C C A A A D E E ED A E A E

B C C .,

C

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)

GE E A A DA E E D E C A E A D A E
GE E A A DA E E DEB E A C G E
ED AD F A E A EC A G C E EA D E G A
ED E EC F D EC E F E
A D
CE F E A A GE E A EE G

A B C 3 13 .

A 10:00 . . , 28 2020 . 2 , 2 , . 6 , C D , B , C, 49 54 . A A (:// . .). A , 24 A (., 10:00 . . , 27 2020) ( ).

C A .

9 A 2020

C C

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A C

( ) ( ) B1.00

C

A ,

( ) ( ) ( ) C

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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_ _ (C _)

, _ ,

A B _ _

, D_

A _ _ _ (_ _)

CA ,

- , _ D_

A

A _,

C A _ , _

A _ _ _.

_ _ _ :

118, 1 _ , _

B _ _ D

_ _ D _ , B _ _

C

_ _ B,

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54, C

183 , ' _

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9 A _ 2020

D _ / ,

GE E A _ A DA E _ ED _ E _ C A E A D A E
GE E A _ A DA E _ E DEB E A C G _ E
ED AD _ F A E A EC A _ G C E _ E A D E G A
ED E EC _ F D EC _ E F E _
A D
_ CE F E A A GE E A _ EE _ G

1. _ D C _

, , , A , _ _ _ , ( ), D _ _ _ , , ( ), , D _ , , _ _ _ , A .

2. GE E A _A DA E _ ED _E _C A E A D A E

D , , , , D . A A , B C , C , 20% , D / ( ).

A D , C 8,244,508,144 , 5,414,831,344 D 2,829,676,800 . , A , C , 1,082,966,268 D 565,935,360 .

B , , C.

3. GE E A _A DA E _ E DEB E A C G _E

A A , B (D ( ) B),

G

A

E D :

( ) B A AC; ( )

D : A

88 D , C D

A A
82,445,000 , 1%
G C D .
A
1%
C .

E : : ( )
A ; ( )

A ; ( )

: 24
A .

E : , A
A :

E
E

30%
(24)

30%
(36)

40%
(48)

C : C A ,
G :

( )
C :

1. C ,
C ,
C ,
;

2. C -
;

3. , ,
.

( ) , C
A
:

1. , , C 2019
8%
C ’ .

2. :

(1) C ’
2019 10%,
;

(2) C ’
2019
7%, .

3. , :

(1) ,
C 2019
500 ,
B2 ;

(2) C ’
, ,
2019
C
24%;

(3) C ’
2019
C 1.5%.

( ) ,
:

1. , , ,
;

D G :

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

A B

A

B : ( )
C
C ; (_)
; (_)
C .

B

C .

G

A . C (,) , , C 17 .

B A AC.

A D , . . A , . , . CA , .

5. ED E EC _ F D EC _ E F E _

C ’ , 31 2020 , , D , .

A D , B D , . , . , . A B - , D ; . A , . , . CA , D ; . A , . A , . C A , . A - , D . , , A A , - , .

, D . A , . , - D , A . . , B . B , . - , C .

B - . , . , . A B - , D , . A . CA , D , . A , . A , , . C A , . A - , D (**D C**) (**A D**). A D , A . A D A , D C , A , B . , B , D , B , D A A B . A , D C C . D C D , A .

, D C
C
, D , , , ,
( ) ( )
C . _, , D C C
, C 571
. .

. , . , . A B , . A
. CA D ’ C , . . A

6. E AG_

A 10:00 . . , , 28 2020 . 2
, 2 _ , . 6 , C . D , B . , C , . 49
54 , 9 A _ 2020. A ,
A , , _
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C
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C , , 28 A _ 2020 , , 28
2020 (,), , . .

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7. E BE A E B

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, A .

8. EC _ _ E DA _

D , , , D
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D , C
. A , D ,
, , A .

B B
B C E C ,
A G
C

A E A EC A G C E E F
BE G G E GC EA E E G C ., ED (D AF)

C A E 1 DEF :

C C B C , B C C C .,

B A AC - A A C ' B ,

( ) ( ) C

B B D C

, C , C

A ,
A B
C C .,

A
C ,

( ) D , , ,
- C
C ' ,

( ) ( ) , C '
- ( ),

A A ,

C ,

A

A C

C C

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D C A

A

D

B D . D

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D (D)

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C C

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A . A

A A

C D

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D

A A

B C

C .,

C C ' C

A C

B , C

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C

C A E 2 BA A D E FF A

A 1

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C (C)
C A
A C C
C
A A .

A 2

C
C C
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(1) C
C
C ;

(2) ;

(3) C .

A 3

A
C
C
A

C A E 3 DE E A F CE E EC E

A 4

(1) , ' C C ' C .

(2) A , ' (') ' C ' - ' .

(3) A , B D .

A 5 A ' ' C , 88 (' ' , C C ' ' , ' 3.23% ' C) A . ' :

(1) 8 C ;

(2) 2 C ;

(3) 10 - C ;

(4) 68 C ' ' .

A 6 A

(1) C C (') ;

(2) A , 5% C ' ;

(3) , - C ;

(4) , , ;

(5) C ;

(6) C C ;

(7) C ;

(8) A A C C ;

(9) (60) 2019 ;

(10) , , ;

(11) B D .

C A E 4 A BE F A E A EC A G G A ED A D A CA DE E A G A

A 7 A

A
A 1%
C ’
A .

A 8 A

C ’
82,445,000, 1% C ’
(8,244,508,144).
:

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

: , C ’
40% (,
A) A .

A 9 (,)
C
1% C ’ .

C A E 5 G A F A E A EC A G

A 10 A C ,

:

(1) C ' D ;

(2) C ' D D ;

(3) , C ' .

A 11 A :

( ) , C :

1. , C , , C , C , ;

2. C - ;

3. , , .

( ) C
A

C C
, ' '
C ,

, (C ,).
2019 ,
C
A :

1. ' ' :

2019 8%,
C ,
.

2. C , ' :

(1) C ,
2019 10%,, ,
C ,
2019 9,540 ,
';

(2) C ,
2019 7%, ,
C ,
B58.8 , .

3. ' :

(1) ' C
2019 500 '
B2

(2) C , ,
2019
C 24%;

(3) C ,
2019
C 1.5%.

:

1. A ( )

C A B C 12.45

A 12

C A E 6 A G EFFEC F A E A EC A G

A 13

D . A
A ,
C .

A 14 A
24- D ,
A

:

E

B E

D 30%
(24)

D

D 30%
(36)

D

D 40%
(48)

A 15

:

( ) C :

1. C , C ;

2. C
- ;

3. .

( ) A

: 1. C ; 2. C ; 3. C .

( ) :

1. ;

2. - ;

3. C C ;

( ) D
, A
C ,
,
;
D, C
A ,
,
A
C .

	A, B	C, D	
	80	60-79	59
	,	A ,	
A	1.0	0.8	0.0

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, × , ,
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C A E 7 E E C E F A E A EC A G

A 16 A , , A ,
A
( ).
, C .

A 17 A A
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A (
), C
, :

(1) A , A
.
, D ,
D ;

(2) A

A A

A A

C

A

A C

A

A A

;

(3)

A D

A ,

D . C

D . A

, C

12 D .

A 18 A

(1) = A

× (

D A

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, B

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’ B C .

(2) A C ’

,

A 20% ,

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C A E 8 AD E F A E A EC A G

A 19

A

C A

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(1) C

= 0*(1+)

: 0 A
; (.,
);
A .

(2)

= 0*

: 0 A
; (,
);
A .

(3)

= 0*(1+)

: 0 A
; (.,
C
); A
.

A : 20 , A

, , , , , C , :

(1) C ,

= $_0$/ (1+)

: $_0$; ,
; ,

(2) ,

= $_0$/

: $_0$; ,
, ; , .

(3) D ,

= $_0$

: $_0$; ,
, ; , .

(4) ,

= $_0$*($_1$+ $_2$*) / $_1$*(1+)

: $_0$; $_1$
; $_2$; ,
, (. ., ,
C ' ,);

, .

C A E 9 EA E DE EC A C C A CE

A 21

C

C

(1) A ;

(2) - A ,

A 22

/

A

A 23

:

(1) A ;

(2) - A ,

A 24

C :

(1) A ,
A ,
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(2) - A , ,
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A 25 ,
A
A , / ,
A .
,
A A
B D ,
A A .

A 26 C
C (., , , .)
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A :

(1) - A .
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(2) A
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, A .

A 27
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/ , A .

A : 28

B D / A C .

A : 29

C C

C C :

(1) C C C D C C ;

(2) C ;

(3) B B D , B D .

C C , A , .

A : 30

C A-

D , C - A- , :

(1) +A

C A-

-

A-

B D

A-

(2) -

C -

A ,

B D

B ,

A

B

D . A

. C , 20 D

A 31

(1)

(2)

C A E 10 A FE F A E A EC A G

A 32

-

(

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A 33

(1)

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(2)

C ,

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(3) A A 18

24 .

C A E 11 ACC G C A A

A 34 A

( ) A : A

B -

A .

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A : 35 A

A

D

D . , A

C ’

. A , C 18 2019

, :

: *B*

	2020	2021	2022	2023	2024	
A	2,959,888	10,388,070	9,119,546	5,090,358	2,122,338	29,680,200

, A

C ’ ,

A -

C A E 12 A AGE E F A E A EC A G

A : 36 A

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A . , C

- A

- - A .

C A E 13 G A D B GA F E C A
A D CE E EC E

A : 37 C

(1) C

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C B

D B

D , C

A ;

(2)

(3) C

(4)

A 38

(1) C

(2)

(3) A

(4) C A

(5)

C A E 14 A AGE E , E A D E A F E C E E

A 39

(1) C

(2) B D

(3) C C

(4) B

A 40 C

B D

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(1) B D

A

C C ,

A

(2) B D

C

C ,

(3) B D

A

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(4) B D , A C ,

(5) B D ,

(6) B D .

A 41

, B D , B A AC .

, B D .

A

A 44

(1) B D ;

(2) C , ,

C A E 16 E E A

A 45 B D

C ,

B A AC

A 46

B D .

-E EC E D EC

(劉海峽), 58, C B - D , C . . , B C , 1983 A , 1985, , C B C A , 1985 1991. , B C 1991 1994. , B C 1994 A , 1998. . B D C A , 1998 , 2000. . B D C B C ., . , 2000 A 2000. . B D C , B C ., . B C ., . A 2000 2004. . B D C , B C ., ., B C ., . 2004 D 2004. . B , , B C ., . B C ., ., D 2004 2009. , . B B C ., ., 2009 D 2014. , . B D 2014. . , - , D . C ., . (B , : 991; , : 601991) A 2000 2018. . , . , D C , 1983, , B, A C , 1998 B, A .

(任啟貴), 57, - D C .
D C A A
(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 C .,
.(北京京能能源科技投資有限公司) 2006 2010; B C .,
C 2010 2011;
C 2011 A 2012;
C B C .,
.(北京華源熱力管網有限公司) A 2012 2012;
C B C .,
2012 2013;
C B C .,
2013 2017; B C .,
2017 2017;
B C .,
2017 2017;
B C .,
2017 2019; - B C .,
(北京能源集團有限責任公司) B D ( ) C ., (北京市熱力集團有限責任公司) 2019; B C ., (北京京煤集團有限責任公司) A 2019; B C ., .(
B , : 600578) 2019. .
D A B A
(北京農業工程大學) 1986 ,
, 2008
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(李娟), 35, - D C .
B C C 2010 2015,
B C C
B D C ., 2015 2016,
B C C 2016 A
2017, B C C A 2017
2018 B C C
2018. A
2007,
2009 .

. CA (曹滿勝), 49, D
C . C
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

DE E DE -E EC E D EC

. A G (黃湘), 63, - D C .
D 1982 1991;
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C ( ) C .,
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C ( ) C ., 2004 2016. .
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A GF (張福生), 64, - , D , C .
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1994, , , , A 1994, , .
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2001, C , C , , .
C ., . , 2001 2004, C , C
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2008, . , C , C 2008
2013. . . , (.
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.C A (陳彥璁), 40, - , D , C .
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2003 , 2010, . C & , , A .
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2010 A 2011; ,
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(, : 8019) , 2014 2016; - , ,
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(韓曉平), 62, - , D , C .
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A C A C (CAAC) 1986 1988.
, C C C
1988. C 2000
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A D , C , ,
& , D A , , C
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C ' , , A . . - , ,
, (B , : 1281) , 2016;
- , C ., . (B
, : 1671) 2017; ,
C
C ., . (協鑫能源科技股份有限公司) (B
, : 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 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 2, [illegible], 2[illegible], No. 6 [illegible], China [illegible], Beijing, the People's Republic of China, for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board of directors of the Company (the "Board") for the year ended 31 December 2019.

2. To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2019.

3. To consider and approve the audited financial statements of the Company and its subsidiaries for the year ended 31 December 2019.

4. To consider and approve the profit distribution proposal of the Company for the year ended 31 December 2019.

5. To consider and approve the remuneration of the directors and supervisors of the Company for the year ended 31 December 2019.

6. To consider and approve the appointment of auditors of the Company for the year 2020.

7. To consider and approve the [illegible] of the Company for the year 2020.

8. To consider and approve the [illegible] and to authorise the Board to [illegible] the [illegible] of the Company [illegible].

9. - . ,
B , .

10. - .C ,
B , .

11. - . , -
B , .

12. - . B -
B , .

13. - . , - ,
B , .

14. - . , ,
- , B , .

15. - . , ,
- , B , .

16. - .C , ,
- , B , .

17. - . ,
- , B , .

A EC A E

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( ) 20 , D C
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( ) 20 , C ,
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( ) B , ,
C , C (C)
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C / C , ;

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D , C C,
, B1.00 , , (B);

C , B1.00 , ,
D ;

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(A) , , C
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(B) 12- ;

(C) C ;

(2) B (1) B :

( ) , , ,

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1. **DE A F D A E . 1 7 AB E A E E E 2019 A A B F E C A . DE A F D A E . 8 17 A D EC A E . 1 3 AB E A E E EC C A F E C A DA ED 9 A 2020.**

2. **C E F EG E F A E , E G B F A E D G E AG**

, , 28 A 2020 , ,
28 2020 (,). C
, , , 28 A 2020 A .
C A , , ,
, C ' , C ,
, 1712-1716, 17 , C , 183 , ' ☜ , ,
4:30 . . , 27 A 2020 .

3. **C E F EG E F A E , E G B F E E E E E ED E A D DE D (B EC E A A B E A E DE A E AG)**

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9 , 2020 (,). , D (,
A),
, C ' , C ,
, 1712-1716, 17 , C , 183 , ' ☜ , ,
4:30 . . , 3 , 2020 . D
, , 9 , 2020.

4. D (, B) A ,
. B , B
, C
A . D C D-19 , , C , , A
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5. A . A
C .

, , C ,
, . C , , , ,
, ( ) ( ).
C , , , ,
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, , , ( )
, . C ' , C ,
17 , C , 183 , ' ☜ , , . 24 ,
A (. ., 10:00 . ., , 27 2020) ,
( ). A , ,
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6. E

A , C ’
, C , 17 , C ,
183 , ’ , , , , 8 2020.

7. **ADD E A D E E E BE F E C A ’ C A ACE F B E E C**

A : 7/8
. 6 , C D
B , C

: (86 10) 6446 9988

8. **CED E F G A E AG**

A A , .

9. **E B E**

( ) A
. A , , .

10. .