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北控水務集團有限公司
BEIJING ENTERPRISES WATER GROUP LIMITED

(Incorporated in Bermuda with limited liability)
(Stock Code: 371)

GENERAL DISCLOSURE UNDER RULE 13.18 OF THE LISTING RULES

This announcement is made pursuant to Rule 13.18 of the Listing Rules with respect of a syndicated facility agreement entered into by Wise Wave International Limited, a wholly-owned subsidiary of the Company, as borrower, the Company as guarantor and various banks as lenders, in an aggregate amount of AU\$210,000,000 (equivalent to approximately HK\$1,185,093,000). The syndicated facility agreement imposes, among other things, certain specific performance obligations on the ownership of the Company.

This announcement is made pursuant to the requirement under Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

On 14 December 2018, Wise Wave International Limited, a wholly-owned subsidiary of Beijing Enterprises Water Group Limited (the “Company”), as borrower, the Company as guarantor entered into a syndicated facility agreement (“Facility Agreement”) with various banks for a term loan facility (“Facility”) in an aggregate amount of AU\$210,000,000 (equivalent to approximately HK\$1,185,093,000) for a term of five years commencing from the date of first utilisation of the Facility.

Pursuant to the Facility Agreement, at any time following the occurrence of a change of control, the banks may declare any commitment under the Facility Agreement to be cancelled and/or declare all outstanding amounts together with interest and all other amounts accrued to be immediately due and payable and/or payable on demand.

- (a) Beijing Enterprises Holdings Limited (“BEHL”) does not or ceases to maintain beneficial ownership, directly or indirectly, of more than 35% in the issued share capital of the Company;

- (b) BEHL is not or ceases to be the single largest shareholder of the Company;
- (c) Beijing Enterprises Group Company Limited (“BEGCL”) 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 BEHL, free from any security;
- (d) BEGCL is not or ceases to be effectively wholly-owned, supervised and controlled by the State-owned Assets Supervision and Administration Commission of People's Government of Beijing Municipality* (北京市人民政府國有資產監督管理委員會).

As at the date of this announcement, (1) BEHL owns directly or indirectly approximately 42.43% of the issued share capital of the Company and is the single largest shareholder of the Company; and (2) BEGCL is the controlling shareholder of BEHL.

The Company will comply with the continuing disclosure requirements pursuant to 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 Water Group Limited
Li Yongcheng
Chairman

Hong Kong, 14 December 2018

As at the date of this announcement, the board of directors of the Company comprises ten executive directors, namely Mr. Li Yongcheng (Chairman), Mr. E Meng (Vice Chairman), Mr. Jiang Xinhao, Mr. Zhou Min (Chief Executive Officer), Mr. Li Haifeng, Mr. Zhang Tiefu, Ms. Qi Xiaohong, Mr. Ke Jian, Mr. Tung Woon Cheung Eric and Mr. Li Li and five independent non-executive directors, namely Mr. Shea Chun Lok Quadrant, Mr. Zhang Gaobo, Mr. Guo Rui, Mr. Wang Kaijun and Dr. Lee Man Chun Raymond.

For the purpose of this announcement, the exchange rate of AU\$1.00 = HK\$5.6433 has been used for currency translation, where applicable. Such exchange rate is for illustration purpose and do not constitute representation that any amount in AU\$ or HK\$ have been, could have been or may be converted at such rates.

** For identification purposes only*