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CITIC Limited
中國中信股份有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 00267)

OVERSEAS REGULATORY ANNOUNCEMENT

Please refer to the attached document dated 4 September 2018 released by CITIC Envirotech Ltd. (a subsidiary of CITIC Limited) to Singapore Exchange Limited in relation to the following:-

Disclosure of Interest/ Changes in Interest of Substantial Shareholder(s)/ Unitholder(s):
CENVIT (Cayman) Company Limited

Hong Kong, 4 September 2018

As at the date of this announcement, the executive directors of CITIC Limited are Mr Chang Zhenming (Chairman), Mr Wang Jiong, Ms Li Qingping and Mr Pu Jian; the non-executive directors of CITIC Limited are Mr Song Kangle, Ms Yan Shuqin, Mr Liu Zhuyu, Mr Peng Yanxiang, Mr Liu Zhongyuan, Mr Yang Xiaoping and Mr Wu Youguang; and the independent non-executive directors of CITIC Limited are Mr Francis Siu Wai Keung, Dr Xu Jinwu, Mr Anthony Francis Neoh, Ms Lee Boo Jin, Mr Paul Chow Man Yiu and Mr Shohei Harada.

Disclosure of Interest/ Changes in Interest of Substantial Shareholder(s)/ Unitholder(s)::Disclosure of change in interests by a Substantial Shareholder**Issuer & Securities**

Issuer/ Manager	CITIC ENVIROTECH LTD.
Securities	CITICENVIR S\$240M3.9%PERPSEC - SG7IA3000003 - 82IB CITIC ENVIROTECH LTD. - SG1DE3000009 - CEE CITICENVIR US\$175M5.45%PERPSEC - XS1326469969 - 38AB
Stapled Security	No

Announcement Details

Announcement Title	Disclosure of Interest/ Changes in Interest of Substantial Shareholder(s)/ Unitholder(s)
Date & Time of Broadcast	04-Sep-2018 17:21:43
Status	New
Announcement Sub Title	Disclosure of change in interests by a Substantial Shareholder
Announcement Reference	SG180904OTHRB1KD
Submitted By (Co./ Ind. Name)	Lotus Isabella Lim Mei Hua
Designation	Company Secretary
Description (Please provide a detailed description of the event in the box below - Refer to the Online help for the format)	Disclosure of change in interests by a Substantial Shareholder

Additional Details

Person(s) giving notice	Substantial Shareholder(s)/Unitholder(s) (Form 3)
Date of receipt of notice by Listed Issuer	04/09/2018
Attachments	@CEICL-Form3RT4September2018.pdf if you are unable to view the above file, please click the link below. @_CEICL-Form3RT4September2018.pdf Total size =138K

SECURITIES AND FUTURES ACT (CAP. 289)
SECURITIES AND FUTURES (DISCLOSURE OF INTERESTS)
REGULATIONS 2012

**NOTIFICATION FORM FOR SUBSTANTIAL SHAREHOLDER(S)/
UNITHOLDER(S) IN RESPECT OF INTERESTS IN SECURITIES**

**FORM
3**

(Electronic Format)

Explanatory Notes

1. Please read the explanatory notes carefully before completing the notification form.
2. This form is for a Substantial Shareholder(s)/Unitholder(s) to give notice under section 135, 136, 137, 137J (as applicable to sections 135, 136 and 137) or 137U (as applicable to sections 135, 136 and 137) of the Securities and Futures Act (the "SFA").
3. This electronic Form 3 and a separate Form C, containing the particulars and contact details of the Substantial Shareholder(s)/Unitholder(s), must be completed by the Substantial Shareholder(s)/Unitholder(s) or a person duly authorised by the Substantial Shareholder(s)/Unitholder(s) to do so. The person so authorised should maintain records of information furnished to him by the Substantial Shareholder(s)/Unitholder(s).
4. This form and Form C, are to be completed electronically and sent to the Listed Issuer via an electronic medium such as an e-mail attachment. The Listed Issuer will attach both forms to the prescribed SGXNet announcement template for dissemination as required under section 137G(1), 137R(1) or 137ZC(1) of the SFA, as the case may be. While Form C will be attached to the announcement template, it will not be disseminated to the public and is made available only to the Monetary Authority of Singapore (the "Authority").
5. Where a transaction results in similar notifiable obligations on the part of more than one Substantial Shareholder/Unitholder, all of these Substantial Shareholders/Unitholders may give notice using the same notification form.
6. A single form may be used by a Substantial Shareholder/Unitholder for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of becoming aware of the earliest transaction). There must be no netting-off of two or more notifiable transactions even if they occur within the same day.
7. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking the paper clip icon on the bottom left-hand corner or in item 11 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
8. Except for item 5 of Part II and item 1 of Part IV, please select only one option from the relevant check boxes.
9. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
10. In this form, the term "Listed Issuer" refers to -
 - (a) a company incorporated in Singapore any or all of the shares in which are listed for quotation on the official list of a securities exchange;
 - (b) a corporation (not being a company incorporated in Singapore, or a collective investment scheme constituted as a corporation) any or all of the shares in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing;

- (c) a registered business trust (as defined in the Business Trusts Act (Cap. 31A)) any or all of the units in which are listed for quotation on the official list of a securities exchange;
 - (d) a recognised business trust any or all of the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing; or
 - (e) a collective investment scheme that is a trust, that invests primarily in real estate and real estate-related assets specified by the Authority in the Code on Collective Investment Schemes, and any or all the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing ("Real Estate Investment Trust").
11. For further instructions and guidance on how to complete this notification form, please refer to section 7 of the User Guide on Electronic Notification Forms which can be accessed at the Authority's Internet website at <http://www.mas.gov.sg> (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing", "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

Part I - General

1. Name of Listed Issuer:

CITIC ENVIROTECH LTD.

2. Type of Listed Issuer:

- ☒ Company/Corporation
☐ Registered/Recognised Business Trust
☐ Real Estate Investment Trust

3. Is more than one Substantial Shareholder/Unitholder giving notice in this form?

- ☒ No *(Please proceed to complete Part II)*
☐ Yes *(Please proceed to complete Parts III & IV)*

4. Date of notification to Listed Issuer:

04-Sep-2018

Part II - Substantial Shareholder/Unitholder and Transaction(s) Details

[To be used for single Substantial Shareholder/Unitholder to give notice]

1. Name of Substantial Shareholder/Unitholder:

CENVIT (Cayman) Company Limited

2. Is Substantial Shareholder/Unitholder a fund manager or a person whose interest in the securities of the Listed Issuer are held solely through fund manager(s)?

☐ Yes

☒ No

Transaction **A** ⓘ

1. Notification in respect of:

☐ Becoming a Substantial Shareholder/Unitholder

☒ Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder

☐ Ceasing to be a Substantial Shareholder/Unitholder

2. Date of acquisition of or change in interest:

03-Sep-2018

3. Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the change in, interest ⓘ *(if different from item 2 above, please specify the date):*

03-Sep-2018

4. Explanation *(if the date of becoming aware is different from the date of acquisition of, or the change in, interest):*

5. Type of securities which are the subject of the transaction *(more than one option may be chosen):*

☒ Voting shares/units

☐ Rights/Options/Warrants over voting shares/units

☐ Convertible debentures over voting shares/units *(conversion price known)*

☐ Others *(please specify):*

6. Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholder/Unitholder:

66,601,000

7. Amount of consideration paid or received by Substantial Shareholder/Unitholder (excluding brokerage and stamp duties):

S\$47,446,552.40

8. Circumstance giving rise to the interest or change in interest:

Acquisition of:

- ☐ Securities via market transaction
- ☐ Securities via off-market transaction (e.g. *married deals*)
- ☐ Securities via physical settlement of derivatives or other securities
- ☐ Securities pursuant to rights issue
- ☐ Securities via a placement
- ☐ Securities following conversion/exercise of rights, options, warrants or other convertibles

Disposal of:

- ☐ Securities via market transaction
- ☐ Securities via off-market transaction (e.g. *married deals*)

Other circumstances:

- ☐ Acceptance of take-over offer for the Listed Issuer
- ☐ Corporate action by the Listed Issuer which Substantial Shareholder/Unitholder did not participate in (*please specify*):

- ☒ Others (*please specify*):

CITIC Group Corporation ("CITIC Group") is the parent company of CITIC Limited ("CITIC"), which is the parent company of CITIC Corporation Limited ("CITIC Corporation"), which is the parent company of CITIC Environment Investment Group Co., Ltd. ("CITIC Environment Investment"), which is the parent company of CITIC Environment (International) Company Limited ("CITIC Environment International"), which controls CKM (Cayman) Company Limited ("CKM"). CKM has three wholly owned subsidiaries, CENVIT (Cayman) Company

9. Quantum of total voting shares/units (including voting shares/units underlying rights/options/warrants/convertible debentures {conversion price known}) held by Substantial Shareholder/Unitholder before and after the transaction:

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	1,237,687,284	0	1,237,687,284
As a percentage of total no. of voting shares/units: ⓘ	51.16	0	51.16
Immediately after the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	1,237,687,284	66,601,000	1,304,288,284
As a percentage of total no. of voting shares/units: ⓘ	51.16	2.75	53.91

10. Circumstances giving rise to deemed interests (if the interest is such):
[You may attach a chart in item 11 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

CITIC Group Corporation ("CITIC Group") is the parent company of CITIC Limited ("CITIC"), which is the parent company of CITIC Corporation Limited ("CITIC Corporation"), which is the parent company of CITIC Environment Investment Group Co., Ltd. ("CITIC Environment Investment"), which is the parent company of CITIC Environment (International) Company Limited ("CITIC Environment International"), which controls CKM (Cayman) Company Limited ("CKM"). CKM has three wholly owned subsidiaries, CENVIT (Cayman) Company Limited, Green Resources Limited ("Green Resources") and P&L Capital Limited ("P&L Capital"), which in turn hold 1,237,687,284 shares in CITIC Envirotech Ltd. ("Company"), 85,681,334 Company shares and 114,125,510 Company shares, respectively.

The current shareholdings arise from a consortium agreement dated 11 November 2014 ("Consortium Agreement") made, amongst others, CKM, CITIC Environment International, CITIC Environment Investment, Dr Lin Yucheng ("Dr Lin") and Ms Pan Shuhong ("Ms Pan"), in relation to the previous voluntary conditional cash offer for shares in the Company by CKM announced on 5 March 2015. Pursuant to a transaction agreement dated 3 September 2018 ("Supplemental Agreement"), which is supplemental to the Consortium Agreement, the parties have agreed to streamline their shareholdings in the Company, such that: (a) Dr Lin and Ms Pan will cease to have any interests in CKM; (b) CKM will cease to have any interest in Green Resources and P&L Capital, which will be transferred to Dr Lin and Ms Pan, respectively; (c) Green Resources will transfer 28,560,000 Company shares to CENVIT at the effective price of S\$0.7124 per Company share; and (d) P&L Capital will transfer 38,041,000 Company shares to CENVIT at the same effective price.

Pending completion of the Supplemental Agreement, CENVIT has a deemed interest in the aggregate 66,601,000 Company shares to be transferred to it from Green Resources and P&L Capital, and the deemed interest of CKM, CITIC Environment International, CITIC Environment Investment, CITIC Corporation and CITIC Group in Company shares remain the same.

11. Attachments (if any): ⓘ



(The total file size for all attachment(s) should not exceed 1MB.)

12. If this is a replacement of an earlier notification, please provide:

- (a) SGXNet announcement reference of the **first** notification which was announced on SGXNet (*the "Initial Announcement"*):

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- (b) Date of the Initial Announcement:

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- (c) 15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:

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13. Remarks (*if any*):

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Transaction Reference Number (auto-generated):

3	5	2	5	1	6	3	4	3	4	5	8	3	7	2
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Item 14 is to be completed by an individual submitting this notification form on behalf of the Substantial Shareholder/Unitholder.

14. Particulars of Individual submitting this notification form to the Listed Issuer:

- (a) Name of Individual:

Tricia Teo

- (b) Designation (*if applicable*):

Associate

- (c) Name of entity (*if applicable*):

Rajah & Tann Singapore LLP
