This circular is issued by Beijing Jingneng Clean Energy Co., Limited (the "Company") to provide information to the Shareholders (as defined herein) in connection with the Proposed Issuance of Debt Financing Instruments and the Proposed Grant of General Mandate to Issue Debt Financing Instruments (as defined herein).

The Board of Directors of the Company (the "Board") hereby warrants that the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

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)

PROPOSED ISSUANCE OF DEBT FINANCING INSTRUMENTS AND PROPOSED GRANT OF GENERAL MANDATE TO ISSUE DEBT FINANCING INSTRUMENTS AND NOTICE OF THE 2020 FIRST EXTRAORDINARY GENERAL MEETING AND NOTICE OF THE 2020 FIRST A SHAREHOLDERS' CLASS MEETING

The 2020 first extraordinary general meeting of the Company (the "2020 First EGM") will be held at 10:00 a.m. on Monday, 28 December 2020 at 2, Floor 6, Building C, No. 49 Garden Road, Haidian District, Beijing, the People's Republic of China. Notice of the 2020 First EGM is set out on page 54 of this circular.

The 2020 first A shareholders' class meeting of the Company (the "2020 First A Shareholders' Class Meeting") will be held at the same place immediately after the 2020 First EGM (i.e. at 10:00 a.m. on Monday, 28 December 2020). Notice of the 2020 First A Shareholders' Class Meeting is set out on page 56 of this circular.

Whether or not you intend to attend the 2020 First EGM and/or the 2020 First A Shareholders' Class Meeting, please complete and return the enclosed proxy form in accordance with the instructions printed thereon as soon as possible and in any event not less than 24 hours before the time appointed for the 2020 First EGM and the 2020 First A Shareholders' Class Meeting (i.e. 10:00 a.m. on Sunday, 27 December 2020). Completion and return of the proxy form will not preclude you from attending and voting in person at the 2020 First EGM and/or the 2020 First A Shareholders' Class Meeting or any adjournment thereof if you so wish.

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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 compan incorporated in the People's Republic of China ith limited liabilit)
(Stock Code: 00579)

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

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B - . HA . A B - D , . HA . CA D , . A , . HA . CHA . HA - D (**D C** –) (**A D** –). A D

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(3) 10 - C ;

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(1) C C ( ) ;

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(5) k C ;

(6) k C C ;

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(11) B D .

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82,445,000, 1% C ,
(8,244,508,144).
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	E	A	A
	( )	(%)	(%)
1 C , D ,	3,192,600	3.87%	0.04%
2 D C ,	2,868,000	3.48%	0.03%
3 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%

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(中國農業機械化科學研究所能源動力所) A, 1986 1995;
B C (北京市能源投資公司) 1995 2006; B ,
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CA (曹滿勝), 49, D C . C k , k B (熱工檢修分公司) B . 3 (北京第三熱電廠) 1993 D 2001; B B C ., . D 2001 2005; B C ./B C ., 2005 A 2012; B - C ., .(北京太陽宮燃氣熱電有限公司) A 2012 2017; B C ., . 2017 2018; B - C ., . 2018 2018; C 2018. . C D (武漢水利電力大學) 1993 B, A C 2003 .

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

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C ., . (協鑫能源科技股份有限公司) (B
k , k : 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 company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00579)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "AGM") of Beijing Jingneng Clean Energy Co., Limited (the "Company") will be held at 10:00 a.m. on Tuesday, 28 April 2020 at the Conference Room, 26th Floor, Block C, Jingneng Building, No. 6 Fuxingmenwai Street, Xicheng District, Beijing, the People's Republic of China for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the Company's Work Report of the Board of Directors (the "Board") for the year ended 31 December 2019.

2. To consider and approve the Company's Work Report of the Supervisory Committee for the year ended 31 December 2019.

3. To consider and approve the Company's Audited Financial Statements and the Auditor's Report for the year ended 31 December 2019.

4. To consider and approve the Company's Profit Distribution Plan for the year ended 31 December 2019.

5. To consider and approve the Company's Annual Report for the year ended 31 December 2019.

6. To consider and approve the Company's Financial Budget Report for the year 2020.

7. To consider and approve the Company's Investment Plan for the year 2020.

8. To consider and approve the re-appointment of Ernst & Young Hua Ming LLP as the Company's domestic auditor and Ernst & Young as the Company's international auditor.

9. B .

10. C B .

11. B .

12. B B .

13. B .

14. B .

15. B .

16. C B .

17. B .

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

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NOTICE OF THE ANNUAL GENERAL MEETING

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1. **DETAILED PROPOSAL IN RELATION TO THE 2019 ANNUAL GENERAL MANDATE OF THE COMPANY. DETAILED PROPOSAL IN RELATION TO THE 2017 AND EXTENSION OF THE 2013 SHARE AWARD SCHEME OF THE COMPANY DATED 9 APRIL 2020.**

2. **CONTINUING CONNECTED TRANSACTIONS**

..., ..., 28 April 2020 ..., ..., 28 May 2020 (...). ..., ..., 28 April 2020 ... April ... Company ... Company ... 1712-1716, 17th ..., Hong Kong, 183 ..., ..., ..., ..., 4:30 ..., 27 April 2020 ....

3. **CONTINUING CONNECTED TRANSACTIONS AND PROPOSED ANNUAL CAPS FOR THE CONTINUING CONNECTED TRANSACTIONS (SUBJECT TO THE APPROVAL BY THE INDEPENDENT SHAREHOLDERS AT THE AGM)**

..., ..., 4 ... 2020 ..., ..., 9 ... 2020 (...). ... Directors ... (... "April ..."), ... Company ... 1712-1716, 17th ..., Hong Kong, 183 ..., ..., ..., ..., 4:30 ..., 3 ... 2020 ... Directors ..., 9 ... 2020.

4. Directors (... Board ...) ... April ... Board ... Board ... Company ... April ... COVID-19 ... Company ... April ...

5. ...

... April ... Company ...

... Company ... Company ... (...) ... (...). ... Company ...

... (...) ... Company ... Hong Kong, 183 ..., ..., ..., ..., 24 ... April ... (... 10:00 ..., ..., 27 ... 2020) ... (...). ... April ...

6. **EXPECTED TIMETABLE**

The Annual General Meeting is expected to be held at [redacted], China on Monday, 17 August 2020. Subject to the approval of the Annual General Meeting, the proposed dividend is expected to be paid on or about Friday, 28 August 2020.

7. **ADDRESS AND TELEPHONE NUMBER OF THE COMPANY'S HEADQUARTERS IN THE PRC**

Address: 7/8
6, [redacted], District
[redacted], China

Telephone: (86 10) 6446 9988

8. **EXPECTED DELAY IN HOLDING THE ANNUAL GENERAL MEETING**

Any [redacted] will be announced [redacted].

9. **THE BOARD**

As at the date of this [redacted], the executive Director is [redacted]; and the independent non-executive Directors are [redacted].

10. [redacted].