# 北京首航艾启威节能技术股份有限公司

# 关于与Solektra International签署谅解备忘录的公告

本公司及董事会全体成员保证信息披露内容的真实、准确和完整。没有虚 假记载、误导性陈述或重大遗漏。

### 一、备忘录概述

- 1、北京首航艾启威节能技术股份有限公司(以下简称"甲方"、"公司"或 "首航节能")与 Solektra International (以下简称"乙方"或"SOLEKTRA") 于近日签订《谅解备忘录》。
- 2、该《谅解备忘录》不构成关联交易,也不构成《上市公司重大资产重组 管理办法》规定的重大资产重组。
- 3、该《谅解备忘录》为双方合作的意向性战略文件,目前尚未涉及具体项 目投资详细程序,因此本协议目前无需提交董事会和股东大会审议。
- 4、该《谅解备忘录》所述投资项目需根据公司审批程序按照证监会和交易 所相关规定予以披露。

## 二、合作对方介绍

- 1、企业名称: Solektra International
- 2、住所: Zone industrielle, Porte 117- Rue 935 I BP 2337 Bamako, RÉPUBLIQUE DU MALI

### 三、主要内容

1、甲乙双方同意建立全方位非洲可再生能源开发战略合作关系,建立健全 高管层定期对话机制,并根据国内外形势的发展,适时调整和优化合作内容、方 式。

Both parties agreed to establish a comprehensive African renewable energy development and strategic cooperative relations, to establish perfect executive-level regular dialogue mechanism, and, based on the development of the situation at home and abroad, timely adjust and optimize the content and ways of cooperation.

2、各方合作基于彼此充分信任,共同遵守基本商业道德,发挥各自优势, 在非洲可再生能源项目特别是以太阳能热发电为核心项目的开发、投资、市场开 拓、技术研发、项目实施等领域致力于建立长期、稳定的伙伴关系。

All parties cooperation shall be based on fully trust on each other, jointly abide by the basic business ethics, exert each advantages, to conduct renewable energy projects in Africa, especially in solar thermal power generation as the core of the project development, investment, market development, technology research and development, project implementation, and other fields are committed to establish long-term and stable partnership.

3、在非洲市场的可再生能源项目开发中,乙方协助甲方进行非洲可再生能源市场的调研、推进与非洲当地企业合作的衔接、推进与政府合作的衔接等。

During the renewable energy project development of Africa market, the Party B shall assist party A to Africa's renewable energy market research, and promote cooperation with Africa local enterprise connecting and propel cooperation with the government of cohesion, etc.

4、依托于乙方在非洲丰富的资源、对非洲可再生能源政策和市场的了解, 甲方可委托乙方对当地的政治、政策、经济、资源、项目投资的可行性等方面进 行调研并形成相应的调研报告。

Relying on the rich resources of Party B in Africa, for Africa renewable energy policy and market understanding, Party A entrusts Party B to conduct research and formation corresponding research report for the local political, policy, economic, resources, and feasibility aspects of project investment.

5、乙方协助甲方推进与非洲当地政府、可再生能源开发主管组织、当地相 关企业的合作,帮助甲方成为非洲可再生能源项目的主要开发企业之一,推动非 洲 2030 年 300GW 可再生能源建设目标的实现。

Party B is to assist party A to promote the cooperation with local governments in Africa, main organization of renewable energy development and local related enterprise, help Party A to become one of the main development enterprises of renewable energy projects in Africa, and to push the realization of Africa in 2030 300GW renewable energy development goals.

6、甲方作为全球知名的太阳能热发电企业,利用公司的影响力,积极组织公司业务产业链相关企业组团到非洲考察,推进中国企业在非洲的项目投资和建设。

Party A, as a world-renowned solar thermal power generation enterprises, by exploiting the company's influence, actively organizes the industrial chain related enterprise groups to investigate for Africa, to promote China's enterprise project investment and construction in Africa.

7、甲方利用中国推进"一带一路"战略的契机以及中非合作项目开发的良好前景,积极申请利用中国设立的中非项目合作开发相关扶持基金,尽快推进甲方在非洲项目的落地。

Party A utilizes the opportunity and good prospects of China-Africa cooperation project development for" The Belt and Road Initiative" strategy "advanced by China, actively applies for using China-Africa cooperation project development related support funds established by China, to promote party A implementation of the project in Africa as soon as possible.

8、甲方利用在中国的资源,作为中非可再生能源合作的桥梁之一,积极协助乙方推进与中国政府、相关部门、相关企业的交流合作。

Party A will take advantage of the resources in China as one of the

bridges of cooperation between China and Africa renewable energy, and actively assists Party B to promote exchanges and cooperation with the Chinese government, relevant departments and related enterprises.

9、为更好贯彻落实上述战略合作协议事宜,双方决定建立促进双方全面合作工作机制。一是建立双方人员互访会晤机制,及时沟通非洲重大可再生能源项目建设的情况和相关政策信息;二是各方明确专职人员加强联系;三是双方尽快确定启动在非洲一到两个可再生能源项目特别是太阳能热发电项目的前期接触并积极推进项目开发,适当时候成立合资公司共同推进项目落地。

To better implement aforementioned the strategic cooperation agreement, the two sides have decided to establish promotion all-round cooperation mechanisms. First, setting up the mechanism of mutual staff visiting and meeting, and timely communicating with major African renewable energy projects construction situation and related policy information; The second is that both parties will specify full-time personnel to strengthen contact; The third is that two sides are to determine one or two renewable energy projects in Africa as soon as possible, especially in the early period of the solar thermal power generation project contact and actively promote the project development. A JV may be established in the right time to land the CSP project on the earth.

#### 四、对上市公司的影响

非洲拥有丰富的太阳能资源,非常适合太阳能光热发电电站的建设;非洲市场空间广阔,可再生能源可开发潜力巨大;经非洲国家气候变化大会的批准,到2030年非洲可再生能源的发电将达到300GW。公司非常看好非洲在新能源领域巨大的市场潜力和广阔的合作前景。首航节能是全球领先的光热发电企业、中非可再生能源联盟副理事长单位,积极致力于国内外可再生能源项目特别是太阳能热发电项目的开发、建设。SOLEKTRA是在应对可持续发展和环境气候变化,解决非洲能源问题而建立的公司。SOLEKTRA具有非常强的非洲政府资源,并与国内

多家中大型公司建立合作关系。

在中国大力推进"一带一路"战略的情况下,首航节能将积极推进"一带一路"沿线国家的业务布局,积极利用中国支持非洲开发的政策和资金,推进相关业务的落地。

## 五、风险提示

- 1、该谅解备忘录属于双方意向性约定,合作事项尚待进一步协商和落实, 经确定后另行签署相关正式合同,公司将按照有关规定,及时披露该项目的进展 情况,敬请广大投资者注意投资风险。
- 2、谅解备忘录的履行如遇中非有关政策调整变化,存在一定的不可控风险, 敬请广大投资者注意投资风险。
  - 3、该谅解备忘录的履行对公司本年度经营业绩无重大影响。

## 六、备查文件

1、公司与Solektra International 签署的《谅解备忘录》。 特此公告。

> 北京首航艾启威节能技术股份有限公司 董事会 2017年9月13日

