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**CHINA TECHNOLOGY SOLAR POWER HOLDINGS LIMITED**  
**中科光電控股有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 8111)

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS;**  
**(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS;**  
**AND**  
**(3) CHANGES TO THE COMPOSITION OF THE AUDIT COMMITTEE,**  
**THE REMUNERATION COMMITTEE AND**  
**THE NOMINATION COMMITTEE**  
**OF THE COMPANY**

The Board announces that each of Mr. Zhou Jing and Mr. Yang Guocai had tendered his resignation as an independent non-executive Director with effect from 27 November 2012.

The Board further announces that each of Mr. Meng Xianglin and Mr. Dong Guangwu had been appointed as an independent non-executive Director with effect from 27 November 2012.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The board (“**Board**”) of directors (“**Directors**”) of China Technology Solar Power Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) announces that each of Mr. Zhou Jing (“**Mr. Zhou**”) and Mr. Yang Guocai (“**Mr. Yang**”) had tendered his resignation as an independent non-executive Director with effect from 27 November 2012 due to his other personal commitments which require more of his time.

Each of Mr. Zhou and Mr. Yang has confirmed that he does not have any disagreement with the Board and there are no matters relating to his resignation which need to be brought to the attention of the shareholders of the Company.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that with effect from 27 November 2012, each of Mr. Meng Xianglin (“**Mr. Meng**”) and Mr. Dong Guangwu (“**Mr. Dong**”) had been appointed as an independent non-executive Director.

Mr. Meng, aged 48, graduated from Beijing College of Economics (北京經濟學院)(currently known as Capital University of Economics and Business) and obtained a bachelor degree in economics in 1987. After his graduation, Mr. Meng worked as a committee member of the All-China Federation of Industry & Commerce (中華全國工商業聯合會) until 1992. From 1992 to 2001, he worked as a reporter and editor at Zhong Hua Gong Shang Shi Bao She (中華工商時報社). In 2000, he was granted with the qualification of senior editor (主任編輯) by the General Administration of Press and Publication of the People’s Republic of China. From 2001 onwards, Mr. Meng is the chief executive officer of an investment company in Beijing. Mr. Meng is experienced in the media and publishing industry, as well as investment.

There is no service contract between the Company and Mr. Meng. Mr. Meng is appointed for a term of one year and is subject to retirement by rotation and other related provisions as stipulated in the articles of association of the Company.

The remuneration of Mr. Meng will be HK\$10,000 per month which was determined by the Board with reference to the prevailing market conditions, his roles and responsibilities.

Save as disclosed above, as at the date of this announcement, Mr. Meng did not (i) hold any positions with the Company or other members of the Group; (ii) have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iv) have any other major appointments and professional qualifications; and (v) have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Dong, aged 41, graduated from Gangsu Agricultural University and obtained a bachelor degree in agriculture in 1995. In 1996, Mr. Dong studied economic law on part-time basis in the Northwest Institute of Politics and Law (西北政法學院) (currently known as Northwest University of Politics and Law) and graduated in 1998. In 1998, Mr. Dong was granted the Chinese Lawyers Qualification Certificate (中國律師資格證書) by the Judicial Department of the People’s Republic of China (“**PRC**”). Mr. Dong has been a practicing lawyer for more than 13 years and is currently a partner of a law firm in the PRC.

There is no service contract between the Company and Mr. Dong. Mr. Dong is appointed for a term of one year and is subject to retirement by rotation and other related provisions as stipulated in the articles of association of the Company.

The remuneration of Mr. Dong will be HK\$10,000 per month which was determined by the Board with reference to the prevailing market conditions, his roles and responsibilities.

Save as disclosed above, as at the date of this announcement, Mr. Dong did not (i) hold any positions with the Company or other members of the Group; (ii) have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iv) have any other major appointments and professional qualifications; and (v) have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the Rules (“**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited and there is no other matters relating to the appointment of Mr. Meng and Mr. Dong that need to be brought to the attention of the shareholders of the Company.

#### **CHANGES TO THE COMPOSITION OF THE AUDIT COMMITTEE, THE REMUNERATION COMMITTEE AND THE NOMINATION COMMITTEE OF THE COMPANY**

The Board announces that with effect from 27 November 2012, each of Mr. Zhou and Mr. Yang had ceased to be a member of the audit committee (“**Audit Committee**”), a member of the remuneration committee (“**Remuneration Committee**”) and a member of the nomination committee (“**Nomination Committee**”) of the Company.

The Board announces that each of Mr. Meng and Mr. Dong had been appointed as a member of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 27 November 2012.

With effect from 27 November 2012, each of the Audit Committee, Remuneration Committee and Nomination Committee will comprise three independent non-executive Directors, namely (i) Mr. Tam Kam Biu, William as the chairman; (ii) Mr. Meng; and (iii) Mr. Dong.

By order of the Board  
**China Technology Solar Power Holdings Limited**  
**Chiu Tung Ping**  
*Chairman and executive Director*

Hong Kong, 27 November 2012

*As at the date of this announcement, the Board comprises the following Directors:*

Executive Directors:                              Chiu Tung Ping (*Chairman*)  
    Yuen Hing Lan  
    Hou Hsiao Bing  
    Hou Hsiao Wen  
    Hu Xin

Independent non-executive Directors:      Tam Kam Biu, William  
    Meng Xianglin  
    Dong Guangwu

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this document misleading.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least seven days from the date of its publication.*

\* *for identification purposes only*