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中国核建

CHINA NUCLEAR INDUSTRY 23 INTERNATIONAL CORPORATION LIMITED

中國核工業二三國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 611)

VOLUNTARY ANNOUNCEMENT

This is a voluntary announcement made by the Company.

On 15 May 2013 (after trading hours), the Company entered into the Framework Agreement with CMNEGL. The purpose of the Framework Agreement is for the parties thereto to cooperate strategically for the research and development, investment, construction of photovoltaic (PV) power plant(s). The Framework Agreement is non-legally binding.

The shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company as the abovementioned transaction may or may not proceed.

This is a voluntary announcement made by China Nuclear Industry 23 International Corporation Limited (the “**Company**”).

On 15 May 2013 (after trading hours), the Company entered into a cooperation framework agreement with China Merchants New Energy Group Limited (招商新能源集團有限公司) (“**CMNEGL**”):

COOPERATION FRAMEWORK AGREEMENT WITH CMNEGL (“Framework Agreement**”)**

Parties: The Company and CMNEGL. To the best knowledge of the Company, CMNEGL is a party independent of the Company and its connected person(s) (as defined in the Listing Rules) and their respective associates.

Purpose: An agreement to cooperate strategically for the research and development, investment, construction of photovoltaic (PV) power plant(s).

Other Terms: The Company will provide project management expertise in engineering and operation of PV power plant(s) and other related information management and total solution. The Company intends to provide such services through its indirect subsidiary established in the People's Republic of China (“**PRC**”), Nanjing CNI23 Energy Engineering Company Limited (南京中核二三能源工程有限公司) (“**Subsidiary**”) which is a wholly-owned subsidiary of CNI23 (Nanjing) Energy Development Company Limited (中核二三(南京)能源發展有限公司), an indirect non-wholly-owned subsidiary of the Company established in the PRC. The scope of business of the subsidiary includes contracting, construction and supervision of new energy projects; advisory and design of new energy projects; sale, installation and commissioning of engineering materials; technical development, advisory, transfer and related service of new energy projects; advisory, design, construction, supervision and contracting of electrical and mechanical installation projects, municipal projects and petrochemical projects. CMNEGL will cooperate with the Company to develop and construct the PV power plant(s) and will give priority to the Company and the Subsidiary to act as the supplier for provision of the engineering, procurement and construction services in the PV projects to be tendered by CMNEGL (subject to fulfillment of the relevant PRC laws and regulations).

The parties have not agreed on any definitive terms on their cooperation agreement or arrangement. The parties will enter into the relevant definitive agreements when there is/are suitable project(s) for their joint cooperation and development. The Framework Agreement is non-legally binding on the parties.

Term: The Framework Agreement is for a term of three (3) years from the date of signing.

If the Company and CMNEGL shall enter into any further agreements as contemplated under the Framework Agreement, the Company will make the appropriate disclosure to comply with the applicable requirements under the Listing Rules (if required). The board of directors of the Company (“**Board**”) wishes to emphasize that the Framework Agreement only sets out the framework and understanding of the parties thereto and the relevant parties have not yet agreed on any definitive terms or agreement whatsoever. As such, the transactions contemplated under the Framework Agreement may or may not proceed.

The shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company as the abovementioned transactions may or may not proceed.

By Order of the Board
China Nuclear Industry 23
International Corporation Limited
Dong Yuchuan
Chairman

Hong Kong, 15 May 2013

As at the date of this announcement, the Directors of the Company are: Mr. Dong Yuchuan, who is the chairman and a non-executive Director; Mr. Chan Shu Kit, who is the vice chairman and an executive Director; Mr. Lei Jian, Mr. Han Naishan, Mr. Guo Shuwei, Mr. Chung Chi Shing, Ms. Jian Qing and Mr. Song Limin, all of whom are executive Directors; and Mr. Chan Ka Ling, Edmond, Mr. Chang Nan, Dr. Dai Jinping and Mr. Yu Lei, all of whom are independent non-executive Directors.