

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the content of this circular, you should consult your stockbroker or other registered person in the securities market, bank manager, solicitor, or other professional adviser.

If you have sold or transferred your shares in Beijing Jingneng Clean Energy Co., Limited, you should not act on the basis of the content of this circular, get in touch with the purchaser or transferee of the shares, or the bank, stockbroker or other registered person in the securities market for the purpose of effecting the transaction.

For the purpose of this circular, the Hong Kong Stock Exchange and the Shanghai Stock Exchange are referred to as the "Exchanges". If you are a shareholder of the Company, you should refer to the circular in both the English and Chinese versions. The Chinese version shall prevail in the event of any inconsistency.



Beijing Jingneng Clean Energy Co., Limited
北京京能清洁能源电力股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00579)

(1) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR
(2) PROPOSED ISSUE OF ASSET-BACKED SECURITIES
AND
(3) NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022

A copy of this circular is being sent to you by post.

A notice convening the 2022 Meeting of the Board of Directors, the 2022 Meeting of the Supervisory Board, and the 2022 Meeting of the Shareholders' Meeting, together with the relevant resolutions, is being sent to you by post. The notice is available on the website of the Stock Exchange (<http://www.hkexnews.hk>). We draw your attention to the fact that the notice is subject to the provisions of the relevant laws and regulations of the PRC and the rules of the Stock Exchange. The notice is available on the website of the Stock Exchange (<http://www.hkexnews.hk>) from 9:00 a.m. on March 28, 2022 to the date of the meeting.

If you are a shareholder of the Company, you should refer to the notice of the meeting of the Board of Directors, the Supervisory Board, and the Shareholders' Meeting.

For further information, please refer to the circular in both the English and Chinese versions.

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In this circular, unless the context otherwise requires, the following expressions shall have the following meaning:

“Barid” t h b a r i d f r e c t r

“mpn” (Jing Jngng Pa n) m e a j n t t c k c m p n n c r p a e n t a
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x c h a n g e

“fectr”) f t h m p n

“GM” t h f r t e x t a r d a n g e r e i m p e t n g f 2022 f t h m p n t
p a l t 9,00a m n t e a y, 29 M r c h 2022a t - 2 M e e t n g
R m, 8 t h i r, - 6 X a b a / a - d a n g t r c t, J n g,
t h

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LETTER FROM THE BOARD



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

Executive Directors:

Mr. A. G. Peng (Chairman)
Mr. J. Q. Yu (General Manager)
Mr. G. A. Yi
Mr. A. M. Han

Registered Office:

Room 118, Jia ng / a -
Jing neng Clean Energy Co., Limited
Ying ng tr ct, Jing
t H

Non-executive Directors:

Mr. J. Q. Yu
Mr. I. D. N
Mr. W. A. G. ng

Principal Place of Business in Hong Kong:

31, T w r Tw , T m e -
1 M t H n t r e t, a u e v v /
ng K ng

Independent non-executive Directors:

Mr. J. U. A. G. Xa ng
Mr. J. A. Y n Tu ng
Mr. X. U. J. p ng
Mr. J. A. J. F

10 M rc h2022

To the Shareholders

Dear Sirs,

**(1) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR
(2) PROPOSED ISSUE OF ASSET-BACKED SECURITIES
AND
(3) NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF
2022**

I. INTRODUCTION

Reference is made to the annual general meeting of the company held on 26 June 2022 in relation to the proposed appointment of Mr. J. Q. Yu as a non-executive director of the company and the annual general meeting of the company held on 10 March 2022 in relation to the proposed issue of asset-backed securities.

LETTER FROM THE BOARD

THE BOARD OF DIRECTORS of the Company is pleased to announce the appointment of Mr. Song as a non-executive director of the Company.

II. PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

We refer to the annual general meeting of the Company held on 26 January 2022 in relation to the proposed appointment of Mr. Song as a non-executive director.

The Board is pleased to nominate Mr. Song ("Mr. Song") as a non-executive director, subject to the approval of the shareholders at the AGM. Mr. Song is a non-executive director of the Company and has been a member of the Board since his appointment in 2016.

Mr. Song will enter into a service agreement with the Company upon his appointment as a non-executive director. Mr. Song will not receive any remuneration from the Company.

The biographical information of Mr. Song is set out below.

Mr. Song was born on 31st December 1971, is currently a manager of the operations department of Beijing SOCOM (Beijing SOCOM) since 2021. Mr. Song worked as a manager of the operations department of Beijing SOCOM from 2021 to 2021. Mr. Song received a Bachelor's degree in Management from August 2016 to May 2021. From October 2020 to September 2021, he was a member of the Board of Directors of Beijing SOCOM.

Mr. Song graduated from the Tsinghua University with a Bachelor's degree in 2016.

As a director of the Company, Mr. Song does not hold any directorship or other positions in any company or organization, nor has he any relationship with any director, officer, or member of the Company or any other person connected with the Company. In addition, Mr. Song does not have any relationship with the Company within the meaning of Article XV of the Company's Articles of Association.

As a director of the Company, the Board is pleased to announce the appointment of Mr. Song as a non-executive director of the Company. The Board is pleased to announce the appointment of Mr. Song as a non-executive director of the Company.

III. PROPOSED ISSUE OF ASSET-BACKED SECURITIES

We refer to the announcement of the Ministry of Finance dated 10 March 2022 regarding the proposed issue of asset-backed securities.

The Board has approved the proposed issue of asset-backed securities in accordance with the relevant provisions of the Securities and Exchange Act (SEA) and the Securities and Exchange Commission (SEC) rules.

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... 5 % , w h c h u b e c t t p n n f a t n g a g e n c e ,
... a c c u n t n g f r m a n d e g a t r a u t h r t e

... e t e n a h n c e m e n t m a u r e ...
... T h m p n v w i i p r v e u p p r t f r m a k n g u p
... d c i e n c e f p r n c e i i e a n d a x e n e d n t n t a h
... p r r v t a n c a f t a p e c a i p a n e a b a d b t a
... p e c a i p a n a g e r

... U e f p r e e d ...
... / e p y m e n t f t a m p n v i u b , u p p e m e n t f w r k n g
... g p a l a n d t a r p e a t n n v e t m e n t e x c e p t f r r e i e a e
... a n d t c k , w h c h a h i f a i i b e r m e d b t a
... m p n v a c c r o n g t t u b r e n e e d

AUTHORIZATION

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e n g a n g , t a c a h m a n f t a h a r d r M r . A n d u a n e x e u t i v e r e c t r t a i w t h i i m a t e r n
e d n t n t a p r p e d u e f t a a e t - b e c k e d e a r t e w t h n t a e f u a n c e a b e d n t a
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e r m n n g t a u e p a n f r e c h t a n c a , n o d n g a m u n t , n e r e t a e , e r m , a r g e t f u a n c e a n d e
f p r e e d , () e r m n n g p e c f e m a u r e f r c e e t e n a h n c e m e n t a n d g n n g f t a r e p y n t
d u m e n t a n d () e r m n n g t a n a c t n u o t i e a n d g n n g f t a r e p y n t t a n a c t n d u m e n t . T a
a u t h r e t n a h i i b v i d f r a p e r d f 2 4 m n t h f r m t a a d e f a p p r v i b t a h i e h l e r a t t a
e g m

IV. EGM

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c r u d r a n d w i i b e p t e a d t t a h i e h l e r n 1 4 M r c h 2 0 2 2 - A p r x f r m f u e a t t a e g m
w i i b e p t e a d t t a h i e h l e r t g e t a r w t h t h k

LETTER FROM THE BOARD

V. VOTES TO BE TAKEN BY POLL

The ordinary resolution proposed at the AGM will be voted upon by the shareholders in person or by proxy at the AGM.

VI. RECOMMENDATION

The directors believe that the proposed ordinary resolution is in the best interests of the Company and its shareholders. Therefore, the directors recommend that the shareholders vote in favour of the proposed ordinary resolution at the AGM.

For the Board

Beijing Jingneng Clean Energy Co., Limited
KANG Jian

Deputy General Manager and Company Secretary



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

NOTICE OF
THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting of 2022 (the "EGM") of Beijing Jingneng Clean Energy Co., Limited (the "Company") will be held at 9:00 a.m. on Tuesday, 29 March 2022 at 2 Meeting Room, 8th Floor, No. 6 Xabai Road, Chaoyang District, Beijing, the first time for the purpose of convening and electing the members of the Board of Directors.

ORDINARY RESOLUTION

1. The Board of Directors proposes the appointment of Mr. Song Hui () as a non-executive director of the Company.

SPECIAL RESOLUTION

2. The Board of Directors proposes the election of the independent director.

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Beijing Jingneng Clean Energy Co., Limited
KANG Jian

Deputy General Manager and Company Secretary

北京, 2022年3月10日

As at the date of this notice, the executive directors of the Company are Mr. Zhang Fengyang, Mr. Chen Dayu, Mr. Gao Yuming and Mr. Cao Mansheng; the non-executive directors of the Company are Mr. Ren Qigui, Ms. Li Juan and Mr. Wang Bangyi; and the independent non-executive directors of the Company are Mr. Huang Xiang, Mr.

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022

Notes:

1. CLOSURE OF REGISTER FOR H SHARES, ELIGIBILITY FOR ATTENDING THE EGM

The register of shareholders of the Company will be closed for the purpose of determining the eligibility of shareholders to attend the EGM on 24 March 2022 (Friday, 29 March 2022 (including holidays)). The shareholders who are a shareholder for the purpose of the meeting shall be those whose names are entered in the register of shareholders of the Company as at the close of business on Wednesday, 23 March 2022. The register of shareholders will be open for inspection from Monday, 21 March 2022 at the registered office of the Company, 183 Queen's Road East, Wanchai, Hong Kong. The register will be open for inspection from Monday, 21 March 2022 at the registered office of the Company, 183 Queen's Road East, Wanchai, Hong Kong from 9.30 a.m. to 4.30 p.m. on Wednesday, 23 March 2022 for the purpose of the meeting.

2. PROXY

The shareholders of the Company are entitled to appoint a proxy to attend and vote on their behalf at the EGM. A proxy need not be a shareholder of the Company.

The instrument of appointment must be in writing under the hand of the shareholder or his attorney-in-fact or his duly authorized agent or his attorney-in-fact. If the shareholder is a corporation, the instrument must be in writing under the hand of the duly authorized officer or director of the corporation. If the proxy form is signed by a notary public, the proxy form shall be valid for the purpose of the meeting.

The shareholders of the Company, the proxy form must be submitted to the Company, 183 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the meeting. The proxy form must be submitted to the Company, 183 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the meeting. The proxy form must be submitted to the Company, 183 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the meeting.

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

Address: 787 - 6 Xinhua Road, Beijing, China
Telephone: (86 10) 8740 7010, (86 10) 8740 7065

4. PROCEDURES FOR VOTING AT THE EGM

Any vote of the shareholders at the EGM must be a valid vote.

5. OTHER BUSINESS

The shareholders (or their proxies) attending the EGM are requested to attend the meeting for the purpose of the meeting.

6. Reference to the annual general meeting of the Company