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國電科技環保集團股份有限公司

GUODIAN TECHNOLOGY & ENVIRONMENT GROUP CORPORATION LIMITED*

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 01296)

POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2014 HELD ON DECEMBER 19, 2014

The board of directors (the “**Board**”) of Guodian Technology & Environment Group Corporation Limited (the “**Company**”) is pleased to announce that the first extraordinary general meeting of the Company in 2014 (“**EGM**”) was held in Beijing, the People’s Republic of China (“**PRC**”) on Friday, December 19, 2014. The ordinary resolutions and a special resolution set forth below were duly passed by way of poll.

Reference is made to the circular dated December 3, 2014 (the “**EGM Circular**”), and the notice of the EGM dated November 3, 2014 (the “**EGM Notices**”) regarding the EGM held on Friday, December 19, 2014. Terms used but not defined in this announcement shall have the same meanings as defined in the EGM Circular.

The Company held its EGM at the Conference Room, 3rd Floor, Building No. 1, Block No. 16, Xi Si Huan Zhong Road, Haidian District, Beijing, the People’s Republic of China (“**PRC**”) at 4 p.m., on Friday, December 19, 2014.

As at the date of the EGM, the issued share capital of the Company was 6,063,770,000 Shares. As indicated in the Circular, Guodian Group and its associates (including GD Power), holding an aggregate of 4,754,000,000 shares of the Company, which represent approximately 78.40% of the total issued Shares of the Company, were required to, and did abstain from voting on the resolutions numbered 1 and 2 proposed at the EGM. Accordingly, the total number of issued Shares entitling the holder to vote for or against the resolutions numbered 1 and 2 proposed at the EGM was 1,309,770,000 Shares. As Guodian Group and its associates (including GD Power) were not required to abstain from voting

for the resolution numbered 3 to 6 proposed at the EGM, the total number of issued Shares entitling the holder to vote for or against the resolution numbered 3 to 6 was 6,063,770,000 Shares. There were no Shares of the Company entitling the holders to attend and vote only against the resolutions proposed at the EGM and there were no restrictions on any shareholder casting votes on the resolutions proposed at the EGM. Save as Guodian Group and its associates who were required to abstain from voting for the resolutions numbered 1 and 2 proposed at the EGM, no party has stated its intention to abstain from voting. The holders of Shares in attendance either in person or by proxy at the EGM, held a total of 5,111,459,833 Shares, representing 84.295081% of the total Shares of the Company as of the date of the EGM.

The EGM was legally and validly convened in compliance with the requirements of the Company Law of the PRC and the Articles. Mr. Yang Guang, the chairman of the Board, presided over the EGM.

POLL RESULTS OF THE EGM

At the EGM, all proposed resolutions set out in the EGM Notices were voted by poll. The poll results in respect of the resolutions proposed at the EGM were as follows:

Ordinary Resolutions		Total number of votes (shares) (%)#		
		For	Against	Abstained
1.	<p>“THAT:</p> <p>a) the fourth supplemental agreement dated August 22, 2014 amending the master agreement on mutual supply of products and services between the Company and its subsidiaries (collectively, the “Group”) and China Guodian Corporation (the “Guodian Group”) and its subsidiaries (other than the Group) (the “Guodian Fourth supplement Agreement”) (in respect of, among other matters, the renewal of the terms of continuing connected transactions to December 31, 2017) (a copy of which is produced to the EGM, marked “1” and signed by the chairman of the EGM for the purpose of identification), the terms and conditions thereof and the continuing connected transactions contemplated thereunder and the implementation thereof, be and are hereby approved, confirmed and ratified;</p>	<p>357,459,833 (100%)</p>	<p>0 (0%)</p>	<p>0 (0%)</p>

Ordinary Resolutions		Total number of votes (shares) (%)#																		
		For	Against	Abstained																
b)	<p>the proposed annual caps for the years ending December 31, 2015, 2016 and 2017 for the continuing connected transactions under the Guodian Fourth Supplement Agreement as shown below be and are hereby approved, confirmed and ratified:</p> <p style="text-align: center;">Proposed annual cap for the years ending December 31,</p> <table border="0" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: left;">Transaction</th> <th style="text-align: center;">2015</th> <th style="text-align: center;">2016</th> <th style="text-align: center;">2017</th> </tr> </thead> <tbody> <tr> <td></td> <td colspan="3" style="text-align: center;"><i>(RMB million)</i></td> </tr> <tr> <td>Provision of products and services by the Group to Guodian Group and its subsidiaries (other than the Group)</td> <td style="text-align: center;">28,600.0</td> <td style="text-align: center;">29,000.0</td> <td style="text-align: center;">29,500.0</td> </tr> <tr> <td>Provision of products and services by the Guodian Group and its subsidiaries (other than the Group) to the Group</td> <td style="text-align: center;">3,500.0</td> <td style="text-align: center;">3,500.0</td> <td style="text-align: center;">3,500.0</td> </tr> </tbody> </table> <p>AND</p>	Transaction	2015	2016	2017		<i>(RMB million)</i>			Provision of products and services by the Group to Guodian Group and its subsidiaries (other than the Group)	28,600.0	29,000.0	29,500.0	Provision of products and services by the Guodian Group and its subsidiaries (other than the Group) to the Group	3,500.0	3,500.0	3,500.0			
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c)	<p>any one of the directors for and on behalf of the Company be and is hereby authorized, among other matters, to sign, execute, perfect and deliver or to authorize signing, executing, perfecting and delivering all such documents and deeds, to do or authorize doing all such acts, matters and things as she/he may in her/his discretion consider necessary, expedient or desirable to give effect to and implement the Guodian Fourth Supplement Agreement and to waive compliance from or make and agree such variations of a non-material nature to any of the terms of the Guodian Fourth Supplement Agreement she/he may in her/his discretion consider to be desirable and in the interests of the Company and all the Company's directors' acts as aforesaid."</p>																			

Ordinary Resolutions		Total number of votes (shares) (%)#																		
		For	Against	Abstained																
2.	<p>“THAT:</p> <p>a) the supplemental agreement dated August 22, 2014 amending the finance services framework agreement between the Group and Guodian Finance Corporation Ltd. (“Guodian Finance”) (the “Finance services second supplemental Agreement”) (in respect of, among other matters, the renewal of the terms of continuing connected transactions to December 31, 2017, and the amendment of the finance services provider from Guodian Finance to Guodian Finance and its subsidiaries, in order to address the business needs of the Group) (a copy of which is produced to the EGM, marked “2” and signed by the chairman of the EGM for the purpose of identification), the terms and conditions thereof and the transaction contemplated thereunder and the implementation thereof, be and are hereby approved, confirmed and ratified;</p> <p>b) the proposed annual caps for the maximum daily deposit balance (including any interest accrued thereon) of deposit placed by the Group with Guodian Finance and its subsidiaries for the years ending December 31, 2015, 2016 and 2017 under the Finance Services Second Supplemental Agreement as shown below be and are hereby approved, confirmed and ratified:</p> <table border="0" style="margin-left: 40px;"> <tr> <td style="padding-right: 20px;">Maximum daily deposit balance:</td> <td colspan="3" style="text-align: center;">Years ending December 31,</td> </tr> <tr> <td></td> <td style="text-align: center;">2015</td> <td style="text-align: center;">2016</td> <td style="text-align: center;">2017</td> </tr> <tr> <td></td> <td colspan="3" style="text-align: center;"><i>(RMB million)</i></td> </tr> <tr> <td style="padding-top: 20px;">Proposed annual caps of the maximum daily deposit balance of deposits placed by the Group with Guodian Finance and its subsidiaries (including any interest accrued thereon)</td> <td style="text-align: center; vertical-align: bottom;">2,000.0</td> <td style="text-align: center; vertical-align: bottom;">2,000.0</td> <td style="text-align: center; vertical-align: bottom;">2,000.0</td> </tr> </table>	Maximum daily deposit balance:	Years ending December 31,				2015	2016	2017		<i>(RMB million)</i>			Proposed annual caps of the maximum daily deposit balance of deposits placed by the Group with Guodian Finance and its subsidiaries (including any interest accrued thereon)	2,000.0	2,000.0	2,000.0	<p>329,200,000 (92.094263%)</p>	<p>28,259,833 (7.905737%)</p>	<p>0 (0%)</p>
Maximum daily deposit balance:	Years ending December 31,																			
	2015	2016	2017																	
	<i>(RMB million)</i>																			
Proposed annual caps of the maximum daily deposit balance of deposits placed by the Group with Guodian Finance and its subsidiaries (including any interest accrued thereon)	2,000.0	2,000.0	2,000.0																	

Ordinary Resolutions		Total number of votes (shares) (%)#		
		For	Against	Abstained
	<p>AND</p> <p>c) any one of the directors for and on behalf of the Company be and is hereby authorized, among other matters, to sign, execute, perfect and deliver or to authorize signing, executing, perfecting and delivering all such documents and deeds, to do or authorize doing all such acts, matters and things as she/he may in her/his discretion consider necessary, expedient or desirable to give effect to and implement the Finance Services Second Supplemental Agreement and to waive compliance from or make and agree such variations of a non-material nature to any of the terms of the Finance Services Second Supplemental Agreement she/he may in her/his discretion consider to be desirable and in the interests of the Company and all the Company's directors' acts as aforesaid."</p>			
3.	<p>"THAT:</p> <p>the proposed amendments to the rules of procedures of the general meeting of the Company ("The Rules of Procedures of the General Meeting") (the amended and restated Rules of Procedures of the General Meeting will be set out in the Company's circular to be dispatched in due course) be and are hereby approved and confirmed."</p>	<p>5,111,459,833 (100%)</p>	<p>0 (0%)</p>	<p>0 (0%)</p>
4.	<p>"THAT:</p> <p>the proposed amendments to the rules of procedures of the board of directors of the Company ("The Rules of Procedures of the Board of Directors") (the amended and restated Rules of Procedures of the Board of Directors will be set out in the Company's circular to be dispatched in due course) be and are hereby approved and confirmed."</p>	<p>5,111,459,833 (100%)</p>	<p>0 (0%)</p>	<p>0 (0%)</p>
5.	<p>"THAT:</p> <p>the proposed amendments to the rules of procedures of the board of supervisors of the Company ("The Rules of Procedures of the Board of Supervisors") (the amended and restated Rules of Procedures of the Board of Supervisors will be set out in the Company's circular to be dispatched in due course) be and are hereby approved and confirmed."</p>	<p>5,111,459,833 (100%)</p>	<p>0 (0%)</p>	<p>0 (0%)</p>

Special Resolutions		For	Against	Abstained
6.	<p>“THAT:</p> <p>a) the proposed amendments to the articles of association of the Company (“Articles”) (details of the amendments will be set out in the Company’s circular to be dispatched in due course) be and are hereby approved and confirmed; and</p> <p>b) any director of the Company be and is hereby authorized to apply for all necessary approvals and make all necessary filings and registrations with the relevant authorities in relation to the proposed amendments of the Articles.”</p>	<p>5,111,459,833 (100%)</p>	<p>0 (0%)</p>	<p>0 (0%)</p>

The percentage of voting is based on the total number of Shares held by Shareholders present, in person or by proxy, at the EGM and entitled to vote in respect of the relevant resolution.

As the above resolutions numbered 1 to 5 were voted favorably by more than half of the votes attaching to the shares entitled to vote and held by the Shareholders present, in person or by proxy, at the EGM, these resolutions were duly passed as ordinary resolutions. As the above resolution numbered 6 was voted favorably by more than two-thirds of the votes attaching to the shares entitled to vote and held by the Shareholders present, in person or by proxy, at the EGM, this resolution was duly passed as a special resolution.

In compliance with the requirements of the Listing Rules, the H Shares registrar of the Company, Computershare Hong Kong Investor Services Limited, was the scrutineer responsible for vote taking at the EGM.

By order of the Board of
Guodian Technology & Environment Group Corporation Limited*
Mr. YANG Guang
Chairman

Beijing, PRC, December 19, 2014

As at the date of this announcement, the executive Directors of the Company are Mr. Yang Guang, Mr. Fei Zhi and Ms. Wang Hongyan; the non-executive Directors are Mr. Wang Zhongqu, Mr. Zhang Wenjian, Mr. Feng Shuchen and Mr. Yan Andrew Y.; and the independent non-executive Directors are Ms. Zhang Xiaolu, Mr. Qu Jiuhui, Mr. Xie Qiuye and Mr. Fan Ren Da Anthony.

** For identification purpose only*