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## 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 FIRST H SHARE CLASS MEETING OF 2021

**NOTICE IS HEREBY GIVEN** that the first H share class meeting of 2021 (the **H Share Class Meeting**) of Beijing Jingneng Clean Energy Co., Limited (the **Company**) will be held at 11:00 a.m. on Friday, 19 February 2021 at No. 2 Meeting Room, 8th Floor, No. 6 Xibahe Road, Chaoyang District, Beijing, the PRC for the purpose of providing and, if thought fit, adopting the following resolutions:

Save as defined therein, capitalised terms defined in the circular dated 31 December 2020 published by the Company and Beijing Jingneng Holding Co., Ltd. have the same meaning when used herein.

#### SPECIAL RESOLUTION

1. **THAT** subject to the adoption of this special resolution by the holders of the H Shares at the EGM, authorised by a resolution of at least 75% of the total voting rights of the H Shares held by the holders of the H Shares that are cast either in person or by proxy at the EGM and with the resolution being cast in favour of the resolution by the holders of the H Shares at the EGM authorised by at least 10% of the total voting rights of the H Shares held by the holders of the H Shares:

- (i) subject to the prior and acceptance of the H Share Offer being received (and, where applicable, with the approval of the relevant regulatory authorities) by 4:00 p.m. on the Closing Date (which date is the date as determined by the Tendering Committee to be decided) authorised by at least 90% of the H Shares held by the holders of the H Shares, the Dividend will be paid as follows:



Note:

**1. CLOSURE OF REGISTER FOR H SHARES, ELIGIBILITY FOR ATTENDING THE H SHARE CLASS MEETING**

Holders of H Shares are advised that the share register for H Shares will be closed from Wednesday, 20 January 2021 to Friday, 19 February 2021 (both dates inclusive). The Shareholders who have already registered their shares with the Company on the closing date of Tuesday, 19 January 2021 are entitled to attend and vote at the H Share Class Meeting. Holders of H Shares of the Company who wish to attend the H Share Class Meeting but have not registered their shares with the Company should do so with the transfer documents together with the relevant share certificate at the H Share Register of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shop 1712-16, 17th Floor, H Kexce Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on Tuesday, 19 January 2021 for registration.

**2. PROXY**

Shareholders entitled to attend and vote at the H Share Class Meeting may also appoint a proxy to attend and vote in their stead. A proxy need not be a Shareholder of the Company.

The instrument appointing a proxy must be signed by the holder of a Shareholder's share certificate and filed with the Company. If the Shareholder is a corporation, the instrument must be either executed by its duly authorized officers or by its duly authorized agent(s) or by its duly authorized agent(s) if the instrument is signed by the authorized agent(s) of the Shareholder, the instrument must be filed with the Company.

For holders of H Shares, the instrument together with the relevant share certificate (if any) must be lodged at the H Share Register of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, H Kexce Centre, 183 Queen's Road East, Wanchai, Hong Kong before 24 hours before the time fixed for holding the H Share Class Meeting (i.e. before 11:00 a.m. on Thursday, 18 February 2021) to be valid. The instrument must be filed with the Company. Shareholders cannot attend and vote at the H Share Class Meeting if they do not file the instrument.

**3. REPLY SLIP**

Holders of H Shares who wish to attend the H Share Class Meeting are requested to bring their share certificates to the H Share Register of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, H Kexce Centre, 183 Queen's Road East, Wanchai, Hong Kong before Friday, 29 January 2021.

**4. ADDRESS AND TELEPHONE NUMBER OF THE CONTACT PERSON WHO HANDLES THE MEETING AFFAIRS**

Name: The Company Secretary  
Address: 78F  
No. 6 Xibahe Road, Chaoyang District  
Beijing, the PRC  
Telephone: (86 10) 8740 7009/(86 10) 8740 7062  
Email: [share@gsg.com.hk](mailto:share@gsg.com.hk)

**5. PROCEDURES FOR VOTING AT THE EGM**

All matters of Shareholders at the H Share Class Meeting must be taken by poll.

**6. OTHER BUSINESS**

Shareholders (if any) attending the H Share Class Meeting are requested to bring their share certificates and attend the meeting. Shareholders who wish to attend the H Share Class Meeting should bring their identification documents.

**7. Reference to time and date in this notice are in Hong Kong time and date.**