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CHINA PUBLIC PROCUREMENT LIMITED

中國公共採購有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 1094)

VOLUNTARY ANNOUNCEMENT

This is a voluntary announcement made by the Company.

The Board announces that on 19 December 2011, CAM and the PRC Partner entered into the Cooperation Agreement in relation to, among other matters, the development of the Proposed Activities. The Cooperation Agreement recorded the parties' willingness to cooperate in the development of the Proposed Activities and set out certain key areas of cooperation regarding the development of the Proposed Activities.

After signing of the Cooperation Agreement, the provisions of the Cooperation Agreement shall form the basis for the preparation of further agreement(s) regarding the development of the Proposed Activities.

THE COOPERATION AGREEMENT

Date: 19 December 2011

Parties:

- (a) CAM; and
- (b) The PRC Partner

Principal terms of the Cooperation Agreement

Pursuant to the Cooperation Agreement, CAM agreed, among others,

- (i) to support the PRC Partner in expanding the trial area and increasing the number of pilot cities for the computerised government procurement system in the PRC, based on the existing pilot units for the establishment of computerised government procurement system in the PRC;
- (ii) to support the PRC Partner in setting up “公共採購－節能減排聯盟” (Public Procurement – Energy Conservation and Emission Reduction Alliance*) in the pilot cities for, among others, the promotion of the government procurement system in the PRC and the integration of resources for energy conservation;

- (iii) to assist the PRC Partner in the promotion and implementation of the energy performance contracting (EMC) project business and other related businesses; and
- (iv) to provide advisory and consultation services to the PRC Partner in relation to government policies on the Proposed Activities and guidance on the related business of the PRC Partner.

The term of cooperation under the Cooperation Agreement will be from 1 January 2012 to 31 December 2014, subject to renewal at the end of term.

The Cooperation Agreement constitutes a strategic cooperation agreement between CAM and the PRC Partner. Further implementation agreement(s) to be signed pursuant to the Cooperation Agreement may or may not constitute notifiable and/or connected transaction(s) for the Company under the Listing Rules. The Company will keep the shareholders and potential investors of the Company informed of any material development in connection with the above matter by way of further announcement(s) as and when appropriate.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“CAM”	中國市長協會 (China Association of Mayors*), an organisation approved by the State Council of the PRC and formed by mayors and vice mayors of cities in the PRC and chief executives and vice chief executives of the municipalities directly under the Central Government of the PRC
“Company”	China Public Procurement Limited, a company incorporated in Bermuda with limited liability and the issued Shares of which are listed on the Main Board of the Stock Exchange
“Cooperation Agreement”	the strategic cooperation agreement dated 19 December 2011 and entered into between CAM and the PRC Partner in relation to, among other matters, the parties’ cooperation in the development of the Proposed Activities
“Directors”	directors of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this announcement excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

“PRC Partner”	國采科技股份有限公司 (Guocai Science & Technology Company Limited*), an entity established under the PRC laws and a substantial shareholder of 國采(北京)技術有限公司 (Guocai (Beijing) Technology Company Limited*), an indirect non-wholly-owned subsidiary of the Company
“Proposed Activities”	the proposed activities for development under the Cooperation Agreement, which shall include public procurement, urban energy conservation and emission reduction, green energy and environmental technology
“Share(s)”	existing ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board
CHINA PUBLIC PROCUREMENT LIMITED
Cheng Yuanzhong
Vice Chairman and Chief Executive Officer

Hong Kong, 21 December 2011

At the date of this announcement, the Board comprises five executive directors, Mr. Ho Wai Kong (Chairman), Mr. Cheng Yuanzhong (Vice Chairman), Mr. Li Junjie, Mr. Lu Xing and Mr. Wu Xiaodong; two non-executive directors, Ms. Cheng Zhuo and Mr. Wang Ning; and three independent non-executive directors, Mr. Chan Tze See, Kevin, Mr. Chen Bojie and Mr. Wu Fred Fong.

* *For identification purpose only*