

OTHER INFORMATION

Directors' interests in shares

As at 30th June, 2001, the interests of the directors and their associates in the issued share capital of the Company and its associated corporations as recorded in the register maintained by the Company pursuant to Section 29 of the Securities (Disclosure of Interests) Ordinance ("SDI Ordinance") were as follows:

Name of director	Nature of interest	Name of associated corporation	Number of shares held
Zheng Wan He	Personal	Beijing Wangfujing Department Store (Group) Co., Ltd.	45,738
Li Fu Cheng	Personal	Beijing Yanjing Brewery Company Limited	18,720

Save as disclosed above, none of the directors or their associates had any personal, family, corporate or other interest in the securities of the Company or any of its associated corporations as defined in the SDI Ordinance as recorded in the register required to be kept under Section 29 of the SDI Ordinance or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies.



Directors' rights to acquire shares

As at 30th June, 2001, the interests of the directors of the Company in options to subscribe for shares of the Company under the share option scheme of the Company were as follows:

Name of director	Note	Number of options held	
		Note (a)	Note (b)
Mr. Hu Zhao Guang		400,000	3,600,000
Mr. Bai Jin Rong		240,000	2,160,000
Mr. Xing Chun Hua		240,000	2,160,000
Mr. Zheng Wan He		200,000	1,800,000
Mr. Wei En Hong		200,000	1,800,000
Mr. Li Fu Cheng		200,000	1,800,000
Mr. Qiao Yu	(c)	200,000	1,800,000
Mr. Li Zhong Gen		200,000	1,800,000

Notes:

- (a) These options were granted on 3rd March, 1998, at an exercise price per share of HK\$17.03. The cash consideration paid by each director for the options granted was HK\$1. The options can be exercised at any time in the next ten years commencing on 1st September, 1998. No such options were exercised during the year.
- (b) These options were granted on 23rd June, 1998 at an exercise price per share of HK\$17.03. The consideration paid by each director for the options granted was HK\$1. The options can be exercised in 9 equal portions. The first portion is exercisable at any time commencing on 1st January, 1999, and one additional portion becomes exercisable on 1st January, in each of the following years. All of the options (to the extent not exercised) will become exercisable on 1st January, 2007, and if not otherwise exercised, will lapse on 1st January, 2009. No part of these share options was exercised during the year.
- (c) Due to the resignation or Mr. Qiao Yu on 30th August, 2001, a total of 2,000,000 share options granted to him on 3rd March, 1998 (200,000 share options) and 23rd June, 1998 (1,800,000 share options) respectively were lapsed on 30th August, 2001.

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Save as disclosed above, at no time during the year were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any director or their respective spouse or children under 18 years of age, or were any such rights exercised by them; or was the Company, or any of its holding companies, subsidiaries and fellow subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

Substantial shareholders

As at 30th June, 2001, the following interests of 10% or more of the share capital of the Company were recorded in the register of interests required to be kept by the Company pursuant to Section 16(1) of the SDI Ordinance:

Name	Number of shares	%
Modern Orient Limited	90,050,000	14.47
Beijing Enterprises Investments Limited (Note 1)	384,000,000	61.69
Beijing Holdings Limited (Note 2)	393,645,000	63.23

Notes:

- (1) The interest disclosed included the shares owned by Modern Orient Limited. Modern Orient Limited is held directly as to 100% by Beijing Enterprises Investments Limited. Accordingly, Beijing Enterprises Investments Limited is deemed to be interested in shares owned by Modern Orient Limited.
- (2) The interest disclosed included the shares owned by Beijing Enterprises Investments Limited and Modern Orient Limited. Beijing Enterprises Investments Limited, the holding company of Modern Orient Limited, is held indirectly as to 50.37% by Beijing Holdings Limited. Accordingly, Beijing Holdings Limited is deemed to be interested in shares owned by Beijing Enterprises Investments Limited and Modern Orient Limited.

Save as disclosed above, no person had registered an interest in the share capital of the Company that was required to be recorded pursuant to Section 16(1) of the SDI Ordinance.



Connected transactions

The connected transactions undertaken by the Group are set out in note 14 to the financial statements.

The independent non-executive directors of the Company have reviewed and confirmed that these connected transactions entered into by the Group were (i) in the ordinary course of the Group's business either on normal commercial terms, or on terms that are fair and reasonable so far as the Company's shareholders are concerned; (ii) in accordance with the terms of the agreements governing the transactions; and (iii) within the prescribed limits as set out in the waiver letter in respect of connected transactions granted by The Stock Exchange of Hong Kong Limited.

Loan Agreement with Covenant Relating to Specific Performance of the Controlling Shareholders

The Company obtained a five-year US\$180 million loan facility in 2001. The loan agreement includes certain conditions imposing specific performance obligations on the Company's holding companies, among which are the following events which would constitute an event of default on the loan facility.

- 1. If the beneficial interest in more than 50% of the entire issued share capital of the Company ceases to be owned by persons or entities controlled by the Beijing Municipal People's Government of China; or
- 2. If any of the Company's holding companies stops or suspends payments to its creditors generally or is unable or admits its inability to pay its debts as they fall due, or is declared or becomes bankrupt or insolvent.

Purchase, Sale or Redemption of Shares

Neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the period under review.

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Audit Committee

The members of the audit committee of the Company comprise of Mr. Lee Tung Hai, Leo and Mr. Wang Xian Zhang both being Independent Non-Executive Directors of the Company.

The audit committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including the review of the unaudited consolidated interim financial statements for the six months ended 30th June, 2001.

Publication of the Results on the Website of the Stock Exchange

The interim report of the Company for the six months ended 30th June, 2001, together with the information required under the paragraph 46(1) to 46(6) of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), will be published on the Company's website (www.behl.com.hk) and website of the Stock Exchange (www.hkex.com.hk) in due course.

The 2001 interim financial information set out above does not constitute the Group's statutory accounts for the six months ended 30th June, 2001 but is derived from the condensed financial statements for the six months ended 30th June, 2001 to be included in the 2001 interim report.

Closure of Register of Members

The Register of Members will be closed from Wednesday, 3rd October, 2001 to Friday, 5th October, 2001, both dates inclusive, during which period no transfers of shares will be effected. In order to qualify for the interim dividend, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's Share Registrars, Tengis Limited at 4th Floor, Hutchision House, 10 Harcourt Road, Central, Hong Kong not later than 4:00 p.m. on Friday, 28th September, 2001.



Code of Best Practice

In the opinion of the directors, the Company has complied with the Code of Best Practice as set out in Appendix 14 of the Listing Rules of The Stock Exchange of Hong Kong Limited throughout the accounting period covered by the interim report except that the independent non-executive directors of the Company are not appointed for specific terms but are subject to retirement by rotation in accordance with the Company's articles of association.

> By order of the Board Hu Zhao Guang Chairman

Hong Kong, 6th September, 2001