

Unless otherwise defined in this announcement, terms defined in the prospectus of Beijing Jingneng Clean Energy Co., Limited (the “Company”) dated December 12, 2011 (the “Prospectus”) have the same meanings when used in this announcement.

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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus issued by the Company for detailed information about the Global Offering described below before deciding whether or not to invest in the H Shares thereby being offered.

The information contained herein does not constitute an offer of securities for sale in the United States. Securities may not be offered, sold or delivered within the United States unless they are registered under the United States Securities Act of 1933, as amended, or are exempt from registration. No public offering of securities will be made in the United States.



## 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)

### GLOBAL OFFERING

|   |   |   |
|---|---|---|
| Number of Offer Shares in the Global Offering | : | 1,135,420,000 H Shares<br>(comprising 1,032,200,000 H Shares to be offered by the Company and 103,220,000 Sale Shares to be offered by the Selling Shareholders, subject to adjustment and the Over-allotment Option)       |
| Number of International Offer Shares          | : | 1,021,876,000 H Shares<br>(subject to adjustment and the Over-allotment Option)   |
| Number of Hong Kong Offer Shares              | : | 113,544,000 H Shares (subject to adjustment)  |
| Maximum Offer Price                           | : | HK\$1.75 per H Share, plus brokerage of 1%, SFC transaction levy of 0.003%, and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund on final pricing) |
| Nominal value                                 | : | RMB1.00 per H Share   |
| Stock code                                    | : | 00579   |

#### Joint Global Coordinators

Goldman  
Sachs



#### Joint Sponsors

Goldman  
Sachs



#### Joint Bookrunners and Joint Lead Managers

Goldman  
Sachs



Daiwa  
Capital Markets



Application has been made to the Listing Committee for the granting of the listing of, and permission to deal in, the H Shares of the Company, comprising: (a) 1,032,200,000 H Shares to be offered by the Company; (b) 103,220,000 Sale Shares to be converted from the Domestic Shares and offered by the Selling Shareholders, who have held the Sale Shares as registered holders on behalf of the NSSF; (c) any additional H Share to be issued and allotted as a result of any exercise of the Over-allotment Option, which, if exercised in full, amounts to 154,820,000 H Shares; (d) any additional H Shares to be converted from the Domestic Shares and offered by the Selling Shareholders as a result of any exercise of the Over-allotment Option, which, if exercised in full, amounts to 15,482,000 H Shares; and (e) 372,650,000 H Shares to be converted from unlisted foreign Shares held by BEETI and Barclays on a one-for-one basis and to be listed for trading on the Hong Kong Stock Exchange upon completion of the Global Offering. In the event the Over-allotment Option is exercised, a public announcement will be made by the Company.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms.

Applicants who wish to be allotted the Hong Kong Offer Shares in their own names should (i) complete and sign the **WHITE** Application Form; or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) under the **White Form eIPO** service. Applicants who wish to have the Hong Kong Offer Shares allotted and issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, December 12, 2011 until 12:00 noon on Thursday, December 15, 2011 from any of the following addresses of the Hong Kong Underwriters:

1. Goldman Sachs (Asia) L.L.C., 68th Floor, Cheung Kong Center, 2 Queen's Road Central, Hong Kong
2. UBS AG, Hong Kong Branch, 52nd Floor, Two International Finance Centre, 8 Finance Street, Hong Kong
3. BOCI Asia Limited, 26th Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong
4. Barclays Bank PLC, Hong Kong Branch, 41st Floor, Cheung Kong Center, 2 Queen's Road Central, Hong Kong
5. Daiwa Capital Markets Hong Kong Limited, Level 28, One Pacific Place, 88 Queensway, Hong Kong
6. China Merchants Securities (HK) Co., Limited, 48th Floor, One Exchange Square, Central, Hong Kong
7. ABCI Securities Company Limited, Room 701, 7th Floor, One Pacific Place, 88 Queensway, Admiralty, Hong Kong

or any of the following branches and/or sub-branches of:

(a) Bank of China (Hong Kong) Limited

|                         | <b>Branch Name</b>                             | <b>Address</b>   |
|-------------------------|--|--|
| <b>Hong Kong Island</b> | Bank of China Tower Branch<br>Central District | 3/F, 1 Garden Road<br>71 Des Voeux Road Central                      |
|                         | (Wing On House) Branch                         |  |
|                         | Johnston Road Branch                           | 152–158 Johnston Road, Wan Chai                                      |
| <b>Kowloon</b>          | Kwun Tong Branch<br>Shanghai Street            | 20–24 Yue Man Square, Kwun Tong<br>611–617 Shanghai Street, Mong Kok |
|                         | (Mong Kok) Branch                              |  |
|                         | Hung Hom (Eldex Industrial<br>Building) Branch | 21 Ma Tau Wai Road, Hung Hom   |

(b) Bank of Communications Co., Ltd. Hong Kong Branch

|                         | <b>Branch Name</b>       | <b>Address</b>   |
|-------------------------|--------------------------|--|
| <b>Hong Kong Island</b> | Hong Kong Branch         | 20 Pedder Street, Central  |
|                         | Chaiwan Sub-Branch       | G/F., 121–121A Wan Tsui Road   |
| <b>Kowloon</b>          | Kowloon Sub-Branch       | G/F., 563 Nathan Road  |
| <b>New Territories</b>  | Tsuen Wan Sub-Branch     | G/F., Shop G9B–G11,<br>Pacific Commercial Plaza,<br>Bo Shek Mansion, 328 Sha Tsui Road |
|                         | Tseung Kwan O Sub-Branch | Shop 253–255, Metro City<br>Shopping Arcade, Phase I                                   |
|                         | Tai Po Sub-Branch        | Shop No.1, G/F., Wing Fai Plaza,<br>29–35 Ting Kok Road                                |

(c) Wing Lung Bank Limited

|                         | <b>Branch Name</b>   | <b>Address</b>                   |
|-------------------------|----------------------|----------------------------------|
| <b>Hong Kong Island</b> | Head Office          | 45 Des Voeux Road Central        |
|                         | Aberdeen Branch      | 201 Aberdeen Main Road           |
| <b>Kowloon</b>          | Mongkok Branch       | B/F Bank Centre, 636 Nathan Road |
|                         | Tsim Sha Tsui Branch | 4 Carnarvon Road                 |
| <b>New Territories</b>  | Shatin Plaza Branch  | 21 Shatin Centre Street          |
|                         | Yuen Long Branch     | 37 On Ning Road                  |

Copies of the Prospectus, together with **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, December 12, 2011 until 12:00 noon on Thursday, December 15, 2011 at the depository counter of HKSCC at 2/F, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong.

Applicants may apply online through the designated website of the White Form eIPO Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) from 9:00 a.m. on Monday, December 12, 2011 until 11:30 a.m. on Thursday, December 15, 2011 (or such later date as may apply as described in the section headed “How to Apply for Hong Kong Offer Shares – X. Effect of bad weather on the opening of the application lists” in the Prospectus) (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Monday, December 12, 2011 until 12:00 noon on Thursday, December 15, 2011 (or such later date as may apply as described in the section headed “How to Apply for Hong Kong Offer Shares – X. Effect of bad weather on the opening of the application lists” in the Prospectus).

Please refer to the “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” sections of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the Offer Price on Wednesday, December 21, 2011, whereas the level of indication of interest in the International Offering, the basis of allotment and the level of applications under the Hong Kong Public Offering are expected to be published on Wednesday, December 21, 2011 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and be posted on the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk), the Company’s website at [www.jncec.com](http://www.jncec.com) and the Company’s designated results of allocation website at [www.iporeresults.com.hk](http://www.iporeresults.com.hk). The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration certificate numbers of successful applicants under the Hong Kong Public Offering will be available in the manner described in the section entitled “How to Apply for Hong Kong Offer Shares — XI. Publication of Results” in the Prospectus.

Dealings in the H Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Thursday, December 22, 2011. The H Shares will be traded in board lots of 2,000 each. The Company will not issue any temporary document of title.

By order of the Board  
**Beijing Jingneng Clean Energy Co., Limited**  
**Lu Haijun**  
Chairman

Hong Kong, December 12, 2011

*As at the date of this announcement, our non-executive Directors are Mr. LU Haijun, Mr. GUO Mingxing, Mr. XU Jingfu and Mr. LIU Guochen; our executive Director is Mr. MENG Wentao; our proposed non-executive Director is Mr. YU Zhongfu; and our proposed independent non-executive Directors are Mr. LIU Chaoan, Mr. SHI Xiaomin and Ms. LAU Miu Man.*

*This announcement is available for viewing on the Company’s website at [www.jncec.com](http://www.jncec.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).*

*Please also refer to the published version of this announcement in the **South China Morning Post**.*