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比亞迪股份有限公司  
BYD COMPANY LIMITED

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

**(Stock Code: 1211)**

Website: <http://www.byd.com>

**ISSUE OF THE DOMESTIC CORPORATE BONDS**

The Board resolved on 22 November 2019 to approve the issue of the Domestic Corporate Bonds with an issue size of an aggregate principal amount of not more than RMB10 billion (including RMB10 billion) by the Company. The issue of the Domestic Corporate Bonds has been approved by passing of a special resolution at the 2018 Annual General Meeting and is subject to approval by the relevant PRC regulatory authorities.

This announcement is made pursuant to Rule 13.09 of the Listing Rules and the provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

**The Domestic Corporate Bonds Issue is subject to approval by the relevant PRC regulatory authorities and may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution in dealing in the Company's securities.**

**1. BACKGROUND**

This announcement is made pursuant to Rule 13.09 of the Listing Rules and the provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

References are made to the circular dated 18 April 2019 and the announcement dated 6 June 2019 of the Company in relation to (including, but not limited to) the consideration and passing of the resolution on "Authorisation to Issue Debt Financing Instrument(s)" at the 2018 Annual General Meeting convened by the Company.

The Board resolved on 22 November 2019 to approve the issue of the Domestic Corporate Bonds with an issue size of an aggregate principal amount of not more than RMB10 billion (including RMB10 billion) by the Company. The issue of the Domestic Corporate Bonds has been approved by passing of a special resolution at the 2018 Annual General Meeting and is subject to approval by the relevant PRC regulatory authorities.

Details of the issue of the Domestic Corporate Bonds are set out below:

- Issuer : BYD Company Limited
- Type of the Bonds : The type of the bonds is storage issuance of corporate bonds, which publicly issues general corporate bonds, green corporate bonds, renewable corporate bonds and various types of special bonds to qualified investors (the bonds do not include exchangeable corporate bonds). The specific type of issuance shall be determined by the Chairman or persons otherwise authorised by the Chairman within the said range according to the Company's capital requirements and the market conditions prevailing at the time of issue.
- Issue Size : The aggregate principal amount of the Domestic Corporate Bonds Issue shall not be more than RMB10 billion (including RMB10 billion) in the PRC. The accumulated balance of corporate bonds shall not exceed 40% of the Company's net assets of the latest period upon issue. The specific size and number of tranches of issuance shall be determined by the Chairman or persons otherwise authorised by the Chairman within the said range according to the market conditions prevailing at the time of issue.
- Maturity of the Bonds: The bonds will have a term of maturity not exceeding 10 years (including 10 years) and can be either single-term or multiple terms. The specific term maturity and the issue size of each type of maturity shall be determined by the Chairman or persons otherwise authorised by the Chairman according to the Company's capital requirements and the market conditions prevailing at the time of issue.
- Par Value and Issue Price : The par value of the bonds is RMB100 each, and shall be issued at par value.
- Interest Rate and Determination Method of the Bonds : The interest rate of the bonds shall be determined within the enquired interest rate range by the issuer and the lead underwriter according to the outcome of offline interest rate enquiry.
- Use of Proceeds : The proceeds of the bonds issue will be used to supplement the working capital, repay borrowings of the Company and other purposes in compliance with laws and regulations.

- Target of Issuance and Arrangements for Placement to Shareholders of the Company : The target investors of the bonds issue are qualified investors who comply with relevant regulations such as Administrative Measures for the Issuance and Trading of Corporate Bonds (《公司債券發行與交易管理辦法》) and Administrative Measures on the Appropriateness of Investors (《投資者適當性管理辦法》) and own an A-share securities account with China Securities Depository and Clearing Corporation Limited, Shenzhen Branch (excluding purchasers prohibited by laws and regulations). There will be no arrangements for preferential placement of the bonds to the Shareholders of the Company.
- Manner of Issue : The bonds will be issued in tranches upon approval of issuance. The bonds will be issued offline to qualified investors by way of price enquiry and placing, and the bookrunner will conduct the placing of the bonds according to the interest rate enquiry. The Company will submit the application documents for the issue to the Shenzhen Stock Exchange in accordance with relevant requirements on financing regulation optimisation. The specific type of bonds is subject to the documents of each tranche of bonds issued. The specific issue arrangements will be conducted in accordance with relevant requirements of the Shenzhen Stock Exchange.
- Manner of Security : The bonds will not be issued with security.
- Guarantee for Repayment of the Bonds : In the event that any failure to pay any amounts of principal or interest of the bonds as scheduled or when any of such amounts fall due is foreseen to take place, the Company may take measures to guarantee the repayment as required by the relevant laws and regulations or regulatory documents (if applicable), including not declaring any profit distribution to the Shareholders, reducing or discontinuing the payment of remuneration/salaries and bonuses of Directors and senior management, postponing the implementation of capital expenditure projects such as material investment, merger or acquisition, and not transferring or seconding the principal officer.
- Place of Listing : The Company shall file the application for listing and trading of the corporate bonds to the Shenzhen Stock Exchange as soon as possible following the completion of the corporate bonds issue and subject to the fulfilment of the listing conditions.

- Special Terms of Issue : The special terms of issue relating to the issue of the bonds, such as special terms regarding the renewal option, term of renewal, option for deferred interest payment, compulsory payment event, restrictions under deferred interest payment and interest rate adjustment mechanism for the renewable corporate bonds, shall be determined by the Chairman or persons otherwise authorised by the Chairman in accordance with relevant regulations and market conditions. The specific issue conditions for each type of bonds are subject to the documents of each tranche of bonds issued.
- Term of Validity of the Resolution : The resolution in respect of the Corporate Bonds Issue of the Company will expire 24 months after the date of considering and passing of such resolution by the Board. If the bonds issue receives approval from the CSRC within the term of validity of the Board resolution while not yet completed, the period of validity shall be extended to the date of completion of the bonds issue.

## 2. GENERAL

**The Domestic Corporate Bonds Issue is subject to approval by the relevant PRC regulatory authorities and may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution in dealing in the Company's securities.**

## 3. REASONS AND BENEFITS FOR THE DOMESTIC CORPORATE BONDS ISSUE

After comparing various means of financing and taking into account the current interest rate environment, the Board considers that the Domestic Corporate Bonds Issue will increase the financing channels of the Company, meet its funding requirements in a timely manner, improve its debt structure and reduce the financing costs.

## 4. DEFINITIONS

In this announcement, unless the context specifies otherwise, terms used herein shall have the following meanings:

- “China” or “PRC”                    the People’s Republic of China, excluding, for the purpose of this announcement only, Hong Kong Special Administrative Region, Macau Special Administrative Region, and Taiwan;
- “Company”                                BYD Company Limited, a joint stock company incorporated in the PRC with limited liability;
- “Board”                                    the board of Directors of the Company;

“Director(s)”	the director(s) of the Company;
“Domestic Corporate Bonds”	domestic corporate bonds proposed to be issued by the Company with an aggregate principal amount of not more than RMB10 billion (including RMB10 billion);
“Domestic Corporate Bonds Issue”	the offer and issue of the Domestic Corporate Bonds in the PRC;
“2018 Annual General Meeting”	the 2018 annual general meeting held at the Conference Room, No. 3009, BYD Road, Pingshan New District, Shenzhen, the PRC on 6 June 2019 at 10:00 a.m.;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange;
“RMB”	Renminbi, the lawful currency of the PRC.

By Order of the Board  
**BYD Company Limited**  
**Wang Chuan-fu**  
*Chairman*

Shenzhen, PRC, 22 November 2019

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Wang Chuan-fu being the executive Director, Mr. Lv Xiang-yang and Mr. Xia Zuo-quan being the non-executive Directors, and Mr. Wang Zi-dong, Mr. Zou Fei and Ms. Zhang Ran being the independent non-executive Directors.*