

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



北京控股有限公司
BEIJING ENTERPRISES HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)
(Stock Code: 392)

VOLUNTARY DISCLOSURE

COMPLETION OF THE DISPOSAL OF THE ENTIRE ISSUED SHARE CAPITAL OF TARGET COMPANY

References are made to the announcement dated 26 November 2014 and the announcement dated 28 June 2016 (the “*Announcement of the Disposal*”) of Beijing Enterprises Holdings Limited (the “*Company*”) relating to the proposed disposal of the entire issued share capital of Target Company. Unless otherwise expressly indicated, the capitalised terms used herein shall have the same meaning as those defined in the Announcement of the Disposal.

The Board is pleased to announce that all Conditions of the Amended and Restated Share Purchase Agreement had been fulfilled and Completion of the Proposed Disposal took place on 16 February 2017. Pursuant to the terms of the Amended and Restated Share Purchase Agreement, the Consideration, being RMB1,213,443,000 (equivalent to approximately HK\$1,533,790,480), shall be satisfied by China Gas allotting and issuing 110,823,011 new China Gas Shares (the “*Consideration Shares*”) at the issue price of HK\$13.84 per China Gas Share to the Seller (or a wholly-owned subsidiary of the Company) at or after Completion. Accordingly, upon Completion, Consideration Shares were issued to Hong Mao Developments Limited, a wholly-owned subsidiary of the Company. As at the date of this announcement, the Company is directly and indirectly interested in 1,237,663,143 China Gas Shares, representing approximately 24.82% of the total issued share capital of China Gas.

By order of the Board
Beijing Enterprises Holdings Limited
Zhou Si
Vice Chairman

Hong Kong, 16 February 2017.

As at the date of this announcement, the board of directors of the Company comprises Mr. Wang Dong (Chairman), Mr. Hou Zibo, Mr. Zhou Si, Mr. Li Fucheng, Mr. Li Yongcheng, Mr. E Meng, Mr. Jiang Xinhao and Mr. Tam Chun Fai as executive directors; Mr. Wu Jiesi, Mr. Lam Hoi Ham, Mr. Fu Tingmei, Mr. Sze Chi Ching, Dr. Yu Sun Say and Mr. Ma She as independent non-executive directors.