

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

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**UPDATE ON PROPOSED SALE OF THE WASTE-TO-ENERGY BUSINESS, ASSETS (INCLUDING CONCESSIONS RIGHTS) AND PRINCIPAL OPERATING SUBSIDIARIES OF C&G ENVIRONMENTAL PROTECTION HOLDINGS LIMITED IN THE PRC**

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*Unless otherwise defined herein, all capitalised terms used in this announcement shall bear the same meanings as ascribed to them in the Company's announcements dated 23 October 2013, 24 November 2013, 24 December 2013, 29 January 2014, 8 April 2014, 7 May 2014, 30 June 2014, 7 July 2014, 14 August 2014, 15 September 2014 and 22 October 2014 (the "Previous Announcements") and its circular to shareholders dated 14 April 2014 (the "Circular").*

The Board of C&G Environmental Protection Holdings Limited (the "**Company**") refers to the Previous Announcements and the Circular and wishes to inform Shareholders that the Listed Company Acquisition and Restructuring Review Committee of China Securities Regulatory Commission ( "CSRC" ) (中国证券监督管理委员会上市公司并购重组审核委员会) has conditionally approved the Purchaser's application for the issue and allotment of its shares to C&G (HK) as part consideration for acquisition of C&G (China).

Further announcement will be made upon the receipt of the formal approval documents from CSRC by the Purchaser. The Board will keep Shareholders informed of further significant developments.

By Order of the Board

Lin Yan  
Executive Chairman & Group Chief Executive Officer  
29 October 2014