

If you are in any doubt as to what action you should take, you should consult your stockbroker or other registered intermediary in relation to the securities of the Company, or your professional adviser.

If you have sold or transferred your shares in the Company, you should nevertheless forward this circular to the purchaser of such shares. If you are a registered shareholder, you should also forward this circular to the transferee of such shares. If you are a registered shareholder, you should also forward this circular to the transferee of such shares. If you are a registered shareholder, you should also forward this circular to the transferee of such shares.



## Beijing Jingneng Clean Energy Co., Limited

北京京能清潔能源電力股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00579)

### GENERAL MANDATE TO ISSUE DOMESTIC SHARES AND H SHARES PROPOSED AMENDMENTS TO RULES OF PROCEDURE FOR GENERAL MEETINGS, RULES OF PROCEDURE FOR BOARD OF DIRECTORS AND RULES OF PROCEDURE FOR BOARD OF SUPERVISORS PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND NOTICE OF THE ANNUAL GENERAL MEETING

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A 10:00 .m. , 24 2021  
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24 .m A (. ., 10:00  
.m. , 23 2021) m (. m ).  
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## DEFINITIONS

The following expressions have the meanings set out below unless the context requires otherwise:

A "Business Day" means any day other than a day on which the Hong Kong Stock Exchange is closed for business, and, for the purposes of this definition, the date 10:00 a.m. on December 31, 2021 (or such other date as may be determined by the Board of Directors) shall be deemed to be a Business Day.

A "Company" means the issuer, which is a company incorporated in the People's Republic of China, with its principal place of business in Hong Kong.

A "Contract" means any contract entered into by the Company.

A "Director" means any director of the Company.

A "Company" means Beijing Jingneng Clean Energy Power Co., Ltd. (北京京能清潔能源電力股份有限公司 (Beijing Jingneng Clean Energy Power Co., Ltd.)), a company incorporated in the People's Republic of China, with its principal place of business in Hong Kong.

A "Contract" means any contract entered into by the Company.

A "Contract" means any contract entered into by the Company, including any contract for the purchase or sale of securities, derivatives, commodities, or other financial instruments, with a value of more than B1.00 million.

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## DEFINITIONS

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- ...    **C m**    ...
- D**    ...    **B**    ...    **B**    **D**    ...
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- ( )    ...    ( )    ...    ( )    ...    **C m**



**Beijing Jingneng Clean Energy Co., Limited**

**北京京能清潔能源電力股份有限公司**

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00579)

*Executive Directors:*

Mr. Wang (Chairman)  
Mr. D (General Manager)  
Mr. A  
Mr. CA

*Registered Office:*

Room 118, 1st Floor, E  
Building, E. m. D. m  
D. B  
C

*Non-executive Directors:*

Mr. B  
Mr. B

*Principal Place of Business in Hong Kong:*

54, C  
183 E

*Independent non-executive Directors:*

Mr. A  
Mr. A  
Mr. D

25 2021

To the Shareholders

D / m,

**GENERAL MANDATE TO ISSUE DOMESTIC  
SHARES AND H SHARES  
PROPOSED AMENDMENTS TO RULES OF  
PROCEDURE FOR GENERAL MEETINGS, RULES OF  
PROCEDURE FOR BOARD OF DIRECTORS AND  
RULES OF PROCEDURE FOR BOARD OF SUPERVISORS  
PROPOSED APPOINTMENT OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
NOTICE OF THE ANNUAL GENERAL MEETING**

1. INTRODUCTION

Mr. A (Chairman), Mr. B (General Manager), Mr. C, Mr. D, Mr. E, Mr. F, Mr. G, Mr. H, Mr. I, Mr. J, Mr. K, Mr. L, Mr. M, Mr. N, Mr. O, Mr. P, Mr. Q, Mr. R, Mr. S, Mr. T, Mr. U, Mr. V, Mr. W, Mr. X, Mr. Y, Mr. Z, Mr. AA, Mr. AB, Mr. AC, Mr. AD, Mr. AE, Mr. AF, Mr. AG, Mr. AH, Mr. AI, Mr. AJ, Mr. AK, Mr. AL, Mr. AM, Mr. AN, Mr. AO, Mr. AP, Mr. AQ, Mr. AR, Mr. AS, Mr. AT, Mr. AU, Mr. AV, Mr. AW, Mr. AX, Mr. AY, Mr. AZ, Mr. BA, Mr. BB, Mr. BC, Mr. BD, Mr. BE, Mr. BF, Mr. BG, Mr. BH, Mr. BI, Mr. BJ, Mr. BK, Mr. BL, Mr. BM, Mr. BN, Mr. BO, Mr. BP, Mr. BQ, Mr. BR, Mr. BS, Mr. BT, Mr. BU, Mr. BV, Mr. BW, Mr. BX, Mr. BY, Mr. BZ, Mr. CA, Mr. CB, Mr. CC, Mr. CD, Mr. CE, Mr. CF, Mr. CG, Mr. CH, Mr. CI, Mr. CJ, Mr. CK, Mr. CL, Mr. CM, Mr. CN, Mr. CO, Mr. CP, Mr. CQ, Mr. CR, Mr. CS, Mr. CT, Mr. CU, Mr. CV, Mr. CW, Mr. CX, Mr. CY, Mr. CZ, Mr. DA, Mr. DB, Mr. DC, Mr. DD, Mr. DE, Mr. DF, Mr. DG, Mr. DH, Mr. DI, Mr. DJ, Mr. DK, Mr. DL, Mr. DM, Mr. DN, Mr. DO, Mr. DP, Mr. DQ, Mr. DR, Mr. DS, Mr. DT, Mr. DU, Mr. DV, Mr. DW, Mr. DX, Mr. DY, Mr. DZ, Mr. EA, Mr. EB, Mr. EC, Mr. ED, Mr. EE, Mr. EF, Mr. EG, Mr. EH, Mr. EI, Mr. EJ, Mr. EK, Mr. EL, Mr. EM, Mr. EN, Mr. EO, Mr. EP, Mr. EQ, Mr. ER, Mr. ES, Mr. ET, Mr. EU, Mr. EV, Mr. EW, Mr. EX, Mr. EY, Mr. EZ, Mr. FA, Mr. FB, Mr. FC, Mr. FD, Mr. FE, Mr. FF, Mr. FG, Mr. FH, Mr. FI, Mr. FJ, Mr. FK, Mr. FL, Mr. FM, Mr. FN, Mr. FO, Mr. FP, Mr. FQ, Mr. FR, Mr. FS, Mr. FT, Mr. FU, Mr. FV, Mr. FW, Mr. FX, Mr. FY, Mr. FZ, Mr. GA, Mr. GB, Mr. GC, Mr. GD, Mr. GE, Mr. GF, Mr. GG, Mr. GH, Mr. GI, Mr. GJ, Mr. GK, Mr. GL, Mr. GM, Mr. GN, Mr. GO, Mr. GP, Mr. GQ, Mr. GR, Mr. GS, Mr. GT, Mr. GU, Mr. GV, Mr. GW, Mr. GX, Mr. GY, Mr. GZ, Mr. HA, Mr. HB, Mr. HC, Mr. HD, Mr. HE, Mr. HF, Mr. HG, Mr. HH, Mr. HI, Mr. HJ, Mr. HK, Mr. HL, Mr. HM, Mr. HN, Mr. HO, Mr. HP, Mr. HQ, Mr. HR, Mr. HS, Mr. HT, Mr. HU, Mr. HV, Mr. HW, Mr. HX, Mr. HY, Mr. HZ, Mr. IA, Mr. IB, Mr. IC, Mr. ID, Mr. IE, Mr. IF, Mr. IG, Mr. IH, Mr. II, Mr. IJ, Mr. IK, Mr. IL, Mr. IM, Mr. IN, Mr. IO, Mr. IP, Mr. IQ, Mr. IR, Mr. IS, Mr. IT, Mr. IU, Mr. IV, Mr. IW, Mr. IX, Mr. IY, Mr. IZ, Mr. JA, Mr. JB, Mr. JC, Mr. JD, Mr. JE, Mr. JF, Mr. JG, Mr. JH, Mr. JI, Mr. JJ, Mr. JK, Mr. JL, Mr. JM, Mr. JN, Mr. JO, Mr. JP, Mr. JQ, Mr. JR, Mr. JS, Mr. JT, Mr. JU, Mr. JV, Mr. JW, Mr. JX, Mr. JY, Mr. JZ, Mr. KA, Mr. KB, Mr. KC, Mr. KD, Mr. KE, Mr. KF, Mr. KG, Mr. KH, Mr. KI, Mr. KJ, Mr. KK, Mr. KL, Mr. KM, Mr. KN, Mr. KO, Mr. KP, Mr. KQ, Mr. KR, Mr. KS, Mr. KT, Mr. KU, Mr. KV, Mr. KW, Mr. KX, Mr. KY, Mr. KZ, Mr. LA, Mr. LB, Mr. LC, Mr. LD, Mr. LE, Mr. LF, Mr. LG, Mr. LH, Mr. LI, Mr. LJ, Mr. LK, Mr. LL, Mr. LM, Mr. LN, Mr. LO, Mr. LP, Mr. LQ, Mr. LR, Mr. LS, Mr. LT, Mr. LU, Mr. LV, Mr. LW, Mr. LX, Mr. LY, Mr. LZ, Mr. MA, Mr. MB, Mr. MC, Mr. MD, Mr. ME, Mr. MF, Mr. MG, Mr. MH, Mr. MI, Mr. MJ, Mr. MK, Mr. ML, Mr. MM, Mr. MN, Mr. MO, Mr. MP, Mr. MQ, Mr. MR, Mr. MS, Mr. MT, Mr. MU, Mr. MV, Mr. MW, Mr. MX, Mr. MY, Mr. MZ, Mr. NA, Mr. NB, Mr. NC, Mr. ND, Mr. NE, Mr. NF, Mr. NG, Mr. NH, Mr. NI, Mr. NJ, Mr. NK, Mr. NL, Mr. NM, Mr. NN, Mr. NO, Mr. NP, Mr. NQ, Mr. NR, Mr. NS, Mr. NT, Mr. NU, Mr. NV, Mr. NW, Mr. NX, Mr. NY, Mr. NZ, Mr. OA, Mr. OB, Mr. OC, Mr. OD, Mr. OE, Mr. OF, Mr. OG, Mr. OH, Mr. OI, Mr. OJ, Mr. OK, Mr. OL, Mr. OM, Mr. ON, Mr. OO, Mr. OP, Mr. OQ, Mr. OR, Mr. OS, Mr. OT, Mr. OU, Mr. OV, Mr. OW, Mr. OX, Mr. OY, Mr. OZ, Mr. PA, Mr. PB, Mr. PC, Mr. PD, Mr. PE, Mr. PF, Mr. PG, Mr. PH, Mr. PI, Mr. PJ, Mr. PK, Mr. PL, Mr. PM, Mr. PN, Mr. PO, Mr. PP, Mr. PQ, Mr. PR, Mr. PS, Mr. PT, Mr. PU, Mr. PV, Mr. PW, Mr. PX, Mr. PY, Mr. PZ, Mr. QA, Mr. QB, Mr. QC, Mr. QD, Mr. QE, Mr. QF, Mr. QG, Mr. QH, Mr. QI, Mr. QJ, Mr. QK, Mr. QL, Mr. QM, Mr. QN, Mr. QO, Mr. QP, Mr. QQ, Mr. QR, Mr. QS, Mr. QT, Mr. QU, Mr. QV, Mr. QW, Mr. QX, Mr. QY, Mr. QZ, Mr. RA, Mr. RB, Mr. RC, Mr. RD, Mr. RE, Mr. RF, Mr. RG, Mr. RH, Mr. RI, Mr. RJ, Mr. RK, Mr. RL, Mr. RM, Mr. RN, Mr. RO, Mr. RP, Mr. RQ, Mr. RR, Mr. RS, Mr. RT, Mr. RU, Mr. RV, Mr. RW, Mr. RX, Mr. RY, Mr. RZ, Mr. SA, Mr. SB, Mr. SC, Mr. SD, Mr. SE, Mr. SF, Mr. SG, Mr. SH, Mr. SI, Mr. SJ, Mr. SK, Mr. SL, Mr. SM, Mr. SN, Mr. SO, Mr. SP, Mr. SQ, Mr. SR, Mr. SS, Mr. ST, Mr. SU, Mr. SV, Mr. SW, Mr. SX, Mr. SY, Mr. SZ, Mr. TA, Mr. TB, Mr. TC, Mr. TD, Mr. TE, Mr. TF, Mr. TG, Mr. TH, Mr. TI, Mr. TJ, Mr. TK, Mr. TL, Mr. TM, Mr. TN, Mr. TO, Mr. TP, Mr. TQ, Mr. TR, Mr. TS, Mr. TT, Mr. TU, Mr. TV, Mr. TW, Mr. TX, Mr. TY, Mr. TZ, Mr. UA, Mr. UB, Mr. UC, Mr. UD, Mr. UE, Mr. UF, Mr. UG, Mr. UH, Mr. UI, Mr. UJ, Mr. UK, Mr. UL, Mr. UM, Mr. UN, Mr. UO, Mr. UP, Mr. UQ, Mr. UR, Mr. US, Mr. UT, Mr. UY, Mr. UZ, Mr. VA, Mr. VB, Mr. VC, Mr. VD, Mr. VE, Mr. VF, Mr. VG, Mr. VH, Mr. VI, Mr. VJ, Mr. VK, Mr. VL, Mr. VM, Mr. VN, Mr. VO, Mr. VP, Mr. VQ, Mr. VR, Mr. VS, Mr. VT, Mr. VU, Mr. VV, Mr. VW, Mr. VX, Mr. VY, Mr. VZ, Mr. WA, Mr. WB, Mr. WC, Mr. WD, Mr. WE, Mr. WF, Mr. WG, Mr. WH, Mr. WI, Mr. WJ, Mr. WK, Mr. WL, Mr. WM, Mr. WN, Mr. WO, Mr. WP, Mr. WQ, Mr. WR, Mr. WS, Mr. WT, Mr. WU, Mr. WV, Mr. WW, Mr. WX, Mr. WY, Mr. WZ, Mr. XA, Mr. XB, Mr. XC, Mr. XD, Mr. XE, Mr. XF, Mr. XG, Mr. XH, Mr. XI, Mr. XJ, Mr. XK, Mr. XL, Mr. XM, Mr. XN, Mr. XO, Mr. XP, Mr. XQ, Mr. XR, Mr. XS, Mr. XT, Mr. XU, Mr. XV, Mr. XW, Mr. XX, Mr. XY, Mr. XZ, Mr. YA, Mr. YB, Mr. YC, Mr. YD, Mr. YE, Mr. YF, Mr. YG, Mr. YH, Mr. YI, Mr. YJ, Mr. YK, Mr. YL, Mr. YM, Mr. YN, Mr. YO, Mr. YP, Mr. YQ, Mr. YR, Mr. YS, Mr. YT, Mr. YU, Mr. YV, Mr. YW, Mr. YX, Mr. YY, Mr. YZ, Mr. ZA, Mr. ZB, Mr. ZC, Mr. ZD, Mr. ZE, Mr. ZF, Mr. ZG, Mr. ZH, Mr. ZI, Mr. ZJ, Mr. ZK, Mr. ZL, Mr. ZM, Mr. ZN, Mr. ZO, Mr. ZP, Mr. ZQ, Mr. ZR, Mr. ZS, Mr. ZT, Mr. ZU, Mr. ZV, Mr. ZW, Mr. ZX, Mr. ZY, Mr. ZZ

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## LETTER FROM THE BOARD

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### 2. GENERAL MANDATE TO ISSUE DOMESTIC SHARES AND H SHARES

At the meeting, the Board resolved to issue domestic shares and H shares under the general mandate to issue domestic shares and H shares (the "Share Issue Mandate").

As at the end of the reporting period, the total number of domestic shares issued under the Share Issue Mandate was 8,244,508,144 shares, and the total number of H shares issued under the Share Issue Mandate was 5,414,831,344 shares. The total number of domestic shares and H shares issued under the Share Issue Mandate was 13,659,339,488 shares, which represented approximately 20% of the total number of shares in issue as at the end of the reporting period.

The Board also resolved to issue domestic shares and H shares under the general mandate to issue domestic shares and H shares (the "Share Issue Mandate").

### 3. PROPOSED AMENDMENTS TO RULES OF PROCEDURE FOR GENERAL MEETINGS, RULES OF PROCEDURE FOR BOARD OF DIRECTORS AND RULES OF PROCEDURE FOR BOARD OF SUPERVISORS

At the meeting, the Board resolved to propose amendments to the Rules of Procedure for General Meetings, the Rules of Procedure for Board of Directors and the Rules of Procedure for Board of Supervisors (collectively, the "Proposed Amendments") to the Company's Articles of Association.

The Proposed Amendments are intended to align the Company's Rules of Procedure for General Meetings, the Rules of Procedure for Board of Directors and the Rules of Procedure for Board of Supervisors with the latest amendments to the Company's Articles of Association. The Proposed Amendments are also intended to align the Company's Rules of Procedure for General Meetings, the Rules of Procedure for Board of Directors and the Rules of Procedure for Board of Supervisors with the latest amendments to the Company's Articles of Association.

4. PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

On 24 September 2021, the Board of Directors (the "Board") of the Company has resolved to appoint Ms. Zhao (Ms. Zhao) as an Independent Non-Executive Director of the Company.

Ms. Zhao is a Chinese citizen, born on 24 September 1963, and has been a resident in Hong Kong since 2007. She has been a Director of the Company since 2007. She has been a member of the Board of Directors since 2007. She has been a member of the Board of Directors since 2007.

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LETTER FROM THE BOARD

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5. THE AGM

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2021 ( ... ) ,



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## LETTER FROM THE BOARD

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### 6. VOTES TO BE TAKEN BY POLL

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m A

### 7. RECOMMENDATION

D , m ,  
m m  
B D B  
m - D C m  
A , D mm  
A ✖

B B  
Beijing Jingneng Clean Energy Co., Limited  
KANG Jian  
*Deputy General Manager and Company Secretary*

I. Proposed Amendments to Rules of Procedure for General Meetings

Original articles	Revised articles after the proposed amendments
<p>Article 5 C m</p> <p>...</p> <p>...</p> <p>m ... m</p> <p>A</p> <p>A</p>	<p>Article 5 C m</p> <p>...</p> <p>... m</p> <p>... m</p> <p>A</p> <p>A. <u>The quorum for convening such general meeting of shareholders shall be the holders holding at least one third of the issued shares of relevant class.</u></p> <p><u>Where any changes in domestic and foreign laws, regulations and the listing rules of the place where the shares of the Company are listed, as well as decisions of domestic and foreign regulatory authorities which lead to the change of the class of shareholders' rights or repeal shall not require the approval of shareholder' meeting or class meeting.</u></p>

Original articles	Revised articles after the proposed amendments
<p>Article 16</p> <p>45</p> <p>C m</p> <p>20</p>	<p>Article 16</p> <p><u>-an annual</u></p> <p>45<u>20 clear</u></p> <p><u>business</u></p> <p>where an <u>extraordinary general meeting</u> is convened by the Company, it shall issue a notice <u>15 natural days or 10 clear business days (whichever is longer)</u> prior to the meeting to notify all the <u>registered shareholders</u>. The <u>“business day(s)”</u> mentioned therein shall be the <u>statutory business days</u> announced by the <u>Hong Kong government</u>.</p>

Original articles	Revised articles after the proposed amendments
<p>Article 17 C m  m  m  20  m m  m  m  C m , C m  m m ,  C m m  m  m  m , C m  m m .</p> <p>A m  m  m .</p>	<p><u>This article has been deleted</u></p>
<p>Article 19 m  , m  m  :</p>	<p>Article 198 m  , m  m  :</p> <p><u>(5) Other information subject to disclosure as required by the securities regulatory authorities and the listing rules of the places where the Company's shares are listed.</u></p>

Original articles	Revised articles after the proposed amendments
<p>Article 20</p> <p>..... m</p> <p>..... m</p> <p>..... C ..... 45</p> <p>50 ..... m</p> <p>..... m</p> <p>..... m</p> <p>..... m</p>	<p>Article <del>20</del><u>19</u></p> <p>..... m</p> <p>..... m</p> <p>..... C ..... <del>45</del></p> <p><del>50</del> ..... m ..... <u>15</u></p> <p><u>days or 10 clear business days (whichever is longer) (the extraordinary general meeting) or 20 clear business days (the annual general meeting) before the date of convening such meeting.</u></p> <p>..... m</p> <p>..... m</p> <p>..... m</p>
<p>Article 51 C m</p> <p>..... m</p> <p>..... m</p> <p>..... m</p> <p>..... A ..... 53 57</p>	<p>Article <del>51</del><u>0</u> C m</p> <p>..... m</p> <p>..... m</p> <p>..... m</p> <p>..... A ..... <del>53</del><u>52</u> <del>57</del><u>56</u></p> <p>..... <u>The quorum for convening such general meeting shall be the holders holding at least one third of the issued shares of relevant class.</u></p>



II. Proposed Amendments to Rules of Procedure for Board of Directors

Original articles	Revised articles after the proposed amendments
<p>Article 4 ... m ...</p>	<p>Article 4 ... m ... <u>—four times</u> , <u>about once every quarter.</u></p> <p>... m <u>by giving a written notice to all directors and supervisors 14 days before the meeting is held.</u></p>
<p>Article 7<sup>7</sup> ... m ... ) 10 ... m ... 5 ... k</p>	<p>Article 7<sup>7</sup> ... m ... ) <del>10</del> 14 ... m ... 5 ... k</p>

Original articles	Revised articles after the proposed amendments
<p>Article 11 E</p> <p>A 151</p> <p>A A A 20</p> <p>, m</p> <p>m</p> <p>A</p> <p>' m r. r m r</p> <p>(</p> <p>)</p> <p>m r. r m r m</p> <p>m r. r m r m</p> <p>m r. r m r m</p> <p>k</p>	<p>Article 11 E</p> <p>A 1540</p> <p>A A A 20</p> <p>, m</p> <p>m</p> <p>A</p> <p>' m r. r m r</p> <p>—, m r. r m r</p> <p><u>and general counsel</u> (</p> <p>)</p> <p>m r. r m r m</p> <p>m r. r m r m</p> <p>m r. r m r m</p> <p>k</p>
<p>Article 14</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>mm (通迅) (</p> <p>m r. r m r</p> <p>m r. r m r, m r. r m r).</p> <p>A m r. r m r</p> <p>m r. r m r</p> <p>mm</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>m r. r m r</p>	<p>Article 14</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>mm (通迅訊)</p> <p>(</p> <p>m r. r m r</p> <p>m r. r m r, m r. r m r).</p> <p>A m r. r m r</p> <p>m r. r m r</p> <p>mm</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>m r. r m r</p> <p>m r. r m r</p>







**Beijing Jingneng Clean Energy Co., Limited**

**北京京能清潔能源電力股份有限公司**

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00579)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (AGM) of Beijing Jingneng Clean Energy Co., Limited (Company) will be held on 10:00 a.m. on 24 August 2021 (Monday) at 8:00 a.m. on 26 August 2021, in Beijing, China.

AS ORDINARY RESOLUTIONS

1. To re-appoint Mr. [Name] as a Director of the Board of Directors of the Company for a term of three (3) years commencing from 31 December 2020.
2. To re-appoint Mr. [Name] as an Independent Non-Executive Director of the Company for a term of three (3) years commencing from 31 December 2020.
3. To re-appoint Mr. [Name] as an Independent Non-Executive Director of the Company for a term of three (3) years commencing from 31 December 2020.
4. To re-appoint Mr. [Name] as an Independent Non-Executive Director of the Company for a term of three (3) years commencing from 31 December 2020.
5. To re-appoint Mr. [Name] as an Independent Non-Executive Director of the Company for a term of three (3) years commencing from 31 December 2020.
6. To re-appoint Mr. [Name] as an Independent Non-Executive Director of the Company for a term of three (3) years commencing from 31 December 2020.
7. To re-appoint Mr. [Name] as an Independent Non-Executive Director of the Company for a term of three (3) years commencing from 31 December 2020.

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NOTICE OF THE ANNUAL GENERAL MEETING

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8. \_\_\_\_\_ C m \_\_\_\_\_ 2021.

9. \_\_\_\_\_ m \_\_\_\_\_ C m \_\_\_\_\_  
2021.

10. \_\_\_\_\_ m m \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_ B \_\_\_\_\_ D. \_\_\_\_\_  
B \_\_\_\_\_ C m \_\_\_\_\_.

11. \_\_\_\_\_ m \_\_\_\_\_  
\_\_\_\_\_ C m \_\_\_\_\_.

AS SPECIAL RESOLUTION

1. \_\_\_\_\_ :

THAT:

(1) B \_\_\_\_\_ m \_\_\_\_\_,  
\_\_\_\_\_ C m \_\_\_\_\_  
m k \_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_ :

( ) \_\_\_\_\_  
B \_\_\_\_\_ m k \_\_\_\_\_, \_\_\_\_\_,  
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# NOTICE OF THE ANNUAL GENERAL MEETING

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Beijing Jingneng Clean Energy Co., Limited  
KANG Jian  
Deputy General Manager and Company Secretary

B , C  
25 2021

*As at the date of this notice, the executive directors of the Company are Mr. Zhang Fengyang, Mr. Chen Dayu, Mr. Gao Yuming and Mr. Cao Mansheng; the non-executive directors of the Company are Mr. Ren Qigui, Ms. Li Juan and Mr. Wang Bangyi; and the independent non-executive directors of the Company are Mr. Huang Xiang, Mr. Chan Yin Tsung, Mr. Han Xiaoping and Mr. Xu Daping.*

Notes:

1. DETAILS OF ORDINARY RESOLUTIONS NO. 1 TO 9 ABOVE ARE SET OUT IN THE 2020 ANNUAL REPORT OF THE COMPANY. DETAILS OF ORDINARY RESOLUTIONS NO. 10 AND 11 AND SPECIAL RESOLUTION NO. 1 ABOVE ARE SET OUT IN THE CIRCULAR OF THE COMPANY DATED 25 MAY 2021.

2. CLOSURE OF REGISTER FOR H SHARES, ELIGIBILITY FOR ATTENDING THE AGM

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4:30 .m. , 18 2021

3. CLOSURE OF REGISTER FOR H SHARES, ELIGIBILITY FOR THE ENTITLEMENT TO THE PROPOSED FINAL DIVIDENDS (SUBJECT TO THE APPROVAL BY THE SHAREHOLDERS AT THE AGM)

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C m , 1712-1716, 17 30 2021  
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, 6 2021.

# NOTICE OF THE ANNUAL GENERAL MEETING

4. The Board of Directors (the "Board") of the Company has determined that the Annual General Meeting of the Company will be held on **Monday, September 21, 2021** at **10:00 a.m.** (China Standard Time) at the **Grand Hyatt Hotel, No. 111, East Zhongyuan Road, Beijing, China**. The meeting will be held in Chinese and English. The meeting will be held in a hybrid format, allowing shareholders to attend in person or virtually. The meeting will be held in a hybrid format, allowing shareholders to attend in person or virtually. The meeting will be held in a hybrid format, allowing shareholders to attend in person or virtually.

5. PROXY

Shareholders are invited to attend the Annual General Meeting of the Company in person or by proxy. Shareholders who are unable to attend the meeting in person may appoint a proxy to attend and vote on their behalf. The proxy form must be completed and signed by the shareholder or the proxy holder. The proxy form must be submitted to the Company's Secretary, Mr. Wang Jie, at the address above, no later than **September 17, 2021** at **10:00 a.m.** (China Standard Time). The proxy form must be submitted to the Company's Secretary, Mr. Wang Jie, at the address above, no later than **September 17, 2021** at **10:00 a.m.** (China Standard Time). The proxy form must be submitted to the Company's Secretary, Mr. Wang Jie, at the address above, no later than **September 17, 2021** at **10:00 a.m.** (China Standard Time).

6. ADDRESS AND TELEPHONE NUMBER OF THE COMPANY'S PRINCIPAL PLACE OF BUSINESS IN THE PRC

Address: **No. 6, Zhongyuan Road, Beijing, China**  
 Telephone: **(86 10) 8740 7188**

7. PROCEDURES FOR VOTING AT THE AGM

Shareholders are invited to attend the Annual General Meeting of the Company in person or by proxy.

8. OTHER BUSINESS

The Board of Directors of the Company has determined that the Annual General Meeting of the Company will be held on **Monday, September 21, 2021** at **10:00 a.m.** (China Standard Time) at the **Grand Hyatt Hotel, No. 111, East Zhongyuan Road, Beijing, China**. The meeting will be held in Chinese and English. The meeting will be held in a hybrid format, allowing shareholders to attend in person or virtually.

9. The Board of Directors of the Company has determined that the Annual General Meeting of the Company will be held on **Monday, September 21, 2021** at **10:00 a.m.** (China Standard Time) at the **Grand Hyatt Hotel, No. 111, East Zhongyuan Road, Beijing, China**. The meeting will be held in Chinese and English. The meeting will be held in a hybrid format, allowing shareholders to attend in person or virtually.