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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)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 24 JUNE 2021
PAYMENT OF FINAL DIVIDENDS
AND
APPOINTMENT AND RESIGNATION OF
INDEPENDENT NON-EXECUTIVE DIRECTOR AND
MEMBER OF THE REMUNERATION AND NOMINATION COMMITTEE**

The board of Directors (the “**Board**”) of Beijing Jingneng Clean Energy Co., Limited (the “**Company**”) is pleased to announce that the 2020 annual general meeting (the “**AGM**”) was held at 10:00 a.m. on Thursday, 24 June 2021 at No. 2 Meeting Room, 8th Floor, No. 6 Xibahe Road, Chaoyang District, Beijing, PRC. The AGM was chaired by Mr. Zhang Fengyang, the Chairman of the Board. The holding of the AGM was in compliance with the relevant requirements of the Company Law of the People’s Republic of China and the Articles of Association of the Company.

We refer to the circular dated 25 May 2021 (the “**Circular**”) and the announcement of the Company dated 24 May 2021 in relation to, among other things, the proposed appointment of an independent non-executive Director. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the AGM, the number of issued Shares was 8,244,508,144 Shares. The total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM is 8,244,508,144 Shares. There were no Shares entitling the Shareholders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Shareholders and duly authorized proxies, holding a total of 5,917,201,120 Shares and representing approximately 71.77% of the total number of issued Shares, were present at the AGM. The resolutions at the AGM were put to vote by way of poll.

SCRUTINEER

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company’s H Share Registrar, acted as the scrutineer for counting of votes at the AGM.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions have been duly passed at the AGM and the details of the poll results are as follows:

Ordinary Resolutions		Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
(1)	To consider and approve the work report of the Board of the Company for the year ended 31 December 2020.	5,901,661,120 (99.874870%)	7,394,000 (0.125130%)	0 (0.000000%)	5,909,055,120
(2)	To consider and approve the work report of the supervisory committee of the Company for the year ended 31 December 2020.	5,901,661,120 (99.874870%)	7,394,000 (0.125130%)	0 (0.000000%)	5,909,055,120
(3)	To consider and approve the report of the Company’s auditors and the audited financial statements of the Company prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2020.	5,901,661,120 (99.874870%)	7,394,000 (0.125130%)	0 (0.000000%)	5,909,055,120

Ordinary Resolutions		Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
(4)	To consider and approve the profit distribution proposal and the plan of distribution of final dividends of the Company for the year ended 31 December 2020.	5,907,717,120 (99.977357%)	1,338,000 (0.022643%)	0 (0.000000%)	5,909,055,120
(5)	To consider and approve the annual report of the Company for the year ended 31 December 2020.	5,901,661,120 (99.874870%)	7,394,000 (0.125130%)	0 (0.000000%)	5,909,055,120
(6)	To consider and approve the re-appointment of Deloitte Touche Tohmatsu as the international auditors of the Company for the year 2021, to hold office until the conclusion of the next annual general meeting of the Company, and to authorize the Board and the Board to delegate its power within the scope of authorization to the management of the Company, to determine their remuneration.	5,908,465,120 (99.990015%)	590,000 (0.009985%)	0 (0.000000%)	5,909,055,120
(7)	To consider and approve the Environmental, Social and Governance Report of the Company for the year 2020.	5,901,661,120 (99.874870%)	7,394,000 (0.125130%)	0 (0.000000%)	5,909,055,120
(8)	To consider and approve the budget report of the Company for the year 2021.	5,746,578,671 (97.250382%)	162,476,449 (2.749618%)	0 (0.000000%)	5,909,055,120
(9)	To consider and approve the investment business plan of the Company for the year 2021.	5,629,008,729 (95.260725%)	280,046,391 (4.739275%)	0 (0.000000%)	5,909,055,120
(10)	To consider and approve the amendments to Rules of Procedure for General Meetings, Rules of Procedure for Board of Directors and Rules of Procedure for Board of Supervisors of the Company.	5,846,416,298 (98.939952%)	62,638,822 (1.060048%)	0 (0.000000%)	5,909,055,120
(11)	To consider and approve the proposed appointment of Ms. Zhao Jie as an independent non-executive director of the board of the Company in the fourth session.	5,908,465,120 (99.990015%)	590,000 (0.009985%)	0 (0.000000%)	5,909,055,120

As more than half of the votes were cast in favour of each of the above resolutions numbered (1) to (11), all resolutions were duly passed as ordinary resolutions.

Special Resolution		Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
(1)	To consider and approve the granting of a general mandate to the Board to issue domestic shares and/or H shares and to approve the related matters.	5,720,618,769 (96.677781%)	196,582,351 (3.322219%)	0 (0.000000%)	5,917,201,120
As more than two-thirds of the votes were cast in favour of the above resolution numbered (1), the resolution was duly passed as special resolution.					

PAYMENT OF FINAL DIVIDENDS

The Board wishes to inform the Shareholders that details of the payment of the final dividends are as follows:

The Company will pay a final dividend of RMB0.0688 per Share (inclusive of applicable tax) for the year ended 31 December 2020. The payment shall be made to the Shareholders whose names appeared on the register of members of H Shares at the close of business on 6 July 2021. The register of members of H Shares will be closed from 2 July 2021 to 6 July 2021 (both days inclusive), during which period no transfers of H Shares will be registered. Instruments of transfer accompanied by share certificates and other appropriate documents must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 30 June 2021. According to the Articles of Association of the Company, dividends will be denominated and declared in Renminbi. Dividends on the Company's domestic Shares will be paid in Renminbi and dividends on the Company's H Shares will be paid in Hong Kong dollars. The relevant exchange rate is determined at RMB0.83059 equivalent to HK\$1.00 according to the average benchmark exchange rate of Renminbi to Hong Kong dollar released by the People's Bank of China one week prior to convening of the AGM. Therefore, the final dividend is 0.08283 HK dollars per H Share (inclusive of applicable tax).

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the "**Receiving Agent**") and will pay to such Receiving Agent the final dividends declared for payment to holders of H Shares. The final dividends will be paid by the Receiving Agent and relevant cheques will be dispatched by the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, on or around 18 August 2021 to holders of H Shares entitled to receive such dividends by ordinary post at their own risk.

The Company will withhold for payment of the income tax strictly in accordance with the relevant laws or requirements of the relevant government departments and strictly based on what has been registered on the Company's register of members for H Shares on 6 July 2021. For more information about the withholding tax, please refer to the announcement of the Company dated 30 March 2021.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF THE REMUNERATION AND NOMINATION COMMITTEE

Following the approval by the Shareholders at the AGM, the Board is pleased to announce the appointment of Ms. Zhao Jie ("**Ms. Zhao**") as an independent non-executive Director and a member of the remuneration and nomination committee of the Board (the "**Remuneration and Nomination Committee**"), with effect from 24 June 2021.

Please refer to the Circular for the biographical details of Ms. Zhao. As at the date of this announcement, there has been no change to such information.

The term of Ms. Zhao's appointment as an independent non-executive Director has commenced upon the approval by the Shareholders at the AGM and shall end on the expiry of the term of the fourth session of the Board. The Company has entered into a service agreement with Ms. Zhao. Ms. Zhao will receive a total annual emolument of RMB100,000 from the Company, which is determined with reference to Ms. Zhao's experience, duties, responsibilities and the Company's remuneration policy. The travel expenses incurred by the independent non-executive Directors to participate in the board meetings, general meetings and the relevant activities organized by the Board shall be borne by the Company. The Company will disclose the remuneration of Directors in its annual report each year.

Save as disclosed in the Circular and as at the date of this announcement, Ms. Zhao did not hold any directorship in any other listed companies or take up any post in any group members of the Company in the past three years, nor have any relationship with any other directors, supervisors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company. In addition, Ms. Zhao does not have any equity interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information relating to the appointment of Ms. Zhao that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules or any matters which need to be brought to the attention of the Shareholders.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF THE REMUNERATION AND NOMINATION COMMITTEE

Following the approval of the appointment of Ms. Zhao as an independent non-executive Director by the Shareholders at the AGM, Mr. Han Xiaoping (“**Mr. Han**”) has retired from positions of an independent non-executive Director and a member of the Remuneration and Nomination Committee, with effect from 24 June 2021. Mr. Han has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the Shareholders. Mr. Han also confirmed that he does not have any action or claim, existing or pending, against the Company.

The Company wishes to take this opportunity to express its gratitude to Mr. Han for his contribution to the Company during his term of office.

By Order of the Board

Beijing Jingneng Clean Energy Co., Limited

KANG Jian

Deputy General Manager and Company Secretary

Beijing, the PRC

24 June 2021

As at the date of this announcement, 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. Chan Yin Tsung, Mr. Xu Daping and Ms. Zhao Jie.