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**CANVEST ENVIRONMENTAL PROTECTION GROUP
COMPANY LIMITED**

粵豐環保電力有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1381)

**VOLUNTARY ANNOUNCEMENT
ACQUISITION OF ENTIRE ISSUED SHARE CAPITAL OF
CELESTIAL JADE LIMITED**

The Board is pleased to announce that, on 24 August 2015, Yi Feng Development Limited, a wholly-owned subsidiary of the Company, entered into an agreement in relation to the Acquisition of the entire issued share capital of the Target Company, Celestial Jade Limited, from the Vendor at a consideration of RMB230,000,000 (approximately HK\$279,170,000). The Target Company holds the right to construct a WTE plant under a concession right in Qingyuan City, Guangdong Province through its subsidiaries. The WTE plant will have a daily MSW processing capacity of 1,500 tonnes for phase one and an additional 1,000 tonnes for phase two.

INTRODUCTION

This announcement is made by the Company on a voluntary basis. The Board is pleased to announce that, on 24 August 2015, Yi Feng, a wholly-owned subsidiary of the Company, entered into an agreement in relation to the Acquisition of the entire issued share capital of the Target Company from the Vendor at a consideration of RMB230,000,000 (approximately HK\$279,170,000).

THE AGREEMENT

The principal terms of the Agreement are set out below:

Date of the Agreement

24 August 2015

Parties

Purchaser: Yi Feng

Vendor: Chiang Chun Wai

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Vendor is a third party independent of the Company and its connected persons (as defined in the Listing Rules).

The Acquisition

Pursuant to the Agreement, the Vendor has agreed to sell, and Yi Feng has agreed to purchase the 100% equity interest in the Target Company.

Consideration

The Consideration for the Acquisition is RMB230,000,000 (approximately HK\$279,170,000). The Consideration shall be settled by cash in instalments pursuant to the terms of the Agreement according to a payment schedule which is set out below:

Time	Payment
Within one month after the date of the Completion	40% of the Consideration
Within three months after the date of the Completion	30% of the Consideration
Within six months after the date of the Completion	30% of the Consideration

The Consideration will be funded by internal resources of the Group.

The Consideration was determined after arm's length negotiations between Yi Feng and the Vendor, having regards to the prospects and potential of the business of the Target Group.

Completion of the Agreement

The Completion will take place on a date to be agreed by the parties to the Agreement.

On the date of Completion:

- (1) the Vendor shall deliver to Yi Feng:
 - a. duly executed instrument of transfer and share certificate;
 - b. the seal/chop, the certificate of incorporation, the statutory records and the accounts of the Target Company;
 - c. the seals/chops, the certificates of incorporation, the statutory records and the accounts of each and every subsidiary of the Target Company; and

- d. the resignation letter of the current director of the Target Company.
- (2) Yi Feng shall:
- a. make payment of the Consideration pursuant to the terms of the Agreement; and
 - b. deliver to the Vendor a certified copy of the board resolution of Yi Feng approving the execution and consummation of the Agreement and the transactions contemplated therein.

CONSOLIDATION OF ACCOUNTS

Immediately after Completion, the Target Company will be an indirect wholly-owned subsidiary of the Company and the financial results of the Target Company will be consolidated with the results of the Group.

INFORMATION ON THE PARTIES

The Company

The Company is a leading pure play WTE provider focused on the development, management and operation of WTE plants. The Company's WTE plants had a total daily municipal solid waste processing capacity of 3,600 tonnes in June 2015. According to the "Waste to Energy Market in Mainland China" issued by Euromonitor International Limited (which was commissioned by the Company), in terms of daily municipal processing capacity for commercial operating WTE plants in 2013: (i) the Company was the second largest WTE provider in Guangdong Province and the 11th largest WTE provider in the PRC respectively; and (ii) among all non-state-owned background enterprises, the Company was the largest WTE provider in Guangdong Province and the fourth largest WTE provider in the PRC.

The Target Company

The Target Company holds the right to construct a WTE plant under a concession right in Qingyuan City, Guangdong Province through its subsidiaries. The WTE plant will have a daily MSW processing capacity of 1,500 tonnes for phase one and an additional 1,000 tonnes for phase two.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Board considers that the acquisition represents a good potential investment for the Group as it provides an opportunity for the Group to expand its presence in Qingyuan City, Guangdong Province and offers synergy in the management of daily operation of the existing WTE plants.

The Directors are of the view that the terms of the Agreement are fair and reasonable and in the interests of the Company and its shareholders as a whole.

DEFINITIONS

Unless otherwise specified, the following terms have the following meanings in this announcement:

“Acquisition”	the acquisition of the entire issued share capital of the Target Company pursuant to the terms of the Agreement
“Agreement”	the Equity Transfer Agreement entered into between Yi Feng and the Vendor in relation to the Acquisition dated 24 August 2015
“Board”	the board of Directors
“Company”	Canvest Environmental Protection Group Company Limited, a company incorporated in the Cayman Islands and whose shares are listed on The Stock Exchange of Hong Kong Limited
“Completion”	the completion of the Acquisition in accordance with the terms of the Agreement
“Consideration”	the consideration of RMB230,000,000 (approximately HK\$279,170,000) in cash payable to the Vendor in respect of the Acquisition
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited
“MSW”	municipal solid waste
“PRC”	People’s Republic of China
“Target Company”	Celestial Jade Limited (天翠有限公司), a company incorporated in the British Virgin Islands with limited liability
“Target Group”	the Target Company and its subsidiaries
“Vendor”	Mr. Chiang Chun Wai
“WTE”	Waste-to-energy

“Yi Feng”	Yi Feng Development Limited (億豐發展有限公司), a company incorporated in the British Virgin Islands with limited liability and a wholly owned subsidiary of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of the PRC

By Order of the Board
Canvest Environmental Protection Group Company Limited
Lee Wing Yee Loretta
Chairlady

Hong Kong, 24 August 2015

As at the date of this announcement, the Board comprises Lee Wing Yee Loretta, Lai Kin Man, Yuan Guozhen and Lai Chun Tung, as executive Directors; Lui Ting Cheong Alexander and Lai Yui, as non-executive Directors; Sha Zhenquan, Chan Kam Kwan Jason and Chung Wing Yin, as independent non-executive Directors.