In accordance with relevant rules and regulations applicable to enterprises whose shares are listed on stock exchange in the People's Republic of China ("PRC"), Yantai Longyuan Power Technology Co., Ltd. ("Longyuan Technology"), a 23.25% owned subsidiary of us whose shares are listed on the Small and Medium Enterprise Board of the Shenzhen Stock Exchange of the PRC, are required to file interim financial report containing unaudited interim financial statements prepared in accordance with the Accounting Standards for Business Enterprises issued by the Ministry of Finance on February 15, 2006, and application guidance, bulletins and other relevant accounting regulations issued subsequently. Because Longyuan Technology released such interim financial statements for the three months and nine months ended September 30, 2011 (including comparative information for the same period in 2010) on October 24, 2011, we have prepared the unaudited condensed consolidated interim financial information in accordance with International Accounting Standard 34 "Interim financial reporting" and have included such information in this prospectus.

# A. UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION Unaudited Consolidated Income Statements for the three and nine months ended September 30, 2011

		Three months ended September 30,		Nine months ended September 30,	
	Note	2011 RMB'000	2010 RMB'000	2011 RMB'000	2010 RMB'000
Revenue	2&3	100,747	81,316	439,864	262,761
Cost of sales		(58,784)	(45,924)	(267,075)	(137,766)
Gross profit		41,963	35,392	172,789	124,995
Other revenue		5,789	2,301	18,924	3,696
Other net income/(losses)		309	(75)	503	(163)
Selling and distribution expenses		(15,303)	(13,388)	(38,249)	(26,685)
Administrative expenses		(15,293)	(18,287)	(68,758)	(43,100)
Profit before taxation		17,465	5,943	85,209	58,743
Income tax		(2,951)	(821)	(13,508)	(8,901)
Profit for the period		14,514	5,122	71,701	49,842
Profit attributable to:					
Shareholders of Longyuan Technology		15,120	5,122	73,348	49,842
Non-controlling interests		(606)		(1,647)	
Profit for the period		14,514	5,122	71,701	49,842
Basic and diluted earnings per share (RMB)	4	0.10	0.04	0.46	0.36

The accompanying notes form part of this condensed consolidated interim financial information.

# Unaudited Consolidated Statements of Comprehensive Income for the three and nine months ended September 30, 2011

	Three months ended September 30,		Nine months ended September 30,	
	2011 RMB'000	2010 RMB'000	2011 RMB'000	2010 RMB'000
Profit for the period	14,514	5,122	71,701	49,842
Other comprehensive income for the period:				
Exchange difference on translation of financial statements of				
operation outside the People's Republic of China ("PRC")	(6)		(6)	
Total comprehensive income for the period	14,508	5,122	71,695	49,842
Attributable to:				
Shareholders of Longyuan Technology	15,114	5,122	73,342	49,842
Non-controlling interests	(606)		(1,647)	
Total comprehensive income for the period	14,508	5,122	71,695	49,842

# Unaudited Consolidated Balance Sheet as at September 30, 2011

	Note	At September 30, 2011	At December 31, 2010
		RMB'000	RMB'000
Non-current assets	_		
Property, plant and equipment	5	70,016	55,204
Lease prepayments		19,226	19,554
Intangible assets  Deferred tax assets		12,047 5,174	11,991 3,462
	_		
Total non-current assets		106,463	90,211
Current assets			
Inventories		182,603	95,160
Trade and bills receivables	6	463,656	250,381
Deposits, prepayments and other receivables		58,350 4,865	59,013 137
Restricted deposits		12,000	11,741
Time deposits with original maturity over three months		1,002,533	976,000
Cash and cash equivalents		85,579	254,526
Total current assets	_	1,809,586	1,646,958
Current liabilities			-,,
Trade and bills payables		222,169	145,251
Other payables		113,752	82,580
Total current liabilities	_	335,921	227,831
Net current assets	==	1,473,665	1,419,127
Total assets less current liabilities		1,580,128	1,509,338
Non-current liabilities			
Deferred income	_	5,600	600
Total non-current liabilities		5,600	600
NET ASSETS	_	1,574,528	1,508,738
CAPITAL AND RESERVES	=		
Share capital	7	158,400	88,000
Reserves		1,413,120	1,420,738
Total equity attributable to shareholders of Longyuan	_		
Technology		1,571,520	1,508,738
Non-controlling interests		3,008	· <del>_</del>
TOTAL EQUITY	_	1,574,528	1,508,738
	=		

The accompanying notes form part of this condensed consolidated interim financial information.

# UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION OF LONGYUAN TECHNOLOGY

# Unaudited Consolidated Statement of Changes in Equity for the nine months ended September 30, 2011

Attributable to shareholders of Longyuan Technology								
	Share capital	Capital reserve	PRC statutory reserve	Exchange reserve	Retained profits	Sub-total	Non- controlling interests	Total equity
At January 1, 2011	<b>RMB'000</b> 88,000	<b>RMB'000</b> 1,111,717	<b>RMB'000</b> 26,950	RMB'000	<b>RMB'000</b> 282,071	<b>RMB'000</b> 1,508,738	RMB'000 —	<b>RMB'000</b> 1,508,738
Changes in equity:  Profit for the period Other comprehensive	_	_	_	_	73,348	73,348	(1,647)	71,701
income	_	_	_	(6)	_	(6)	_	(6)
Total comprehensive income for the period	_	_	_	(6)	73,348	73,342	(1,647)	71,695
Capital contributions Capitalization issue Dividends approved in respect of the previous		(70,400)	_	_	_	_	4,655 —	4,655 —
year	_	_	_	_	(10,560)	(10,560)	_	(10,560)
At September 30, 2011	158,400	1,041,317	26,950	(6)	344,859	1,571,520	3,008	1,574,528

## UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION OF LONGYUAN TECHNOLOGY

# Unaudited Consolidated Statement of Changes in Equity (continued) for the nine months ended September 30, 2011

Attributable to	shareholders of	Longyuan	Technology
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							_	
	Share capital	Capital reserve	PRC statutory reserve	Exchange reserve	Retained profits	Sub-total	Non- controlling interests	Total equity
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
At January 1, 2010	66,000	25,076	15,940	_	188,056	295,072	_	295,072
Changes in equity: Profit for the period	_				49,842	49,842		49,842
Profit and total comprehensive income for the period		_	_	_	49,842	49,842	_	49,842
Issue of shares	22,000	1,086,621	_	_	_	1,108,621	_	1,108,621
At September 30, 2010	88,000	1,111,697	15,940		237,898	1,453,535		1,453,535

# Unaudited Condensed Consolidated Cash Flow Statement for the nine months ended September 30, 2011

		nths ended nber 30,
	2011 RMB'000	2010 RMB'000
Cash (used in)/generated from operations	(124,806)	30,220
Income tax paid	(14,824)	(9,253)
Net cash (used in)/generated from operating activities	(139,630)	20,967
Net cash used in investing activities	(20,473)	(1,100,704)
Net cash (used in)/generated from financing activities	(8,838)	1,113,201
Net (decrease)/increase in cash and cash equivalents	(168,941)	33,464
Cash and cash equivalents at January 1	254,526	56,979
Effect of foreign exchanges rates changes	(6)	
Cash and cash equivalents at September 30	85,579	90,443

#### Notes to the Unaudited Condensed Consolidated Interim Financial Information

#### 1 ORGANIZATION AND BASIS OF PREPARATION

#### (a) Organization

Yantai Longyuan Power Technology Co., Ltd. ("Longyuan Technology") was established on February 26, 2008 in Yantai City of Shandong Province, the PRC, and became a public company listed on the Small and Medium Enterprises Board of the Shenzhen Stock Exchange of the PRC on August 20, 2010.

At the end of September 30, 2011, Guodian Technology & Environment Group Corporation Limited (the "Company"), Hero Asia (BVI) Company Limited, Longyuan Power Fire-control Engineering Co., Ltd, Yantai Hairong Electrical Technology Co., Ltd and the public investors each held 368,280,000 shares (23.25%), 297,000,000 shares (18.75%), 285,120,000 shares (18%), 237,600,000 shares (15%) and 396,000,000 shares (25%) in Longyuan Technology, respectively.

#### (b) Basis of preparation

This unaudited condensed consolidated interim financial information of Longyuan Technology and its subsidiaries ("Longyuan Technology Group") has been prepared in accordance with International Accounting Standard 34 ("IAS 34"), *Interim financial reporting*, promulgated by the International Accounting Standards Board ("IASB").

The unaudited condensed consolidated interim financial information has been prepared in accordance with the same accounting policies adopted in the preparation of the Company's accountants' report included in this prospectus of the Company dated December 9, 2011 (the "Prospectus") for the purpose of listing of the Company's shares on the Hong Kong Stock Exchange (the "HKSE").

The preparation of this unaudited condensed consolidated interim financial information in conformity with IAS 34 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

This unaudited condensed consolidated interim financial information contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of Longyuan Technology Group since the date of the consolidated financial statements of Longyuan Technology Group for the year ended December 31, 2010. The unaudited condensed consolidated interim financial information and notes thereto do not include all of the information required for a full set of financial statements prepared in conformity with International Financial Reporting Standards ("IFRSs").

The unaudited condensed consolidated interim financial information has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2400, *Engagements to review financial statements*, issued by the Hong Kong Institute of Certified Public Accountants. KPMG's independent review report to the Board of Directors is included on pages IIIB-15 to IIIB-16.

#### 2 SEGMENT REPORTING

Longyuan Technology Group manages its businesses by business lines (products and services). In a manner consistent with the way in which information is reported internally to Longyuan Technology Group's most senior executive management for the purposes of resources allocation and performance assessment, Longyuan Technology Group has presented the following two reportable segments for the nine months ended September 30, 2011 and 2010:

- Environmental protection segment: this segment provides environmental protection products which mainly consist of low-Nitrogen Oxide ("NOx") combustion equipment which prevent the formation of NOx emissions during the combustion process.
- Energy conservation solutions segment: this segment provides energy conservation products and construction engineering services which mainly consist of plasma-assisted ignition, micro-oil ignition and waste heat recovery projects.

#### (a) Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, Longyuan Technology Group's senior executive management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Segment assets include all assets with the exception of tax recoverable and deferred tax assets. Segment liabilities include all liabilities.

Revenue and expenses are allocated to the reportable segments with reference to revenue generated by those segments and the expenses incurred by those segments.

The measure used for reporting segment profit is the gross profit. In addition to receiving segment information concerning the gross profit, management is also provided with segment information concerning depreciation and amortization, interest income, impairment of assets and additions to segment non-current assets.

Information regarding Longyuan Technology Group's reportable segments as provided to Longyuan Technology Group's most senior executive management for the purposes of resources allocation and assessment of segment performance for the nine months ended September 30, 2011 and 2010 is set out below:

	Nine months ended September 30, 2011			
	Environmental protection	Energy conservation solutions	Total	
	RMB'000	RMB'000	RMB'000	
Revenue from external customers and reportable				
segment revenue	138,924	300,940	439,864	
Reportable segment profit (gross profit)	57,658	115,131	172,789	
Depreciation and amortization	2,303	3,975	6,278	
Impairment of trade and other receivables	3,638	7,732	11,370	
Interest income	4,102	14,289	18,391	
Reportable segment assets	355,510	1,550,500	1,906,010	
Additions to reportable segment non-current assets during the				
period	6,002	14,919	20,921	
Reportable segment liabilities	57,925	283,596	341,521	
	01,000		0 1 1,0 = 1	
	Nine months	ended Septemb	er 30, 2010	
	Environmental protection	Energy conservation solutions	Total	
	RMB'000	RMB'000	RMB'000	
Revenue from external customers and reportable				
segment revenue	42,667	220,094	262,761	
Reportable segment profit (gross profit)	16,157	108,838	124,995	
Depreciation and amortization	299	4,695	4,994	
Impairment of trade and other receivables	914	2,361	3,275	
Interest income	437	2,356	2,793	
	Year ended December 31, 2010			
	Environmental protection	Energy conservation solutions	Total	
	RMB'000	RMB'000	RMB'000	
Reportable segment assets	336,372	1,397,198	1,733,570	
Additions to reportable segment non-current assets during the				
year	8,037	7,511	15,548	
Reportable segment liabilities	60,300	168,131	228,431	

#### (b) Reconciliations of reportable segment assets

	At September 30, 2011	At December 31, 2010
	RMB'000	RMB'000
Assets		
Reportable segment assets	1,906,010	1,733,570
Tax recoverable	4,865	137
Deferred tax assets	5,174	3,462
Consolidated total assets	1,916,049	1,737,169

#### 3 REVENUE

Longyuan Technology Group is principally engaged in manufacturing and sale of patented plasma-assisted coal combustion equipment and low-NOx combustion equipment and the provision of construction engineering services in respect of waste heat recovery projects.

Revenue represents the sales value of goods supplied to customers, net of value added tax, and revenue from construction contracts. The amount of each significant category of revenue recognized during the period is as follows:

	Three months ended September 30,			Nine months ended September 30,	
	2011 RMB'000	2010 RMB'000	2011 RMB'000	2010 RMB'000	
Sales of goods	100,747	81,316	299,488	262,761	
Construction contracts			140,376		
	100,747	81,316	439,864	262,761	

#### 4 EARNINGS PER SHARE

The calculation of basic earnings per share for the three months and nine months ended September 30, 2011 are based on the profit attributable to shareholders of Longyuan Technology of RMB15,120,000 (three months ended September 30, 2010: RMB5,122,000) and RMB73,348,000 (nine months ended September 30, 2010: RMB49,842,000) and the weighted average (after adjusting for the capitalization issue in 2011) of 158,400,000 ordinary shares (three months ended September 30, 2010: 143,733,333 ordinary shares) and 158,400,000 ordinary shares (nine months ended September 30, 2010: 138,844,444 ordinary shares) in issue during the periods, respectively.

Longyuan Technology did not have any potential dilutive shares throughout the periods. Accordingly, diluted earnings per share is the same as basic earnings per share.

#### 5 PROPERTY, PLANT AND EQUIPMENT

During the nine months ended September 30, 2011, Longyuan Technology Group acquired items of property, plant and equipment with a cost of RMB20,381,000 (nine months ended September 30, 2010: RMB4,352,000). Items of property, plant and equipment with a net book value of RMB103,000 were disposed of during the nine months ended September 30, 2011 (nine month ended September 30, 2010: RMB115,000), resulting in a profit on disposal of RMB111,000 (nine months ended September 30, 2010: RMB nil).

#### 6 TRADE AND BILLS RECEIVABLES

During the nine months ended September 30, 2011, Longyuan Technology Group provided construction engineering services for a waste heat recovery project. The trade and bills receivables as at September 30, 2011 included an amount of RMB160,000,000 (December 31, 2010: RMB nil) in respect of the waste heat recovery construction project.

#### 7 CAPITAL, RESERVES AND DIVIDENDS

#### (a) Share capital

In August 2010, 22,000,000 ordinary shares of RMB1 each were issued for allotment to targeted persons and public offering at a price of RMB53 per share. The newly issued ordinary shares raised net proceeds of RMB1,108,621,000 of which RMB22,000,000 was credited to share capital and the balance of RMB1,086,621,000 was credited to the capital reserve account. RSM China Certified Public Accountants Co., Ltd. (中瑞岳華會計師事務所) have verified the issued and fully paid share capital, and issued related capital verification report ZhongRuiYueHuaYanZi[2010]No.208 (中瑞岳華驗字[2010] 第 208 號).

In April 2011, an amount of RMB70,400,000 standing to the credit of the capital reserve account was applied in paying up in full 70,400,000 ordinary shares of RMB1 each which were allocated and distributed as fully paid to existing shareholders in the proportion of eight for every ten shares they held. Beihai Certified Public Accountants, Shandong (山東北海會計師事務所) have verified the issued and fully paid share capital, and issued related capital verification report LuBeiHaiKuaiWaiYanZi[2011]No.009 (魯北海會外驗字[2011] 第 009 號).

#### (b) Dividend

During the nine months ended September 30, 2011, Longyuan Technology declared final dividend in respect of the previous financial year of RMB1.2 per share totalling RMB10,560,000 to equity shareholders. As at September 30, 2011, the final dividend has been paid except for an amount of RMB1,980,000 dividend payable to Hero Asia (BVI) Company Limited which is outstanding.

#### 8 CAPITAL COMMITMENTS

Longyuan Technology Group does not have any commitments for the acquisition of property, plant and equipment outstanding at September 30, 2011 and December 31, 2010 and not provided for in this unaudited condensed consolidated interim financial information.

#### 9 CONTINGENT LIABILITIES

As at September 30, 2011, Longyuan Technology Group's performance guarantees provided to customers for sales of goods and construction contacts amounted to RMB36,600,000 (December 31, 2010: RMB28,481,000).

As at the balance sheet date, the directors do not consider it probable that a claim will be made against Longyuan Technology Group under any of the guarantees.

#### 10 MATERIAL RELATED TRANSACTIONS

#### (a) Transactions with related parties

Longyuan Technology Group is part of a group under China Guodian Corporation ("Guodian") and has significant transactions and relationships with Guodian and related parties under Guodian.

The principal transactions which were carried out in the ordinary course of business are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2011 RMB'000	2010 RMB'000	2011 RMB'000	2010 RMB'000
Sales of goods to The Company		855 29,744	8,889 89,411	855 55,141
Construction service to Related parties under Guodian	_	_	140,376	_
Interest income Related parties under Guodian	_	_	378	_

At the period end, Longyuan Technology Group's commitments with related parties that have been contracted for but not yet been recognized in this unaudited condensed consolidated interim financial information were as follows:

	At September 30, 2011	At December 31, 2010
	RMB'000	RMB'000
Sales of goods to		
Related parties under Guodian	311,404	63,201

#### (b) Contribution to defined contribution retirement plans

Longyuan Technology Group participates in various defined contribution retirement plans organized by relevant local government authorities for its staff. As at September 30, 2011 and December 31, 2010, there was no material outstanding contribution to post-employment benefit plans. Longyuan Technology Group's contributions to defined contribution retirement plans for the three and nine months ended September 30, 2011 amounted to RMB2,210,000 and RMB6,041,000 respectively (three and nine months ended September 30, 2010: RMB1,597,000 and RMB4,985,000 respectively).

#### (c) Transactions with other government-related entities in the PRC

Longyuan Technology Group operates in an economic regime currently dominated by entities directly or indirectly controlled, jointly controlled or significantly influenced by the PRC government and numerous government authorities and agencies (collectively referred to as "government-related entities"). Guodian, the ultimate holding company of Longyuan Technology, is a PRC state-owned enterprise and these government-related entities are also considered as related parties of Longyuan Technology Group in this respect.

Apart from transactions with Guodian and related parties under Guodian mentioned above, Longyuan Technology Group conducts a majority of its business activities with other government-related entities in the ordinary course of business. These transactions are carried out at terms similar to those that would be entered into with non-government-related entities.

Longyuan Technology Group prices its services and products based on the commercial negotiations. Longyuan Technology Group has also established its approval process for sales of goods, provision of services, purchase of products and services and its treasury policy. Such approval process and treasury policy do not depend on whether the counterparties are government-related entities or not.

Having considered the potential for transactions to be impacted by related party relationships, Longyuan Technology Group's approval processes and treasury policy, and what information would be necessary for an understanding of the potential effect of the relationship on the unaudited condensed consolidated interim financial information, the directors are of the opinion that further information about the following transactions that are collectively significant is required for disclosure:

#### — Sales of goods and provision of construction services

Longyuan Technology Group sells its goods and provides construction services to a wide range of government-related power companies and manufacturing enterprises. These transactions individually are not significant to Longyuan Technology Group.

#### — Deposits

Longyuan Technology Group deposits most of its cash in government-related financial institutions in the ordinary course of business. The interest rates of the bank deposits are regulated by the People's Bank of China.

#### — Purchase of materials and receiving construction services

Longyuan Technology Group purchases materials and receives construction services from a wide range of government-related manufacturing enterprises and construction contractors. These transactions individually are not significant to Longyuan Technology Group.

#### (d) Key management personnel remuneration

Key management personnel are those persons holding positions with authority and responsibility for planning, directing and controlling the activities of Longyuan Technology Group, directly or indirectly, including Longyuan Technology's directors.

Remuneration for key management personnel, including amounts paid to Longyuan Technology's directors and supervisors is as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2011 RMB'000	2010 RMB'000	2011 RMB'000	2010 RMB'000
Salaries and other emoluments	1,145	1,158	3,271	2,461
Retirement benefits	54	29	148	87
Bonuses			240	
	1,199	1,187	3,659	2,548

### UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION OF LONGYUAN TECHNOLOGY

# B. REPORT ON REVIEW OF UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION OF YANTAI LONGYUAN POWER TECHNOLOGY CO., LTD.

The following is the text of a report, prepared for the purpose of incorporation in this prospectus, received from the Company's reporting accountants, KPMG, Certified Public Accountants, Hong Kong.



8th Floor, Prince's Building 10 Chater Road Central Hong Kong

December 9, 2011

The Board of Directors
Guodian Technology & Environment Group Corporation Limited

Dear Sirs.

#### Introduction

We have been instructed by Guodian Technology & Environment Group Corporation Limited (the "Company") to review the unaudited condensed consolidated interim financial information of Yantai Longyuan Power Technology Co., Ltd. and its subsidiaries set out on pages IIIB-1 to IIIB-14 which comprises the consolidated balance sheet as of September 30, 2011, the related consolidated income statements and the consolidated statements of comprehensive income for the three months and nine months ended September 30, 2011, the consolidated statement of changes in equity and the condensed consolidated cash flow statement for the nine months ended September 30, 2011 and explanatory notes.

#### Respective responsibilities of the directors of the Company and reporting accountants

The directors of the Company are responsible for the preparation and presentation of the unaudited condensed consolidated interim financial information in accordance with International Accounting Standard 34, "Interim financial reporting", issued by the International Accounting Standards Board.

Our responsibility is to form a conclusion, based on our review, on the unaudited condensed consolidated interim financial information and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION OF LONGYUAN TECHNOLOGY

#### Scope of review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2400, "Engagements to review financial statements", issued by the Hong Kong Institute of Certified Public Accountants. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the unaudited condensed consolidated interim financial information is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the unaudited condensed consolidated interim financial information has not been prepared, in all material respects, in accordance with International Accounting Standard 34, "Interim financial reporting".

Yours faithfully

**KPMG** 

Certified Public Accountants
Hong Kong