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MIN XIN HOLDINGS LIMITED

閩信集團有限公司

(incorporated in Hong Kong with limited liability)
(Stock Code: 222)

CLARIFICATION ANNOUNCEMENT

This announcement is made in order to clarify certain information contained in the Announcement.

Reference is made to the announcement of the Company dated 12 April 2007 (the “**Announcement**”) in relation to the sale of 36,000,000 restricted circulating shares of Huaneng Power International, Inc. (“**Huaneng**”) by the Company to Fujian Investment & Enterprise Holdings Corporation (“**FIEC**”). Capitalised terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

The Directors would like to clarify that there was an incorrect quotation in the Announcement as a result of new information received by the Company after the issuance of the Announcement.

As stated in the Announcement, pursuant to the Memorandum in relation to share reforms, if a holder of shares has not paid the relevant consideration under the relevant share reform, consent from the party which has paid such consideration for the abovementioned holder is required for the application of the conversion of restricted circulating shares into unrestricted circulating A shares. Accordingly, in the case of the Company, consent from FIEC is required.

However, after the issue of the Announcement, the Company was informed that such Memorandum, dated 17 August 2006, was subsequently amended on 12 December 2006 (the “**Revised Memorandum**”), pursuant to which the requirement for holder of shares which has not paid the relevant consideration under the relevant share reform to obtain consent from the party which has paid such consideration on its behalf was deleted. The Directors confirmed that, up to the date of the Announcement, the Company had only been provided the Memorandum, and had not been aware of the Revised Memorandum until last Saturday, 21 April 2007.

Upon receipt of the Revised Memorandum, the Company has immediately sought the advice of the PRC legal advisers and enquired Huaneng about this matter. In reply to an enquiry made by Huaneng on this matter, the Shanghai Stock Exchange referred to Clause 19 of the Operational Guidelines for the Share Reform of Listed Companies (上市公司股權分置改革業務操作指引) (the “**Guidelines**”) and responded that the board of directors

of Huaneng should conduct the application of the conversion of the Huaneng Restricted Circulating shares to unrestricted circulating A shares in accordance with the published Share Reform proposal (股權分置改革說明書) (the “**Proposal**”). As stated in the Proposal, the obligations of both FIEC and the Company to sell Huaneng Restricted Circulating Shares to the Huaneng Group have been fulfilled by FIEC. As stated in the announcement of Huaneng dated 13 April 2007, at the request of FIEC, the 108,000,000 Huaneng Restricted Circulating Shares held by the Company has not been converted into unrestricted circulating A shares pending the agreement on the resolution of FIEC’s fulfilment of the obligations of the Company under the Share Reform on behalf of the Company. Based on the above, the PRC legal adviser opined that in order to convert the 108,000,000 Huaneng Restricted Circulating Shares to unrestricted circulating A shares, the Company should sell 36,000,000 Huaneng Restricted Circulating Shares to FIEC as requested by FIEC.

All the above information would be included in the circular containing, among others, further details of the Disposal and the respective advice of the independent financial adviser and the Independent Board Committee of the Company on the Disposal to be despatched to the Shareholders as soon as practicable. The EGM will be convened as soon as practicable at which the resolution will be proposed to approve the Agreement and the transactions contemplated thereunder.

Save as disclosed above, the Directors confirm that all the information as contained in the Announcement are correct in all material aspects.

Based on the above and in addition to the reasons mentioned in the paragraph headed “Reasons for the Disposal and use of proceeds” in the Announcement, the Directors maintain their view that it is still fair and reasonable for the Company to enter into the Agreement even in respect to the Revised Memorandum.

As at the date of this announcement, the Executive Directors are Messrs Ding Shi Da (Chairman), Chen Gui Zong (Vice Chairman), Zhu Xue Lun and Weng Jian Yu; the Non-Executive Directors are Messrs Wang Hui Jin and Chen Le; and the independent Non-Executive Directors are Messr Ip Kai Ming, Robert Tsai To Sze and So Hop Shing.

By Order of the Board
Min Xin Holdings Limited
Ding Shi Da
Chairman

26 April 2007, Hong Kong

Please also refer to the published version of this announcement in The Standard.