

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.

This joint announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company nor shall there be any sale, purchase or subscription for securities of the Company in any jurisdiction in which such offer, solicitation or sale would be unlawful absent the filing of a registration statement or the availability of an applicable exemption from registration or other waiver.

This joint announcement is not for release, publication or distribution in or into any jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction.



北京能源集团有限责任公司
Beijing Energy Holding Co., Ltd.*

(A limited liability company incorporated in the People's Republic of China)



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)

JOINT ANNOUNCEMENT

DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT IN RELATION TO (1) VOLUNTARY CONDITIONAL OFFER BY CHINA SECURITIES (INTERNATIONAL) CORPORATE FINANCE COMPANY LIMITED ON BEHALF OF BEH TO ACQUIRE ALL OF THE ISSUED H SHARES IN THE COMPANY (OTHER THAN THOSE ALREADY HELD BY BEH AND PARTIES ACTING IN CONCERT WITH IT) AND (2) PROPOSED VOLUNTARY WITHDRAWAL OF LISTING OF THE H SHARES OF THE COMPANY

Financial Adviser to BEH



Financial Adviser to the Company



Independent Financial Adviser to the Independent Board Committee



Reference is made to the announcement jointly issued by Beijing Energy Holding Co., Ltd.* (北京能源集團有限責任公司) (“**BEH**”) and Beijing Jingneng Clean Energy Co., Limited (the “**Company**”) dated 17 November 2020 (“**Rule 3.5 Announcement**”) in relation to the voluntary conditional offer by China Securities (International) Corporate Finance Company Limited on behalf of BEH to acquire all of the issued H Shares in the Company (other than those already held by BEH and parties acting in concert with it) (the “**H Share Offer**”) and the proposed voluntary withdrawal of listing of the H Shares of the Company (the “**Delisting**”).

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Rule 3.5 Announcement.

DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT

Pursuant to Rule 8.2 of the Takeovers Code, the Composite Document is required to be despatched to the H Shareholders within 21 days from the date of the Rule 3.5 Announcement, which is on or before 8 December 2020, unless consent is obtained from the Executive to extend the deadline for the despatch of the Composite Document.

As additional time is required to finalise the Composite Document, which include but not limited to the reporting on the unaudited net profit results as set out in the consolidated income statement of the Company’s management accounts for the nine months ended 30 September 2020 in accordance with Rule 10 of the Takeovers Code, an application has been made to the Executive for consent to extend the deadline for the despatch of the Composite Document and the relevant form of acceptance to a date falling on or before 31 December 2020, and the Executive has indicated that it is minded to grant such consent.

Further announcement(s) will be jointly made by BEH and the Company when the Composite Document (together with the relevant form of acceptance) are despatched.

WARNING: The H Share Offer is conditional upon the satisfaction of the Conditions as described in the Rule 3.5 Announcement in all aspects. Accordingly, the H Share Offer may or may not become unconditional and the issue of the Rule 3.5 Announcement does not imply that the H Share Offer or the Delisting will be completed. Shareholders and/or potential investors of the Company should therefore exercise caution when dealing in the securities of the Company (including the H Shares and any options or rights in respect of them). Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

By order of the board of directors
Beijing Energy Holding Co., Ltd.*
JIANG Fan
Chairman

By order of the Board
Beijing Jingneng Clean Energy Co., Limited
KANG Jian
Deputy General Manager and Company Secretary

Beijing, the PRC
8 December 2020

As at the date of this joint announcement, the executive Directors of the Company are Mr. Zhang Fengyang and Mr. Cao Mansheng; the non-executive Directors of the Company are Mr. Ren Qigui, Ms. Li Juan and Mr. Wang Bangyi; and the independent non-executive Directors of the Company are Mr. Huang Xiang, Mr. Chan Yin Tsung, Mr. Han Xiaoping and Mr. Xu Daping.

The Directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the board of directors of BEH consists of Mr. Jiang Fan, Mr. Kan Xing, Mr. Li Xun, Mr. Wang Jing, Mr. Zhang Nengkun, Mr. Wang Chungge, Mr. Han Xiangdong and Mr. Wang Shuzhong.

The directors of BEH jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

** For identification purpose only*