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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in any doubt about this circular, please contact your stockbroker or the bank manager for the relevant jurisdiction.

If you have sold or transferred all your shares in Beijing Jingneng Clean Energy Co., Limited, please inform the bank or broker through whom the shares were purchased for transmission to the relevant jurisdiction.

For any change of name and the exchange of new shares, please refer to the relevant instructions and procedures in the circular. For any other matters, please refer to the circular.



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  
GENERAL MANDATE TO REPURCHASE H SHARES  
NOTICE OF THE ANNUAL GENERAL MEETING  
AND  
NOTICE OF THE 2023 FIRST H SHARE CLASS MEETING**

Interim Board Meeting on 3 to 7 of this circular.

The General Meeting will be held on Wednesday, June 29, 2023, at 10:00 a.m. in Room 56, 1st Floor, Beijing Jingneng Clean Energy Co., Limited, 11th Floor, 15th Floor, and the convening time will be 16 to 17 of this circular. The Board of Directors will be held on Wednesday, June 28, 2023, at 10:00 a.m. in Room 56, 1st Floor, Beijing Jingneng Clean Energy Co., Limited, 11th Floor, 15th Floor, and the convening time will be 16 to 17 of this circular.

For more information, please refer to the circular. For any other matters, please refer to the circular.

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## DEFINITIONS

<p>“he f w g ex re</p>	<p>have the mea g et t e w e the text req re therw e.</p>
<p>“GM</p>	<p>the nn l g n e r l m e e t n g f th e m n t b e h e l d t 10 00 m n Th r d 29 J n e 2023 t r b r R m 56 l n d h n g r l c f c l l e r m e r t R d e n t r l n g K n g</p>
<p>“rtcl e f c t n</p>	<p>th e rtcl e f c t n f th e m n m e n d e d m d f e d r th e r w e l e m e n t e d fr m t m e t t m e</p>
<p>“B rd r B rd f r e c t r</p>	<p>th e b rd f r e c t r f th e m n</p>
<p>“h r e l v e e t n g</p>	<p>th e h r e l v e e t n g n d th e cl m e e t n g f r h l d e r f m e t c h r e t b e c n v e n e d n Th r d 29 J n e 2023 m m e d t e l f f e r th e c n c l n r d y r m e n t f th e h r e l v e e t n g</p>
<p>“m n</p>	<p>北京京能清潔能源電力股份有限公司 B e i j i n g J n g n e n g l e n n e r g m e d j n t t c k c m n n c r r t e d n th e l R w i t h l m e d l b l t w h e h r e l e l e d n th e n g K n g t c k x c h n g e</p>
<p>“m n w</p>	<p>th e m n w f th e l e l e R e b l c f h n 《中華人民共和國公司法》 m e n d e d m d f e d r th e r w e l e m e n t e d fr m t m e t t m e</p>
<p>“r e c t r</p>	<p>th e d r e c t r f th e m n</p>
<p>“m e t c h r e</p>	<p>th e rd n r h r e e d b th e m n n th e l R w i t h n m n l v l e f R V B 1 0 0 e c h w h c h r e b c r b e d f r n R V B</p>
<p>“h r e l v e e t n g</p>	<p>th e 2023 f r t h r e cl m e e t n g t b e c n v e n e d n Th r d 29 J n e 2023 m m e d t e l f f e r th e c n c l n r d y r m e n t f th e G M</p>
<p>“h r e</p>	<p>th e v e r e l e d f r e g n n v e t e d h r e n th e h r e c l f th e m n w i t h n m n l v l e f R V B 1 0 0 e c h w h c h r e b c r b e d f r n d t r d e d n n g K n g d l l r</p>
<p>“ng K ng</p>	<p>th e n g K n g e c l d m n t r t v e R e g n f th e l R</p>
<p>“ng K ng t ck x ch n g e</p>	<p>Th e t ck x ch n g e f n g K n g m e d</p>
<p>“t e t l r c t c b l e t e</p>	<p>22 v l 2023 b e n g th e l t e t r c t c b l e d t e r r t th e r n t n g f th e c r c l r f r e r t n n g e r t n n f r m t n n th e c r c l r</p>

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## DEFINITIONS

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“ $\mathbb{R}^n$ ”

the  $\mathbb{R}^n$  is given by the following definition. That is, the exchange of the  $n$  components of the vector  $x$  in the  $n$ -dimensional space  $\mathbb{R}^n$  is defined as follows:

“ $\mathbb{R}^n$ ”

the  $\mathbb{R}^n$  is the set of all  $n$ -tuples of real numbers. The  $n$ -dimensional space  $\mathbb{R}^n$  is defined as follows:

“ $\mathbb{R}^n$ ”

$\mathbb{R}^n$  is the set of all  $n$ -tuples of real numbers.

“ $\mathbb{R}^n$ ”

the  $n$ -dimensional space  $\mathbb{R}^n$  is defined as follows: the  $n$ -dimensional space  $\mathbb{R}^n$  is the set of all  $n$ -tuples of real numbers.

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Beijing Jingneng Clean Energy Co., Limited  
北京京能清洁能源

Executive Director  
葛 英 刚 (Ge Yinggang)  
葛 英 刚  
葛 英 刚

Registered Office  
Room 118, Jingneng Clean Energy Building,  
Beijing Jingneng Clean Energy Co., Limited  
Beijing, China

Executive Director  
朱 俊 刚  
朱 俊 刚  
朱 俊 刚

Registered Office  
31st Floor, Tower Two, Times Square,  
1st Floor, the North Tower, Beijing  
Kowloon

Independent Executive Director  
葛 晓 刚  
葛 晓 刚  
葛 晓 刚  
徐 杰

30th March 2023

the shareholder

Chairman

**GENERAL MANDATE TO ISSUE DOMESTIC SHARES AND H SHARES  
GENERAL MANDATE TO REPURCHASE H SHARES  
NOTICE OF THE ANNUAL GENERAL MEETING  
AND  
NOTICE OF THE 2023 FIRST H SHARE CLASS MEETING**

**1. INTRODUCTION**

The purpose of this circular is to set out the terms of the General Meeting and the terms of the H share class meeting and to provide with details regarding the matters to be considered at the Board meeting and the H share class meeting and the general meeting and to provide the necessary information to enable the shareholders to make informed decisions on whether to vote for or against the resolution to be considered at the General Meeting and the H share class meeting.

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

On the date of the resolution and thereafter, the directors in the event that they become deemed to be entitled to exercise their rights from the ordinary resolution of the Board of Directors, shall be authorized to issue, on behalf of the Company, such number of ordinary shares and H shares as may be determined by the Board of Directors, in whole or in part, from time to time, and the proceeds of the issue of such shares shall be applied for the purposes mentioned in the resolution and for such other purposes as the Board of Directors may determine. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed 20% of the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares.

The Board will not exercise its powers under the above resolution in connection with the ordinary resolution of the Board of Directors, in whole or in part, from time to time, and the proceeds of the issue of such shares shall be applied for the purposes mentioned in the resolution and for such other purposes as the Board of Directors may determine. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed 20% of the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares.

The Board will not exercise its powers under the above resolution in connection with the ordinary resolution of the Board of Directors, in whole or in part, from time to time, and the proceeds of the issue of such shares shall be applied for the purposes mentioned in the resolution and for such other purposes as the Board of Directors may determine. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed 20% of the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares.

## 3. GENERAL MANDATE TO REPURCHASE H SHARES

The Board is authorized to exercise its powers under the above resolution in connection with the ordinary resolution of the Board of Directors, in whole or in part, from time to time, and the proceeds of the issue of such shares shall be applied for the purposes mentioned in the resolution and for such other purposes as the Board of Directors may determine. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed 20% of the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares.

- The Board is authorized to exercise its powers under the above resolution in connection with the ordinary resolution of the Board of Directors, in whole or in part, from time to time, and the proceeds of the issue of such shares shall be applied for the purposes mentioned in the resolution and for such other purposes as the Board of Directors may determine. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed 20% of the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares. The aggregate nominal value of the ordinary shares and H shares to be issued shall not exceed the aggregate nominal value of the ordinary shares and H shares immediately before the issue of such shares.
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## LETTER FROM THE BOARD

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3. The firm's revenue and management expenses related to the inclusion of the tax benefits in the financial statements for the year ending 31st March 2023 are as follows: The company has not yet received the tax benefits for the year ending 31st March 2023. The company has not yet received the tax benefits for the year ending 31st March 2023.

4. The balance sheet reflects the following related to the tax benefits for the year ending 31st March 2023:

5. The revenue and expenses related to the tax benefits for the year ending 31st March 2023 are as follows: The company has not yet received the tax benefits for the year ending 31st March 2023. The company has not yet received the tax benefits for the year ending 31st March 2023.

6. The handling of the related to the tax benefits for the year ending 31st March 2023 is as follows: The company has not yet received the tax benefits for the year ending 31st March 2023. The company has not yet received the tax benefits for the year ending 31st March 2023.

7. The general comment and handling of the tax benefits for the year ending 31st March 2023 is as follows: The company has not yet received the tax benefits for the year ending 31st March 2023. The company has not yet received the tax benefits for the year ending 31st March 2023.

### Validity of the Repurchase Mandate

The Board will be effective from the date of the resolution of the shareholders for the repurchase of the company's shares.

1. The company's financial statements for the year ending 31st March 2023 are as follows: The company has not yet received the tax benefits for the year ending 31st March 2023. The company has not yet received the tax benefits for the year ending 31st March 2023.
2. The revenue and expenses related to the tax benefits for the year ending 31st March 2023 are as follows: The company has not yet received the tax benefits for the year ending 31st March 2023. The company has not yet received the tax benefits for the year ending 31st March 2023.

### Impact of the Repurchase of H Shares

The effect of the repurchase of the company's shares is as follows: The company has not yet received the tax benefits for the year ending 31st March 2023. The company has not yet received the tax benefits for the year ending 31st March 2023.

The Board will be effective from the date of the resolution of the shareholders for the repurchase of the company's shares.

The rch<sup>e</sup> b<sup>h</sup> tch<sup>a</sup> m<sup>nt</sup> and t<sup>m</sup> f<sup>e</sup> x<sup>c</sup> t<sup>n</sup> f<sup>t</sup> h<sup>e</sup> rch<sup>e</sup> f<sup>h</sup> r<sup>e</sup> r<sup>e</sup> t<sup>b</sup> d<sup>e</sup> t<sup>e</sup> r<sup>m</sup> n<sup>d</sup> and r<sup>e</sup> b<sup>e</sup> c<sup>t</sup> t<sup>n</sup> c<sup>e</sup> r<sup>t</sup> n<sup>t</sup> The m<sup>n</sup> w<sup>ll</sup> t<sup>r</sup> c<sup>t</sup>l<sup>l</sup> w<sup>th</sup> t<sup>e</sup> t<sup>e</sup> R<sup>e</sup> and r<sup>e</sup> v<sup>nt</sup> l<sup>w</sup> and r<sup>e</sup> g<sup>l</sup> t<sup>n</sup> t<sup>c</sup> r<sup>r</sup> t<sup>h</sup> l<sup>n</sup> f<sup>r</sup> r<sup>e</sup> rch<sup>e</sup> f<sup>h</sup> r<sup>e</sup> and f<sup>l</sup> l<sup>l</sup> n<sup>f</sup> r<sup>m</sup> t<sup>n</sup> d<sup>e</sup> c<sup>l</sup> r<sup>e</sup> b<sup>l</sup> g<sup>t</sup> n<sup>n</sup> t<sup>m</sup> l<sup>m</sup> n<sup>n</sup> r

The t<sup>e</sup> R<sup>e</sup> r<sup>e</sup> q<sup>u</sup> r<sup>e</sup> t<sup>e</sup> r<sup>v</sup> n<sup>f</sup> n<sup>e</sup> c<sup>e</sup> r<sup>n</sup> f<sup>r</sup> m<sup>t</sup> n<sup>r</sup> e<sup>v</sup> n<sup>t</sup> t<sup>h</sup> r<sup>e</sup> d<sup>r</sup> rch<sup>e</sup> f<sup>h</sup> r<sup>e</sup> t<sup>h</sup> h<sup>r</sup> h<sup>l</sup> d<sup>e</sup> r<sup>f</sup> r<sup>th</sup> r<sup>c</sup> n<sup>d</sup> r<sup>t</sup> t<sup>n</sup> t<sup>h</sup> t<sup>h</sup> h<sup>r</sup> h<sup>l</sup> d<sup>e</sup> r<sup>w</sup>ll b<sup>e</sup> b<sup>i</sup> t<sup>m</sup> k<sup>e</sup> n<sup>f</sup> r<sup>m</sup> d<sup>e</sup> c<sup>n</sup> n<sup>th</sup> r<sup>e</sup> v<sup>nt</sup> r<sup>e</sup> l<sup>t</sup> n<sup>n</sup> r<sup>e</sup> rch<sup>e</sup> f<sup>h</sup> r<sup>e</sup> t<sup>h</sup> G<sup>v</sup> and t<sup>h</sup> l<sup>l</sup> v<sup>e</sup> t<sup>e</sup> n<sup>d</sup> t<sup>e</sup> x<sup>l</sup> n<sup>t</sup> r<sup>t</sup> t<sup>e</sup> m<sup>e</sup> n<sup>t</sup> c<sup>n</sup> t<sup>e</sup> n<sup>g</sup> c<sup>n</sup> f<sup>r</sup> m<sup>t</sup> n<sup>r</sup> e<sup>t</sup> t<sup>n</sup> e<sup>n</sup> d<sup>x</sup> t<sup>h</sup> c<sup>r</sup> l<sup>r</sup>

t<sup>m</sup> 96W

**4. THE AGM AND CLASS MEETINGS**

The n<sup>t</sup> c<sup>n</sup> v<sup>e</sup> n<sup>g</sup> t<sup>h</sup> G<sup>v</sup> t<sup>b</sup> h<sup>e</sup> l<sup>d</sup> t<sup>10</sup> 00 a<sup>m</sup> n<sup>Th</sup> r<sup>d</sup> 29 J<sup>n</sup> 2023 t<sup>u</sup> r<sup>b</sup> r<sup>R</sup> m 56 l<sup>u</sup> and h<sup>u</sup> n<sup>g</sup> r<sup>u</sup> c<sup>u</sup> f<sup>u</sup> c<sup>u</sup> r<sup>e</sup> m<sup>e</sup> r<sup>t</sup> R<sup>d</sup> e<sup>n</sup> t<sup>r</sup> l<sup>u</sup> n<sup>g</sup> K<sup>u</sup> n<sup>g</sup> e<sup>t</sup> t<sup>n</sup> g<sup>e</sup> 11 t<sup>15</sup> f<sup>th</sup> c<sup>r</sup> l<sup>r</sup> and t<sup>e</sup> n<sup>t</sup> c<sup>n</sup> v<sup>e</sup> n<sup>g</sup> t<sup>h</sup> h<sup>r</sup> l<sup>u</sup> v<sup>e</sup> t<sup>e</sup> n<sup>g</sup> e<sup>t</sup> t<sup>n</sup> g<sup>e</sup> 16 t<sup>17</sup> f<sup>th</sup> c<sup>r</sup> l<sup>r</sup> wh<sup>ch</sup> h<sup>v</sup> b<sup>e</sup> e<sup>n</sup> d<sup>e</sup> t<sup>ch</sup> e<sup>d</sup> t<sup>h</sup> h<sup>r</sup> h<sup>l</sup> d<sup>e</sup> r<sup>n</sup> 30<sup>th</sup> 2023 r<sup>x</sup> f<sup>r</sup> m<sup>f</sup> r<sup>e</sup> t<sup>h</sup> G<sup>v</sup> and r<sup>x</sup> f<sup>r</sup> m<sup>f</sup> r<sup>e</sup> t<sup>h</sup> h<sup>r</sup> l<sup>u</sup> v<sup>e</sup> t<sup>e</sup> n<sup>g</sup> h<sup>v</sup> b<sup>e</sup> e<sup>n</sup> d<sup>e</sup> t<sup>ch</sup> e<sup>d</sup> t<sup>h</sup> h<sup>r</sup> h<sup>l</sup> d<sup>e</sup> r<sup>t</sup> g<sup>e</sup> t<sup>h</sup> r<sup>w</sup>th t<sup>h</sup> c<sup>r</sup> l<sup>r</sup> and w<sup>e</sup> r<sup>e</sup> l<sup>l</sup> b<sup>l</sup> h<sup>e</sup> d<sup>n</sup> t<sup>h</sup> w<sup>e</sup> b<sup>u</sup> r<sup>e</sup> f<sup>th</sup> n<sup>g</sup> K<sup>u</sup> n<sup>g</sup> t<sup>ck</sup> x<sup>h</sup> n<sup>g</sup> e<sup>htt</sup> www.hk<sup>e</sup> x<sup>n</sup> w<sup>hk</sup>

l<sup>d</sup> r<sup>f</sup> h<sup>r</sup> wh<sup>e</sup> n<sup>m</sup> e<sup>r</sup> n<sup>th</sup> r<sup>e</sup> g<sup>e</sup> t<sup>r</sup> f<sup>m</sup> e<sup>m</sup> b<sup>e</sup> r<sup>f</sup> t<sup>e</sup> m<sup>n</sup> n<sup>th</sup> c<sup>l</sup> e<sup>f</sup> b<sup>n</sup> e<sup>n</sup> r<sup>d</sup> 23 J<sup>n</sup> 2023 r<sup>e</sup> e<sup>n</sup> t<sup>l</sup> e<sup>d</sup> t<sup>tt</sup> e<sup>n</sup> d<sup>h</sup> G<sup>v</sup> and t<sup>h</sup> h<sup>r</sup> l<sup>u</sup> v<sup>e</sup> t<sup>e</sup> n<sup>g</sup> and v<sup>t</sup> e<sup>t</sup> t<sup>h</sup> G<sup>v</sup> and t<sup>h</sup> h<sup>r</sup> l<sup>u</sup> v<sup>e</sup> t<sup>e</sup> n<sup>g</sup> The h<sup>r</sup> r<sup>e</sup> g<sup>e</sup> t<sup>r</sup> f<sup>r</sup> h<sup>r</sup> w<sup>ll</sup> b<sup>e</sup> c<sup>l</sup> e<sup>d</sup> f<sup>r</sup> m<sup>v</sup> l<sup>u</sup> 26 J<sup>n</sup> 2023 t<sup>Th</sup> r<sup>d</sup> 29 J<sup>n</sup> 2023 b<sup>th</sup> d<sup>u</sup> n<sup>cl</sup> v<sup>e</sup> d<sup>r</sup> n<sup>g</sup> wh<sup>ch</sup> e<sup>r</sup> d<sup>n</sup> h<sup>r</sup> t<sup>r</sup> n<sup>r</sup> f<sup>r</sup> h<sup>r</sup> w<sup>ll</sup> b<sup>e</sup> r<sup>e</sup> g<sup>e</sup> t<sup>r</sup> e<sup>d</sup>

Wh<sup>e</sup> t<sup>h</sup> e<sup>r</sup> r<sup>n</sup> t<sup>r</sup> e<sup>bl</sup> e<sup>t</sup> t<sup>t</sup> e<sup>n</sup> d<sup>h</sup> G<sup>v</sup> and r<sup>th</sup> h<sup>r</sup> l<sup>u</sup> v<sup>e</sup> t<sup>e</sup> n<sup>g</sup> r<sup>e</sup> r<sup>e</sup> q<sup>e</sup> t<sup>e</sup> d<sup>t</sup> c<sup>m</sup> l<sup>e</sup> and r<sup>e</sup> t<sup>r</sup> n<sup>th</sup> r<sup>x</sup> f<sup>r</sup> m<sup>n</sup> c<sup>c</sup> r<sup>d</sup> n<sup>e</sup> w<sup>th</sup> t<sup>e</sup> n<sup>t</sup> r<sup>ct</sup> n<sup>r</sup> n<sup>t</sup> e<sup>d</sup> t<sup>h</sup> r<sup>e</sup> n<sup>n</sup> t<sup>l</sup> e<sup>th</sup> n<sup>24</sup> h<sup>r</sup> b<sup>e</sup> f<sup>r</sup> e<sup>th</sup> t<sup>m</sup> n<sup>t</sup> e<sup>d</sup> f<sup>r</sup> h<sup>l</sup> d<sup>u</sup> n<sup>g</sup> t<sup>h</sup> G<sup>v</sup> and r<sup>th</sup> h<sup>r</sup> l<sup>u</sup> v<sup>e</sup> t<sup>e</sup> n<sup>g</sup> r<sup>n</sup> d<sup>j</sup> r<sup>m</sup> e<sup>n</sup> t<sup>u</sup>

Td<sup>r</sup> v<sup>t</sup> q<sup>T</sup> r69



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## LETTER FROM THE BOARD

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### 6. RECOMMENDATION

The Director, including the independent non-executive Director believe that the proposed  
Director is the best person for the job and the Board recommends that the  
Chairman and the Director who are recommending the Director recommend that  
the Chairman vote in favour of the proposed Director at the next meeting of the  
Board.

Board of the Board  
**Beijing Jingneng Clean Energy Co., Limited**  
**KANG Jian**

Secretary General and Chairman

h a e d x e r v e a a e x a a t r y t a t e m e t a r e q u e r e d y t h e t g e t r v d e t h e r e q u e r f r m a t t e a e t h e h a r e h d e r t m a k e a f r m e d d e o w h e t h e r t v t e f r r a g a t t h e e o a r e t t a r v e t h e e r o h a e a d a t e

CLASS AND NUMBER OF SHARES PROPOSED TO BE REPURCHASED

t h e t e t l r c t c b l e t h e e d h r e c u l f t h e m a n w 8 2 4 4 5 0 8 1 4 4 h r e n c l d n g 5 4 1 4 8 3 1 3 4 4 m e t c h r e a n d 2 8 2 9 6 7 6 8 0 0 h r e f t h e e c l r e l t n n t h e r e d g r n t f t h e R e r c h e v l n d t e r v e d n d t h e m a n w l l n t l l t e r r e r c h e h r e n r b e f r e t h e d t e f c n v e n n g t h e G v l n d t h e l v e e t n g t h e m a n w l l b e e n t a i d t r e r c h e n t m r e t h n 2 8 2 9 6 7 6 8 0 h r e r n t t t h e R e r c h e v l n d t e r e e n t n g 1 0 % f t h e t t l n m b e r f h r e n e f t h e m a n a t t h e d t e f a n g t h e r e v n t r e l t n

REASONS FOR REPURCHASE

T h e B o r d b e l i e v e t h a t t h e R e r c h e v l n d t e c n d c v e t r m t e t h e t n b l e e r t n n d d e v e l m e n t f t h e m a n r t c t t h e l n g t e r m i n t e r e t f n v e t r a n d m a x i m e t h e h r e h l d e r v l e B e d n t h e r e v a n g m r k e t c n d t n n d f n d n g r r n g e m e n t t h e e x e r c e f t h e R e r c h e v l n d t e m a n c i e e t h e n e t e t v l e e r h r e n d r e m n g e r h r e T h e R e r c h e v l n d t e w l l b e e x e r c e d n l w h e n t h e p r e t r c n d e r t h t r e r c h e b e n e f i t t h e m a n n d t h e h r e h l d e r

FUNDS FOR REPURCHASE

n r e r c h n g h r e t h e m a n i n t e n d t e p r i n t e m l f n d l w f l l v l b l e f r c h r e n c e r d n e w t h t h e r t c l e f c t n t h e t n g R l e t h e m a n w a n d t h e r l c b l e l R l w r e g l t n n d r e q u e m e n t a n d t h e r f n d t h t f l f l t h e r e g l t r r e q u e m e n t f r r e r c h e f h r e

n d e r n g t h e c r r e n t w r k n g c u l c n d t n f t h e m a n t h e B o r d b e l i e v e t h a t n e x e r c e f t h e R e r c h e v l n d t e n f l l w l l n t c e m t e r l d v e r e m a c t n t h e w r k n g c u l n d r g e r n g l e v e l f t h e m a n c m r e d t t h e f n n c l t n a t 3 1 e e m b e r 2 0 2 2 d e c l e d n t h e d e d f n n c l t t e m e n t f t h e m a n n t h e n n l r e r t f r t h e e r e n d e d 3 1 e e m b e r 2 0 2 2 w e v e r f t h e B o r d b e l i e v e t h a t t h e e x e r c e f t h e R e r c h e v l n d t e w l l h v e m t e r l d v e r e m a c t n t h e w r k n g c u l r e q u e m e n t r g e r n g l e v e l f t h e m a n t h e B o r d t e n d n t t r e r c h e t h e h r e b e x e r c n g t h e w e r c n e r r e d n d e r t h e R e r c h e v l n d t e T h e B o r d w l l c n d e r t h e r e v a n g m r k e t c n d t n n t n a r r t e t m n g t m k e d e c n n t h e n m b e r f h r e t b e r e r c h e d t h e r c e n d t h e r t e r m t r e r c h e h r e n t h e b e t n t e r e t f t h e m a n

DISCLOSURE OF INTEREST

T h e b e t k n w l e d g e f t h e p r e t r h v a n g m d e l l r e n b l e e n q p r e n n e f t h e p r e t r r t h e r c l e c t e d e f n e d n t h e t n g R l e h a n r e e n t n t e n t n t e l l t t h e m a n n h r e f t h e m a n f t h e R e r c h e v l n d t e r v e d b t h e G v l n d t h e l v e e t n g

That the directors believe that the terms of the proposed amendments to the Articles of Association of the Company are in the best interests of the Company and its shareholders and that the Board has considered the proposed amendments in good faith and that the Board has not been influenced by any improper considerations in recommending the amendments to the shareholders for their approval.

## UNDERTAKING OF THE DIRECTORS

The directors have undertaken that they will exercise their powers and discharge their duties in good faith and in the best interests of the Company and its shareholders and that they will not exercise their powers for any improper purposes.

## EFFECT OF THE TAKEOVERS CODE

The directors are aware that the provisions of the Takeovers Code apply to the Company. The directors have taken all necessary steps to ensure that the Company is in compliance with the provisions of the Takeovers Code and that the Company is able to meet its obligations under the Takeovers Code.

That the directors believe that the Board has not been influenced by any improper considerations in recommending the amendments to the shareholders for their approval.

“BEH” is the controlling shareholder of the Company and holds 68.68% of the shares of the Company.

PRICES OF H SHARES

The highest and lowest trading price of the shares have been recorded in the Hong Kong Stock Exchange in each month over the last 12 months prior to the date of the circular of the listing.

Month	H Shares	
	Highest Price ( )	Lowest Price ( )
<b>2022</b>		
June	2.04	1.76
July	1.93	1.74
August	1.89	1.56
September	1.77	1.44
October	1.88	1.42
November	1.68	1.45
December	1.76	1.45
	1.88	1.64
<b>2023</b>		
January	2.17	1.84
February	2.15	1.93
March	2.09	1.83
April	2.08	1.81
May	2.07	1.89

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## NOTICE OF THE ANNUAL GENERAL MEETING

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Beijing Jingneng Clean Energy Co., Limited  
北京京能清能

### NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting of the “AGM” of Beijing Jingneng Clean Energy Co., Limited (the “Company”) will be held at 10:00 a.m. on Thursday, 29 June 2023, at the 56th Floor, International Trade Centre, 100001 Beijing, China, to discuss and approve the financial statements for the year ended 31 December 2022.

#### AS ORDINARY RESOLUTIONS

1. To consider and approve the work report of the Board of Directors of the Company for the year ended 31 December 2022.
2. To consider and approve the work report of the Environmental and Social Committee of the Company for the year ended 31 December 2022.
3. To consider and approve the work report of the Company and the dividend policy and the implementation of the dividend policy in accordance with the relevant provisions of the Articles of Association for the year ended 31 December 2022.
4. To consider and approve the remuneration of the independent non-executive directors of the Company for the year ended 31 December 2022.
5. To consider and approve the annual report of the Company for the year ended 31 December 2022.
6. To consider and approve the dividend payment for the year ended 31 December 2023.
7. To consider and approve the budget for the year ended 31 December 2023.
8. To consider and approve the remuneration of the Chairman of the Board of Directors of the Company for the year ended 31 December 2023, to hold office until the conclusion of the next annual general meeting of the Company and to elect Mr. Xu Jun as the Chairman of the Board of Directors.

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## NOTICE OF THE ANNUAL GENERAL MEETING

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9 The corporation and its board of directors have the honor to invite you to attend the 2023 Annual Meeting of the Corporation on Thursday, June 15, 2023 at 10:00 a.m. Eastern Standard Time at the Ritz-Carlton Hotel, 100 West 58th Street, New York, New York 10019.

### AS SPECIAL RESOLUTIONS

1 The corporation and its board of directors have the following resolutions:

**“THAT**

1. The Board of Directors has adopted the following resolution:

a. The Board of Directors has adopted the following resolution: to amend the Bylaws of the Corporation to add to the list of directors the following persons:

b. The Board of Directors has adopted the following resolution: to amend the Bylaws of the Corporation to add to the list of directors the following persons:

20 percent of the outstanding shares of the Corporation shall be held by the Corporation.

20 percent of the outstanding shares of the Corporation shall be held by the Corporation.

c. The Board of Directors has adopted the following resolution: to amend the Bylaws of the Corporation to add to the list of directors the following persons:

For the reasons stated above, the Board of Directors has adopted the following resolution:

“The Board of Directors has adopted the following resolution: to amend the Bylaws of the Corporation to add to the list of directors the following persons: **“RMB**

“The Board of Directors has adopted the following resolution: to amend the Bylaws of the Corporation to add to the list of directors the following persons: **“RMB**

## NOTICE OF THE ANNUAL GENERAL MEETING

“Relevant” means the period from the beginning of the financial year to the end of the financial year.

the inclusion of the next financial year in the financial year.

B. the execution of the 12-month period of the financial year.

the date on which the relevant financial year ends.

2. Subject to the Board's approval, the relevant period shall be the period from the beginning of the financial year to the end of the financial year.

a. the relevant period shall be the period from the beginning of the financial year to the end of the financial year.

b. the relevant period shall be the period from the beginning of the financial year to the end of the financial year.

c. the relevant period shall be the period from the beginning of the financial year to the end of the financial year.

2. The relevant period shall be the period from the beginning of the financial year to the end of the financial year.

By order of the Board  
**Beijing Jingneng Clean Energy Co., Limited**  
**KANG Jian**

*Secretary*

Beijing, P.R.C.  
 30<sup>th</sup> April 2023





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## NOTICE OF THE ANNUAL GENERAL MEETING

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th n 24 h r b e f r e t h e t m e a n t e d f r t h e b v e . G M e n t l t e r t h n 10 00 . m W e d n e d 28 J n e 2023  
r n d j r m m e n t t h e f t h e c e m b e l d e r f h r e c n t l t t e n d n d v t e t t h e . G M e n e r n  
n c m l e t n n d r e t r n f t h e r x f r m

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

dd e 6 X h h e R d h a n g t r e t  
B e n g t h e R

T e h n e 86 10 8740 7188

**7. PROCEDURES FOR VOTING AT THE AGM**

n v e f h r e h l d e r t t h e . G M m t b e t k e n b l l

**8. OTHER BUSINESS**

h r e h l d e r n e r n r b r x t t e n d n g t h e . G M e r e n a b l e f r t h e r w n t r n r t n n d  
c c m m d t n e x e n e h r e h l d e r r t h e r r x e t t e n d n g t h e . G M h l l r d e t h e r a d e n t t d e m e n t

**9. Reference to the agenda in the notice of the meeting**



Beijing Jingneng Clean Energy Co., Limited  
北京京能清洁能源

**NOTICE OF THE 2023 FIRST H SHARE CLASS MEETING**

NOTICE IS HEREBY GIVEN that the 2023 first H share class meeting shall be held on the

# NOTICE OF THE 2023 FIRST H SHARE CLASS MEETING

## 2. CLOSURE OF REGISTER FOR H SHARES, ELIGIBILITY FOR ATTENDING THE H SHARE CLASS MEETING

Ider f hie idv d th t the hie rger fr hie wll be cl ed fr m nd 26 J ne 2023 t Th r d 29 J ne 2023 b th d ncl ve Th hie h ider wh e n me e r n the rger f m mber f the m n n the cl e f b n n r d 23 J ne 2023 r ent d t t end nd v t the hie l ve tng Ider f hie f the m n wh w h t t end the hie l ve tng b t h ve n t rger t ed the t n f r d c m ent r e q d t d e t the t n f r d c m ent t ge the r w th the r e y n t hie c e r t f c t e t the m n . hie rger t r n ng K ng m t r hie ng K ng n v e t r e r v c e m d t h 1712-1716 17th r e well e n t r e 183, e e n R d t W nch ng K ng n t l t r th n 4 30 m n r d 23 J ne 2023 f r rger t n

## 3. PROXY

hieh ider e n t d t t end nd v t the hie l ve tng m n n t n e r m r e r x e t t end nd v t n the r t nd r x n e e d n t b e hieh ider f the m n

Th e n t r m e n t n t n g r x m t b e n w r t n g n d e r th e h n d f hieh ider f the m n r h t t m e d l th r e d n w r t n g f the hieh ider f the m n c r r t e b d the r x f r m m t b e e h e r e x e c l e d n d e r t c m m n e l r n d e r th e h n d f t d i e c t r r d l th r e d t t m e f the r x f r m n g n e d b n t t m e f the hieh ider f the m n the w e r f t t m e th r n g th t t m e t g n r n th e r th r t n d c m e n t m t b e n t r e d

r h ider f hie the r x f r m t g e th e r w th the w e r f t t m e r n th e r th r t n d c m e n t f n m t b e l d g e d t the m n . hie rger t r n ng K ng m t r hie ng K ng n v e t r e r v c e m d t 17th r e well e n t r e 183, e e n R d t W nch ng K ng b h n d r b t n t l e th n 24 h r b e f r e the t m e n t e d f r the b v e hie l ve tng e n t l t r th n 10 00 m W e d n e d 28 J ne 2023 r n d j r m m e n t th e r e f the c e m b e l d e r f hie c n t l t t end nd v t the hie l ve tng n e r n n c m l e t n n d r e t m f the r x f r m

## 4. ADDRESS AND TELEPHONE NUMBER OF THE COMPANY'S PRINCIPAL PLACE OF BUSINESS IN THE PEOPLE'S REPUBLIC OF CHINA (THE "PRC")

ddr 6 X h h e R d h n g t r e t B e n g th e P R

T e h n e 86 10 8740 7188

## 5. PROCEDURES FOR VOTING AT THE H SHARE CLASS MEETING

n v t e f hieh ider t the hie l ve tng m t b e t k e n b ll

## 6. OTHER BUSINESS

hieh ider n e r n r b r x t e n d n g th e hie l ve tng r e n b l e f r th e r w n t n r t n n d c c m m d t n e x e n e hieh ider r th e r r x e t e n d n g th e hie l ve tng hie l r d c e th e r d e n t d c m e n t

## 7. REFERENCE TO TME AND DATE ON WHICH THE COMPANY'S REGISTERED OFFICE IS