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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)

NON-COMPLIANCE WITH RULE 3.10(A) OF THE LISTING RULES

As at the date of this announcement, the board of directors of Beijing Enterprises Holdings Limited (the “*Company*”) comprises 16 members, among them 4 are independent non-executive directors. The Company has failed to meet the requirement set out in Rule 3.10(A)* of Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “*Listing Rules*”) that a listed issuer must appoint independent non-executive directors representing at least one-third of the board.

The Company is endeavoring to identify suitable candidates to meet the requirement set out in Rule 3.10(A) of the Listing Rules as soon as practicable, and will make further announcement as and when appropriate.

*Note: * The issuer must comply with this rule by 31 December 2012.*

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

Hong Kong, 31 December 2012

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.