THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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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)

SUPPLEMENTAL CIRCULAR PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS AND

SUPPLEMENTAL NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021

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DEFINITIONS

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DEFINITIONS



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)

12 ₁ . . . 2021

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS AND SUPPLEMENTAL NOTICE OF

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3. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS

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5. RECOMMENDATION

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Beijing Jingneng Clean Energy Co., Limited KANG Jian

Original articles	Revised articles after the proposed amendments		
Article 2	Article 2		
110000002224112)	Unified Social Credit Code (registration number 91110000101718150E)		
Article 4	Article 4		
11 , 1	11 , 1		
Article 8 ,,)0. (., (!_, 0. (_{.,} (.)0. (_.)0. (!_ 0)). (,)0. (,)12

Original articles	Revised articles after the proposed amendments
Article 9	Article 9
to, la lange en la grande de la compete de l	general counsel
Article 21	
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	Original articles	Revis	sed articles after the proposed amendments
Artio	cle 33	Artic	le 33
		and laws, the C	without violation of the requirements of regulations, the rules of the places where Company's shares are listed and this les of Association,
(1)	elmet.	(1)	
(2)	1. d	(2)	
(3)		(3)	the purpose of employee stock ownership plan or share incentive plan
(4)		(4)	
()		<u>(5)</u>	Using shares for the conversion of corporate bonds which are convertible into shares issued by the Company;
		<u>(6)</u>	As necessary for maintaining the value of the Company and safeguarding the rights and interests of shareholders;
		(-7)	

Original articles	Revised articles after the proposed amendments
	The Company shall not acquire its own shares unless in the aforesaid circumstances. In the event that the Company repurchases its own shares according to this article, the procedure, proportion and method of repurchase and disposal of repurchased shares shall be in compliance with the requirements of relevant laws, administrative regulations and the listing rules of the places where the Company's shares are listed.
Article 34	Article 34

Original articles

Article 36

Revised articles after the proposed amendments

Article 36

31 (1) (2) (4)

31 (1) (2) (4)

31 (3)

31 (3)

Repurchase of the Company's shares in accordance with Article 33 (1) and (2) of this Articles of Association

Company's shares in accordance with Article 33 (1) and (2) of this Articles of Association shall be subject to approval at a general meeting. Repurchase of the Company's shares in accordance with Article 33 (3), (5) and (6) of this Articles of Association shall be approved at the board meeting attended by more than two thirds of the directors according to the provisions of the Articles of Association or with the authorization granted by the general meeting.

Unless otherwise provided in the laws, regulations or listing rules of the places where the Company's shares are listed, after the Company has repurchased its shares in accordance with Article 33 of this Articles of Association, such shares shall be cancelled within ten days after repurchase in the circumstance set out in item (1), or shall be transferred or cancelled within six months in the circumstances set out in item (2) and (4); and in the circumstances set out in item (3), (5) and (6), the total number of the Company's shares held by it shall not exceed ten percent of the total shares issued by the Company, and shall be transferred or cancelled within three years.

Original articles	Revised articles after the proposed amendments
Article 48	Article 48
(1)	relevant fee not exceeding \$2.0
Article 49	Article 49
	30
	Provisions provided by applicable laws, regulations and the Rules Governing the
	Listing of Securities on The Stock Exchange of
	Hong Kong Limited on the period of closure of register of members before the general meeting
	of shareholders or the reference date for the
	Company's distribution of dividends shall prevail.

Original articles	Revised articles after the proposed amendments	
Article 56	Article 56	
2	2	
() , , , , , , , , , , , , , , , , , , ,	() copies of	
	company registration authority	
	Documents referred to in (i), (iii), (iv), (v), (vi) and (vii) above shall be maintained at the Company's domicile and principal place of business in Hong Kong according to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and shall be made available for inspection by the public and shareholders free of charge, and shareholders may, after payment of reasonable charges, make copy of such documents (except for minutes of general meetings which shall be made available for inspection by shareholders only).	

Revised articles after the proposed amendments
merely out of such reason.
Article 58
from the date on which such resolution is passed.
Article 77 / an annual 4— 20 clear business / A state of the state

Original articles	Revised articles after the proposed amendments
Article 78	This article has been deleted.
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	Original articles	Revise	d articles after the proposed amendments
Artic	ele 80	Article	80 <u>79</u>
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(2)			
(3)			
(4)			
			Other information subject to disclosure as required by the securities regulatory authorities and the listing rules of the places where the Company's shares are isted.
	the property		11/1 - 1/2 -

Original articles

Article 117

Revised articles after the proposed amendments

Article 1176

the period of issuing a written notice shall be the same as the period of issuing a written notice of a nonclass meeting to be convened together with such class meeting, and the provisions of Article 77 of this Articles of Association shall apply.

Original articles	Revised articles after the proposed amendments
Article 128	Article 1287

Original articles	Revised articles after the proposed amendments
Article 139	Article 1398
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	representatives conference

Original articles	Revised articles after the proposed amendments
Article 145	Article 1454
	four times -, about once every quarter.
Article 146	Article 146 <u>5</u>
Article 160	Article 160 159
	general counsel.

Original articles	Revised articles after the proposed amendments
Article 162	Article 1621
(a) , = , , , , , , , , ,	(a) , a, a
	Chapter 13 General Counsel
	Article 165 The Company adopts a general counsel system to further exert the function of general counsel of the Company in legal review and supervision of operation and management, thereby facilitating the legal operation and compliance management of the Company.
	The general counsel is a senior management member of the Company appointed by the board of directors and is the specific leader of the Company's rule of law efforts. The general counsel shall be responsible for legal affairs of the Company by coordinating and handling
	of the Company by coordinating and handling legal affairs in decision-making, operation and management of the Company. The general counsel reports directly to the general manager or chairman of the board of directors and is accountable to the board of directors.

Original articles	Revised articles after the proposed amendments
	Article 166 Significant matter to be discussed and considered at a decision-making meeting of the Company which is subject to legal review and verification must be submitted to the general counsel for legal review in advance. If the general counsel considers that such matter involves material risks, submission to the decision-making meeting shall be deferred. The general counsel shall attend the meetings of the party committee and the heard of directors.
	the party committee and the board of directors and participate in the general manager's work
	meetings to provide independent legal opinions
	on legal issues related to the matters under consideration.
Article 192	Except otherwise permitted by the listing rules and applicable laws and regulations of the places where the Company's shares are
il transce proprietarios de la company	listed, a— resolution in respect of con a board resolution in respect of con a board resolution in respect of con a board
Article 209	Article 20 9 <u>210</u>
	Where the securities regulatory authority of the place where the company's shares are listed has other regulations, such regulations shall prevail.

Original articles	Revised articles after the proposed amendments
Article 253	Article 253 <u>4</u>
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The Articles of Association are written in Chinese. The English version of the above articles is an unofficial translation of its Chinese version. In case of any inconsistency between the two versions, the Chinese version shall prevail.

BIOGRAPHICAL DETAILS OF THE CANDIDATES OF EXECUTIVE DIRECTORS

Mr. CHEN Dayu (陳大宇), Late 0, And Andrews Chen Dayu (陳大宇), Late 10, Andrews Chen Dayu (陳大宗), Late 10, Andrews (陳大宗), Late 10, Andrews (陳宗), La and the contract of the contra (北京能源投資(集團)有限公司) (北京能源 2. (北京京能高安屯燃氣熱電有限責任公司) 2. 2010 2010 2011 2011 2011 2011 $\frac{1}{2} = \frac{1}{2} \frac{$ which is the control of the first of the second of the first of the second of the first of the second of the secon and a 201 for a contract of the contract of th 2020 private and it it is a factor of the same $(-1)^{2} + (-1)^{2}$ where it is a production of the contract of th granding the first production in the sail

Mr. GAO Yuming (高玉明), Later all and a later and a lat , a company and a company an والمراج المراج ا ...(內蒙古京能富祥發電有限公司) a 1 200 ... j ... 200 ... j ... 200 ... j λ_{1} , λ_{2} , λ_{3} , λ_{4} , λ_{5} , λ γ . Let α_1 be γ . α_2 . α_3 . α_4 . α_4 . α_4 . α_4 . α_4 . α_4 . α_5 . α_4 . α_5 . α_4 . α_5 . α_6 . α_5 . α_6 . α_6 1,-..--, 1.1 - 201 . 1 . 2020. Lartellaton and and of mention of the structure of the ...,....



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SUPPLEMENTAL NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021

SUPPLEMENTAL NOTICE IS HEREBY GIVEN.

ORDINARY RESOLUTIONS

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SUPPLEMENTAL NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021

SPECIAL RESOLUTION

Beijing Jingneng Clean Energy Co., Limited
KANG Jian

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