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**CAPITAL  GRAND**

**BECL INVESTMENT HOLDING LIMITED**

**首置投資控股有限公司**

*(incorporated in Hong Kong with limited liability)*

**BEIJING CAPITAL GRAND LIMITED**

**首創鉅大有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1329)**

## **JOINT ANNOUNCEMENT**

**(1) CONDITIONAL PROPOSAL FOR THE PRIVATISATION OF BEIJING CAPITAL GRAND LIMITED BY THE OFFEROR BY WAY OF A SCHEME OF ARRANGEMENT (UNDER SECTION 86 OF THE COMPANIES ACT)**

**AND**

**(2) PROPOSED VOLUNTARY WITHDRAWAL OF LISTING OF BEIJING CAPITAL GRAND LIMITED**

**EFFECTIVE DATE OF THE SCHEME  
RESULTS OF THE PERPETUAL CB SECURITIES OFFER  
WITHDRAWAL OF LISTING OF BEIJING CAPITAL GRAND LIMITED**

**AND**

**PAYMENT UNDER THE SCHEME AND THE PERPETUAL CB SECURITIES OFFER**

**Financial adviser to the Offeror**



**Independent Financial Adviser to the  
Independent Board Committee**



**RAINBOW CAPITAL (HK) LIMITED**  
**流博資本有限公司**

## **INTRODUCTION**

References are made to (i) the scheme document jointly issued by BECL Investment Holding Limited (首置投資控股有限公司) (the “**Offeror**”) and Beijing Capital Grand Limited (首創鉅大有限公司) (the “**Company**”) dated 16 December 2024 in relation to, among other things, (1) the conditional proposal for privatisation of the Company by the Offeror by way of a scheme of arrangement; and (2) the proposed voluntary withdrawal of listing of the Company (the “**Scheme Document**”); (ii) the announcement jointly issued by the Company and the Offeror dated 10 January 2025 in relation to, among other things, the results of the Court Meeting and the EGM; and (iii) the announcement jointly issued by the Company and the Offeror dated 22 January 2025 in relation to, among other things, the sanction of the Scheme by the Grand Court (the “**Sanction Announcement**”). Unless otherwise defined, capitalised terms herein shall have the same meanings as those defined in the Scheme Document.

Unless otherwise expressly stated, all references to dates and times contained in this announcement refer to Hong Kong dates and times.

## **EFFECTIVE DATE OF THE SCHEME**

As set out in the Sanction Announcement, the Scheme was sanctioned (without modification) by the Grand Court on Tuesday, 21 January 2025 (Cayman Islands time).

A copy of the order of the Grand Court sanctioning the Scheme was delivered to the Registrar of Companies in the Cayman Islands for registration on Thursday, 23 January 2025 (Cayman Islands time).

All of the Conditions as set out in the section headed “3. Conditions of the Proposal” in Part VII — Explanatory Memorandum of the Scheme Document were fulfilled, and the Scheme became effective on Thursday, 23 January 2025 (Cayman Islands time).

## **RESULTS OF THE PERPETUAL CB SECURITIES OFFER**

The Perpetual CB Securities Offer was conditional upon the Scheme becoming effective. Accordingly, the Perpetual CB Securities Offer became unconditional on Thursday, 23 January 2025 (Cayman Islands time).

The Perpetual CB Securities Offer closed at 4:00 p.m. on Thursday, 23 January 2025.

As at 4:00 p.m. on Thursday, 23 January 2025 (being the latest time and date of lodging the Form of Acceptance in relation to the Perpetual CB Securities Offer), the Company has received valid acceptances of the Perpetual CB Securities Offer in respect of Perpetual CB Securities in the principal amount of HK\$440,038,594.4 (representing 100% of the outstanding Perpetual CB Securities in issue).

## WITHDRAWAL OF THE LISTING OF THE SHARES

It is expected that the listing of the Shares on the Stock Exchange will be withdrawn with effect from 4:00 p.m. on Monday, 27 January 2025.

## PAYMENT OF THE CANCELLATION PRICE UNDER THE SCHEME AND THE PERPETUAL CB SECURITIES OFFER PRICE UNDER THE PERPETUAL CB SECURITIES OFFER

Cheques for the payment of the Cancellation Price payable under the Scheme will be despatched to the Scheme Shareholders as soon as possible but in any event on or before Thursday, 6 February 2025.

Cheque for the payment of the offer price payable under the Perpetual CB Securities Offer will be despatched to the accepting Perpetual CB Securities Holder as soon as possible but in any event on or before Thursday, 6 February 2025.

By Order of the board  
**BECL Investment Holding Limited**  
**Pei Jun**  
*Sole Director*

By Order of the Board  
**Beijing Capital Grand Limited**  
**Xie Hongyi**  
*Executive Director*

Beijing, the PRC, 24 January 2025

*As at the date of this joint announcement, the sole director of the Offeror is Mr. Pei Jun.*

*The sole director of the Offeror accepts full responsibility for the accuracy of information contained in this joint announcement (other than the information relating to the Group) and confirm, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the directors of BCCDG comprise Mr. Bi Yong, Ms. Sun Baojie, Mr. Deng Wenbin, Mr. Xu Zhuo, Mr. Yu Xuekui, Ms. Qin Yi, Mr. Mu Zhibin, Mr. Huang Ziquan and Mr. Fan Shubin.*

*The directors of BCCDG jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the Board comprises Mr. Fan Shubin (Chairman) and Mr. Xie Hongyi (Chief Executive Officer) as executive Directors; Mr. Wang Hao, Ms. Qin Yi and Mr. Zhai Senlin as non-executive Directors; and Mr. Yeung Chi Tat, Dr. Huang Wei and Mr. Xu Weiguo as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than the information relating to the Offeror), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*