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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)

ANNOUNCEMENT

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CHANGE OF JOINT COMPANY SECRETARY AND PROCESS AGENT

The board of directors (the “**Board**”) of Beijing Jingneng Clean Energy Co., Limited (the “**Company**”) announces that Mr. Leung Chi Kit (梁志傑) (“**Mr. Leung**”) has resigned from his position as the joint company secretary of the Company (the “**Joint Company Secretary**”) and the process agent (the “**Process Agent**”) authorised to accept service of process and notices on the Company’s behalf in Hong Kong under Rule 19A.13(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 17 January 2025.

Mr. Leung has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Company has engaged SWCS Corporate Services Group (Hong Kong) Limited (“**SWCS**”) to provide corporate secretarial services support to the Company and SWCS has nominated Mr. Cheung Kai Cheong Willie (張啟昌) (“**Mr. Cheung**”) to assume the offices of the Joint Company Secretary and the Process Agent.

The Board is pleased to announce that Mr. Cheung, who possesses the qualifications required under Rule 3.28 of the Listing Rules, has been appointed as a Joint Company Secretary and the Process Agent with effect from 17 January 2025. Mr. Zhang Wei (張偉) (“**Mr. Zhang**”) has been, and will remain as, the other Joint Company Secretary. Mr. Cheung, as a Joint Company Secretary, will work closely with, and provide assistance to Mr. Zhang in discharging his duties as a Joint Company Secretary and in gaining the relevant experience as required under Rule 3.28 of the Listing Rules.

The biographical details of Mr. Zhang and Mr. Cheung are set out below:

Mr. Zhang Wei, aged 57, is an executive director of the Company, a member of the strategy committee under the Board, the deputy general manager of the Company, the secretary of the Board and the Joint Company Secretary. He has more than 15 years of experience in finance and capital operation management. Mr. Zhang served as the director of the preparatory office of the finance company of Beijing Energy Investment (Group) Co., Ltd. (北京能源投資(集團)有限公司財務公司) and the general manager of BEH Shenyang Finance Co., Ltd. (京能集團瀋陽財務有限公司) from January 2006 to May 2006; the general manager of BEH Finance Co., Ltd. (京能集團財務有限公司) from May 2006 to May 2018 and the secretary of the party branch of the same company from March 2007 to May 2018; the head of the property rights and capital operation department of Beijing Energy Group Co., Ltd. (北京能源集團有限責任公司) (the “**BEH**”) from May 2018 to July 2022 and the head of the assets and capital management department of BEH from July 2022 to March 2023; the chairman of the supervisory committee of Beh-Property Co., Ltd. (京能置業股份有限公司) (a company listed on the Shanghai Stock Exchange with stock code of 600791) and BEH Finance Co., Ltd. (京能集團財務有限公司) from October 2018 to March 2023; a member of the investment decision-making committee of Chongqing Fudu Equity Investment Fund Partnership Enterprise (Limited Partnership) (重慶富都股權投資基金合夥企業(有限合夥)), a member of the investment advisory committee of Xiamen Saifu Equity Investment Partnership Enterprise (Limited Partnership) (廈門賽富股權投資合夥企業(有限合夥)), a member of the strategic advisory committee and an observer of the investment decision-making committee of Beijing Z-Park Fund Investment Center (Limited Partnership) (北京中關村併購母基金投資中心(有限合夥)), a member of the investment decision-making committee of Beijing ShunLong Investment Development Fund (Limited Partnership) (北京順隆投資發展基金(有限合夥)), and a director of Beijing ShunLong Private Debt Investment Fund Management Co., Ltd. (北京順隆私募債券投資基金管理有限公司) from June 2020 to March 2023; a director of Beijing Jingneng Tongxin Investment Management Co., Ltd. (北京京能同鑫投資管理有限公司) from September 2021 to March 2023; and a director of Beijing Jingneng Financial Leasing Co., Ltd. (北京京能融資租賃有限公司) from November 2021 to March 2023. Mr. Zhang has been the deputy general manager of the Company since April 2023; the secretary of the Board and the Joint Company Secretary since June 2023; an executive director of the Company since August 2023; and a director of Beijing Jingneng Clean Energy (Hong Kong) Co., Limited (北京京能清潔能源電力股份(香港)有限公司) since December 2023.

Mr. Zhang graduated from the department of infrastructure economics of the Central Institute of Finance and Economics (中央財政金融學院) in July 1990, majoring in infrastructure finance and credit, and obtained a bachelor’s degree in economics. Mr. Zhang holds the professional technical qualifications of senior economist and accountant.

Mr. Cheung Kai Cheong Willie is a senior manager of SWCS, mainly responsible for assisting listed companies in professional company secretarial work. Prior to joining SWCS, he served as the company secretary and finance controller of certain companies whose shares are listed on the Stock Exchange. He has more than 20 years of professional experiences in company secretarial, accounting and finance matters. He is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants in the United Kingdom. He obtained a Bachelor Degree of Arts (Honors) in Accounting and Finance at the University of Glamorgan in the United Kingdom.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the announcement of the Company dated 20 June 2023, in relation to, among others, the appointment of Mr. Zhang as one of the Joint Company Secretaries and the waiver (the “**Waiver**”) granted to the Company by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Listing Rules in relation to the eligibility of Mr. Zhang to act as a Joint Company Secretary for a period of three years from the date of appointment of Mr. Zhang as the Joint Company Secretary (i.e. 20 June 2023) (the “**Waiver Period**”), on the conditions that (i) Mr. Zhang must be assisted by Mr. Leung; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Given the condition of the Waiver could no longer be fulfilled following the resignation of Mr. Leung, the Company has applied for, and the Stock Exchange has granted, a new waiver (the “**New Waiver**”) from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules to the Company, for the remaining period of the Waiver Period, i.e., from 17 January 2025 to 19 June 2026 (the “**New Waiver Period**”) in relation to the eligibility of Mr. Zhang to act as a Joint Company Secretary on the conditions that (i) Mr. Zhang must be assisted by Mr. Cheung during the New Waiver Period; and (ii) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company. The Company should announce the reasons for, details and conditions of the New Waiver, and the qualification and experience of both Mr. Zhang and Mr. Cheung.

Before the end of the New Waiver Period, the Company should demonstrate and seek confirmation from the Stock Exchange that Mr. Zhang, having had the benefit of Mr. Cheung’s assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Leung for his contribution to the Company during his tenure of services and extend a warm welcome to Mr. Cheung on his new appointment.

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG

The Board further announces that, with effect from 17 January 2025, the principal place of business of the Company in Hong Kong has been changed to 40th Floor, Dah Sing Financial Centre, No. 248 Queen's Road East, Wanchai, Hong Kong.

By Order of the Board
Beijing Jingneng Clean Energy Co., Limited
CHEN Dayu
Chairman

Beijing, the PRC
17 January 2025

As at the date of this announcement, the executive directors of the Company are Mr. Chen Dayu, Mr. Li Minghui and Mr. Zhang Wei; the non-executive directors are Mr. Zhou Jianyu, Mr. Song Zhiyong and Ms. Zhang Yi; the independent non-executive directors are Ms. Zhao Jie, Mr. Wang Hongxin, Mr. Qin Haiyan and Ms. Hu Zhiying.