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

**(Stock Code: 2868)**

## **PROPOSED NON-PUBLIC ISSUE OF DEBT FINANCING PLAN ON CFAE**

The Board of Directors of Beijing Capital Land Ltd. announces that, the Board resolved to submit to Shareholders for consideration and approval of the proposed non-public issue of Debt Financing Plan on CFAE, with a principal amount up to RMB2 billion in aggregate, at the EGM.

A circular containing details of the proposed issue of Debt Financing Plan on CFAE and a notice of convening the EGM will be dispatched to Shareholders as soon as practicable.

### **PROPOSED ISSUE OF DEBT FINANCING PLAN ON CFAE**

#### **1. Background**

On 14 July 2017, the Board resolved to submit to Shareholders for consideration and approval of the proposed non-public issue of Debt Financing Plan on CFAE, with a principal amount up to RMB2 billion in aggregate, at the EGM. The proceeds are mainly used for project development and construction.

## **2. Proposed Issue of Debt Financing Plan**

The proposed arrangements of the Debt Financing Plan are as follows:

1. Issuer: Beijing Capital Land Ltd.
2. Place of issue: The People's Republic of China
3. Size of issue: No more than RMB2 billion
4. Maturity: Up to 3 years
5. Financing cost: Subject to specific market conditions and timing of issue
- 6 Interest payment method: Quarterly
7. Principal repayment method: Repayment of principal by installment
8. Proposed use of proceeds: Project development and construction
9. Credit enhancement condition: Capital Group provides maximum irrevocable joint liability guarantee with 100% principal and interest for the issue of Debt Financing Plan
10. Underwriter: BOB

## **3. Granting of authorization to the Board or any one of the executive directors to deal with matters relating to the Debt Financing Plan**

To ensure the smooth issue of the proposed Debt Financing Plan, it is proposed that the Board or any one of the executive directors be authorized by the Shareholders at the EGM generally and unconditionally to deal with all matters relating to the Debt Financing Plan, including but not limited to the number of tranches, timing of each tranche, maturity, size, interest rate, method of repayment of principal and interest, intermediary to be engaged, execution of related agreements such as the underwriting agreement and supplementary agreement (if any) and other legal documents as well as the discretion to make amendments and adjustments to relevant transaction documents to be entered into by the Company subject to the determined transaction framework.

The authorisation to the Board or any one of the executive directors to deal with matters related to the said issue of Debt Financing Plan will be valid from the date when the approval is obtained at the general meeting until the date when all matters related to the authorisation of the Debt Financing Plan are completed.

## **4. Reasons for the proposed Debt Financing Plan and its benefit to the Shareholders**

The Board believes that the Debt Financing Plan can raise funds within a shorter time for financing project development and construction and reduce the finance cost of the Company effectively. Therefore, the relevant terms of the Debt Financing Plan are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

## **EGM**

An EGM will be convened to approve the proposed Debt Financing Plan by special resolution.

A circular containing details of the proposed Debt Financing Plan and a notice of convening the EGM will be dispatched to Shareholders as soon as practicable.

## **DEFINITIONS**

In this announcement, the following terms have the meanings set forth below unless the context requires otherwise:

“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors of the Company
“BOB”	Bank of Beijing Co., Ltd.
“Capital Group”	Beijing Capital Group Co., Ltd.* (北京首都創業集團有限公司), a state-owned enterprise incorporated in the PRC on 26 October 1994 and under the direct supervision of the Beijing Municipal Government, the controlling shareholder of the Company and a connected person of the Company
“CFAE”	Beijing Financial Assets Exchange Co. Ltd.
“Company”	Beijing Capital Land Ltd. (首創置業股份有限公司), a joint stock company incorporated in the PRC with limited liability and whose H Shares are listed on the main board of the Stock Exchange
“Debt Financing Plan”	The proposed non-public issue of debt financing plan on CFAE, with the BOB as underwriter and a principal amount up to RMB2 billion in aggregate
“Director(s)”	the director(s) of the Company
“EGM”	the Extraordinary General Meeting to be held at F17, Red Goldage, No. 2, Guang Ning Bo Street, Beijing, PRC to approve the Debt Financing Plan and the authorization of the Board in relation to the Debt Financing Plan

“EGM Notice”	the notice of the EGM
“H Share(s)”	the ordinary shares of RMB1.00 each of the Company, which are issued outside the PRC, listed on the Stock Exchange, and traded in Hong Kong dollars
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as amended from time to time)
“PRC”	the People’s Republic of China excluding, for the purposes of this announcement, Hong Kong, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholders”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

\* *The English name is a translation of its Chinese name and is included for identification purposes only.*

By order of the Board  
**Beijing Capital Land Ltd.**  
**Lee Sze Wai**  
*Company Secretary*

Hong Kong, 14 July 2017

*The Board as of the date of this announcement comprises Mr. Li Songping (Chairman) who is Non-Executive Director, Mr. Tang Jun (President) and Mr. Li Xiaobin who are Executive Directors, Ms. Sun Baojie, Mr. Sun Shaolin and Mr. Su Jian who are Non-Executive Directors, and Mr. Wang Hong, Mr. Li Wang and Mr. Wong Yik Chung, John who are Independent Non-Executive Directors.*