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北控清潔能源集團有限公司

BEIJING ENTERPRISES CLEAN ENERGY GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01250)

VOLUNTARY ANNOUNCEMENT STRATEGIC COOPERATION FRAMEWORK AGREEMENT

This is a voluntary announcement made by Beijing Enterprises Clean Energy Group Limited (the “**Company**”).

On 31 May 2016, the Company and 中國南山開發(集團)股份有限公司 (China Nanshan Development (Group) Incorporation*) (“**China Nanshan**”) entered into a strategic cooperation framework agreement (the “**Framework Agreement**”), pursuant to which the Company and China Nanshan agreed to have strategic cooperation in relation to the development, construction and operation of distributed photovoltaic power stations (the “**Project**”).

Pursuant to the terms of the Framework Agreement, China Nanshan agreed to provide suitable building rooftops, greenbelts and other unused space owned by China Nanshan and its affiliates to the Company for the investment, construction and operation of distributed photovoltaic power stations by the Company and at reasonable rental costs payable by the Company. As at the date of this announcement, location resources owned by China Nanshan and its affiliates that can be used for distributed power stations amounted to approximately 2,000,000 square meters. In the coming three years, China Nanshan intends to develop and provide land of approximately 3,000,000 square meters to the Company for the purposes of cooperation between the Company and China Nanshan if technology allows. Furthermore, the parties agreed to fully cooperate in areas including micro-grid energy storage and energy performance contracting.

Pursuant to the terms of the Framework Agreement, China Nanshan will also assist the Company in handling the compliance procedures that are required at the initial stage of the Project. Upon completion of the construction of the power stations and when the relevant conditions are met, the Company will sell electricity to China Nanshan. China Nanshan agreed to cooperate with the Company on a priority basis in areas covered under the Framework Agreement.

The Company believes that the Project provides a valuable opportunity to leverage the respective resources of the Company and China Nanshan, brings mutual benefits and complementary advantages to each party and is in the interest of the Company and its shareholders as a whole.

Information on the Company

The principal business activity of the Company is investment holding. The Company and its subsidiaries are principally engaged in the investment, development, construction, operation and management of photovoltaic power plants and photovoltaic power-related businesses and the design, printing and sale of cigarette packages in the People's Republic of China.

Information on China Nanshan

China Nanshan is a state-owned joint stock company and is a multi-industry and cross border integrated commercial conglomerate whose core industries are oil support services, logistics parks, real estate development, integrated housing system and integrated logistics. China Nanshan has subsidiaries across the People's Republic of China, including 深圳赤灣石油基地股份有限公司 (Shenzhen Chiwan Petroleum Supply Base Co., Ltd.*) and 深圳市新南山控股(集團)股份有限公司 (Shenzhen New Nanshan Holding (Group) Co., Ltd*), whose shares are listed on the Shenzhen Stock Exchange.

Shareholders and investors of the Company should note that this announcement is published as a voluntary disclosure to allow the public to understand the latest development of the Company. The transactions contemplated under the Framework Agreement remain subject to the entering into of definitive agreements and may or may not materialize as described or at all. In the event any definitive agreement is entered into, the Company will comply with the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in respect thereof and make further announcement(s) as and when appropriate. Shareholders and investors of the Company should exercise caution when dealing in the shares of the Company.

By Order of the Board
Beijing Enterprises Clean Energy Group Limited
Hu Xiaoyong
Chairman

Hong Kong, 1 June 2016

As at the date of this announcement, the Board comprises seven Directors, namely Mr. Hu Xiaoyong, Mr. Shi Xiaobei, Mr. Liang Yongfeng and Mr. Wang Ye as executive Directors; and Mr. Tam Tak Kei Raymond, Professor Lam Sing Kwong Simon and Mr. Xu Honghua as independent non-executive Directors.

** for identification purposes only.*