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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)

Overseas Regulatory Announcement

Beijing Yanjing Brewery Co., Ltd. Movement in number of issued shares and listing of new A Shares Adjustment in conversion price of convertible bonds

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “*Stock Exchange*”).

Reference is made to the announcement released by Beijing Enterprises Holdings Limited (the “*Company*”) on 29 May 2013, pursuant to which the subscriptions for the issue of new shares in the capital of Beijing Yanjing Brewery Co., Ltd. (“*Yanjing Beer*”), being a subsidiary of the Company, were completed on 24 May 2013 (the “*Issue*”).

Basic information on Yanjing Beer regarding movement in number of issued shares and listing of new shares is as follows:

- | | | |
|---|---|-------------------------|
| 1. Exchange on which new shares will be listed | : | Shenzhen Stock Exchange |
| 2. Abbreviation | : | Yanjing Beer |
| 3. Stock code | : | 000729 |
| 4. Total number of issued shares before the Issue | : | 2,522,587,229 |
| 5. Number of shares allotted by the Issue | : | 284,768,676 |
| 6. Total number of issued shares after the Issue | : | 2,807,356,949 |

(1,044 shares were issued upon conversion of Yanjing Beer convertible bonds during the period from record day of the Issue (excluding record day) to 31 May 2013)

7. Earning per share before the Issue : RMB0.24 per share
(profit attributable to shareholders based on Yanjing Beer's 2012 audited financial results divided by total number of issued shares before the Issue)
8. Earning per share after the Issue : RMB0.22 per share
(profit attributable to shareholders based on Yanjing Beer's 2012 audited financial results divided by total number of issued shares after the Issue)
9. Net asset value per share before the Issue : RMB4.37 per share
(audited net asset value as at 31 December 2012 divided by total number of issued shares before the Issue)
10. Net asset value per share after the Issue : RMB4.51 per share
(audited net asset value as at 31 December 2012 plus the net proceed of the Issue divided by total number of issued shares after the Issue)
11. Date of listing of the new shares : 6 June 2013

Subscription price of the Issue is RMB5.76 per share. RMB1,640,267,573.76 has been raised from the Issue. After deducting issue expenses of RMB14,914,768.68, the net proceed of the Issue is RMB1,625,352,805.08.

After the Issue, Beijing Yanjing Brewery Investment Co., Ltd.* (北京燕京啤酒投資有限公司), being the controlling shareholder of Yanjing Beer, holds 1,613,786,393 shares or 57.48% in Yanjing Beer.

According to the terms contained in the prospectus for Yanjing Beer's convertible bonds and the relevant rules promulgated by China Securities Regulatory Commission, when Yanjing Beer issues additional A shares for listing, the conversion price of convertible bonds "Yanjing CB (126729)" shall be adjusted from RMB7.47 per share to RMB7.30 per share with effect from 6 June 2013.

GENERAL INFORMATION

Beijing Enterprises Holdings Limited is a company incorporated in Hong Kong with limited liability, the shares of which are listed on the main board of the Stock Exchange (stock code: 392). Beijing Enterprises Holdings Limited and its subsidiaries are principally engaged in natural gas businesses, beer businesses, sewage and water treatment operations in the PRC.

Yanjing Beer is a company incorporated in the PRC with limited liability, the shares of which are listed on the Shenzhen Stock Exchange (stock code: 000729). Yanjing Beer is principally engaged in beer brewing and production of beverages including mineral water, etc and sales of related products.

As at the date of this announcement, Beijing Enterprises Holdings Limited indirectly holds 80% equity interest in Beijing Yanjing Brewery Investment Co., Ltd.* (北京燕京啤酒投資有限公司), while the latter directly holds approximately 57.48% equity interest in Yanjing Beer. Yanjing Beer is an indirect non-wholly owned subsidiary of Beijing Enterprises Holdings Limited.

Public investors and shareholders of Beijing Enterprises Holdings Limited should exercise caution when dealing in its securities.

By Order of the Board
Beijing Enterprises Holdings Limited
Tam Chun Fai
Executive Director

Hong Kong, 5 June 2013

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

* For identification purposes only