

LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION

The members of the board of directors (the “**Board**”) of China Energy Development Holdings Limited are set out below:

Executive Directors

Mr. Zhao Guoqiang (*Chief Executive Officer*)
Mr. Chui Kwong Kau
Mr. Huang Changbi

Non-executive Directors

Dr. Gu Quan Rong

Independent Non-executive Directors

Mr. Fu Wing Kwok, Ewing
Mr. Sun Xiaoli
Mr. Wang Yongguang

There are three Board committees. The membership information of each committee is set out below:

Audit Committee

Mr. Fu Wing Kwok, Ewing (*Committee Chairman*)
Mr. Sun Xiaoli
Mr. Wang Yongguang

Nomination Committee

Mr. Fu Wing Kwok, Ewing (*Committee Chairman*)
Mr. Sun Xiaoli
Mr. Wang Yongguang

Remuneration Committee

Mr. Fu Wing Kwok, Ewing (*Committee Chairman*)
Mr. Sun Xiaoli
Mr. Wang Yongguang

Hong Kong, 27 November 2014

* For identification purpose only