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京能集團

北京能源國際控股有限公司

Beijing Energy International Holding Co., Ltd.

(Incorporated in Bermuda with limited liability)

(Stock code: 686)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
FURTHER DELAY IN DESPATCH OF CIRCULAR REGARDING
THE FINANCIAL SERVICES FRAMEWORK AGREEMENT**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Beijing Energy International Holding Co., Ltd. (the “**Company**”) announces that Mr. Shi Dinghuan has resigned as an independent non-executive director of the Company (“**Independent Non-executive Director**”) with effect from 31 December 2020 due to his need to devote more time to his other commitments.

Mr. Shi Dinghuan has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation which needs to be brought to the attention of the shareholders of the Company (the “**Shareholder(s)**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude for Mr. Shi Dinghuan’s valuable contribution to the Board during his tenure of services.

The Board further announces that Ms. Jin Xinbin (“**Ms. Jin**”) has been appointed as an Independent Non-executive Director with effect from 31 December 2020.

The biographical information of Ms. Jin is set out below:

Ms. Jin Xinbin, aged 66, served as the general manager of Huaneng Energy & Communications Holding Co., Ltd.* (華能能源交通產業控股有限公司); the chairman of the board, general manager and deputy general manager of China Huaneng International Economic Trading Company* (中國華能國際經濟貿易公司); the general manager of the Hebei branch of China Huaneng Group Co., Ltd.* (中國華能集團有限公司); the deputy general manager of Huaneng Raw Materials Company* (華能原材料公司); the vice president of Hebei Product Enterprise (Group) Company* (河北物產企業(集團)公司) Ms. Jin also served as an external director of Beijing Energy Holding Co., Ltd.* (北京能源集團有限責任公司) (“**BEH**”), being a controlling Shareholder of the Company, from March 2015 to March 2019. Ms. Jin has extensive experience in management and the energy industry. Ms. Jin is a professor-level senior engineer. She obtained a bachelor’s degree in metallurgical machinery and equipment from Northeastern University and a master’s degree in economics from Hebei University.

While acting as an external director of BEH from March 2015 to March 2019, Ms. Jin neither had any executive or day-to-day management role or functions in BEH nor participated in the daily operations of BEH. She had no other interest in BEH apart from receiving director's fee as external director of BEH. The Board is of the view that such relationship of Ms. Jin with the BEH will not affect her independence as an Independent Non-executive Director of the Company.

The Company and Ms. Jin will enter into a service contract for a term of one year, which may be renewed upon expiration if agreed by the parties, or may be terminated by one month's notice in writing or payment in lieu of notice. Ms. Jin is entitled to a director's fee of HK\$200,000 per annum for her service as an Independent Non-executive Director, which was determined with reference to her duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market level of remuneration of similar position, and subject to review at the discretion of the Board at the end of each financial year.

Save as disclosed above, Ms. Jin confirmed that she (i) does not hold any other position with the Company or its subsidiaries nor have any relationship with any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; (ii) does not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) there is no information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"); and (iv) there is no matter concerning the appointment of Ms. Jin that needs to be brought to the attention of the Shareholders or the Stock Exchange.

As at the date of this announcement, Ms. Jin is not interested or deemed to be interested in any shares, underlying shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Ms. Jin has confirmed that she has met the independence guidelines set out in Rule 3.13 of the Listing Rules.

The Board would like to take this opportunity to welcome Ms. Jin in joining the Board.

FURTHER DELAY IN DESPATCH OF CIRCULAR REGARDING THE FINANCIAL SERVICES FRAMEWORK AGREEMENT

References are made to the announcements of the Company dated 3 July 2020, 31 August 2020 and 30 October 2020 (the "**Announcements**") in relation to the Financial Services Framework Agreement between the Company and BEH Finance Co., Ltd.* (京能集團財務有限公司). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

As stated in the Announcements, the Circular containing, among other things, (i) details of the Financial Services Framework Agreement; (ii) a letter of advice from the Independent Board Committee to the Independent Shareholders; (iii) a letter from Gram Capital, the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; and (iv) the notice of SGM was expected to be despatched to the Shareholders on or before 31 December 2020.

As additional time is required for the Company to prepare and finalise certain information to be included in the Circular, the despatch of the Circular is expected to be further postponed to a date on or before 31 January 2021.

For and on behalf of
Beijing Energy International Holding Co., Ltd.
Zhang Ping
Chairman of the Board

Hong Kong, 31 December 2020

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Ping (Chairman), Mr. Lu Zhenwei and Mr. Xu Jianjun; the non-executive directors of the Company are Mr. Sui Xiaofeng, Mr. Chen Dayu, Mr. Li Hao and Ms. Xie Yi; and the independent non-executive directors of the Company are Mr. Kwan Kai Cheong, Mr. Yen Yuen Ho, Tony, Mr. Chen Hongsheng and Ms. Jin Xinbin.

* *For the purposes of identification only*