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北京京能清洁能源电力股份有限公司

Beijing Jingneng Clean Energy Co., Ltd.

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

(Stock Code: 005)

Notice of the Extraordinary General Meeting of Beijing Jingneng Clean Energy Co., Ltd. on December 23, 2025

Notice that an extraordinary general meeting (the "Meeting") of Beijing Jingneng Clean Energy Co., Limited (the "Company") will be held at 10:00 a.m. on Tuesday, 23 December 2025 at Meeting Room 802, 8th Floor, No. 6 Xibahe Road, Chaoyang District, Beijing, the PRC, for the purposes of considering and, if thought fit, passing the following resolutions:

The resolutions are:

1. To consider and approve the Framework Heat Sale and Purchase Agreement, the proposed annual caps and the transactions contemplated thereunder;
2. To consider and approve the Financial Assistance Framework Agreement, the proposed annual caps and the transactions contemplated thereunder;
3. To consider and approve the Finance Leasing Framework Agreement (I), the proposed annual caps and the transactions contemplated thereunder;
4. To consider and approve the Finance Leasing Business Framework Agreement, the proposed annual caps and the transactions contemplated thereunder;
5. To consider and approve the Finance Leasing Framework Agreement (II), the proposed annual caps and the transactions contemplated thereunder;

6. To consider and approve the proposed deposit service under the Financial Services Framework Agreement, the proposed annual caps and the transactions contemplated thereunder;
7. To consider and approve the proposed appointment of Mr. Guo Yao (郭堯) as a non-executive director of the Company;
8. To consider and approve the amendments to Rules of Procedure for General Meetings of the Company; and
9. To consider and approve the amendments to Rules of Procedure for the Board of Directors of the Company.

B Order of the Board



 Chairman




Beijing, the PRC

5 December 2025

As at the date of this notice, the executive Directors 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.

Notes:

Details of the resolutions are set out in the circular of the Company dated 5 December 2025 (the "Circular"). Unless otherwise defined, capitalized terms used in this notice shall have the same meanings as defined in the Circular.

1.    

Holders of H Shares are advised that the share register for H Shares will be closed from Thursday, 18 December 2025 to Tuesday, 23 December 2025 (both dates inclusive). The Shareholders whose names appear on the register of members of the Company on the close of business on Tuesday, 23 December 2025 are entitled to attend and vote at the EGM.

Holders of H Shares of the Company who wish to attend the EGM but have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H share registrar of the Company in Hong Kong,

2.

Shareholders entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in their stead. A proxy need not be a Shareholder.

The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorized attorney(s). If the proxy form is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorizations document must be notarized.

For holders of H Shares, the proxy form together with the power of attorney or other authorization document (if any) must be lodged at the H share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hope Well Centre, 183 Queen's Road East, Wanchai, Hong Kong in person or by post not less than 24 hours before the time fixed for holding the EGM (i.e. by no later than 10:00 a.m. on Monday, 22 December 2025 or an adjournment thereof (as the case may be)). Shareholders can still attend and vote at the EGM upon completion and return of the proxy form.

3.       

Address: 7-9/F, No. 6 Xibahe Road, Chaoyang District, Beijing, the PRC

Telephone: (86 10) 8740 7188

4.   

An vote of Shareholders at the EGM must be taken by poll.

5.  

Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the EGM shall produce their identity documents.

6. References to time and dates in this notice are to Hong Kong time and dates.