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## **CHINA NUCLEAR ENERGY TECHNOLOGY CORPORATION LIMITED**

**中國核能科技集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 611)**

### **STRATEGIC REORGANISATION MATTER CONCERNING THE ULTIMATE BENEFICIAL OWNER OF THE CONTROLLING SHAREHOLDER AND GRANT OF WAIVER**

Reference is made to the announcements (the “**Announcements**”) of China Nuclear Energy Technology Corporation Limited dated 17 March 2017, 31 January 2018, 4 November 2018 and 19 February 2019 in relation to the strategic reorganisation matter concerning CNECC, the ultimate beneficial owner of China He (HK), which is the controlling shareholder of the Company. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

#### **THE STRATEGIC REORGANISATION**

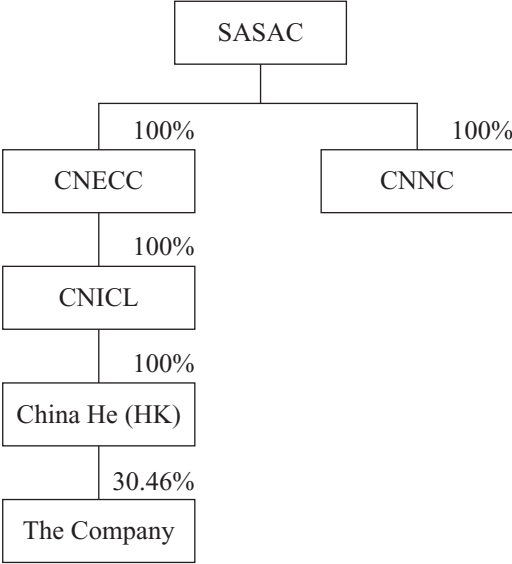
On 17 May 2019, the Company is informed by China Nuclear Investment Company Limited\* (中核投資有限公司, “**CNICL**”), which is the controlling shareholder of China He (HK), that CNICL has completed the procedures on the industrial and commercial registration (the “**Registration**”) for the change of shareholder as part of the procedures under the Merger. Following the completion of the Registration, the entire equity interests of CNICL are held by CNNC and China He (HK) has become an indirect wholly-owned subsidiary of CNNC whereby SASAC remains the de facto controller of the Company.

As at the date of this announcement, China He (HK), is interested in 400,000,000 ordinary shares of the Company, representing approximately 30.46% of the issued shares of the Company.

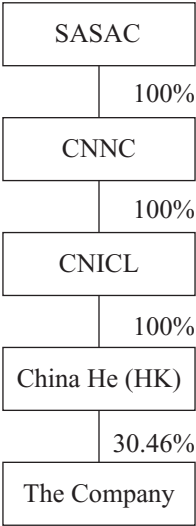
\* *For identification purpose only*

The shareholding structures of the Company immediately before and after completion of the Registration are set out as follows:

**Before completion of the Registration**



**After completion of the Registration**



## GRANT OF WAIVER

The Reorganisation may trigger a mandatory general offer obligation for all the issued shares of the Company (the “**Shares**”) under the Code on Takeovers and Mergers (the “**Takeovers Code**”) unless otherwise waived by the Executive Director (the “**Executive**”) of the Corporate Finance Division of the Securities and Futures Commission of Hong Kong. The Company has applied to the Executive for a waiver (the “**Waiver**”) to dispense with the aforesaid general offer obligation of CNNC and parties acting in concert with it pursuant to Rule 26 of the Takeovers Code as a result of the Reorganisation. The Waiver was granted by the Executive pursuant to Rule 26.1 of the Takeovers Code on 2 April 2019.

By Order of the Board  
**China Nuclear Energy Technology Corporation Limited**  
**Zhao Yixin**  
*Chairman*

Hong Kong, 17 May 2019

*As at the date of this announcement, the executive Directors are Mr. Zhao Yixin (Chairman), Mr. Liu Genyu (Vice Chairman), Mr. Chung Chi Shing, Mr. Fu Zhigang (Chief Executive Officer), Ms. Jian Qing, Mr. Li Jinying, Mr. Tang Jianhua, Mr. Wu Yuanchen and the independent non-executive Directors are Mr. Chan Ka Ling Edmond, Mr. Tian Aiping and Mr. Wang Jimin.*