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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)

**BOARD CHANGES
AND
FURTHER INFORMATION IN RESPECT OF RE-ELECTION OF
RETIRING DIRECTORS AT
THE 2011 ANNUAL GENERAL MEETING**

The Company announces the appointment of Mr. Lin Fusheng as the successor for retiring Executive Director and Vice Chairman of the Board Mr. Bai Jinrong. The aforementioned board changes took effect from 1 June 2011.

Due to Mr. Bai Jinrong's resignation, the ordinary resolution in respect of the re-election of him as director of the Company as set out in the Circular is no longer applicable and will not be considered at the 2011 Annual General Meeting.

Since Mr. Lin Fusheng was appointed by the Board after the despatch of the Circular, a supplemental circular containing details of Mr. Lin together with a new form of proxy containing the proposed ordinary resolution for re-election of Mr. Lin as a director will be sent to the Company's shareholders as soon as practicable.

Resignation of Director

The Board of Directors (the "**Board**") of Beijing Enterprises Holdings Limited (the "**Company**") announces that Mr. Bai Jinrong has decided to retire as Executive Director and Vice Chairman of the Board of the Company with effect from 1 June 2011. The Company has confirmed that Mr. Bai has no disagreement with the Board and there is no other matter that needs to be brought to the attention of holders of securities of the Company in relation to his resignation. The Board takes this opportunity to express their appreciation for Mr. Bai's valuable contribution to the Company.

Appointment of Director

Lin Fusheng, aged 47, also serves as Vice Chairman and General Manager of Beijing Enterprises Group Company Limited. Mr. Lin graduated from Harbin Institute of Technology in 1987 and was awarded a post-graduate master degree from the Faculty of Power Engineering with the specialty in Thermal Energy Engineering. He then obtained an MBA degree from the School of Economics and Management of Tsinghua University in 2001. Presently he possesses the title of Professor-grade Senior Engineer. Before joining the Group, he was Chairman of Babcock & Wilcox Beijing Company Ltd., Deputy Director of Mechanical Industry Administration Bureau of Beijing Municipality, Director and General Manager of Beijing Machinery Electric Industrial Holding (Group) Co., Ltd. (北京机电工业控股(集团)有限责任公司), and Chairman and General Manager of Beijing Jingcheng Machinery Electric Holding Co., Ltd. (北京京城机电控股有限公司). In 2007, Mr. Lin was appointed as Chief Executive of Haidian District of Beijing Municipality. Mr. Lin has a strong professional background with considerable experience through his previous jobs in the government. He also has extensive experience in corporate management, assets management and capital operations.

Saved as disclosed above, Mr. Lin held no other directorships in listed public companies in the last three years.

Saved as disclosed above and as at the date of this announcement, Mr. Lin does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company and does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Lin has not entered into any service contracts in relation to his directorship with the Company; has no fixed term of service with the Company and is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. Mr. Lin is entitled to receive by way of director's salary and fees of his services as Executive Director and Vice Chairman of the Board determined by the Board with reference to prevailing market rate, including a monthly salary of HK\$169,230 and an annual fee of HK\$150,000.

The Board is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company and does not have any information which is required to be disclosed under Rules 13.51(2)(h)-(v) of the Listing Rules.

The Board would like to extend a warm welcome to Mr. Lin for joining the Board.

Further Information in Respect of Re-election of Retiring Directors at the 2011 Annual General Meeting

The Company despatched a circular to its shareholders on 26 May 2011 (the "**Circular**") in respect of certain matters including re-election of retiring directors to be dealt with at the Company's forthcoming annual general meeting which is scheduled to be held on 28 June 2011 (the "**2011 Annual General Meeting**").

Due to Mr. Bai Jinrong's resignation, the ordinary resolution in respect of the re-election of him as director of the Company as set out in the Circular is no longer applicable and will not be considered at the 2011 Annual General Meeting.

Pursuant to the articles of association of the Company, Mr. Lin Fusheng shall hold office only until the next following general meeting (being the 2011 Annual General Meeting), and being eligible, offer himself for re-election as a director.

Since Mr. Lin Fusheng was appointed by the Board after the despatch of the Circular, a supplemental circular containing details of Mr. Lin together with a new form of proxy containing the proposed ordinary resolution for re-election of Mr. Lin as a director will be sent to the Company's shareholders as soon as practicable.

By Order of the Board
Beijing Enterprises Holdings Limited
Wang Dong
Chairman

Hong Kong, 31 May 2011

As at the date of this announcement, the board of directors of the Company comprises Mr. Wang Dong, Mr. Zhang Honghai, Mr. Li Fucheng, Mr. Bai Jinrong, Mr. Zhou Si, Mr. E Meng, Mr. Liu Kai, Mr. Guo Pujin, Mr. Lei Zhengang, 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.