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B J C E C.,L
北京京能清洁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)

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

THE ACQUISITION

The Company is pleased to announce that on 28 December 2020, the Company has acquired 100% equity interest in Ningxia Kaiang and Ningxia Boang.

The Board of Directors of the Company, on 19 January 2021, has approved the acquisition of 100% equity interest in Ningxia Kaiang and Ningxia Boang for a total consideration of RMB380.64 million.

The Company has also issued a share purchase agreement with the target companies for the acquisition of 100% equity interest in Ningxia Kaiang and Ningxia Boang.



2 KAI ANGE EQ T T AN FE AG EEMEN T

P: (1) N x J (h);

(2) h C (h h)

D: 19 J. 2021

M: N x J f 100% N x
K (h K P) h C
f RMB380.64

U f h K A , h C
h 100% N x K
(h K P h f N x
K).

: U f C h D B
f h K A , N x J h () f h
K P h
N x K h 30 , () f h
, x f h f h f
K P N x K h 90 .

P: T h f h K A RMB380.64
C : , h h h f h
f h h h , f N x K h
V D .

T h C h h f h K
A N x J f :

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

() 10% f b f f b 5 f b K P f b
b N x K
b f b K A b
b f ;

() 5% f b f f b 5 f b f b
, , x f
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N x K ;

() 5% f b b 5 f 2
b f b b K E
T f A .

T b C f b K
A , . . RMB380.64 , b b
f b C .

T ■ P : A f K P f b
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N x J , b f 1 M 2021 b
b C .

D b , N x J b
N x K b b f
b N x K
b , N x J b x
b b b
f N x K
f f .

C :

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 C_b D B f K A ,
 N x J () f_b
 f_b f_b K A
 f_b f_b f_b 30

() A \square : b 10 f
 b f_b f_b b K
 A , N x J b C f_b f_b
 b f_b f_b f_b f_b
 f N x K , f_b f_b
 f , f_b f_b f_b

T_b b b b
 b

3 BO ANGE EQ T T AN FE AG EEMEN T

P: (1) N x J (h);

(2) h C (h h)

D: 19 J. 2021

M: N x J f 100% N x
B (h B P) h C
f RMB1,072.4

U f h B A , h C
h B h 100% N x B (.
h B P h f N x B).

: U f C h D B
f h B A , N x J h () f h
B P h
N x B h 30 , () f h
B , x f h f h f
B P N x B h 90 .

P: T h f h B A RMB1,072.4
C : h h h f h
f h h h f N x B h
V D .

T h C h h B
A N x J f :

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

() 30% f h h 5 f N x
J f h B A ;

() 10% f h f f h 5 f h
f h B P h
h f h B A h h
f ;

() 5% f h f f h 5 f h
f h , , x f
h f h f B P
N x B ;

() 5% f h h 5 f 2
h f h h B E
T f A .

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

T ■ P : A f B P f h
V D 30 A 2021 h
N x J , h f 1 M 2021 h
h C .

D. h , N x J h
N x B h h f
h N x B
h , N x J h x
h h h f N x B
f f .

C : () E D : f
 C_h D B f B A , N x
 J b () f_h
 b f b B A
 b f b 30

() A : b 10 f
 b f_h f b B
 A , N x J b C f_h f
 b f N x B , f
 f , f f
 T_h b b b
 b

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

N K

N x K b PRC b 2020.
 A b f b , N x K b f
 N x J . N x K
 f K P . T_h f N x K
 , f f -
 ; b , b f , b b

A b f f f N x K C_h
 A S f B E f b f 31 D
 2020, b f f x f f x f N x K 2020
 x RMB-149,250 RMB-149,250 , b ,
 f 31 D 2020 x RMB-89,250,
 RMB26,360 RMB115,609

A B E 2020, 2019

f f x RMB26,781,306

f f x RMB24,809,778,

f x RMB19,694,333 RMB16,821,034,

x RMB228,400,615, RMB588,585,324 RMB360,184,708,

A P) RMB396.38

f h RMB396.38

f N x K (h K

N B

N x B PRC 2020. A

f h , N x B f N x

J . N x B f B

P . T f N x B ,

f f - ;

h , h f , h h

A A S 2020, x RMB-117,454 RMB-117,454

f B E f h f x f N x B 31 D 2020

x RMB30,407 RMB87,861 RMB-57,454,

f 31 D 2020 x

A B E 2020, 2019 x RMB60,826,905 RMB51,764,700,

f f x RMB77,556,502 RMB70,829,139, f f

x f f x h B P 2020 x

f 31 D 2020 x RMB772,492,512, RMB1,904,496,379

RMB1,132,003,867,

A P) RMB1,096.02

f h RMB1,096.02

f N x B (h B

5 P OFF FO ECA T NDE T HE KAI ANG AL A T ION EPO T AND T HE BO ANG AL A T ION EPO T

A h K V R h B V R ,
 h f h h b f N x K N x
 B h V h h h b f h
 h f N x K N x B h h f f h
 R 14.61 f h L R .

G A

() T : I h
 h f h V h
 f h h

() O : T h f b
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 h f h . I
 h ff f h h

() C : T h f
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 . F h
 h h . U h f
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 h

() B : h
 f h h , . . .
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A



() T_b b PRC; b b f b ; b f b f

() I f b f b V D b b

() I b b b b

() I b b b b f b

() I b b b f f b b

() I b b b x b , x , x

() A

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

(x) I h h h f f , h f , ,
 f h ff h f h .

(x) I h h f . - , -
 2020, h f h h f 2018
 h h h -f

(x) I h h f h f f f h
 f h ff h .

C W

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

T h B f h h f f f N x K N x
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 h V h f f . T h f h
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 h L R .

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b :

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SHINEING (HK) CPA L

C f P A

T_b x b b b b

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

Under the KA Lang Acquisition, the Board of Directors of the Company has approved the acquisition of 100% of the equity interest of KA Lang Acquisition, which is a wholly-owned subsidiary of the Company. The acquisition of KA Lang Acquisition is expected to be completed by the end of 2014.

9 INFORMATION OF PARTIES

TC

TC is a company registered in the PRC. It is a wholly-owned subsidiary of the Company. TC is engaged in the business of providing construction services. The acquisition of TC is expected to be completed by the end of 2014.

NJ

NJ is a company registered in the PRC. It is a wholly-owned subsidiary of the Company. NJ is engaged in the business of providing construction services. The acquisition of NJ is expected to be completed by the end of 2014.

10 LISTING RELATED IMPLICATION

As a result of the acquisition of KA Lang Acquisition, NJ, and TC, the Company's total assets will increase by approximately 14.22%.

A b b b f b b
 B E T f A , f b b b
 K E T f A , x 5% b 25%, b
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 b f f x f b b b
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11 DEFINITION

U b x b , b f x b
 b b b f :

B A b f 100% N x B
 b C b B E T f
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B P P_f I f P J b 49.5M~~W~~ f N x
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 F (M , D_f T_f b), b 49.5M~~W~~
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 49.5M~~W~~ f N x H ~~W~~ F , b
 f P_f I b b 20M~~W~~
 N x H , b f P_f II b
 b 30M~~W~~ N x H , D_f
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B V R b 17 J. 2021
 b V , b f b
 b b , f N x B

B B f b f D f b C
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B E T f J f N x
 A h C 19 J. 2021 f h
 f 100% N x B
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 f 100% N x K
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 K P h f 49.5M~~V~~ N x T x
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h PRC 7 A . 2020 h -
f N x J h f h

N x J N x J R C L (寧夏嘉澤
新能源股份有限公司),
h PRC h 16 A 2010, h
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N x K N x K R C ., L (寧夏愷陽新能
源有限公司),
h PRC 7 A . 2020 h -
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R A SHINEWING (HK) CPA L

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產評估有限公司),
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B O f h B
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KANG J

Deputy General Manager and Company Secretary

B , h PRC
19 J 2021

All the date of his announcement, the executive Directors of the Company are Mr. Zhang Fengang, Mr. Chen Daxin, 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. Xu Daqing and Mr. Zhu Jie.

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T_f x f C
SHINEWING (HK) CPA L , C f P A , H K , f
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B , b P ' R f C_f

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陽新能源有限公司) N x K N E C ., L * (寧夏愷陽新能源有限
公司) (b T C) f 100%
h T C B J T C E C ., L , b
f h C 19 J. 2021 (b A) .

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T_f f b C b T C (b D)
f b U F b
f h T C h f
h . T_f U F h f (b
A) h b f
h x . E f h
ff f h U F b
. T_f D f h A

O I ■ Q ■ C

W b P f A H K I f C f P. A , (HKICPA) h h f f f b .

T f H K S Q C l Q C f F h P f A R f F S , O h A R S E h f h b .

A ■ ,

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W 3000 (R) (HK AE 3000 ()) A E O h T h A R f H F I f h f T h A R P f F , S f S . ff f W C S f I h HKICPA. W x h f U F . W h f h U F h b .

W h f h U F , f h A h D . O . f h T C .

W b b b ff
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O

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F b b A b
D S 5 f b A b G

O

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f b A b b U F b
f b T C x f
b

T_b U F f f b b
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f b^f ,

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19 J. 2021



B J C E C.,L

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)

(C : 00579)

T L D
T S Ex h f H K L
12/F, T Ex h S
8 C h P
C
H K

19 J 2021

DI CLO EABLET AN AC TION
ACQ I T ION OF 100% EQ T IN E ET
IN NING IA KAI ANG AND NING IA BO ANG

17 J 2021 P -C h A A
C.,L .(北京天健興業資產評估有限公司) f N x K
N x B h h f f R 14.61 f h
L R .T f h f h C 19 J 2021
f f 100% N x K N x B h
h h h x h

K h N x B h V h h f N x
h h h h f h R A h h h V
h h h f h f h h h h

O h f h f h h h h V
h h f h h h h

B O f h B
B J C E C.,L
HANG FENG ANG
Di ec