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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**

Reference is made to the announcement (the “**Announcement**”) of the Company dated 13 September 2016 in relation to, inter alia, (1) the entering into of the Assets Transfer Agreement between Mianyang Xincheng and BBA in connection with the Acquisition by Mianyang Xincheng of the Acquired Assets from BBA; and (2) (i) the second term of the BBA Compliance Agreement for another three-year period upon expiry of the first term of the BBA Compliance Agreement on 17 June 2017; and (ii) the Proposed Annual Caps in respect of the transactions contemplated under the BBA Compliance Agreement for each of the three years ending 31 December 2019. 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, (1) details of the Assets Transfer Agreement and the BBA Compliance Agreement, (2) the letter from the Independent Board Committee to the Independent Shareholders, setting out its recommendations in connection with the Assets Transfer Agreement, the second term of the BBA Compliance Agreement and the Proposed Annual Caps, (3) the letter from the Independent Financial Adviser containing its advice to the Independent Board Committee and the Independent Shareholders in connection with the Assets Transfer Agreement, the second term of the BBA Compliance Agreement and the Proposed Annual Caps and (4) a notice to Shareholders convening the Extraordinary General Meeting to approve the transactions contemplated under the Assets Transfer Agreement, the second term of the BBA Compliance Agreement and the Proposed Annual Caps in accordance with the requirements of the Listing Rules, will be despatched to Shareholders on or before 5 October 2016. 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 19 October 2016.

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

Hong Kong, 5 October 2016

*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. Liu Tongfu and Mr. Tang Qiao; and four independent non-executive Directors, Mr. Chi Guohua, Mr. Wang Jun, Mr. Huang Haibo and Mr. Wang Songlin.*