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*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 01250)**

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

This announcement is made by the Company pursuant to rule 13.18 of the Listing Rules.

On 19 November 2021, the Company, as borrower, entered into the Facility Agreement with the Lenders in relation to the Facility. Pursuant to the relevant provisions of the Facility Agreement, the Company accepted certain specific performance obligations, details of which are set out below.

This announcement is made by Beijing Enterprises Clean Energy Group Limited (the “**Company**”) in compliance with the announcement requirements under 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 19 November 2021, the Company, as borrower, entered into a facility agreement (the “**Facility Agreement**”) with certain banks, as lenders (the “**Lenders**”), in relation to certain dual currency term loan facilities (the “**Facility**”) in the principal amount of HK\$780,000,000 and US\$100,000,000 (totalling HK\$1,560,000,000 (equivalent to US\$200,000,000)) (which may be subsequently increased to an aggregate amount of not more than US\$300,000,000 (or its equivalent) subject to the terms and conditions as stipulated therein), with a final maturity date on 19 November 2024. The exchange rate for US\$ to HK\$ under the Facility Agreement shall be fixed at US\$1.00 to HK\$7.80.

Pursuant to the Facility Agreement, it shall be a mandatory prepayment event (unless waived by the Lenders) if any of the following events occur:

- (i) Neither Beijing Enterprises Water Group Limited (“**BEWG**”) nor any member of Beijing Enterprises Group Company Limited (“**BE Group**”) and its subsidiaries from time to time (the “**Member of the BE Group**”) owns, directly or indirectly, at least 25% of the beneficial shareholding carrying at least 25% of the voting rights in the Company, free from mortgage, charge, pledge, lien or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect (each, a “**Security**”);
- (ii) Neither BEWG nor the Member of the BE Group is the single largest shareholder of the Company, and/or supervise the Company and/or have management control over the Company;
- (iii) Beijing Enterprises Holdings Limited (“**BEH**”) does not or ceases to own, directly or indirectly, at least 35% of the beneficial shareholding carrying at least 35% of the voting rights in BEWG, free from any Security;
- (iv) BEH is not or ceases to be the, direct or indirect, single largest shareholder of BEWG, and/or does not or ceases to supervise BEWG and/or have management control over BEWG;
- (v) BE Group does not or ceases to own, directly or indirectly, at least 40% of the beneficial shareholding carrying at least 40% of the voting rights in BEH, free from any Security;
- (vi) BE Group is not or ceases to be the, direct or indirect, single largest shareholder of BEH, and/or does not or ceases to supervise BEH and/or have management control over BEH;  
and
- (vii) BE Group is not or ceases to be effectively wholly-owned, supervised and controlled by the People’s Government of Beijing Municipality\* (北京市人民政府).

If any of the above events occur, the agent of the Lenders (acting on the instructions of the Lenders holding at least two-thirds of the outstanding principal amount in aggregate) may, by notice of not less than 14 business days to the Company, cancel the Facility and declare all outstanding loans, together with the accrued interest and all other amounts accrued under the Facility Agreement immediately due and payable, whereupon the Facility will be cancelled and all such outstanding loans and amounts will become immediately due and payable.

As at the date of this announcement, BEWG, the controlling shareholder (as defined in the Listing Rules) of the Company, indirectly holds approximately 31.88% of the issued share capital of the Company and is the single largest shareholder of the Company; BEH is the controlling shareholder of BEWG; and BE Group is the controlling shareholder of BEH.

The Company will continue to comply with the disclosure requirements under Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the obligation continue to exist.

By Order of the Board  
**Beijing Enterprises Clean Energy Group Limited**  
**Zhang Tiefu and Hu Xiaoyong**  
*Joint Chairmen*

Hong Kong, 19 November 2021

*As at the date of this announcement, the Board comprises nine Directors, namely Mr. Zhang Tiefu, Mr. Hu Xiaoyong, Mr. Yang Guang, Mr. Shi Xiaobei, Mr. Tan Zaixing and Ms. Huang Danxia as executive Directors; and Mr. Li Fujun, Mr. Xu Honghua and Mr. Chiu Kung Chik as independent non-executive Directors.*

\* *For identification purposes only*