

C&G ENVIRONMENTAL PROTECTION HOLDINGS LIMITED
(Incorporated in Bermuda on 24 September 2004)
(Registration Number 35842)

PROPOSED ISSUE OF UNLISTED WARRANTS

C&G Environmental Protection Holdings Limited (the “**Company**”) refers to the Proposed Issue of Unlisted Warrants and to the announcement made by the Company on 5 March 2012 in relation to the Proposed Issue of Unlisted Warrants.

All capitalised terms used and not defined herein shall have the same meanings given to them in the announcement made by the Company on 5 March 2012.

The Directors of the Company are pleased to announce that the Company had on 3 April 2012 received approval in-principle of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the listing of and quotation for 34,008,108 Warrant Shares in the capital of the Company (the “**Approval In-Principle**”).

The Approval In-Principle for the listing of and quotation for 34,008,108 Warrant Shares was granted subject to the following conditions:

- (i) compliance with the SGX-ST’s listing requirements;
- (ii) submission of a written confirmation from the Company that it will comply with Listing Rule 704(30) in relation to the use of the proceeds from the exercise of the Warrants;
- (iii) submission of a written undertaking from the Company that it will comply with Listing Rule 803;
- (iv) submission of a written confirmation from the Company that it will not issue the Warrants to persons prohibited under Rule 812(1) of the Listing Manual;
- (v) submission of a written undertaking from the Company to announce any adjustment made pursuant to Listing Rule 829(1); and
- (vi) submission of a written undertaking from the Company that it will comply with Listing Rule 831.

The Approval In-Principle for the listing of and quotation for 34,008,108 Warrant Shares arising from the Proposed Issue of Unlisted Warrants is not to be taken as an indication of the merits of the Proposed Issue of Unlisted Warrants, the Company, its subsidiaries and/or the Shares (including the Warrant Shares).

The Company will make further announcement on the listing of the Warrant Shares on the Official List of the SGX-ST, upon exercise of the Warrants by International Finance Corporation.

BY ORDER OF THE BOARD

Lin Yan
Executive Director
3 April 2012