

China Hydroelectric Corp
Form SC 13D/A
September 05, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 4)*

China Hydroelectric Corporation

(Name of Issuer)

Ordinary Shares, \$0.001 par value per share**

American Depositary Shares

(Title of Class of Securities)

16949D101***

(CUSIP Number)

NewQuest Asia Fund I (G.P.) Ltd.

c/o Walkers Corporate Services Limited

Walker House

Edgar Filing: China Hydroelectric Corp - Form SC 13D/A

87 Mary Street, George Town

Grand Cayman, Cayman Islands KY1-9005

September 5, 2012

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

** Not for trading, but in connection with the registration of American Depositary Shares, each representing 3 ordinary shares.

*** CUSIP number of the American Depositary Shares.

CUSIP No. 16949D101

(1) Names of reporting persons

NewQuest Capital Management (Cayman) Limited

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) p

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares **38,744,395**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **0**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

CO

CUSIP No. 16949D101

(1) Names of reporting persons

NewQuest Asia Fund I (G.P.) Ltd.

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) ☐ Sole voting power

Number of

shares **38,744,395**
(8) ☐ Shared voting power

beneficially

owned by **66,040,898**
each (9) ☐ Sole dispositive power

reporting

person **38,744,395**
(10) ☐ Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

CO

CUSIP No. 16949D101

(1) Names of reporting persons

NewQuest Asia Fund I, L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

WC, AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

0

shares

(8) Shared voting power

beneficially

owned by

66,040,898

each

(9) Sole dispositive power

reporting

person

0

(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

HC, PN

CUSIP No. 16949D101

(1) Names of reporting persons

CPI Ballpark Investments Ltd

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) p

(3) SEC use only

(4) Source of funds (see instructions)

AF, WC, OO

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Republic of Mauritius

(7) Sole voting power

Number of

shares **38,744,395**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **38,744,395**
(10) Shared dispositive power
with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

OO

CUSIP No. 16949D101

(1) Names of reporting persons

Swiss Re Financial Products Corporation (Swiss Re)

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) p

(3) SEC use only

(4) Source of funds (see instructions)

WC, AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Delaware

(7) Sole voting power

Number of

shares **10,114,508**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **10,114,508**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

CO

CUSIP No. 16949D101

(1) Names of reporting persons

China Environment Fund III, L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

WC, AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares **7,838,595¹**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **7,838,595¹**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

Edgar Filing: China Hydroelectric Corp - Form SC 13D/A

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

PN

¹ China Environment Fund III Management, L.P. ("CEF III Management"), the general partner of China Environmental Fund III, L.P. ("CEF III") and China Environment Fund III Holdings Ltd. ("CEF III Holdings"), the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and Messrs. Donald C. Ye, Shelby Chen, Michael Li, Larry Zhang and Ian Zhu, who comprise the members of the CEF III Investment Committee (the "CEF III Investment Committee Members"), may be deemed to have shared power to vote these shares.

CUSIP No. 16949D101

(1) Names of reporting persons

China Environment Fund III Management, L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares **7,838,595²**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **7,838,595²**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

PN

² CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

CUSIP No. 16949D101

(1) Names of reporting persons

China Environment Fund III Holdings Ltd.

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares **7,838,595³**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **7,838,595³**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

OO

³ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

CUSIP No. 16949D101

(1) Names of reporting persons

Donald C. Ye

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

USA

(7) Sole voting power

Number of

shares **0**
(8) Shared voting power

beneficially

owned by **66,040,898⁴**
each (9) Sole dispositive power

reporting

person **0**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁴ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

CUSIP No. 16949D101

(1) Names of reporting persons

Shelby Chen

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

USA

(7) Sole voting power

Number of

shares **0**
(8) Shared voting power

beneficially

owned by **66,040,898⁵**
each (9) Sole dispositive power

reporting

person **0**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁵ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

CUSIP No. 16949D101

(1) Names of reporting persons

Michael Li

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Canada

(7) Sole voting power

Number of

0

shares

(8) Shared voting power

beneficially

owned by

66,040,898⁶

each

(9) Sole dispositive power

reporting

person

0

(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁶ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

CUSIP No. 16949D101

(1) Names of reporting persons

Larry Zhang

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

The People's Republic of China

(7) Sole voting power

Number of

0

shares

(8) Shared voting power

beneficially

owned by

66,040,898⁷

each

(9) Sole dispositive power

reporting

person

0

(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁷ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

CUSIP No. 16949D101

(1) Names of reporting persons

Ian Zhu

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

USA

(7) Sole voting power

Number of

shares **0**
(8) Shared voting power

beneficially

owned by **66,040,898^s**
each (9) Sole dispositive power

reporting

person **0**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁸ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

CUSIP No. 16949D101

(1) Names of reporting persons

Aqua Resources Fund Limited

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

WC

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Guernsey, Channel Islands

(7) Sole voting power

Number of

shares **5,941,613⁹**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **5,941,613⁹**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

CO

⁹ Includes 1,980,537 ADSs, representing 5,941,611 Ordinary Shares. In addition, Aqua Resources Asia Holding Limited (" ARAHL ") holds an additional 2 Ordinary Shares of the Company.

CUSIP No. 16949D101

(1) Names of reporting persons

Aqua Resources Asia Holdings Limited

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) p

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares **5,941,613¹⁰**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **5,941,613¹⁰**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

CO

¹⁰ Includes 1,980,537 ADSs, representing 5,941,611 Ordinary Shares. In addition, ARAHL holds an additional 2 Ordinary Shares of the Company.

CUSIP No. 16949D101

(1) Names of reporting persons

FourWinds Capital Management

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) p

(3) SEC use only

(4) Source of funds (see instructions)

N/A

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares **5,941,613¹¹**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **0**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

CO

¹¹ Includes 1,980,537 ADSs, representing 5,941,611 Ordinary Shares. In addition, ARAHL holds an additional 2 Ordinary Shares of the Company.

CUSIP No. 16949D101

(1) Names of reporting persons

Abrax

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

WC, AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Hong Kong

(7) Sole voting power

Number of

shares **2,316,004**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **2,316,004**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

PN

CUSIP No. 16949D101

(1) Names of reporting persons

Abrax Limited

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☐ (b) ☐

(3) SEC use only

(4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Hong Kong

(7) ☐ Sole voting power

Number of

shares **2,316,004**
(8) ☐ Shared voting power

beneficially

owned by **66,040,898**
each (9) ☐ Sole dispositive power

reporting

person **2,316,004¹⁴**
(10) ☐ Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

CO

CUSIP No. 16949D101

(1) Names of reporting persons

IWU International Ltd. (IWU)

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) p

(3) SEC use only

(4) Source of funds (see instructions)

WC

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

British Virgin Islands

(7) Sole voting power

Number of

shares **1,085,783**
(8) Shared voting power

beneficially

owned by **66,040,898**
each (9) Sole dispositive power

reporting

person **1,085,783**
(10) Shared dispositive power

with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

CO

This Amendment No. 4 relates to the Schedule 13D filed with the Securities and Exchange Commission on April 19, 2011 and amended on April 25, 2011, August 21, 2012 and August 30, 2012 (as so amended, the Original 13D), by the Reporting Persons named therein. Capitalized terms used but not defined herein shall have the meaning set forth in the Original 13D. Except as set forth herein, the Original 13D is unmodified.

Item 4. Purpose of Transaction

Item 4 is hereby amended to add the following:

On August 31, 2012, the Consortium received a letter from DLA Piper LLP, counsel to the Company, which was furnished as exhibit 99.1 to the Form 6-K, filed by the Company on August 31, 2012. On September 5, 2012, O Melveny & Myers LLP, on behalf of the Consortium, responded with a letter to DLA Piper LLP (the Response Letter). A copy of the Response Letter is attached hereto as Exhibit 99.1, and is incorporated into this Item 4 by reference.

Item 7. Material to be Filed as Exhibits.

The following exhibits are filed as exhibits hereto:

Exhibit	Description of Exhibit
99.1	Letter from O Melveny & Myers LLP, on behalf of the Consortium, dated September 5, 2012 (furnished herewith).

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 5, 2012

NEWQUEST CAPITAL MANAGEMENT (CAYMAN) LIMITED

By: /s/ Randhirsingh Juddoo
Name: Randhirsingh Juddoo
Title: Director

NEWQUEST ASIA FUND I (G.P.) LTD.

By: /s/ Darren Massara
Name: Darren Massara
Title: Director

By: /s/ Randhirsingh Juddoo
Name: Randhirsingh Juddoo
Title: Director

NEWQUEST ASIA FUND I, L.P.

By: NewQuest Asia Fund I (G.P.) Ltd.

By: /s/ Darren Massara
Name: Darren Massara
Title: Director

By: /s/ Randhirsingh Juddoo
Name: Randhirsingh Juddoo
Title: Director

CPI BALLPARK INVESTMENTS LTD

By: /s/ Georges A. Robert
Name: Georges A. Robert
Title: Director

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 5, 2012

SWISS RE FINANCIAL PRODUCTS CORPORATION

By: /s/ Hank Chance
Name: Hank Chance
Title: Authorized Signatory

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 5, 2012

CHINA ENVIRONMENT FUND III, L.P.

By: China Environment Fund III Management,

L.P., its general partner

By: China Environment Fund III Holdings Ltd.,

its general partner

By: /s/ Yun Pun Wong

Name: Yun Pun Wong

Title: Authorized signatory

Date: September 5, 2012

CHINA ENVIRONMENT FUND III

MANAGEMENT, L.P.

By: China Environment Fund III Holdings Ltd.,

its general partner

By: /s/ Yun Pun Wong

Name: Yun Pun Wong

Title: Authorized signatory

Date: September 5, 2012

CHINA ENVIRONMENT FUND III

HOLDINGS LTD.

By: /s/ Yun Pun Wong

Name: Yun Pun Wong

Title: Authorized signatory

Date: September 5, 2012

DONALD C. YE

By: /s/ Donald C. Ye

Date: September 5, 2012

SHELBY CHEN

By: /s/ Shelby Chen

Date: September 5, 2012

MICHAEL LI

By: /s/ Michael Li

Date: September 5, 2012

LARRY ZHANG

By: /s/ Larry Zhang

Date: September 5, 2012

IAN ZHU

By: /s/ Ian Zhu

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 5, 2012

AQUA RESOURCES ASIA HOLDINGS LIMITED

By: /s/ Kimberly Tara
Name: Kimberly Tara
Title: Director

Date: September 5, 2012

AQUA RESOURCES FUND LIMITED

By: FourWinds Capital Management, its investment manager

By: /s/ Kimberly Tara
Name: Kimberly Tara
Title: CEO, FourWinds Capital Management

Date: September 5, 2012

FOURWINDS CAPITAL MANAGEMENT

By: /s/ Kimberly Tara
Name: Kimberly Tara
Title: CEO, FourWinds Capital Management

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 5, 2012

ABRAX

By: /s/ Manuel Salvisberg
Name: Manuel Salvisberg
Title: Director

Date: September 5, 2012

ABRAX LIMITED

By: /s/ Manuel Salvisberg
Name: Manuel Salvisberg
Title: Director

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 5, 2012

IWU INTERNATIONAL LTD.

By: /s/ Li Wu Fehlmann
Name: Li Wu Fehlmann
Title: Director