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B J C E C ., L

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)

(國 家 證 券 代 碼 : 00579)

**DISCLOSEABLE TRANSACTION
ACQUISITION OF 100% EQUITY INTEREST
IN NINGXIA KAIANG AND NINGXIA BOANG**

THE ACQUISITION

The Company's first Annual General Meeting was held on 28 December 2020 in accordance with the provisions of the Company's Articles of Association and the Company's Charter. At the meeting, the Company's Board of Directors resolved to acquire 100% equity interest in Ningxia Kaiang and Ningxia Boang.

The Board of Directors, on 19 July 2021, has resolved to acquire 100% equity interest in Ningxia Kaiang and Ningxia Boang. The total consideration for the acquisition of 100% equity interest in Ningxia Kaiang and Ningxia Boang is RMB380.64 million and RMB1,072.4 million, respectively. Under the acquisition agreement, the Board of Directors has resolved to acquire 100% equity interest in Ningxia Kaiang and Ningxia Boang.



2 KAI ANGE EQ T T AN FE AG EEMEN T

P : (1) Nnr - J (); n

(2) C n n ()

D : 19 J 2021

M : Nnr - J n f 100% n Nnr - K nr (nr nr K nr P nr) C n n n f RMB380.64 n.

U n n f K nr A nr, C n n 100% n Nnr - K nr (nr nr K nr P nr) f Nnr - K nr).

■ ■ : U n nr n f C n D n B n f K nr A nr, Nnr - J () n f K nr P nr n n Nnr - K nr n 30 n, n () n f n n, n n, n n, f nr n f K nr P nr Nnr - K nr n 90 n.

P
C : T n n f K nr A nr RMB380.64 n, n f n f Nnr - K nr V n D.

T C n n n f K nr A nr Nnr - J n f n n:

() 80% f n n (n nr n Nnr - J) n 5 n f K nr E nr T n f A nr n;

3 BO ANGE EQ T T AN FE AG EEMEN T

P : (1) Nnr - J (); n

(2) C n n ()

D : 19 J 2021

M : Nnr - J n f 100% n Nnr - B nr (nr nr B nr P) C n n n f RMB1,072.4 n.

U n n f B nr A n, C n n 100% n Nnr - B nr (nr nr B nr P n f Nnr - B nr).

: U n n n f C n D n B n f B nr A n, Nnr - J () n f B nr P n n Nnr - B nr n 30 n, n () n f n n, n n, n n, n f n n f B nr P Nnr - B nr n 90 n.

P C : T n n f B nr A n RMB1,072.4 n, n f n f Nnr - B nr V n D.

T C n n n f B nr A n Nnr - J n f n n:

() 50% f n n (n nr n Nnr - J) n 5 n f B nr E T n f A n;

(一) 30% 的... 5... f...
... Nnr...
J... B... A... n;

(二) 10% 的... 5... f...
... Bnr P... n...
... Nnr... Bnr n...
f... Bnr A... n...
... n...;

(三) 5% 的... 5... f...
... n... n... , ... n... , ... f...
... f... Bnr P...
... Nnr... Bnr ; n

(四) 5% 的... 5... f... 2
... Bnr E...
T... A... n.

T... C... n... f... Bnr
A... n, ... RMB1,072.4... n, ...
f... C... n.

T P : A... f... n... Bnr P... f...
V... n D... 30 A... 2021... n...
Nnr... J... , n... f... 1 M... 2021... n...
... C... n.

D... n... n... , Nnr... J... n...
Nnr... Bnr n... f... n...
... Nnr... Bnr n... n... n...
... n... , n... Nnr... J...
... n... n... n... n...
... n... n... n... f... Nnr... Bnr...
f... f... n...

As of December 31, 2020, the Company's total assets were RMB228,400,615, compared with RMB26,781,306 as of December 31, 2019. Total liabilities were RMB360,184,708 as of December 31, 2020, compared with RMB24,809,778 as of December 31, 2019. Total equity was RMB16,821,034 as of December 31, 2020, compared with RMB19,694,333 as of December 31, 2019.

As of December 31, 2020, the Company's total assets were RMB396.38 million, compared with RMB396.38 million as of December 31, 2019.

N. Other

The Company's total assets were RMB396.38 million as of December 31, 2020. The Company's total liabilities were RMB396.38 million as of December 31, 2020. The Company's total equity was RMB396.38 million as of December 31, 2020. The Company's total assets were RMB396.38 million as of December 31, 2019. The Company's total liabilities were RMB396.38 million as of December 31, 2019. The Company's total equity was RMB396.38 million as of December 31, 2019.

As of December 31, 2020, the Company's total assets were RMB117,454, compared with RMB117,454 as of December 31, 2019. Total liabilities were RMB57,454 as of December 31, 2020, compared with RMB30,407 as of December 31, 2019. Total equity was RMB87,861 as of December 31, 2020, compared with RMB87,861 as of December 31, 2019.

As of December 31, 2020, the Company's total assets were RMB772,492,512, compared with RMB77,556,502 as of December 31, 2019. Total liabilities were RMB1,904,496,379 as of December 31, 2020, compared with RMB70,829,139 as of December 31, 2019. Total equity was RMB1,132,003,867 as of December 31, 2020, compared with RMB60,826,905 as of December 31, 2019.

As of December 31, 2020, the Company's total assets were RMB1,096.02 million, compared with RMB1,096.02 million as of December 31, 2019.

(一) A 國居民 A 與 B 共同經營 R 公司，E 與 I 共同經營 T 公司。A 國政府於 2020 年 1 月 1 日發布《關於延續西部大開發企業所得稅政策的公告》(Announcement of Ministry of Finance, State Tax Administration, National Development and Reform Commission 2020 N. 23)，規定自 2019 年 1 月 1 日起，對在西部大開發地區新設的生產性企業，其所得稅率由 25% 減至 15%。I 公司符合上述規定，其所得稅率由 25% 減至 15%。

(二) I 公司符合上述規定，其所得稅率由 25% 減至 15%。I 公司符合上述規定，其所得稅率由 25% 減至 15%。

(三) I 公司符合上述規定，其所得稅率由 25% 減至 15%。I 公司符合上述規定，其所得稅率由 25% 減至 15%。

(四) I 公司符合上述規定，其所得稅率由 25% 減至 15%。I 公司符合上述規定，其所得稅率由 25% 減至 15%。

C

T 國居民 A 與 B 共同經營 R 公司，E 與 I 共同經營 T 公司。A 國政府於 2020 年 1 月 1 日發布《關於延續西部大開發企業所得稅政策的公告》(Announcement of Ministry of Finance, State Tax Administration, National Development and Reform Commission 2020 N. 23)，規定自 2019 年 1 月 1 日起，對在西部大開發地區新設的生產性企業，其所得稅率由 25% 減至 15%。I 公司符合上述規定，其所得稅率由 25% 減至 15%。

T 國居民 A 與 B 共同經營 R 公司，E 與 I 共同經營 T 公司。A 國政府於 2020 年 1 月 1 日發布《關於延續西部大開發企業所得稅政策的公告》(Announcement of Ministry of Finance, State Tax Administration, National Development and Reform Commission 2020 N. 23)，規定自 2019 年 1 月 1 日起，對在西部大開發地區新設的生產性企業，其所得稅率由 25% 減至 15%。I 公司符合上述規定，其所得稅率由 25% 減至 15%。

8 FINANCIAL IMPACT OF THE KAI LANG ACQUISITION AND THE BO LANG ACQUISITION

Under the terms of the Kai Lang Acquisition and the Bo Lang Acquisition, the Company will acquire 100% of the shares of Kai Lang and Bo Lang. The Company is currently a public company listed on the Singapore Exchange.

9 INFORMATION OF PARTIES

THE COMPANY

The Company is a public company incorporated in Singapore. Its registered office is at 11, South Bridge Road, Singapore 058722. Its principal place of business is at 11, South Bridge Road, Singapore 058722. The Company is a public company listed on the Singapore Exchange (PRC).

THE JOINT

The Joint is a company incorporated in PRC. Its registered office is at 11, South Bridge Road, Singapore 058722. Its principal place of business is at 11, South Bridge Road, Singapore 058722.

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10 LISTING RULE IMPLICATION

As the Kai Lang Acquisition and the Bo Lang Acquisition are not subject to the Listing Rules, the Company is not required to comply with the Listing Rules. The Company is currently a public company listed on the Singapore Exchange (PRC).

A...
 B nr E... T...f...A... n, f... n... n... n...
 K nr E... T...f...A... n, 5%... n 25%,... n... n...
 n... n... K nr E... T...f...A... n n... B nr E...
 T...f...A... n n... n... n... f... C... n n...
 n... f... n n... n... n... n... n... f... n...
 n... n... n... L... R...

11 DEFINITION

Un... n... f... n... n... n... n... n... n...
 f... n... n...:

B nr A... n... f 100%... n... n... N nr... B nr...
 C... n... n... B nr E... T...f...
 A... n

B nr P... P... I f P... J... 49.5M f N nr...
 H nr... n F... 49.5M f N nr...
 H nr... n F... (S... n, D... T... n...),
 49.5M f N nr... H nr... n...
 F... (M... , D... T... n...), 49.5M
 f N nr... H nr... n... F... (... nr... , D...
 T... n...), C... n... n... P... f J... Q... n...
 49.5M f N nr... H nr... n... F... ,
 f P... I... n... n... 20M... n...
 N nr... H nr... , f P... II...
 n... 30M... n... N nr... H nr... , D...
 T... n... , n... N... n... n 330 V... n...

B nr V... n R... 17 Jun 2021...
 V... n... n... n... f...
 f N nr... B nr...

B... B... f... f D... f... C... n...
 D...

B n E r T n f r e n f r e n n e n n N n A r e n J n C n 19 J 2021 f n f 100% n N B C n

n PRC S S n

C n 北京京能清潔能源電力股份有限公司 (B n J n C n En C , L), n n PRC H S H K S E n

D () f C n

G C n n

H K T S E n f H K L S E n

K n A n f 100% n N K C n K n E T n f A r e n

K n E T n f r e n n N A r e n J n C n 19 J 2021 f n f 100% n N K C n

K n P f 49.5M n N T n n F J T n , n f 49.5M n N T n n F J K n

K n V n R 17 J n 2021 V n f N K n

L...nr R... R... G...nr... L...nr f S... n T S
 E...nr f H...nr K...nr L...nr... .. n f... ..
 ..

N...nr B...nr N...nr B...nr R...nr... C., L...nr (寧夏博陽新能
 源有限公司), .. n n .. n
 PRC n 7 A...nr 2020 n - n ..
 f N...nr J...nr... f...nr n n .. n

N...nr J...nr N...nr J...nr R...nr... C...nr L...nr (寧夏嘉澤
 新能源股份有限公司), n .. n n ..
 n PRC .. n 16 A...nr 2010,
 A...nr...nr S...nr S...nr E...nr (..
 : 601619)

N...nr K...nr N...nr K...nr R...nr... C., L...nr (寧夏愷陽新能
 源有限公司), .. n n n .. n
 PRC n 7 A...nr 2020 n - n ..
 f N...nr J...nr... f...nr n n .. n

PRC C...nr_ P...nr R...nr... f C...nr n f...nr...
 f...nr n n .. n, .. H...nr K...nr S...nr
 A...nr...nr R...nr, M...nr S...nr A...nr...
 R...nr n n T...nr

RMB R...nr n .., .. f...nr...nr f...nr PRC

R...nr A...nr n n SHINE ING (HK) CPA L...nr

S...nr () ...nr () f...nr C...nr n

V...nr n D...nr 30 N...nr .. 2020, .. f...nr...nr f...nr
 .. n f...nr...nr...nr...nr f...nr...nr f N...nr
 K...nr n N...nr B...nr

A I L C



B J C E C.,L
北京京能清潔能源電力股份有限公司

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(C : 00579)

T L n D n
T S E n f H n K n L
12/F, T E n S
8 C n n P
C n
H n K n

19 J 2021

DI CLO EABLE^T AN AC^T ION
ACQ I^T ION OF 100% EQ I^T IN^T E E^T
IN NING IA KAI ANG AND NING IA BO ANG

f n n 17 J n 2021 P n-C n A A
C.,L. (北京天健興業資產評估有限公司) n n n f N n K n
n N n B n n n f f n R 14.61 f
L n R . T n f n n n n n f C n 19 J 2021 n
f n f 100% n n N n K n n N n B n

n n n n f N n
K n n N n B n n V f V
n . n f n R n A n n n
n f n f , f n n n ,
n n , n n n

On f f n , f n n V
n f n f n

B O f B
B J C E C.,L
HANG FENG ANG
Director