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北京控股有限公司
BEIJING ENTERPRISES HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)
(website: www.behl.com.hk)
(Stock Code: 392)

Connected Transaction

Proposed Establishment of a Finance Company

Reference is made to the announcement dated 9 August 2012 released by Beijing Enterprises Holdings Limited (the “*Company*”). According to the announcement, the Company’s indirect wholly-owned subsidiary Beijing Gas Group Company Limited*, the Company’s indirect non wholly-owned subsidiary Beijing Yanjing Brewery Co., Ltd. and the Company’s ultimate controlling shareholder Beijing Enterprises Group Company Limited* (“*BE Group*”) have agreed to enter into an investment agreement pursuant to which the three parties propose to collaborate in establishing Beijing Enterprises Group Finance Co., Ltd. (“*BE Group Finance*”).

The Company has been informed that BE Group has received the “Approval for Preparation of Establishment of a Finance Company for an Enterprise Group by Beijing Enterprises Group Company Limited” (《中國銀監會關於北京控股集團有限公司籌建企業集團財務公司的批復》) issued by China Banking Regulatory Commission (“*CRBC*”) (Yinjianfu [2013] No 35). According to the approval, BE Group is allowed to prepare for establishment of BE Group Finance. During the course of preparation, issues such as capital injection, etc have to be settled; articles of association, policies governing the proposed businesses as well as internal control system have to be mapped out. Upon completion of the establishment, application for commencement of business should be submitted to CRBC in compliance with the relevant “Policy on Managing a Finance Company for an Enterprise Group” (《企業集團財務公司管理辦法》) and “Policy on Implementation of Approved Administration of Non-banking Financial Institutes” (《非銀行金融機構行政許可事項實施辦法》).

As at the date of this announcement, no concrete financial services agreement has been signed by the parties. Upon establishment of BE Group Finance, the Company will make further announcement in accordance with the requirement of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

By Order of the Board
Beijing Enterprises Holdings Limited
Zhang Honghai
Vice Chairman

Hong Kong, 22 January 2013

As at the date of this announcement, the board of directors of the Company comprises Mr. Wang Dong (Chairman), Mr. Zhang Honghai, Mr. Lin Fusheng, Mr. Li Fucheng, Mr. Zhou Si, Mr. Hou Zibo, Mr. Guo Pujin, Mr. Liu Kai, Mr. Lei Zhengang, Mr. E Meng, Mr. Jiang Xinhao and Mr. Tam Chun Fai as executive directors; Mr. Wu Jiesi, Mr. Robert A. Theleen, Mr. Lam Hoi Ham and Mr. Fu Tingmei as independent non-executive directors.

* For identification purposes only