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濱海投資有限公司  
BINHAI INVESTMENT COMPANY LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 2886)**

## **ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES**

The board of directors (the “**Board**”) of Binhai Investment Company Limited (the “**Company**”) makes the following disclosures pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 10 June 2021, the Company (as borrower) and a syndicate formed by several banks (as lenders) entered into a term loan facility agreement (the “**Facility Agreement**”). Tianjin TEDA Investment Holding Co., Ltd. (the controlling shareholder of the Company) (“**TEDA Holding**”) and the security agent under the Facility Agreement entered into a guarantee agreement on the same day in order to provide guarantee (the “**Guarantee**”) for the Company’s liabilities under the Facility Agreement and related finance documents. As the consideration for TEDA Holding agreeing to grant the Guarantee, the Company and TEDA Holding are in negotiations on the guarantee fee agreement. Under the Facility Agreement, the Company is provided a term loan facility of not more than US\$300,000,000 (the “**Facility**”) for a period of 36 months from the date of the first drawdown of the Facility by the Company (the “**First Drawdown Date**”). Loans drawn under the Facility shall be repaid as to 5% on the date of 12 months after the First Drawdown Date, as to 10% on the date of 24 months after the First Drawdown Date, and as to the remaining amount on the date of 36 months after the First Drawdown Date.

According to the terms of the Facility Agreement, if TEDA Holding and China Petroleum & Chemical Corporation no longer together: (i) (directly or through their respective subsidiaries) beneficially own at least 51% of the issued voting share capital of the Company or (ii) maintain the management control of the Company, this would give rise to a right to the lenders to cancel all commitments under the Facility Agreement and declare that all outstanding loans with accrued interests and other amounts outstanding under the Facility Agreement and the related finance documents to become due and payable. As at the date of this announcement, TEDA Holding and China Petroleum & Chemical Corporation are (through their respective subsidiaries) interested in approximately 39.5% and 29.99% of the total issued voting shares of the Company respectively.

The Company will make continuing disclosure pursuant to Rule 13.21 of the Listing Rules in its subsequent interim and annual reports for so long as circumstances giving rise to the obligation under Rule 13.18 of the Listing Rules continue to exist.

By order of the Board  
**BINHAI INVESTMENT COMPANY LIMITED**  
**GAO Liang**  
*Executive Director*

Hong Kong, 10 June 2021

*As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Wang Zhiyong, Mr. Zuo Zhi Min and Mr. Gao Liang, three non-executive Directors, namely, Mr. Wang Gang, Mr. Shen Hong Liang and Mr. Yu Ke Xiang, and three independent non-executive Directors, namely, Mr. Ip Shing Hing, J.P., Mr. Lau Siu Ki, Kevin and Professor Japhet Sebastian Law.*