B C C ., P ,

C P S 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 compan incorporated in the People's Republic of China ith limited liabilit)

(Stock Code: 00579)

GE E A A DATE T E D E T C A E A D A E

GE E A A DATE T E DEBT F A C G T E T

ED AD F A E A EC AT G T C E E A D T E G A T

ED E ECT F D ECT T E F T E

A D

T CE F T E A A GE E A EET G

A B C 3 13 .

A 10:00 . . , 28 2020 . 2 , 2 , . 6 , C D , B , C, 49 54 . A A (:// . .). S A , 24 A (. ., 10:00 . . , 27 2020) ( ).

C A .

.

CONTENTS

DEF T 1

ETTE F T E B A D 3

A E D A E A EC AT G T C E E F
BE G G E G C EA E E G
C TED 14

A E D B G A CA DETA F T E D ECT
F E-E ECT 43

T CE F T E A A GE E A EET G 49

P P P S S

C C , C

, , S

A

B

C

B , C

S A S C

S ( ) ( ) B1.00

C

S A ,

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S ,

( ) ( ) ( ) C

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)

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(C)

A B

D

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CA

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118, 1

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54, C

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9 A 2020

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GE E A A DATE T E D E T C A E A D A E

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ED AD T F A E A EC AT G T C E E A D T E G A T

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T CE F T E A A GE E A EET G

1. T D CT

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A .

2. GENERAL INFORMATION ABOUT THE ISSUER AND THE GUARANTOR

D ,
S , , P ,
D S S . A A ,
S B S C ,
C 20%
D S / S
S ( ).

A P D , C 8,244,508,144
S , 5,414,831,344 D S 2,829,676,800 S S
A , C S 1,082,966,268 D S S
565,935,360 S .

B
P , , S
C.

3. GENERAL INFORMATION ABOUT THE DEBT FOR A CLASS G TRANSACTION

A A
B (D ( ) B),

To the Shareholders of the Company

A .

Executive Director: ( ) B A AC; ( ) .

Director: A .

Independent non-executive director: 88 , D , C , D .

A **Group:** A 82,445,000 , 1% C D . A 1% C .

Executive Director: : ( ) A ; ( ) A ; ( ) .

Board - Meetings: 24 A .

E : , A
A S :

T E E
A S E

30%
(24)

30%
S
(36)

40%
(48)

C : C A
G S :
A
( )
C :

1. C ,
C
C ,
;

2. C -
;

3. S
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2. [illegible]

[illegible] ;

3. [illegible]

C [illegible] ,
C ;

4. [illegible] ([illegible])

[illegible] S [illegible] .

A, [illegible] : ( ) [illegible] C [illegible] S [illegible] , , [illegible] S [illegible] C [illegible] .

( ) B [illegible] S [illegible] :

1. [illegible] S [illegible]
C [illegible]
C [illegible] ;

2. [illegible]
S [illegible]
C [illegible]
S ;

3. [illegible] B .

( ) [illegible] C [illegible] :

1. [illegible] ;
S [illegible]

2. [illegible]
S ;

3. [illegible]
S [illegible]
S ;

D **G :**

			A	A
			C D (%)	A (%)
D	1	3,192,600	0.04%	3.87%
S C , D				
D D	1	2,868,000	0.03%	3.48%
C D D	1	2,868,000	0.03%	3.48%
D S C	1	2,868,000	0.03%	3.48%
D T C E S D	1	2,868,000	0.03%	3.48%
D	1	2,868,000	0.03%	3.48%
C A	1	2,868,000	0.03%	3.48%
D	1	2,868,000	0.03%	3.48%
B S				
E	80	59,176,400	0.72%	71.78%
T	**88**	**82,445,000**	**1.00%**	**100.00%**

A B S .

A

B S : ( ) C - ; ( ) C , S ; ( ) , , C .

B S C S .

G[illegible]

A . C ( ) , C 17 .

B A AC.

A D , . . . A , . . CA , .

5. [illegible] ED E ECT F D ECT [illegible] T E F T E[illegible]

C , 31 2020 , , D .

A D , B D , . , . , . A B - D ; . A , . . CA D ; . A , . A , . C A . A - D . A A , - .

D . A , . - D A . . B . B . - C . B - . , . , . A B - D , . A . CA D , . A , . A , . C A . A - D (**D C**) (**A D D**). A D A . A D A , D C A B . B , D B D A A B . A , D C C . D C D A .

S , D C
C
, D , , ,
(P) (P)
C . , D C C
, C 571 P
S
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. P , . , . P , . A B , . A
. CA D , C . . A

6. THE AGM

A 10:00 . . , 28 2020 . 2
, 2 , . 6 , C D , B , C 49
54 9 A 2020. A
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(:// . .).

C
, 28 A 2020 A A .
C , 28 A 2020 , 28
2020 ( ),
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A ,
24
A (. ., 10:00 . ., , 27 2020)
( ). C
A A
C ,
, 8 2020.

7. VOTING BY TAKING POLL

A .
A .

8. RECOMMENDATION

D , D
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D C
. A , D
A .

B B
B G E C
A G
C

A E A EC AT G T C E E F
BE G G E G C EA E E G C ., TED (D AFT)

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S ,

S .

C A TE 1 DEF T

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C P C B C , B
C C ., P

B A AC - A A
S S S , S
C B

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B B D C

C C
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S A S ,
A S B
C S C ., P S

A
S C S

( ) D , ,
- C
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S ( ) ( ) , C ,
- ( ),
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A C

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C A TE 2 BA A D E F F AT

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C A TE 3 DETE AT F CE T E EC E T

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(3) A ,
B D .

A 5 A C , 88
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C
C , , 3.23%
C) A .
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(1) 8 C ;

(2) 2 C ;

(3) 10 - C ;

(4) 68 C , .

A 6 P A
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(1) P C
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(11) B D
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C A TE 4 T TA BE F A E A EC AT G T G A TED A D A CAT DE T E T A G A T

A 7 P A

A , 1%
A
C ,
A .

A 8 A

C ,
82,445,000, 1% C ,
(8,244,508,144).
:

				A	A
		E			
		( )		(%)	(%)
1	C , D ,	3,192,600		3.87%	0.04%
2	D C ,	2,868,000		3.48%	0.03%
3	P C D	2,868,000		3.48%	0.03%
4	D	2,868,000		3.48%	0.03%
5	C D	2,868,000		3.48%	0.03%
6	D	2,868,000		3.48%	0.03%
7	C A	2,868,000		3.48%	0.03%
8	D , B D	2,868,000		3.48%	0.03%
	(80)	59,176,400		71.78%	0.72%
	(88)	82,445,000		100.00%	1.00%

: C ,
40% (
A) A .

A 9 ( )
C
1% C , .

C A TE 5 G A T F A E A EC AT G T

A 10 A A
S C ,
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(2) C '
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D S
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(3) C ' .

A 11 A
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(2) C ,
2019 7%, ,
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(1) C
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(2) C , ,

2019
C 24%;

(3) C ,
2019
C 1.5%.

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1. A , ( )

C S A S B 0 0 C 12.45

A 12

C A TE 6 TA G EFFECT F A E A EC AT G T

A 13

D A
A
C

A 14

A
24-
D
A

:

E

B **E**

D 30%
(24)

D

D 30%
(36)

D

D 40%
(48)

A 15

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( ) C :

1. C ,
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2. C
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( ) A
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[illegible]	A, B	C, D	
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[illegible]	,	A ,	
A, [illegible]	1.0	0.8	0.0

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C A[illegible]TE[illegible] 7 E E[illegible]C[illegible]E F[illegible] A[illegible]E A[illegible]EC AT[illegible] G T[illegible]

A[illegible] 16 A
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A[illegible] 17 A
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C A TE 8 AD T E T F A E A EC AT G T

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(3) D

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: $_0$;

; .

(4) S

$= {}_0 *({}_1 + {}_2 *) / {}_1 *(1+)$

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; $_2$;

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C ,);

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C A TE 9 TEAT E T DE EC A C C TA CE

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(1) A
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(2) - A , ,
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A 23

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(1) A
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(2) - A , ,
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A 24

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(1) A S ,
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(2) - A S , ,
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A 25

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A A
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A A .

A 26 C

C (. ., , , .)
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(2) A S
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B D , /
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A 29 C C

C C :

(1) C , C
D C C P
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(2) C ;

(3) B B D ,
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A 30 C
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(2) -

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A 31

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(2)
12.5984 .

[illegible] 10 [illegible]

[illegible] 32

[illegible]

[illegible] 33

[illegible]

(1) [illegible];

(2) [illegible];

(3) [illegible] 18 [illegible] 24 [illegible].

[illegible] 11 [illegible]

[illegible] 34 [illegible]

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82,445,000,

B29,680,200. (

B D)

A 35 A

A
D
D . , A
C
. A C 18 2019
,
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: *B*

	2020	2021	2022	2023	2024	
A	2,959,888	10,388,070	9,119,546	5,090,358	2,122,338	29,680,200

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A -
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C A TE 12 A AGE E T F A E A EC AT G T

A 36 A

, C
A . , C
- A
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- - A .

C A TE 13 G T A D B GAT F T E C A A D CE T E EC E T

A 37 C

(1) C
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C B
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(2) C P , C , A
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(3) C
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A 38

(1) , C ,
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(3) A
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(4) C A
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(5)
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C A TE 14 A AGE E T, E A D TE AT F T E C E E

A 39 :

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(1) C
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(2) B D
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(3)
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(4) B
S S
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A 40 C

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(1) B D
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C C ,
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(2) B D
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(3) B D
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(4) B D
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(5) B D

(6) B D

A 41

B D
B
A AC
, B
A AC
B D

A 42

D

D , B D ,

A

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C A TE 15 F AT D C E

A 43 C

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(1) ;

(2) A ,

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(6) A ;

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A 44 , C

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(1) B D

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(2) C , ,

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C A TE 16 E E TA 7

A 45 B D

C ,

B A AC

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A 46

B D .

E (任啟貴), 57, - D C . .
D C A A
(中國農業機械化科學研究所能源動力所) A 1986 1995; ,
S
, ,
B C (北京市能源投資公司) 1995 2006; B
C ., P . (北京京能能源科技投資有限公司) 2006
2010; B C ., P .,
C 2010 2011;
C 2011 A 2012;
C B C .,
P . (北京華源熱力管網有限公司) A 2012 2012;
S
C B
C ., P . 2012 2013;
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C B C ., P . 2013
2017; B
C ., P . 2017 2017;
B C ., P . 2017 2017;
B C ., P .
2017 2019; - B C ., P
(北京能源集團有限責任公司) B D ( ) C ., P (北京市熱力集團有限責任公司) 2019; B C ., P (北京京煤集團有限責任公司) A 2019; B C ., P . (
B , : 600578) 2019. .
S S
D A B A
(北京農業工程大學) 1986 ,
, 2008
S , .

(李娟), 35, - D C . . P
B C C 2010 2015,
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B D C ., P . 2015 2016,
B C C 2016 A
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2017, B C C A 2017
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2018 B C C
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2018. . P A
P 2007,
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2009 .

CA (曹滿勝), 49, D
C . . C ,
, B (熱工檢修分公司)
B . 3 (北京第三熱電廠) 1993 D 2001;
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B C ., D . D 2001 2005;
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B C ., D ./B
C ., D 2005 A 2012; B
- C ., D .(北京太陽宮燃氣熱電有限公司) A 2012
2017; , B -
C ., D . 2017 2018;
B - C ., D . 2018 2018;
C 2018. . C D
(武漢水利電力大學) 1993 ,
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2003 ,
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DE E DE T -E EC T E D ECT

A G (黃湘), 63, - D C .
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D 1982 1991;
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1991 A 1993; ,
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A 1993 2001;
C ( ) C ., D ,
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D 2001 2014. .
C ( ) C ., D 2004 2016. .
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1982. .

A G F (張福生), 64, - D C .
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1994, A 1994,
A 1994 A 1997,
C A 1997
2001, C C
C ., . 2001 2004, C C
C ., . 2004 2006,
C C 2006
2008, C C 2008
2013. . (
C) A 1983,
, 2006 BA .

C A T (陳彥璁), 40, - D C .
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2010 A 2011;
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8019) 2014 2016; - ,

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2014 2019, - ,
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C (B ,
: 2023) 2016. . C B C
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C A .

A (韓曉平), 62, - D C .
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A C A C (CAAC) 1986 1988.
C C C
1988. C 2000
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A D C ,
& D A , C
D C , C
A C ,
C , A . . - ,
(B , : 1281) 2016;
- C ., . (B
, : 1671) 2017; ,
C
C ., . (協鑫能源科技股份有限公司) (B
, : 002015) 2019.

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 compan incorporated in the People's Republic of China ith limited liabilit)

(Stock Code: 00579)

T CE F T E A A GE E A EET G

T CE EEB G E (AG) B C C ., D (C) 10:00 . . , 28 2020 .2 , 2 , . 6 , C D , B , C , , :

A D A E T

1. C (B) 31 D 2019.

2. C 31 D 2019.

3. C , C 31 D 2019. S

4. D C 31 D 2019.

5. C 31 D 2019.

6. C 2020.

7. C 2020.

8. - . - B .

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12. - . B -
B .

13. - . P -
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A EC A E T

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D 24

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( ) 20 D C
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C P , C (C)
P P S) (S
P ( ) C
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C / C ;

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D C C,
S B1.00 , (B);

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S C B1.00 ,
D ;

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(A) C
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(B) 12- ;

(C)

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(2) B - (1)
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( ) C
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C, / ( )
C

C .

3.
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B B
B G E C
A G
C
S

B , C
9 A 2020

A , - *C* . *P* , .
, . *P* . *B* ; *C* .
, . . *C* ; -
C . , . , . *C* . .

:

1. **DET A F D A E T 1 T 7 AB E A E ET T T E 2019 A A E T F T E C A . DET A F D A E T . 8 T 17 A D EC A E T . 1 T 3 AB E A E ET T T E C C A F T E C A DATED 9 A 2020.**

2. **C E F EG TE F A E, E G B T F ATTE D G T E AG**

, 28 A 2020 , 28 2020( ). C , 28 A 2020 A . C A C , C , 1712-1716, 17 , C , 183 , , , 4:30 . . , 27 A 2020 .

3. **C E F EG TE F A E E G B T F T E E T T E E T T T E ED F A D DE D (B ECT T T E A A B T E A E DE A T T E AG)**

, 4 2020 , 9 2020 ( ). D (A), C , C , 1712-1716, 17 , C , 183 , , , 4:30 . . , 3 2020 . D , 9 2020.

4. D (B) A . B B C A . D C D-19 , C A .

5. **A**

A . A C .

C . C , ( ) ( ). C , .

( ) C , , C , 17 , C , 183 , , , 24 A (. ., 10:00 . ., , 27 2020) ( ). A .

6. **E**

A C ,
S , C P , 17 , C ,
183 , , , , 8 S 2020.

7. **ADD E A D TE E E BE F T E C A C A ACE F B E T E C**

A : 7/8
. 6 , C D
B , C

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8. **CED E F G A T T E AG**

A A .

9. **T E B E**

S ( ) A
A .
S

10. .