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POWER XINCHEN

新 晨 動 力

XINCHEN CHINA POWER HOLDINGS LIMITED

新晨中國動力控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1148)

**DELAY IN DESPATCH OF CIRCULAR
RELATING TO
RENEWAL OF THE CONTINUING CONNECTED TRANSACTIONS**

Reference is made to the announcement (the “**Announcement**”) of the Company dated 13 October 2015 in relation to, inter alia, the entering into of certain framework agreements which constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules. Capitalized terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

As stated in the Announcement, a circular (the “**Circular**”) containing, amongst other things, details of the Non-exempted Continuing Connected Transactions, the Proposed Caps for the Non-exempted Continuing Connected Transactions, the letter from the Independent Board Committee, the letter from the Independent Financial Adviser and a notice to Shareholders convening the Extraordinary General Meeting to approve (i) the Non-exempted Continuing Connected Transactions; and (ii) the Proposed Caps for the Non-exempted Continuing Connected Transactions, in accordance with the requirements of the Listing Rules, will be despatched to Shareholders on or before 4 November 2015. As additional time is required for finalization of the content of the Circular, it is expected that the despatch date of the Circular will be postponed to a date falling on or before 27 November 2015.

By order of the Board
Xinchen China Power Holdings Limited
Wu Xiao An
(also known as Ng Siu On)
Chairman

Hong Kong, 4 November 2015

As at the date of this announcement, the Board comprises two executive Directors, Mr. Wu Xiao An (also known as Mr. Ng Siu On) (Chairman) and Mr. Wang Yunxian (Chief Executive Officer); two non-executive Directors, Mr. Qi Yumin and Mr. Tang Qiao; and four independent non-executive Directors, Mr. Chi Guohua, Mr. Wang Jun, Mr. Huang Haibo and Mr. Wang Songlin.