

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the prospectus dated 19 September 2014 (the “**Prospectus**”) of CGN Meiya Power Holdings Co., Ltd. (the “**Company**”) for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.*

*This announcement does not constitute and is not an offer to sell or a solicitation of any offer to buy securities in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933 (as amended) (the “**U.S. Securities Act**”) or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There is not and it is not currently intended for there to be any public offering of securities of the Company in the United States.*

*In connection with the Global Offering, Morgan Stanley Asia Limited, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).*

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Friday, October 24, 2014, being the 30th day after the date of closing of the application lists under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.



CGN MEIYA POWER HOLDINGS CO., LTD.

中國廣核美亞電力控股有限公司

(incorporated in Bermuda with limited liability)

Global Offering

Number of Offer Shares under the Global Offering : 1,033,934,000 Shares (subject to the Over-allotment Option)

Number of International Offer Shares : 930,538,000 Shares (subject to the Over-allotment Option and adjustment)

Number of Hong Kong Public Offer Shares : 103,396,000 Shares (subject to adjustment)

Maximum Offer Price : HK\$1.73 per Offer Share payable in full on application subject to refund on final pricing, plus brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.003%

Normal value : HK\$0.0001 per Share

Stock code : 1811

Sole Sponsor

Morgan Stanley

Joint Global Coordinators

Morgan Stanley



J.P.Morgan

Joint Bookrunners and Joint Lead Managers

Morgan Stanley



J.P.Morgan



HSBC



ICBC 工銀國際

Application has been made to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering, as further described in the Prospectus, including any Shares which may be issued by the Company in connection with the Over-Allotment Option. Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 3 October 2014, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 3 October 2014. In the event that the Over-Allotment Option is exercised, an announcement will be made by the Company on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.cgnmeiyapower.com.

The Global Offering comprises the Hong Kong Public Offering of initially 103,396,000 Shares (subject to adjustment) and the International Offering of initially 930,538,000 Shares (subject to the Over-allotment Option and adjustment) representing approximately 10% and 90% of the total number of Offer Shares initially being offered under the Global Offering, respectively. In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Joint Global Coordinators on behalf of the International Underwriters, to require the Company to allot and issue up to 155,090,000 additional new Shares, representing approximately 15% of the total number of Offer Shares initially available under the Global Offering, in connection with over-allocation in the International Offering, if any, subject to the same terms and conditions as the other Offer Shares.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$1.73 per Offer Shares and is expected to be not less than HK\$1.57 per Offer Shares. Applicants under the Hong Kong Public Offering are required to pay, on application, the maximum price of HK\$1.73 per Offer Share plus the brokerage fee of 1%, SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005% payable on each Offer Share, equal to a total of HK\$3,494.87 for one board lot of 2,000 Shares.

Applications for the Hong Kong Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.

IMPORTANT

Applicants who would like to be allotted Hong Kong Public Offer Shares in their own names should (i) complete and sign the **WHITE** Application Forms or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at www.hkeipo.hk through the **HK eIPO White Form** service. Applicants who would like to have the allotted Hong Kong Public Offer Shares issued in the name of HKSCC Nominees Limited and deposited directly into Central Clearing and Settlement System (“CCASS”) for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms or (ii) give electronic application instructions to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 19 September 2014 until 12:00 noon on Wednesday, 24 September 2014 from:

1. any of the following office of the Hong Kong Underwriters:

Morgan Stanley Asia Limited	46/F, International Commerce Centre 1 Austin Road West Kowloon Hong Kong
-----------------------------	---

Guotai Junan Securities (Hong Kong) Limited	27th Floor, Low Block Grand Millennium Plaza 181 Queen's Road Central Hong Kong
---	--

J.P. Morgan Securities (Asia Pacific) Limited	28/F Chater House 8 Connaught Road Central Hong Kong
---	---

BOCI Asia Limited	26/F, Bank of China Tower 1 Garden Road Hong Kong
-------------------	---

The Hongkong and Shanghai Banking Corporation Limited	1 Queen's Road Central Hong Kong
---	-------------------------------------

ICBC International Securities Limited	37/F, ICBC Tower 3 Garden Road Hong Kong
---------------------------------------	--

2. any of the branches of the following receiving bank:

Industrial and Commercial Bank of China (Asia) Limited

	Branch Name	Address
Hong Kong Island	Queen's Road Central Branch	122-126 Queen's Road Central, Central
	West Point Branch	242-244 Queen's Road West, Sai Ying Pun
	Wan Chai Road Branch	G/F Times Media Centre, No.133 Wan Chai Road
	North Point Branch	G/F, 436-438 King's Road, North Point

Kowloon	Tsimshatsui Branch	Shop 1&2, G/F, No. 35-37 Hankow Road, Tsimshatsui
	Mongkok Branch	G/F., Belgian Bank Building, 721-725 Nathan Road, Mongkok
	Hung Hom Branch	Shop 2A, G/F, Hung Hom Shopping Mall, 2-34E Tak Man Street, Hung Hom
	Kwun Tong Branch	Shop 5 & 6, 1/F, Crocodile Center, 79 Hoi Yuen Road, Kwun Tong
New Territories	Tseung Kwan O Branch	Shop Nos. 2011-2012, Level 2, Metro City, Plaza II, 8 Yan King Road, Tseung Kwan O
	Tai Po Branch	Shop F, G/F, Mee Fat Building, No 34-38 Tai Wing Lane, Tai Po

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 19 September 2014 until 12:00 noon on Wednesday, 24 September 2014 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or from your stockbroker.

The **WHITE** or **YELLOW** Application Forms completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "ICBC (Asia) Nominee Limited – CGN Meiya Public Offer" should be deposited in the special collection boxes provided at any of the branches of receiving bank referred to above on such dates and during such time as specified in the Application Forms.

Applicants applying through the **HK eIPO White Form** service may submit applications through the designated website at www.hkeipo.hk from 9:00 a.m. on Friday, 19 September 2014 until 11:30 a.m. on Wednesday, 24 September 2014 or such later time as described in the section headed "*How to Apply for Hong Kong Public Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists*" in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input electronic application instructions from 9:00 a.m. on Friday, 19 September 2014 until 12:00 noon on Wednesday, 24 September 2014 or such later time as described in the section headed "*How to Apply for Hong Kong Public Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists*" in the Prospectus.

Please refer to the "*Structure of the Global Offering*" and "*How to Apply for Hong Kong Public Offer Shares*" sections in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of Hong Kong Public Offer Shares on Tuesday, 30 September 2014 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and on the websites of the Company at www.cgnmeiyapower.com and the Stock Exchange at www.hkexnews.hk. The results of allocations (with the successful applicants' identification document numbers, where applicable) under the Hong Kong Public Offering will be made available through a variety of channels at the times and date and in the manner specified in the section entitled "*How to Apply for Hong Kong Public Offer Shares – 11. Publication of Results*" in the Prospectus.

The Company will not issue temporary documents of title or receipt for application fees received. Share certificates will only become valid certificates of title provided that the Hong Kong Public Offering has become unconditional in all respects and the right of termination described in the section entitled "*Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination*" has lapsed, which is expected to be at 8:00 a.m. on Friday, 3 October 2014.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 3 October 2014. The Shares will be traded in board lots of 2,000 Shares each under the Company's stock code 1811.

By order of the Board of Directors
CGN Meiya Power Holdings Co., Ltd.
Chen Sui
Chairman

Hong Kong, 19 September 2014

As of the date of this announcement, the executive Director is Mr. Lin Jian (President), the non-executive Directors are Mr. Chen Sui (Chairman), Mr. Chen Qiming, Mr. Chen Huijiang, Mr. Dai Honggang, Mr. Lin Beijing and Mr. Xing Ping, and the independent non-executive Directors are Mr. Shen Zhongmin, Mr. Leung Chi Ching Frederick, Mr. Fan Ren Da Anthony and Mr. Wang Susheng.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).