

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.



北京城建设计发展集团股份有限公司

BEIJING URBAN CONSTRUCTION DESIGN & DEVELOPMENT GROUP CO., LIMITED

Beijing Urban Construction Design & Development Group Co., Limited

北京城建设计发展集团股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1599)

**ANNOUNCEMENT
DISCLOSEABLE TRANSACTION IN RELATION TO THE
PROVISION OF GUARANTEE**

PROVISION OF GUARANTEE

On 26 April 2018, the Company received the Guarantee Agreement entered into between the Bank and the Company, pursuant to which the Company agreed to provide guarantee, in proportion to its equity holding in Shengtong Real Estate (a joint venture owned as to 40% equity interests by the Company), for the due performance of the repayment obligations of Shengtong Real Estate to the Bank in the amount of RMB280 million in respect of the Loan in the amount of RMB700 million granted by the Bank. The Loan will be utilised for the development and construction of the Pingguoyuan Comprehensive Transportation Hub TOD Integration Project in Shijingshan by Shengtong Real Estate.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Bank and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined in Rule 14.07 of the Listing Rules) in respect to the provision of the Guarantee is more than 5% but less than 25%, it constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

PROVISION OF GUARANTEE

On 26 April 2018, the Company received the Guarantee Agreement entered into between the Bank and the Company, pursuant to which the Company agreed to provide guarantee, in proportion to its equity holding in Shengtong Real Estate (a joint venture owned as to 40% equity interests by the Company), for the due performance of the repayment obligations of Shengtong Real Estate to the Bank in the amount of RMB280 million in respect of the Loan in the amount of RMB700 million granted by the Bank. The Loan will be utilised for the development and construction of the Pingguoyuan Comprehensive Transportation Hub TOD Integration Project in Shijingshan by Shengtong Real Estate.

Principal terms of the Guarantee Agreement

- Date: 24 April 2018
- Parties: (1) the Company; and
(2) the Bank.
- Scope of guarantee: the due performance of the repayment obligations of Shengtong Real Estate to the Bank in the amount of RMB280 million in respect of the Loan.
- Term of the Guarantee: Commencing from the effective date of the Guarantee Agreement to two years from the day following the expiry of the repayment obligation of all loans under the Loan Agreement. If the Loan Agreement stipulates that Beijing Shengtong Real Estate Development Co., Ltd. settles the debts in instalments, the maturity date of each individual debt shall be the date on which such debt maturity period expires. If there is a situation where the repayment obligation of all debts under the Loan Agreement expires in advance, the guarantee period shall be two years from the day following the early maturity date of the debt under the principal contract.
- Method of the Guarantee: Full and joint liability guarantee, which will be automatically released when the creditor's right is fully settled under the Loan Agreement.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Bank and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons.

REASONS AND BENEFITS OF THE PROVISION OF GUARANTEE

As the Loan granted to Shengtong Real Estate by the Bank is RMB700 million, the Guarantee provided by the Company, being RMB280 million, is in proportion to its equity interest in Shengtong Real Estate. The other two joint venture partners, Beijing Gonglian and Tengfei Real Estate, have also agreed to provide guarantee for the repayment obligation of Shengtong Real Estate to the Bank under the same terms and conditions.

The Directors consider that the provision of the Guarantee can facilitate Shengtong Real Estate in meeting its working capital needs for the development of the Pingguoyuan Comprehensive Transportation Hub TOD Integration Project in Shijingshan, which is expected to provide the Company with rich profits, and in line with its business strategy and overall interest.

The Directors (including the independent non-executive directors) are of the view that the Guarantee Agreement has been entered into in the ordinary and usual course of business of the Company and is on normal commercial terms, and the terms and conditions thereof are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

INFORMATION RELATING TO THE COMPANY, THE BANK AND SHENGTONG REAL ESTATE

Information relating to the Company

The Company is mainly engaged in design, survey and consultancy business for urban rail transit engineering, industrial and civil construction and municipal engineering as well as construction contracting business for urban rail transit engineering.

Information relating to Shengtong Real Estate

Shengtong Real Estate is a company established in the PRC, and is also a joint venture of the Company and Beijing Gonglian and Tengfei Real Estate. Each of the Company, Beijing Gonglian and Tengfei Real Estate holds 40%, 30% and 30% equity interests in Shengtong Real Estate. The scope of business of Shengtong Real Estate includes property management, sale of commodity houses, hotel management and lease of commercial properties, etc.

Information relating to the Bank

The Bank is a financial institution established in the PRC, with scope of business including absorption of public deposits, issuance of short-term, medium-term and long-term loans and domestic settlement.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined in Rule 14.07 of the Listing Rules) in respect to the provision of the Guarantee is more than 5% but less than 25%, it constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Bank”	Shijingshan Sub-branch of Beijing Rural Commercial Bank Co., Ltd. (北京農村商業銀行股份有限公司石景山支行), a financial institution established in the PRC
“Board”	the board of Directors of the Company
“Company”	Beijing Urban Construction Design & Development Group Co., Limited (北京城建設計發展集團股份有限公司), a joint stock company with limited liability established in the PRC, the H shares of which are listed on the Stock Exchange
“Beijing Gonglian”	Beijing Gonglian Transportation Hub Construction Management Co., Ltd. (北京公聯交通樞紐建設管理有限公司), a limited liability company established in the PRC
“Tengfei Real Estate”	Beijing Shixing Tengfei Real Estate Development Co., Ltd. (北京實興騰飛置業發展公司), a limited liability company established in the PRC
“Creditors”	the Bank and Shijingshan Sub-branch of Beijing Rural Commercial Bank Co., Ltd.
“Directors”	directors of the Company
“Guarantee”	guarantee provided by the Company under the Guarantee Agreement

“Guarantee Agreement”	the guarantee agreement dated 24 April 2018 entered into between the Company and the Bank, pursuant to which the Company agreed to guarantee the repayment obligations of Shengtong Real Estate to the Bank in the amount of RMB280 million in respect of the Loan
“Shengtong Real Estate”	Beijing Shengtong Real Estate Development Co., Ltd. (北京晟通置業發展有限公司), a limited liability company established in the PRC on 7 June 2016, which is held as to 40%, 30% and 30% by each of the Company, Beijing Gonglian and Tengfei Real Estate
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan Agreement”	the loan agreement dated 24 April 2018 entered into between the Bank and Shengtong Real Estate in respect of the grant of the Loan by the Bank to Shengtong Real Estate
“Loan”	loan facility in the aggregate principal amount of RMB700 million granted by the Bank to Shengtong Real Estate under the Loan Agreement
“PRC”	the People’s Republic of China (for the purpose of this Announcement, excluding Hong Kong, Taiwan and the Macau Special Administrative Region of the PRC)
“Shareholders”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By order of the Board
Beijing Urban Construction Design & Development Group Co., Limited
Wang Liping
Chairman

Beijing, 26 April 2018

As at the date of this announcement, the executive directors of the Company are Wang Hanjun and Li Guoqing; the non-executive directors of the Company are Wang Liping, Guan Jifa, Su Bin, Yan Lianyuan and Tang Shuchang; and the independent non-executive directors of the Company are Zhang Fengchao, Wang Dexing, Yim Fung, Sun Maozhu and Liang Qinghuai.