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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)**

## **DISCLOSEABLE TRANSACTION THE PROVISION OF THE GUARANTEE**

### **THE PROVISION OF THE GUARANTEE**

On 29 January 2019, the Company, as guarantor, entered into the Guarantee in favour of HXFL, pursuant to which the Company agreed to guarantee the due performance of the payment obligations of NGHK under the Principal Contract comprising the lease payments and administrative fee in an amount of up to RMB945,233,886.

### **IMPLICATIONS UNDER THE LISTING RULES**

As one of the applicable percentage ratios set out in Rule 14.07 of the Listing Rules in respect of the provision of the guarantee under the Guarantee exceeds 5% but all of them are less than 25%, the entering into of the Guarantee constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

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## **THE GUARANTEE**

Date: 29 January 2019

Parties: (1) the Company

(2) HXFL

The material terms of the Guarantee are as follows:

Subject matter: the Company, as guarantor, agreed to provide guarantee in favour of HXFL for the due performance of the payment obligations of NGHK under the Principal Contract. The Guarantee covers all the obligations of NGHK under the Principal Contract including but not limited to the lease payments and administrative fee

Term of the Guarantee: from the effective date of the Guarantee to the date falling two years after the last tranche of the payment obligations under the Principal Contract is fulfilled

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, HXFL, NGHK and their ultimate beneficial owners are independent of the Company and the connected persons of the Company.

## **INFORMATION OF THE COMPANY, THE GROUP, HXFL AND NGHK**

The principal activity of the Company is investment holding. The Group is principally engaged in the investment, development, construction, operation and management of photovoltaic power businesses, wind power businesses and clean heat supply businesses in the PRC.

HXFL is a financial leasing company established in the PRC.

NGHK is a company established in the PRC and is principally engaged in the development of the Power Plant.

## **REASONS FOR AND BENEFITS OF THE PROVISION OF THE GUARANTEE**

NGHK entered into the Principal Contract with HXFL for the purposes of financing the Project held by NGHK. The Group plays a part in the Project as a quality control and construction management services provider and has taken appropriate measures to safeguard the receivable arising from these services and the obligations of the Company under the Guarantee. The Directors consider that the provision of the Guarantee will assist NGHK in obtaining financing for the completion of the Project and provide the Group a potential opportunity to invest in the Project to expand its portfolio of wind power plants in the PRC.

The Directors are of the view that the terms of the Guarantee are under normal commercial terms, are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

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## DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

|                       |   |
|-----------------------|---|
| “Board”               | the board of Directors  |
| “Company”             | Beijing Enterprises Clean Energy Group Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the main board of the Stock Exchange                         |
| “connected person(s)” | has the meaning ascribed to it under the Listing Rules  |
| “Director(s)”         | the director(s) of the Company  |
| “Group”               | the Company and its subsidiaries  |
| “Guarantee”           | the guarantee dated 29 January 2019 entered into between the Company and HXFL pursuant to which the Company agreed to guarantee the due performance of the payment obligations of NGHK under the Principal Contract |
| “Hong Kong”           | the Hong Kong Special Administrative Region of the PRC  |
| “HXFL”                | 華夏金融租賃有限公司 (Huaxia Financial Leasing Co., Ltd.*), a company established in the PRC with limited liability   |
| “Listing Rules”       | the Rules Governing the Listing of Securities on the Stock Exchange   |
| “MW”                  | megawatts, which is equal to 1,000,000 watts  |
| “NGHK”                | 南宮市航科新能源開發有限公司 (Nangong City Hangke New Energy Development Company Limited*), a company established in the PRC with limited liability   |
| “Power Plant”         | a 100MW wind power plant in Hebei Province, the PRC   |
| “PRC”                 | the People’s Republic of China, which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan  |

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|----------------------|--|
| “Principal Contract” | the finance lease agreement dated 29 January 2019 entered into between HXFL and NGHK, under which NGHK has payment obligations towards HXFL comprising the lease payments and administrative fee |
| “Project”            | the project involving the construction of the Power Plant  |
| “RMB”                | Renminbi, the lawful currency of the PRC   |
| “Share(s)”           | ordinary share(s) of HK\$0.001 each in the share capital of the Company  |
| “Shareholder(s)”     | holder(s) of the Share(s)  |
| “Stock Exchange”     | The Stock Exchange of Hong Kong Limited  |
| “%”                  | per cent   |

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

Hong Kong, 29 January 2019

*As at the date of this announcement, the Board comprises eight Directors, namely Mr. Hu Xiaoyong, Mr. Shi Xiaobei, Mr. Huang Weihua, Mr. Wang Ye and Mr. Wen Hui as executive Directors; and Mr. Li Fujun, Mr. Xu Honghua and Mr. Chiu Kung Chik as independent non-executive Directors.*

*\* for identification purposes only*