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**中国风电集团有限公司\***

**China WindPower Group Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 182)**

**DISCLOSEABLE TRANSACTIONS  
CONTRACTS REGARDING PURCHASE OF  
WIND POWER ELECTRICITY GENERATION EQUIPMENT**

On 15 November 2011, the Group entered into Contract A and Contract B with Supplier A regarding the purchase of wind power electricity generation equipment for the Group's two wind farm projects in Jilin, the PRC, each with an installed capacity of 49.5MW.

On 15 November 2011, the Group entered into Contract C with Supplier B regarding the purchase of wind power electricity generation equipment for wind farm project in Chaoyang, Liaoning, the PRC with an installed capacity of 49.5MW.

The consideration under each of the Contract A, Contract B and Contract C amounts to RMB250,120,000 (equivalent to HK\$307,647,600), RMB250,120,000 (equivalent to HK\$307,647,600) and RMB237,527,400 (equivalent to HK\$292,158,702) respectively.

The purchase transactions under each of (i) Contract A and Contract B in aggregate and (ii) Contract C constitute discloseable transactions for the Company as certain relevant percentage ratios in respect of the transactions under each of (i) Contract A and Contract B in aggregate and (ii) Contract C exceed 5% but all the applicable percentage ratios are less than 25% and thus is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

On 15 November 2011, the Group entered into Contract A and Contract B with Supplier A regarding the purchase of wind power electricity generation equipment for the Group's two wind farm projects in Jilin, the PRC each with an installed capacity of 49.5MW.

\* *for identification purposes only*

On 15 November 2011, the Group entered into Contract C with Supplier B regarding the purchase of wind power electricity generation equipment for wind farm project in Chaoyang, Liaoning, the PRC with an installed capacity of 49.5MW.

## **CONTRACT A**

Date: 15 November 2011

Parties: Supplier A (Sinovel Wind Group Co., Ltd.)  
Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. (天津協合華興風電裝備有限公司), a wholly owned subsidiary of the Company

Under Contract A, the Group has agreed to buy from Supplier A machinery and equipment in relation to certain power electricity generation facilities for the wind farm project of the Group in Jilin, the PRC with an installed capacity of 49.5 MW.

The total consideration of Contract A amounts to RMB250,120,000 (equivalent to HK\$307,647,600). The consideration shall be payable in cash by Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. to Supplier A by installment based on the stages of completion of Contract A.

According to Contract A, Supplier A shall pay (i) 10% of the consideration within 15 days from the effective date of Contract A as performance bond for any breach of its obligations under Contract A which shall be refunded to Supplier A within 30 days after completion of the pre-examination of the machinery and equipment.

## **CONTRACT B**

Date: 15 November 2011

Parties: Supplier A (Sinovel Wind Group Co., Ltd.)  
Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. (天津協合華興風電裝備有限公司), a wholly owned subsidiary of the Company

Under Contract B, the Group has agreed to buy from Supplier A machinery and equipment in relation to certain power electricity generation facilities for the wind farm project of the Group in Jilin, the PRC with an installed capacity of 49.5 MW.

The total consideration of Contract B amounts to RMB250,120,000 (equivalent to HK\$307,647,600). The consideration shall be payable in cash by Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. to Supplier A by installment based on the stages of completion of Contract B.

According to Contract B, Supplier A shall pay (i) 10% of the consideration within 15 days from the effective date of Contract B as performance bond for any breach of its obligations under Contract B which shall be refunded to Supplier A within 30 days after completion of the pre-examination of the machinery and equipment.

## **CONTRACT C**

Date: 15 November 2011

Parties: Supplier B (Fuxin Branch of Xinjiang Goldwind Science & Technology Co., Ltd) Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. (天津協合華興風電裝備有限公司), a wholly owned subsidiary of the Company

Under Contract C, the Group has agreed to buy from Supplier B machinery and equipment in relation to certain power electricity generation facilities for the wind farm project at Chaoyang, Liaoning, the PRC with an installed capacity of 49.5 MW.

The total consideration of Contract C amounts to RMB237,527,400 (equivalent to HK\$292,158,702). The consideration shall be payable in cash by Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. to Supplier B by installment based on the stages of completion of Contract C.

According to Contract C, Supplier B shall pay (i) 8% of the consideration within 15 days from the effective date of Contract C as performance bond for any breach of its obligations under Contract C which shall be refunded to Supplier B within 30 days after completion of the pre-examination of the machinery and equipment.

## **THE SUPPLIERS**

Both Supplier A and Supplier B are suppliers of wind power machinery and equipment in the PRC. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Suppliers and their ultimate beneficial owner are third parties independent to the Company and the connected persons of the Company.

## **REASONS FOR AND BENEFIT OF THE TRANSACTIONS**

The Group is principally engaged in the wind power business and industry, investing in various wind farm projects and providing wind power engineering and construction services in the PRC.

Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. is a wholly-owned subsidiary of the Company which is principally engaged in the sales of wind power equipment and new energy equipment. The purpose of entering into of Contract A, Contract B and Contract C is to purchase machinery and equipment necessary for the construction of wind power electricity generation facilities which forms an essential part of the Group's business model and is in the ordinary and usual course of the Group's business.

Contract A, Contract B and Contract C were entered into after the Group's tender process. The Group considers that the overall terms offered by the Suppliers under Contract A, Contract B and Contract C represent the best offer made to the Group. The Group evaluated the terms of the contracts based on, among other factors, the specifications and needs of the Group, the credentials and experience of the Suppliers, the quality of the products to be supplied by the Suppliers, the services agreed to be rendered by the Suppliers, the products warranty provided by the Suppliers and the terms offered by other suppliers to the Group. The Directors consider that the terms of Contract A, Contract B and Contract C are on normal commercial terms, fair and reasonable and in the interests of the Company and its shareholders as a whole.

The Group will fund the purchases under Contract A, Contract B and Contract C by its internal resources and/or borrowings.

## **GENERAL**

The purchase transactions under each of (i) Contract A and Contract B in aggregate and (ii) Contract C constitute discloseable transactions for the Company as certain relevant percentage ratios in respect of the transactions under each of (i) Contract A and Contract B in aggregate and (ii) Contract C exceed 5% but all the applicable percentage ratios are less than 25% and thus is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

## **BOARD OF DIRECTORS**

*As at the date of this announcement, the Board comprises Mr. Liu Shunxing, Mr. Ko Chun Shun, Johnson, Mr. Wang Xun, Mr. Yang Zhifeng, Ms. Liu Jianhong, Mr. Yu Weizhou, Mr. Zhou Zhizhong, Ms. Ko Wing Yan, Samantha and Mr. Chan Kam Kwan, Jason (who are executive directors), Mr. Tsoi Tong Hoo, Tony (who is non-executive director), and Dr. Zhou Dadi, Dr. Wong Yau Kar, David JP and Mr. Yap Fat Suan (who are independent non-executive directors).*

## DEFINITIONS

“Company”	China WindPower Group Limited, a company incorporated in Bermuda with limited liability, the ordinary shares of which are listed on the main board of the Stock Exchange
“Contract A”	the supply contract dated 15 November 2011 entered into between Supplier A and Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. for the supply of wind power electricity generation machinery and equipment to Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. in relation to the wind farm project located in Jilin, the PRC
“Contract B”	another supply contract dated 15 November 2011 entered into between Supplier A and Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. for the supply of wind power electricity generation machinery and equipment to Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. in relation to the wind farm project located in Jilin, the PRC
“Contract C”	the supply contract dated 15 November 2011 entered into between Supplier B and Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. for the supply of wind power electricity generation machinery and equipment to Tianjin Century Concord Huaxing Wind Power Equipment Co., Ltd. in relation to the wind farm project located in Chaoyang, Liaoning, the PRC
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“MW”	Megawatt (1,000,000 watts), the commonly used unit of power in quantifying the electricity generation
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Suppliers”	Supplier A and Supplier B

“Supplier A”	Sinovel Wind Group Co., Ltd.
“Supplier B”	Fuxin Branch of Xinjiang Goldwind Science & Technology Co., Ltd
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

*For illustration purpose of this announcement, the exchange rate of RMB1=HK\$1.23.*

By order of the Board  
**CHINA WINDPOWER GROUP LIMITED**  
**Liu Shunxing**  
*Chairman and Chief Executive Officer*

15 November 2011, Hong Kong