation of the Company, within the meaning of Part XV of the SFO;
- e) personal interest in 1,458,000 shares of par value HK\$0.10 each (representing approximately 0.017% of the issued share capital) of China Resources Microelectronics Limited, an associated corporation of the Company, within the meaning of Part XV of the SFO;
- f) personal interest in options to subscribe for 183,240 shares in the Company at an exercise price of HK\$2.75 each (representing approximately 0.004% of the issued share capital of the Company), within the meaning of Part XV of the SFO; and
- g) personal interest in options to subscribe for 250,000 shares in China Resources Land Limited at an exercise price of HK\$1.23 each (representing approximately 0.005% of the issued share capital of China Resources Land Limited), within the meaning of Part XV of the SFO.

As at the date of this announcement, Mr. Wei and Dr. Zhang confirmed that neither holds any securities interest in the Company or any of its associated corporations, within the meaning of Part XV of the SFO.



Save as disclosed above, there are no other matters relating to the appointment of Mr. Wang, Mr. Li, Mr. Du, Mr. Wei and Dr. Zhang, in particular the information required under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange that need to be brought to the attention of the shareholders of the Company.

By order of the Board  
**CHINA RESOURCES POWER  
HOLDINGS COMPANY LIMITED**  
**WANG Shuai Ting**  
*Chairman*

Hong Kong, 8 July 2010

*As at the date of this announcement, the executive directors of the Company are Mr. SONG Lin, Mr. WANG Shuai Ting, Mr. ZHANG Shen Wen and Ms. WANG Xiao Bin; the non-executive directors are Mr. JIANG Wei and Mr. SHI Shanbo; and the independent non-executive directors are Mr. Anthony H. ADAMS, Mr. CHEN Ji Min, Mr. MA Chiu-Cheung, Andrew, Ms. Elsie LEUNG Oi-sie and Dr. Raymond K.F. CH'IEN.*