

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

If you are in any doubt about this circular, please contact your stockbroker or the relevant securities exchange.

If you have sold or transferred all or part of your shares, please inform the relevant stockbroker or agent through whom the shares were transferred.

For more information, please refer to the circular. The circular is available on the website of the company.



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**

Letter from the Board of Directors, page 3 to 7 of this circular.

The General Meeting will be held on June 29, 2023 at 10:00 am in the main hall of the company. The agenda includes the annual general meeting and the 2023 first H share class meeting. The resolutions to be passed at the meetings are set out in the circular. The resolutions are subject to the approval of the shareholders.

For more information, please refer to the circular. The circular is available on the website of the company. Reference to the circular is made in this circular.

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## DEFINITIONS

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LETTER FROM THE BOARD

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**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 present circular is for the attention of the Government of the Republic of China (the "Government") and the Securities and Futures Commission (the "SFC") in relation to the proposed general mandate to issue domestic shares and H shares, the general mandate to repurchase H shares, the proposed annual general meeting and the proposed 2023 first H share class meeting.









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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 return in respect of financing the relevant investment/repurchase of the return of the interest of the company in the relevant while carrying the Director's recommendation to the relevant for the relevant return of the relevant interest of the relevant.

For the purpose of  
**Beijing Jingneng Clean Energy Co., Limited**  
**KANG Jian**  
Secretary General and Chairman

exercise explanatory statement, required by the statute, to provide the requisite form to the broker's order to be formed deo o w et er to vote for or against the resolution to repurchase the shares.

CLASS AND NUMBER OF SHARES PROPOSED TO BE REPURCHASED

The certificate of incorporation provides that the company has 8,244,508,144 shares outstanding, of which 5,414,831,344 shares are held by the company and 2,829,676,800 shares are held by the public. The company will not limit the repurchase of shares to the extent of the company's cash and marketable securities. The company will enter into repurchase agreements with the company's broker to repurchase up to 10% of the total number of shares of the company that are outstanding on the relevant date.

REASONS FOR REPURCHASE

The board believes that the repurchase program will be beneficial to the company and its shareholders. The program is intended to provide liquidity to the company and to increase the value of the company's common stock. The program is also intended to provide a means for the company to return cash to its shareholders.

FUNDS FOR REPURCHASE

The company will use cash on hand and cash equivalents to fund the repurchase program. The company will not issue debt or equity to fund the program. The company will not use funds that are restricted for other purposes to fund the program.

The company's current working capital position is strong. The board believes that the repurchase program will not have a material adverse effect on the company's working capital position. The company's working capital position as of December 31, 2022, was \$1.2 billion. The company's working capital position as of December 31, 2021, was \$1.1 billion. The board believes that the repurchase program will not have a material adverse effect on the company's working capital position.

DISCLOSURE OF INTEREST

The director, officer, or other person named in the explanatory statement has no interest in the shares of the company that are being repurchased. The director, officer, or other person named in the explanatory statement has no interest in the shares of the company that are being repurchased.



PRICES OF H SHARES

The following table sets out the closing price of the shares of the Company as reported in the annual general meeting of the Company for the 12 months prior to the date of the filing of the explanatory statement.

Month	H Shares	
	Highest Price (HK\$)	Lowest Price (HK\$)
<b>2022</b>		
January	2.04	1.76
February	1.93	1.74
March	1.89	1.56
April	1.77	1.44
May	1.88	1.42
June	1.68	1.45
July	1.76	1.45
August	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





## NOTICE OF THE ANNUAL GENERAL MEETING

“7) Review the performance report of the company for the past year and the work plan for the next year.”

a) The board of directors shall prepare the annual report of the company for the past year and the work plan for the next year.

b) The board of directors shall prepare the annual report of the company for the past year and the work plan for the next year.

c) The board of directors shall prepare the annual report of the company for the past year and the work plan for the next year.

2) Subject to the approval of the board of directors, the company shall: 1) For the past year, the board of directors shall:

a) Prepare the annual report of the company for the past year and the work plan for the next year, and submit it to the general meeting for approval; 2) Prepare the annual report of the company for the past year and the work plan for the next year, and submit it to the general meeting for approval.

b) Determine the remuneration of the directors and the remuneration of the supervisors for the past year and the remuneration of the directors and the remuneration of the supervisors for the next year.

c) Increase the registered capital of the company in accordance with the provisions of the articles of association and the regulations of the company, and submit the proposal to the general meeting for approval.

2) The board of directors shall prepare the annual report of the company for the past year and the work plan for the next year.

KANG Jian

Beijing Jingneng Clean Energy Co., Limited

KANG Jian

Secretary General of the Board of Directors

Beijing, China  
30 March 2023





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## NOTICE OF THE ANNUAL GENERAL MEETING

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On 24 June 2023, the following information was received from the Company (the "Company") in relation to the Annual General Meeting (the "AGM") to be held on 28 June 2023. The Company is a public company and the AGM will be held at the registered office of the Company, which is located at the following address:

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

The Company's principal place of business in the PRC is located at the following address:

Telephone: (86 10) 8740 7188

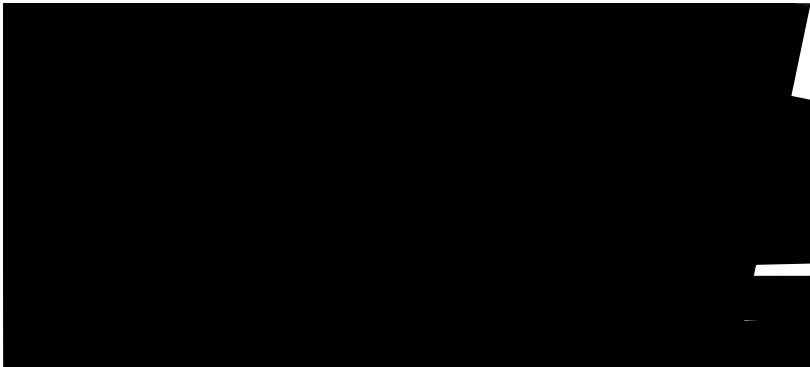
**7. PROCEDURES FOR VOTING AT THE AGM**

The Company will be holding a poll at the AGM.

**8. OTHER BUSINESS**

The Company is not aware of any other business to be discussed at the AGM. The Company is not aware of any other business to be discussed at the AGM.

**9. Reference to the notice relating to the AGM**



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

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## NOTICE OF THE 2023 FIRST H SHARE CLASS MEETING

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

The register of members of the Company will be closed from June 26, 2023 to June 29, 2023 (inclusive). The relevant members of the Company entitled to attend and vote at the meeting of the Company will be those who are registered in the register of members of the Company as at the close of business on June 23, 2023. The relevant members of the Company who are entitled to attend and vote at the meeting of the Company will be those who are registered in the register of members of the Company as at the close of business on June 23, 2023. The relevant members of the Company who are entitled to attend and vote at the meeting of the Company will be those who are registered in the register of members of the Company as at the close of business on June 23, 2023. The relevant members of the Company who are entitled to attend and vote at the meeting of the Company will be those who are registered in the register of members of the Company as at the close of business on June 23, 2023.

### 3. PROXY

The relevant members of the Company are entitled to appoint a proxy to attend and vote on their behalf at the meeting of the Company.

The instrument appointing a proxy must be in writing under the hand of the relevant member or the relevant member's attorney-in-fact (or the relevant member's authorized officer or other person) and must be deposited with the Company at least 48 hours before the meeting.

The relevant members of the Company are entitled to appoint a proxy to attend and vote on their behalf at the meeting of the Company. The relevant members of the Company are entitled to appoint a proxy to attend and vote on their behalf at the meeting of the Company. The relevant members of the Company are entitled to appoint a proxy to attend and vote on their behalf at the meeting of the Company. The relevant members of the Company are entitled to appoint a proxy to attend and vote on their behalf at the meeting of the Company.

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

Address: 6X, Xieyang Road, Xieyang, Henan Province, PRC

Telephone: (86 10) 8740 7188

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

The relevant members of the Company are entitled to attend and vote at the meeting of the Company.

### 6. OTHER BUSINESS

The relevant members of the Company are entitled to attend and vote at the meeting of the Company. The relevant members of the Company are entitled to attend and vote at the meeting of the Company. The relevant members of the Company are entitled to attend and vote at the meeting of the Company.

### 7. Reference to the notice of the meeting of the Company