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北京能源國際控股有限公司
Beijing Energy International Holding Co., Ltd.
(Incorporated in Bermuda with limited liability)
(Stock code: 686)

CONTINUING CONNECTED TRANSACTION AND MAJOR TRANSACTION FINANCIAL SERVICES FRAMEWORK AGREEMENT

FINANCIAL SERVICES FRAMEWORK AGREEMENT WITH BEI (HK)

On 6 November 2026 (after trading hours), the Company and BEI (HK) entered into the Financial Services Framework Agreement with BEI (HK), pursuant to which BEI (HK) has agreed to provide deposit services to the Group from 1 December 2026 (subject to Shareholders' approval at the SGM) to 31 December 2028.

IMPLICATIONS UNDER THE LISTING RULES

As BEI (HK) is a wholly-owned subsidiary of BEH, the controlling shareholder of the Company, BEI (HK) is a connected person of the Company. Accordingly, the Financial Services Framework Agreement with BEI (HK) and the transactions contemplated thereunder constitute a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

Reference is made to the Company's announcement dated 31 October 2025 and circular dated 13 November 2025, in relation to, among others, the entering into of the 2026–2028 Financial Services Framework Agreement. Pursuant to Rules 14.22 and 14A.81 of the Listing Rules, a series of transactions will be aggregated and treated as if they were one transaction if they were all completed with the same party or with parties connected or otherwise associated with one another within a 12-month period or were otherwise related. As the deposit services under the 2026–2028 Financial Services Framework Agreement and the Financial Services Framework Agreement with BEI (HK) are conducted within 12 months, they are aggregated in the calculation of the relevant percentage ratios to determine the classification of the transactions under the Listing Rules.

As the highest applicable percentage ratio in respect of the deposit services contemplated under the Financial Services Framework Agreement with BEI (HK), when aggregated with the deposit services under the 2026–2028 Financial Services Framework Agreement, exceeds 25%, the deposit services constitute a major transaction and continuing connected transaction of the Company and are subject to the reporting, announcement, Independent Shareholders' approval and annual review requirements under Chapters 14 and 14A of the Listing Rules.

GENERAL

The Company will convene the SGM to seek Independent Shareholders' approval on the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder. All Shareholders with a material interest in the transactions contemplated under the Financial Services Framework Agreement with BEI (HK), together with their associates, will be required to abstain from voting at the SGM.

As BEI (HK) is a wholly-owned subsidiary of BEH, each of BEH, BEI (HK) and their respective associates are required to abstain from voting at the SGM.

The Company has established the Independent Board Committee comprising all the independent non-executive Directors, namely Ms. Jin Xinbin, Mr. Zhu Jianbiao, Mr. Zeng Ming and Mr. Liu Jingwei, to advise the Independent Shareholders on the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder. None of the members of the Independent Board Committee has any interest in the Financial Services Framework Agreement with BEI (HK) and the transactions contemplated thereunder.

Lego has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in this regard. The Independent Board Committee will form its view after obtaining and considering the advice from the Independent Financial Adviser.

A circular containing, among other things, (i) further details of the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder; (ii) a letter of advice from the Independent Board Committee to the Independent Shareholders; (iii) a letter from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; (iv) the notice of SGM; and (v) other information as required under the Listing Rules, is expected to be despatched to the Shareholders on or before 4 December 2026 as the Company needs more time to prepare and finalize information to be included in the circular.

INTRODUCTION

On 6 November 2026 (after trading hours), the Company and BEI (HK) entered into the Financial Services Framework Agreement with BEI (HK), pursuant to which BEI (HK) has agreed to provide deposit services to the Group for the period from 1 December 2026 (subject to Shareholders' approval at the SGM) to 31 December 2028.

FINANCIAL SERVICES FRAMEWORK AGREEMENT WITH BEI (HK)

The principal terms of the Financial Services Framework Agreement with BEI (HK) are summarised as follows:

Date:	6 November 2026 (after trading hours)
Parties:	(i) The Company (ii) BEI (HK)
Terms of the agreement:	The Financial Services Framework Agreement with BEI (HK) is subject to the approval of the Independent Shareholders at the SGM and shall be effective from 1 December 2026 (subject to Shareholders' approval at the SGM) until 31 December 2028. Subject to compliance with the requirements under relevant laws and the Listing Rules, the Financial Services Framework Agreement with BEI (HK) may be extended for a further term of three years upon mutual written agreement of the parties.

Scope of financial services and pricing policy:	The Group may from time to time deposit cash with BEI (HK) through the cash pooling arrangements of the Group's two principal cooperating banks, as the hub for better concentration and allocation of overseas funds. The interest rate to be offered by BEI (HK) in respect of the deposit services shall be no lower than the fair interest rate offered by mainstream independent commercial banks in Hong Kong to the Group for deposits of the same currency and the same term.

PROPOSED ANNUAL CAPS

The proposed annual caps under the Financial Services Framework Agreement with BEI (HK), being the maximum daily deposit balance (including any interest accrued thereon) of the Group with BEI (HK), are as follows:

Deposit services (maximum daily deposit balance (including any interest accrued thereon))	**For the period from 1 December 2026 (subject to Shareholders' approval at the SGM) to 31 December 2026** *(RMB' million)*	**For the year ending 31 December 2027** *(RMB' million)*	**For the year ending 31 December 2028** *(RMB' million)*
Proposed annual cap	1,000	2,500	2,500

BASIS FOR THE PROPOSED ANNUAL CAPS AND REASONS FOR AND BENEFITS OF ENTERING INTO THE FINANCIAL SERVICES FRAMEWORK AGREEMENT WITH BEI (HK)

The proposed annual caps for the deposit services, which is the maximum daily deposit balance (including any interest accrued thereon), were determined after taking into account, among other things, the cash and cash equivalents of the Group held outside the PRC of approximately RMB940 million as at 30 June 2026 and taking into account (i) the expected interest income from BEI (HK); and (ii) the historical overseas fund transaction data and the further business development of the Group up to 31 December 2028, to be detailed below.

Based on the historical overseas fund transaction data of the Group, the highest daily balances of the Group's overseas accounts were approximately RMB1,800 million, RMB921 million and RMB1,551 million during 2024, 2025 and the six months ended 30 June 2026, respectively. Taking into account the ongoing operational needs and fund management requirements of the Group, the daily deposit balances of the Group are expected to increase correspondingly.

Further, due to the nature of its business, the settlement of the Group's overseas receipts and payments is relatively concentrated, with aggregate overseas settlement amounts of approximately RMB13,575 million for the six months ended 30 June 2026. Together with its internal fund allocation requirements, the Group generally maintains a relatively high level of cash and cash equivalents. Accordingly, the demand for deposit services will increase.

The proposed annual cap of RMB1,000 million between 1 December 2026 and 31 December 2026 covers one month only (and may be shorter subject to Shareholders' approval at the SGM), during which the Group expects to transfer its overseas idle working capital into the cash pooling arrangement on a progressive basis, while the proposed annual caps of RMB2,500 million for each of the two years ending 31 December 2027 and 2028 reflect a full year of operation of the arrangement and the expected growth in the Group's overseas cash balances described above.

BEI (HK) is a wholly-owned subsidiary of BEH and acts as the overseas treasury centre of BEH, which is responsible for the centralised management and allocation of overseas funds. It has maintained effective risk controls and sound management practices over the past few years.

The Board believes that the provision of financial services by BEI (HK) may facilitate the centralised management of the Group's overseas funds and improve the efficiency of fund allocation and settlement. By utilising the overseas treasury centre of BEH, the Group may coordinate its overseas funding requirements and enhance the management of its multi-currency cash resources.

The entering into of the Financial Services Framework Agreement with BEI (HK) will not prevent the Group from using financial services offered by independent commercial banks or other financial institutions, subject to the terms of the Financial Services Framework Agreement with BEI (HK). The Group may select other financial services providers according to its operational needs and the commercial terms available, in compliance with the Financial Services Framework Agreement with BEI (HK).

The transactions under the Financial Services Framework Agreement with BEI (HK) are intended to meet the financial management needs of the Group in its ordinary course of business. Pursuant to the Financial Services Framework Agreement with BEI (HK), the terms and interest rates offered by BEI (HK) shall comply with the pricing principles stipulated therein and shall be no less favourable to the Group than the applicable comparable terms specified in the agreement. The Group may earn interest income from its deposits.

Having considered the above, the Directors (excluding the independent non-executive Directors who will give their view after taking into consideration the advice of the Independent Financial Adviser) are of the view that: (i) the transactions under the Financial Services Framework Agreement with BEI (HK) are entered into in the ordinary and usual course of business of the Company, on normal commercial terms, which are fair and reasonable and in the interests of the Company and the Shareholders as a whole; and (ii) the proposed annual caps for the transactions under the Financial Services Framework Agreement with BEI (HK) are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

In view of the reasons and benefits discussed above, the Board is not aware of any disadvantages to the Company on the transactions contemplated under the Financial Services Framework Agreement with BEI (HK).

INTERNAL CONTROL MEASURES

To safeguard the interests of the Shareholders as a whole, including the minority Shareholders, the Company has adopted the following internal approval and monitoring procedures in respect of the transactions contemplated under the Financial Services Framework Agreement with BEI (HK):

- Before placing any deposit with BEI (HK), the Finance Department shall obtain quotations from at least two mainstream independent commercial banks in Hong Kong for deposits of the same currency and the same term, and shall compare those quotations with the rate offered by BEI (HK) to ensure that the rate offered by BEI (HK) is not lower than the fair deposit interest rate obtainable by the Group from such banks. The comparison results shall be submitted to the head of the Finance Department, who shall review and approve the quotation from BEI (HK) before the relevant deposit is placed;

- The Finance Department shall, at least on a monthly basis, review the prevailing deposit interest rates quoted by mainstream independent commercial banks in Hong Kong for deposits of the same currency and term, in order to ensure that the transactions continue to be conducted in accordance with the pricing policy under the Financial Services Framework Agreement with BEI (HK);

- The Finance Department shall monitor, on a daily basis, the deposit balance of the Group with BEI (HK) (including any interest accrued thereon) against the daily maximum deposit balance and total interest receivable from these deposits to ensure that the relevant amount will not exceed the daily maximum deposit balance;

- BEI (HK) shall provide the Company with monthly statements and a deposit ledger and shall grant the Group access to enquire on its balances with BEI (HK) at any time, so as to enable the Group to reconcile balances and to satisfy its monitoring, audit, Independent Financial Adviser review and disclosure requirements;

- BEI (HK) shall set up and maintain secured and stable on-line systems through which the relevant member of the Group which deposits money with it can view the balance of such deposits at any time on any day;

- An early-warning mechanism shall operate under which the Finance Department shall issue a warning notice when the deposit balance approaches the daily maximum deposit balance, and shall escalate the matter to the Board so that the Company may, if required, suspend further deposits or comply with the Listing Rules requirements applicable to a revision of the annual caps;

- The independent non-executive Directors will conduct an annual review of the transactions under the Financial Services Framework Agreement with BEI (HK) (including the interest rates applied) and provide annual confirmations in the Company's annual report(s) in accordance with the Listing Rules that the transactions are entered into in the ordinary and usual course of business of the Group, on normal commercial terms or better, and on terms that are fair and reasonable and in the interests of the Shareholders as a whole; and

- The auditors of the Company will conduct an annual review of the transactions under the Financial Services Framework Agreement with BEI (HK) and provide annual confirmation in accordance with the Listing Rules in respect of such transactions.

INFORMATION ON THE PARTIES

The Company is an investment holding company incorporated in Bermuda with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange. The Group is principally engaged in the development, investment, operation and management of power plants and other clean energy projects.

BEI (HK) is a company incorporated in Hong Kong with limited liability and a wholly-owned subsidiary of BEH. BEI (HK) is primarily engaged in investment holding. BEI (HK) serves as the overseas treasury centre of BEH and provides financial management services to the overseas member entities of the BEH group. As BEI (HK) is a wholly-owned subsidiary of BEH, it is a connected person of the Company.

BEH is a company incorporated in the PRC with limited liability which principally engages in the businesses of generation and supplying of electricity and heat, production and sale of coal and health and cultural tourism. It is a state-owned company in the PRC indirectly wholly owned by the State-owned Assets Supervision and Administration Commission of People's Government of Beijing Municipality. BEH is the controlling shareholder of the Company, indirectly holding approximately 32.64% of the issued share capital of the Company (excluding treasury shares). Therefore, BEH is a connected person of the Company under the Listing Rules.

IMPLICATIONS UNDER THE LISTING RULES

As BEI (HK) is a wholly-owned subsidiary of BEH, the controlling shareholder of the Company, BEI (HK) is a connected person of the Company. Accordingly, the Financial Services Framework Agreement with BEI (HK) and the transactions contemplated thereunder constitute a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

Reference is made to the Company's announcement dated 31 October 2025 and circular dated 13 November 2025, in relation to, among others, the entering into of the 2026–2028 Financial Services Framework Agreement. Pursuant to Rules 14.22 and 14A.81 of the Listing Rules, a series of transactions will be aggregated and treated as if they were one transaction if they were all completed with the same party or with parties connected or otherwise associated with one another within a 12-month period or were otherwise related. As the deposit services under the 2026–2028 Financial Services Framework Agreement and the Financial Services Framework Agreement with BEI (HK) are conducted within 12 months, they are aggregated in the calculation of the relevant percentage ratios to determine the classification of the transactions under the Listing Rules.

As the highest applicable percentage ratio in respect of the deposit services contemplated under the Financial Services Framework Agreement with BEI (HK), when aggregated with the deposit services under the 2026–2028 Financial Services Framework Agreement, exceeds 25%, the deposit services constitute a major transaction and continuing connected transaction of the Company and are subject to the reporting, announcement, Independent Shareholders' approval and annual review requirements under Chapters 14 and 14A of the Listing Rules.

GENERAL

Independent Board Committee

The Company has established the Independent Board Committee comprising all the independent non-executive Directors, namely Ms. Jin Xinbin, Mr. Zhu Jianbiao, Mr. Zeng Ming and Mr. Liu Jingwei, to advise the Independent Shareholders on the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder. None of the members of the Independent Board Committee has any interest in the Financial Services Framework Agreement with BEI (HK) and the transactions contemplated thereunder.

Voting on the Board Resolution

As Mr. Li Yuhai (the chairman of the Board and a non-executive Director) is the deputy secretary of the party committee, the director and the general manager of BEH, he had abstained from voting on the Board resolution approving the Financial Services Framework Agreement with BEI (HK) and the transactions contemplated thereunder. Save and except for the aforesaid, none of the Directors has any material interest in the Financial Services Framework Agreement with BEI (HK) or was required to abstain from voting on the Board resolution in relation to the Financial Services Framework Agreement with BEI (HK) and the transactions contemplated thereunder.

Independent Financial Adviser

Lego has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in respect of the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder. The Independent Board Committee will form its view after obtaining and considering the advice from the Independent Financial Adviser.

SGM

The Company will convene the SGM to seek Independent Shareholders' approval on the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder. All Shareholders who have a material interest in the transactions contemplated under the Financial Services Framework Agreement with BEI (HK), together with their associates, will be required to abstain from voting at the SGM. As BEI (HK) is a wholly-owned subsidiary of BEH, each of BEH, BEI (HK) and their respective associates are required to abstain from voting at the SGM.

A circular containing, among other things, (i) further details of the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder; (ii) a letter of advice from the Independent Board Committee to the Independent Shareholders; (iii) a letter from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders; (iv) the notice of SGM; and (v) other information as required under the Listing Rules, is expected to be despatched to the Shareholders on or before 4 December 2026 as the Company needs more time to prepare and finalize information to be included in the circular.

DEFINITIONS

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

"2026–2028 Financial Services Framework Agreement"	the financial services framework agreement entered into on 31 October 2025 between the Company and BEH Finance, the details of which are set out in the Company's announcement dated 31 October 2025 and circular dated 13 November 2025
"associate(s)"	has the meaning ascribed to it under the Listing Rules
"BEH"	Beijing Energy Holding Co., Ltd.* (北京能源集團有限責任公司), a company established in the PRC with limited liability and a controlling Shareholder holding 717,694,349 shares of the Company, representing approximately 32.64% of the issued share capital of the Company as at the date of this announcement (excluding Shares held by the Company as treasury shares)
"BEH Finance"	BEH Finance Co., Ltd.* (京能集團財務有限公司), a company established in the PRC with limited liability, which is a subsidiary of BEH and hence a connected person of the Company
"BEI (HK)"	Beijing Energy Investment Holding (Hong Kong) Co., Limited (北京能源投資集團(香港)有限公司), a company incorporated in Hong Kong with limited liability and a wholly-owned subsidiary of BEH and hence a connected person of the Company

"Board"	the board of Directors of the Company
"Company"	Beijing Energy International Holding Co., Ltd., a company incorporated in Bermuda with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 686)
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"controlling shareholder"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	director(s) of the Company
"Finance Department"	the financial management department of the Company
"Financial Services Framework Agreement with BEI (HK)"	the financial services framework agreement dated 6 November 2026 entered into between the Company and BEI (HK) in respect of the deposit services to be provided by BEI (HK) to the Group
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Board Committee"	an independent committee of the Board, comprising all the independent non-executive Directors, established for the purpose of advising the Independent Shareholders on the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder

"Independent Financial Adviser" or "Lego"	Lego Corporate Finance Limited, a licensed corporation to carry out Type 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), which has been appointed as the independent financial adviser of the Company to advise the Independent Board Committee and the Independent Shareholders in respect of the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder
"Independent Shareholders"	Shareholders other than BEH, BEI (HK) and their respective associates, who are required under the Listing Rules to abstain from voting at the SGM on the resolution approving the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"overseas"	countries or regions outside the PRC
"PRC"	the People's Republic of China, which for the purpose of this announcement excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"SGM" or "Special General Meeting"	the special general meeting of the Company to be convened for the purpose of considering and, if thought fit, approving the Financial Services Framework Agreement with BEI (HK), the proposed annual caps and the transactions contemplated thereunder

"Share(s)"	ordinary share(s) of HK$1.0 each in the share capital of the Company
"Shareholder(s)"	holder(s) of issued Share(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"%"	per cent

For and on behalf of
Beijing Energy International Holding Co., Ltd.
Li Yuhai
Chairman of the Board

Hong Kong, 6 November 2026

As at the date of this announcement, the executive director of the Company is Mr. Zhang Ping (Chief Executive Officer); the non-executive directors of the Company are Mr. Li Yuhai (Chairman), Mr. Lu Zhenwei, Mr. Liu Guoxi, Mr. Li Hao, Mr. Huang Jiao, Mr. Wang Cheng and Ms. Xie Yi; and the independent non-executive directors of the Company are Ms. Jin Xinbin, Mr. Zhu Jianbiao, Mr. Zeng Ming and Mr. Liu Jingwei.

* *For identification purposes only*