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**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)**

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

This announcement is made by Beijing Energy International Holding Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) in compliance with 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 the Company announces that, on 11 April 2023, the Company (as borrower) entered into a facility agreement (the “**Facility Agreement**”) with China Construction Bank (Asia) Corporation Limited (中國建設銀行(亞洲)股份有限公司) (as lender) (“**CCB**”) and Beijing Energy Holding Co., Ltd.\* (北京能源集團有限責任公司) (as guarantor) (“**BEH**”) in relation to a loan facility for the purpose of financing the general working capital of the Group and refinancing the debts of the Group. Pursuant to and subject to the satisfaction of the conditions precedent and conditions subsequent set out in the Facility Agreement, CCB agreed to make available to the Company, a committed term loan facility of up to US\$125 million (equivalent to approximately RMB861 million) (the “**Loan Facility**”). The final repayment date of the Loan Facility will be the date falling 1 year after the first utilisation date of the Loan Facility, and utilisation date is the date on which the relevant loan is to be drawn.

Pursuant to the Facility Agreement, BEH, a controlling shareholder indirectly holding 7,176,943,498 shares of the Company, representing approximately 32.04% of the issued share capital of the Company, provided a corporate guarantee in favour of CCB as a security for the Loan Facility. As such corporate guarantee from BEH is for the benefit of the Group on normal commercial terms where no security over the assets of the Group is granted to BEH, pursuant to Rule 14A.90 of the Listing Rules, such corporate guarantee is exempt from compliance with all reporting, announcement and independent shareholder’s approval requirements under Chapter 14A of the Listing Rules.

The Facility Agreement provides that if at any time:

- (1) BEH ceases to be, directly or indirectly, the single largest shareholder of the Company; or
- (2) the State-owned Assets Supervision and Administration Commission of People's Government of the Beijing Municipality\* (北京市人民政府國有資產監督管理委員會) (the “**Commission**”) ceases to be, directly or indirectly, (i) the single largest shareholder of BEH; or (ii) able to direct the affairs of BEH and/or control the composition of the board of directors or equivalent body of BEH,

then the Loan Facility may, upon notification by CCB, be cancelled and all outstanding amounts will become immediately due and payable.

The Facility Agreement also provides that an event of default will occur if, amongst others, (1) BEH fails to maintain, directly or indirectly, 30% of the issued share capital of the Company; or (2) the consolidated tangible net worth of BEH and its subsidiaries is less than RMB80,000 million at any time or the consolidated total debts of the BEH and its subsidiaries is more than 70% of the consolidated total tangible assets of BEH and its subsidiaries, whereupon the Loan Facility will, with notice from CCB, be immediately cancelled and all outstanding amounts will become immediately due and payable.

The Facility Agreement contains certain specific performance obligations on BEH as the controlling shareholder of the Company and the Commission as the single largest shareholder of BEH, which require the disclosure pursuant to Rule 13.18 of the Listing Rules.

The Company will continue to make relevant disclosure in its subsequent interim and annual reports pursuant to Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the obligation under Rule 13.18 of the Listing Rules continue to exist.

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

Hong Kong, 11 April 2023

*As at the date of this announcement, the executive directors of the Company are Mr. Zhang Ping (Chairman) and Mr. Lu Zhenwei; the non-executive directors of the Company are Mr. Zhao Bing, Mr. Su Yongjian, Mr. Li Hao and Mr. Lu Xiaoyu; and the independent non-executive directors of the Company are Ms. Jin Xinbin, Ms. Li Hongwei and Mr. Zhu Jianbiao.*

\* For identification purpose only