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華潤創業有限公司

China Resources Enterprise, Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 291)

CONTINUING CONNECTED TRANSACTIONS

Reference is made to the Company's announcements on 18 December 2007 and 30 March 2010. The Group has been, in its ordinary and usual course of business, receiving the provision of decoration services by Uconia Group. As the decoration services will continue, the Framework Agreement has been entered into to govern these transactions for three years commencing from 1 January 2011 to 31 December 2013.

Uconia Group is engaged in the design, decoration and furnishing business in Hong Kong and the Chinese Mainland. Uconia is a wholly owned subsidiary of CR Land. Both ultimate holding company of the Company and CR Land is CRNC. Thus, Uconia is a connected person of the Company. Accordingly, the decoration services provided by Uconia Group constitute continuing connected transactions of the Company under the Listing Rules.

The directors (including the independent non-executive directors) of the Company consider that the transactions to be carried out under the Framework Agreement are in the ordinary and usual course of business of the Group and on normal commercial terms, and the terms of the Framework Agreement and the annual caps are fair and reasonable and in the interests of the Company and its shareholders as a whole.

As the annual caps of the above-mentioned continuing connected transactions do not exceed the applicable percentage ratios of the Company of 5% as referred to in Chapter 14A of the Listing Rules, the continuing connected transactions are only subject to the reporting and announcement requirements as set out in Rules 14A.45 to 14A.47 of the Listing Rules.

BACKGROUND

The Group has been, in its ordinary and usual course of business, receiving the provision of decoration services by Uconia Group. As the decoration services will continue, the Framework Agreement has been entered into to govern these transactions for three years commencing from 1 January 2011 to 31 December 2013.

THE FRAMEWORK AGREEMENT

Date: 19 November 2010

Parties: the Company

Uconia

For the three years ending 31 December 2013, the Group intends to continue to enter into new contracts with Uconia Group in the ordinary and usual course of business on the following terms:

- A. each provision of decoration services by Uconia Group to the members of the Group will be documented in a separate written agreement with duration not exceeding three years; and
- B. each contract of decoration services will be entered into on normal commercial terms and the prices will be either conducted at market prices or at prices no less favorable to the Group than those available from independent third parties.

The payment terms and the credit terms of the decoration transactions contemplated under the above framework terms will be set by the parties in accordance with market norms from time to time.

The granting of contracts to Uconia Group for the design, decoration and furnishing of the retail outlets, supermarkets and offices are in the ordinary and usual course of business of the Group.

RELATIONSHIP BETWEEN UCONIA AND THE COMPANY

Uconia is a wholly owned subsidiary of CR Land. Both ultimate holding company of the Company and CR Land is CRNC. Thus, Uconia is a connected person of the Company. Accordingly, the decoration services provided by Uconia Group constitute continuing connected transactions of the Company under the Listing Rules.

REASONS FOR THE TRANSACTIONS

The businesses of the Group include the distribution of brand products and the operation of super markets. The granting of contracts to Uconia Group for the design, decoration and furnishing of the retail outlets, supermarkets and offices are in the usual course and ordinary course of the Group's business. In view of the Group's emphasis on consumer businesses and the expansion of its retail businesses in the Chinese Mainland, it is anticipated that the Group will need more design, decoration and furnishing services for its new retail outlets and supermarkets as well as periodic renovation of its existing retail outlets and supermarkets.

The directors (including the independent non-executive directors) of the Company consider that the transactions to be carried out under the Framework Agreement are in the ordinary and usual course of business of the Group and on normal commercial terms and the terms of the Framework

Agreement are fair and reasonable and in the interests of the Company and its shareholders as a whole.

PROPOSED ANNUAL CAPS

The proposed annual caps for the decoration services by Uconia Group for the three years ending 31 December 2013 are HK\$182 million, HK\$209 million and HK\$240 million respectively.

The annual caps are determined by reference to (i) the historical value of the relevant transactions; and (ii) the continuous expansion of the Group's retail operations in the Chinese Mainland and Hong Kong and the future renovation of existing retail outlets and supermarkets regarding the decoration transactions. The directors of the Company (including the independent non-executive directors) consider that the annual caps are fair and reasonable as far as the Company and its shareholders as a whole are concerned.

INFORMATION ABOUT THE COMPANY AND UCONIA

The Company is a company listed on the Main Board of the Stock Exchange with business emphasis on consumer businesses in Chinese Mainland and Hong Kong. The Group's core businesses are, namely retail, beer, beverage and food processing and distribution.

Uconia Group is engaged in the design, decoration and furnishing business in Hong Kong and the Chinese Mainland.

GENERAL

As the annual caps of the above-mentioned continuing connected transactions do not exceed the applicable percentage ratios of the Company of 5% as referred to in Chapter 14A of the Listing Rules, the continuing connected transactions are only subject to the reporting and announcement requirements as set out in Rules 14A.45 to 14A.47 of the Listing Rules.

DEFINITIONS

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| “Company” | China Resources Enterprise, Limited (stock code: 291), a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange |
| “CR Land” | China Resources Land Limited (stock code: 1109), a company incorporated in Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange |
| “CRNC” | 中國華潤總公司 (China Resources National Corporation), a state-owned enterprise established in the PRC and the ultimate holding company of the Company |

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| “Framework Agreement” | the Framework Agreement dated 19 November 2010 entered into between the Company and Uconia related to the decoration services to be provided by Uconia Group for the three years ending 31 December 2013 |
| “Group” | the Company and its subsidiaries |
| “Listing Rules” | Rules Governing the Listing of Securities on the Stock Exchange |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| " Uconia" | Uconia Company Limited, a company incorporated in Hong Kong with limited liability and a wholly-owned subsidiary of China Resources Land Limited |
| “Uconia Group” | Uconia Company Limited and its subsidiaries |

By Order of the Board
China Resources Enterprise, Limited
Chen Lang
Chief Executive Officer and Executive Director

Hong Kong, 19 November 2010

As at the date of this announcement, the Executive Directors of the Company are Mr. Qiao Shibo (Chairman), Mr. Chen Lang (Chief Executive Officer), Mr. Lai Nai Hium (Chief Financial Officer). The Non-executive Directors are Yan Biao, Mr. Du Wenmin, Mr. Shi Shanbo, Mr. Wei Bin and Dr. Zhang Haipeng. The Independent Non-executive Directors are Dr. Chan Po Fun, Peter, Mr. Houang Tai Ninh, Dr. Li Ka Cheung, Eric, Dr. Cheng Mo Chi, Mr. Bernard Charnwut Chan and Mr. Siu Kwing Chue, Gordon.