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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 EXTRAORDINARY GENERAL MEETING OF 2023

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Beijing Jingneng Clean Energy Co., Limited (the “Company”) will be held at 9:30 a.m. on Tuesday, 29 August 2023 at Meeting Room 802, 8th Floor, No. 6 Xibahe Road, Chaoyang District, Beijing, the PRC, for the purposes of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the proposed re-election of Mr. ZHANG Fengyang as an executive director of the board of directors of the Company (the “Board of Directors”) in the fifth session;
2. To consider and approve the proposed re-election of Mr. CHEN Dayu as an executive director of the Board of Directors in the fifth session;
3. To consider and approve the proposed election of Mr. ZHANG Wei as an executive director of the Board of Directors in the fifth session;
4. To consider and approve the proposed election of Mr. LI Minghui as an executive director of the Board of Directors in the fifth session;
5. To consider and approve the proposed re-election of Mr. ZHOU Jianyu as a non-executive director of the Board of Directors in the fifth session;
6. To consider and approve the proposed re-election of Mr. SONG Zhiyong as a non-executive director of the Board of Directors in the fifth session;

7. To consider and approve the proposed re-election of Ms. ZHANG Yi as a non-executive director of the Board of Directors in the fifth session;
8. To consider and approve the proposed re-election of Ms. ZHAO Jie as an independent non-executive director of the Board of Directors in the fifth session;
9. To consider and approve the proposed election of Mr. WANG Hongxin as an independent non-executive director of the Board of Directors in the fifth session;
10. To consider and approve the proposed election of Mr. QIN Haiyan as an independent non-executive director of the Board of Directors in the fifth session;
11. To consider and approve the proposed election of Ms. HU Zhiying as an independent non-executive director of the Board of Directors in the fifth session;
12. To consider and approve the proposed re-election of Mr. WANG Xiangneng as a shareholder representative supervisor of the board of supervisors of the Company (the “**Board of Supervisors**”) in the fifth session; and
13. To consider and approve the proposed re-election of Mr. SUN Li as a shareholder representative supervisor of the Board of Supervisors in the fifth session.

By Order of the Board
Beijing Jingneng Clean Energy Co., Limited
ZHANG Fengyang
Chairman

Beijing, the PRC
9 August 2023

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 are Mr. Zhou Jianyu, Mr. Song Zhiyong and Ms. Zhang Yi; the independent non-executive directors are Mr. Huang Xiang, Mr. Chan Yin Tsung, Mr. Xu Daping and Ms. Zhao Jie.

Notes:

Details of the resolutions are set out in the circular of the Company dated 9 August 2023 (the “**Circular**”). Unless otherwise defined, capitalized terms shall have the same meanings as defined in the Circular.

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

Holders of H shares of the Company are advised that the share register for H shares of the Company will be closed from Thursday, 24 August 2023 to Tuesday, 29 August 2023 (both days inclusive). The Shareholders whose names appear on the register of members of the Company on the close of business on Wednesday, 23 August 2023 are entitled to attend and vote at the EGM.

Holders of H shares of the Company who wish to attend the EGM but have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Wednesday, 23 August 2023 for registration.

2. PROXY

Shareholders entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in their stand. A proxy needs not be a Shareholder of the Company.

The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorized attorney(s). If the proxy form is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.

For holders of H shares of the Company, the proxy form together with the power of attorney or other authorization document (if any) must be lodged at the Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong in person or by post not less than 24 hours before the time fixed for holding the EGM (i.e. by no later than 9:30 a.m. on Monday, 28 August 2023 or any adjournment thereof (as the case may be) in order to be valid. Shareholders can still attend and vote at the EGM upon completion and return of the proxy form.

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

Address: 7/8F, No. 6 Xibahe Road,
Chaoyang District,
Beijing,
the PRC

Telephone: (86 10) 8740 7010 / (86 10) 8740 7065

4. PROCEDURES FOR VOTING AT THE EGM

Any vote of Shareholders at the EGM must be taken by poll.

5. OTHER BUSINESS

Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the EGM shall produce their identity documents.

6. References to time and dates in this notice are to Hong Kong time and dates.