

Hong Kong Exchange, and Clearing Limited and The Stock Exchange of Hong Kong Limited
 taken, the liability of the company, financial statements, make the company, in a
 its, accounting principles, and the company, liability, the company, the
 the company, in reliance. In the whole, the company, financial
 statements.



B J C E r C., Lmt
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)
 (Tel. No.: 00579)

**DISCLOSEABLE TRANSACTION
 ACQUISITION OF 100% EQUITY INTEREST
 IN NINGXIA KAIANG AND NINGXIA BOANG**

THE ACQUISITION

The Company, through its wholly owned subsidiary, Beijing Jingneng Clean Energy Power Co., Ltd. (the "Company"), acquired 100% equity interest in Ningxia Kaiang and Ningxia Boang.

The Company, on 19 July 2021, notified the Board of Directors of the Company of the acquisition of 100% equity interest in Ningxia Kaiang and Ningxia Boang. The total consideration for the acquisition is RMB380.64 million (RMB1,072.4 million). The Company is a wholly owned subsidiary of Beijing Jingneng Clean Energy Power Co., Ltd. (the "Company").



2 KAI ANGE EQ T T AN FE AG EEMEN T

P r t : (1) N J ();

(2) C ()

D t : 19 J 2021

t M t t r: N J , 100% N K (K P) C RMB380.64

U K A , C 100% N K (K P) N K)

r t : U C D B K A , N J () K P N K 30 () , , K P N K 90

P m t C r t : T K A RMB380.64 , N K V D

T C K A N J :

() 80% (N J) 5 K E T A ;

() 10% ... 5 ...
... K P ...
... N K ...
... K A ...
... ;

() 5% ... 5 ...
... , ...
... K P ...
... N K ... ;

() 5% ... 5 ... 2
... K E ...
... A, ...

T C ... K ...
A ... RMB380.64 ...
C ...

T r a n s a c t i o n P r o c e e d i n g s :

A ... K P ...
V ... D ... 30 A ... 2021 ...
N J , ... 1 M ... 2021 ...
... C ...

D ... N J ...
N K ...
... N K ...
... N J ...
...
... N K ...
...

C. 2 :

() E d t : 10 10 10 10 10
C D B K A ,
N J () 10 10 10
K A
30

() A m t r t : 10 10 10
K
A
N J C
N K ,
30

T 10 10 10 10 10 10 10 10

3 BO ANGE EQ T T AN FE AG EEMEN T

P r t : (1) N J ();

(2) C ()

D t : 19 J 2021

t M t t r : N J , 100% N B (B P) C RMB1,072.4

U B A , C 100% N B (B P) N B)

r t : U C D B B A , N J () B P N B 30 () , , B P N B 90

P m t C r t : T B A RMB1,072.4 , N B V D

T C B A N J :

() 50% (N J) 5 B E T A ;

() 30% ... 5 ...
... N
J ... B ... A ...;

() 10% ... 5 ...
... B ... P ...
... N ... B ...
... B ... A ...
... ;

() 5% ... 5 ...
... , ...
... , ...
... B ... P ...
... N ... B ... ;

() 5% ... 5 ... 2
... B ... E
... A ...

T C ... B ...
A ... RMB1,072.4 ...
C ...

T r a n s a c t i o n P r o c e e d i n g s :

A ... B ... P ...
V ... D ... 30 A ... 2021 ...
N ... J ... 1 M ... 2021 ...
... C ...

D ... , N ... J ...
N ... B ...
N ... B ...
... , N ... J ...
... , ...
... N ... B ...
...

C 2 :

() E d t : 10 10 10 10 10 10
C D B B A N
J () 10 10 10
B A
30

() A m t r t : 10 10 10 10 10 10
B
A
, N J C
N B ,
30

T 10 10 10 10 10 10

4 INFORMATION OF NING IA KAI ANG AND NING IA BO ANG

N K

N K PRC 2020.
A N K
N J N K ,
K P T N K ,
;

A N K C
A S B E 31 D
2020, N K 2020
RMB-149,250 RMB-149,250 ,
31 D 2020 RMB-89,250,
RMB26,360 RMB115,609

A 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 B 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 RMB26,781,306 RMB24,809,778, RMB19,694,333 RMB16,821,034, RMB228,400,615, RMB588,585,324 RMB360,184,708,

A 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 RMB396.38

N B

N B 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 J N B 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 P T N B 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日

A 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 A 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 RMB-117,454 RMB-117,454, RMB30,407 RMB87,861

A 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 B 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 RMB77,556,502 RMB70,829,139, RMB60,826,905 RMB51,764,700, RMB772,492,512, RMB1,904,496,379 RMB1,132,003,867,

A 公司 2019 年 12 月 31 日 2019 年 12 月 31 日 2020 年 12 月 31 日 2020 年 12 月 31 日
 RMB1,096.02

Appendix 1: Terms and abbreviations

() T... ..,,
... .. PRC;
... ..
... ..
... ..

() I... .. V... .. D... ..
... ..

() I... ..
... ..

() I... ..
... ..

() I... ..
... ..

() I... ..
... ..

()

() A... A... R... E... I... T P...
G... D... 《關於延續西部大開發企業所得稅政策的公
告》)(A... M... F..., S... T... A...
N... D... R... C... 2020 N. 23), ...
D... P..., ...
... 15%. I...
...

() I...
..., ..., ...
...

() I... -... -...
..., ..., 2018...
2020, ... - ...
... - ...

() I...
..., ...

C... r... t...

T... R... A...
... K... V... R... B... V...
R... V... T... R... A...
..., ...
... K...
V... R... B... V... R... T...
R... A...
... I... 14.62(2) ... L...
R...

T... B... N... K... N...
B... K... V... R... B... V... R...
... V... T...
B... A... II... R... 14.62(3)
L... R...

8 FINANCIAL IMPACT OF THE KAI LANG ACQUISITION AND THE BO LANG ACQUISITION

Under the KAI LANG Acquisition, the Board of Directors, consisting of 100% of the independent non-executive directors, has approved the acquisition of the target company.

9 INFORMATION OF PARTY

Company

The Company is a public company listed on the Main Board of the Stock Exchange of Hong Kong. The Company is a subsidiary of the Group. The Company is a public company listed on the Main Board of the Stock Exchange of Hong Kong.

Shareholders

The Company has a total of 1,000,000 shares in issue. The Company is a public company listed on the Main Board of the Stock Exchange of Hong Kong.

The Company is a public company listed on the Main Board of the Stock Exchange of Hong Kong. The Company is a subsidiary of the Group.

10 LISTING RULE IMPLICATION

As a result of the acquisition, the Company is a public company listed on the Main Board of the Stock Exchange of Hong Kong. The Company is a subsidiary of the Group.

A
 B E T A, ,
 K E T A, 5% 25%,
 K E T A, B E
 T A, C
 L R

11 DEFINITION

U
 :

B A 100% N B
 C B E T A,
 A

B P P I P J 49.5M N
 H F, 49.5M N
 H F (S, D T),
 49.5M N H
 F (M, D T), 49.5M
 N H F (, D
 T), C P J Q
 49.5M N H F,
 P I 20M
 N H, P II
 30M N H, D
 T, N 330kV

B V R 17 J 2021
 V
 N B

B B D C
 D

B E T A, J C 19 J 2021 100% B C

PRC S S

C 北京京能清潔能源電力股份有限公司 (B J C E C , L), PRC H S H K S E

D) C

G C

H K S T S E H K L

K A 100% N K C K E T A

K E T A, J C 19 J 2021 100% N K C

K P 49.5M N T F J T , 49.5M N T F J K

K V R 17 J 2021 V N K

L. R. R. G. L. S. T. S. k
E. H. K. L. , , .
.

N. B. N. B. R. C., L. (寧夏博陽新能
源有限公司), .
PRC 7 A, 2020 - .
N. J. .

N. J. N. J. R. C. L. (寧夏嘉澤
新能源股份有限公司), .
PRC . 16 A 2010,
A. S. S. kE. (.
: 601619)

N. K. N. K. R. C., L. (寧夏愷陽新能
源有限公司), .
PRC 7 A, 2020 - .
N. J. .

PRC C. P. ' R. C. L. .
. H. K. S.
A. R, M. S. A.
R, T .

RMB R. , . PRC

R. A. SHINE ING (HK) CPA L.

S. () . C.

V. D. 30 N. 2020, .
. ' N.
K. N. B.

V. 2

PT C A A C., Ltd. (北京天健興業資產評估有限公司), 2021. 2. 2. N
K N B

BO B

B J C E r C., Ltd

KANG J

Deputy General Manager and Company Secretary

B, PRC

19 July 2021

As the date of his announcement, the executive directors of the Company are Mr. Zhang Fengqiang, Mr. Chen Da, Mr. Gao Yiming and Mr. Cao Manheng; the non-executive directors of the Company are Mr. Ren Qigui, Mr. Li Jian and Mr. Wang Bangji; and the independent non-executive directors of the Company are Mr. Huang Xiang, Mr. Chan Yin Ting, Mr. Xudaming and Mr. Zhan Jie.

App... I L t t r r m t p r t A t t
T... C... '...
SHINE ING (HK) CPA L..., C... P... A..., H... K..., ...
...



T B D
B J C E C., L.
N.6 R., C D.,
B., P. R. C.

D S,

: B J C E r C., L m t
(t C mp) r (r t r r t t Gr p)

INDEPENDENT ANCE EPO T

...
... (r Fr t) ... 17 J 2021
... P-C A A C., L.* (北京天健興業資產評估有限公司)
... N B N E C., L.* (寧夏博
陽新能源有限公司) N K N E C., L.* (寧夏愷陽新能源有限
公司) (T r t C mp) ... 100%
... T C B J C E C., L., ...
... C., L., 19 J. 2021 (A m t).

Dr t r ' p t t

T... C... T C (Dr t r)
... U... F...
... T C...
... T U... F... (A mp t)
... E...
... U... F...
... T D... A...

Order of Contract

The Contract is made between the Party of the First Part and the Party of the Second Part, (HKICPA) ...
 The Party of the First Part is ...
 The Party of the Second Part is ...

part A of the contract

On the ... day of ... 20... the Party of the First Part and the Party of the Second Part have entered into a contract ...
 The contract is made between the Party of the First Part and the Party of the Second Part, (HKICPA) ...

The contract is made between the Party of the First Part and the Party of the Second Part, (HKICPA) ...
 The Party of the First Part is ...
 The Party of the Second Part is ...

The contract is made between the Party of the First Part and the Party of the Second Part, (HKICPA) ...
 The Party of the First Part is ...
 The Party of the Second Part is ...

.....
.....

Op.....

I....., U.....
F..... A.....
D.....S 5 A..... G.....

Ot r m tt r_q

.....
..... A..... U..... F.....
..... T C.....
.....

T U..... F.....
.....
..... U..... F..... U.....
F.....,
F.....,

.....,

HINE ING (HK) CPA L m t

Ce ified P. blic Acc . n an,

L M

P C N P07068

H K

19 J . 2021



B J C E r C ., L m t
北京京能清潔能源電力股份有限公司
(A jointly stock company incorporated in the People's Republic of China with limited liability)
(Registration No.: 00579)

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12/F, Times Square
8 Cross Street
Central
Hong Kong

19 July 2021

DISCLOSABLE TRANSACTION
ACQUISITION OF 100% EQUITY INTEREST
IN NINGXIA KAIFANG AND NINGXIA BOANG

On 17 July 2021, Beijing Tianjian Xingye Asset Evaluation Co., Ltd. (北京天健興業資產評估有限公司) ("Tianjian") was appointed as the independent financial advisor to the Company in relation to the acquisition of 100% equity interest in Ningxia Kaifang and Ningxia Boang by the Company. The acquisition price is RMB14.61 million.

The Company is a listed company on the Hong Kong Stock Exchange. The acquisition of 100% equity interest in Ningxia Kaifang and Ningxia Boang is a transaction that is notifiable to the Securities and Futures Commission of Hong Kong under the Securities and Futures Ordinance, Chapter 336 of the Securities and Futures Ordinance.

On 19 July 2021, the Board of Directors of the Company has approved the acquisition of 100% equity interest in Ningxia Kaifang and Ningxia Boang.

Beijing
B J C E r C ., L m t
HANG FENG AN
Director