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**CHINA EVERBRIGHT INTERNATIONAL LIMITED**

中國光大國際有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code : 257)

**ANNOUNCEMENT  
PURSUANT TO RULE 13.18 OF THE LISTING RULES**

This announcement is made pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of China Everbright International Limited (the “**Company**”) announces that on 28 June 2012, the Company entered into a facility letter (the “**Facility Letter**”), pursuant to which an independent third party bank has agreed to grant a 3-year term loan facility of up to an aggregate amount of HK\$500 million (or its equivalent amount in Renminbi) (the “**Facility**”) to the Company to finance the general corporate funding requirements of the Company and its subsidiaries.

Under the Facility Letter, it will be an event of default if China Everbright Holdings Company Limited (“**CEHCL**”) ceases to be the single largest shareholder of the Company (direct or indirect) or CEHCL reduces its shareholding in the Company to less than 35% subject to certain exceptional circumstances stated therein. Upon the occurrence of any of the above events, all amounts advanced and outstanding under the Facility will become immediately due and repayable.

As at the date of this announcement, CEHCL is interested in approximately 50.17% of the issued voting share capital of the Company.

By Order of the Board  
**China Everbright International Limited**  
**Chen Xiaoping**  
Chief Executive Officer

Hong Kong, 28 June 2012

As at the date of this announcement, the Board comprises (i) 6 executive directors, namely Mr. Tang Shuangning, Mr. Zang Qiutao, Mr. Chen Xiaoping, Mr. Wang Tianyi, Mr. Raymond Wong Kam Chung and Mr. Cai Shuguang; (ii) 1 non-executive director, Mr. Philip Fan Yan Hok; and (iii) 3 independent non-executive directors, namely Mr. Selwyn Mar, Mr. Aubrey Li Kwok Sing and Mr. Zhai Haitao.