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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01250)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of Beijing Enterprises Clean Energy Group Limited (the “**Company**”) dated 20 July 2016 (the “**Announcement**”) in relation to, among other things, the subscription of new shares of the Company under general mandate. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE SUBSCRIPTION

The Board is pleased to announce that the Condition Precedent was fulfilled and completion of the Subscription took place on 22 August 2016 pursuant to the terms of the Subscription Agreement.

A total of 4,045,000,000 new Shares, representing approximately 12.86% of the issued Share capital of the Company as at the date of this announcement, were allotted and issued by the Company to the Subscriber at the Subscription Price of HK\$0.17 per Share under the General Mandate.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief, the shareholding structure of the Company (a) immediately before completion of the Subscription; and (b) immediately after completion of the Subscription is as follows:

	Immediately before completion of the Subscription		Immediately after completion of the Subscription	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Fast Top Investment Limited (<i>Note 1</i>)	9,618,470,350	35.09	9,618,470,350	30.57
CTSL Green Power Investment Limited (<i>Note 2</i>)	3,060,357,100	11.16	3,060,357,100	9.73
CTSL New Energy Investment Limited (<i>Note 3</i>)	3,060,357,090	11.16	3,060,357,090	9.73
Zhijia Investments Limited (<i>Note 4</i>) 北京倍思泰科新能源科技開發 有限公司 (Beijing Bestech New Energy Technology Development Co., Ltd. *) (<i>Note 5</i>)	995,227,370	3.63	995,227,370	3.16
The Subscriber (<i>Note 6</i>)	0	0	4,045,000,000	12.86
Ocean Ahead International Limited (<i>Note 7</i>)	2,279,580,000	8.32	2,279,580,000	7.25
Public Shareholders	8,001,235,710	29.18	8,001,235,710	25.43
Total	27,414,183,320	100.00	31,459,183,320	100.00

Notes:

As at the date of this announcement:

- (1) Fast Top Investment Limited is a wholly-owned subsidiary of Beijing Enterprises Water Group Limited ("BEWG"). BEWG is directly held as to approximately 43.93% (representing 3,824,367,831 shares of BEWG) by Beijing Enterprises Environmental Construction Limited. Beijing Enterprises Environmental Construction Limited is a wholly-owned subsidiary of Beijing Enterprises Holdings Limited, which is in turn held as to approximately 61.96% by Beijing Enterprises Group (BVI) Company Limited (by itself and through its subsidiaries), and which is in turn wholly owned by Beijing Enterprises Group Company Limited. Beijing Enterprises Group (BVI) Company Limited also directly holds 3,010,000 shares in the share capital of BEWG. BEWG is indirectly held as to approximately 43.97% (representing 3,827,377,831 shares of BEWG) by Beijing Enterprises Group Company Limited;

- (2) CTSL Green Power Investment Limited is a company jointly controlled by CPEChina Fund II, L.P. and CPEChina Fund IIA, L.P.. CPEChina Fund II L.P. and CPEChina Fund IIA, L.P. are two exempted limited partnerships registered under the laws of the Cayman Islands. The general partner of the CPEChina Fund II L.P. and CPEChina Fund IIA, L.P. is CITIC PE Associates II, L.P., an exempted limited partnership registered under the laws of the Cayman Islands. The general partner of CITIC PE Associates II, L.P. is CITIC PE Funds II Limited. CITIC PE Funds II Limited is wholly owned by CITICPE Holdings Limited, which is owned as to 35% by CITIC Securities International Asset Management Limited. CITIC Securities International Asset Management Limited is wholly owned by CITIC Securities International Co. Ltd., which is in turn wholly owned by CITIC Securities Company Limited, a company listed on the Stock Exchange and Shanghai Stock Exchange;
- (3) CTSL New Energy Investment Limited is a wholly-owned subsidiary of 北京中信投資中心(有限合夥)(CITIC Private Equity Fund III (RMB)*) (“CITIC PEF III”). CITIC PEF III is a limited partnership registered under the laws of the PRC. The general partner of CITIC PEF III is 北京宥德投資管理中心(有限合夥)(Beijing Youde Investment Management Center (Limited Partnership)*), a limited partnership registered under the laws of the PRC whose general partner is 上海磐諾企業管理有限公司(Shanghai Pannuo Enterprise Management Service Company Limited *), a limited liability company incorporated in the PRC. 上海磐諾企業管理有限公司(Shanghai Pannuo Enterprise Management Service Company Limited *) is wholly owned by 中信產業投資基金管理有限公司(CITIC Private Equity Funds Management Co., Ltd *), which is in turn owned as to 35% by CITIC Securities Company Limited, a company listed on the Stock Exchange and Shanghai Stock Exchange;
- (4) Zhihua Investments Limited is a company wholly and beneficially owned by Mr. Hu Xiaoyong, an executive Director;
- (5) 北京倍思泰科新能源科技開發有限公司(Beijing Bestech New Energy Technology Development Co., Ltd.*) is a company incorporated in the PRC of which Mr. Wang Ye, an executive Director, is its controlling shareholder (as defined under the Listing Rules);
- (6) The Subscriber is a wholly-owned subsidiary of 啟迪控股股份有限公司(Tus-Holdings Co., Ltd*), which is in turn held as to 44.92% by 清華控股有限公司(Tsinghua Holdings Co., Ltd.*). 清華控股有限公司(Tsinghua Holdings Co., Ltd.*) is wholly-owned by 清華大學(Tsinghua University); and
- (7) Ocean Ahead International Limited is wholly and beneficially owned by Ms. Huang Li, directors of certain subsidiaries of the Company.

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

Hong Kong, 22 August 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. Li Fujun, Mr. Xu Honghua and Mr. Chiu Kung Chik as independent non-executive Directors.

* for identification purposes only