

Hong Kong Exchange, and Clearing Limited and The Stock Exchange of Hong Kong Limited  
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 i, acc, ac, c, m, le, ene, and e, e, l, di, claim an, liability, ha, e, e, f, an, l,  
 h, e, e, a, i, ing, f, m, in, eliance, n, he, h, le, an, a, f, he, c, n, en, f, hi,  
 ann, ncemen.



**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)

(Stock Code: 00579)

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

**THE ACQUISITION**

The Company has acquired 100% equity interest in Ningia Kaiang and Ningia Boang, which are wholly owned subsidiaries of the Company, through the acquisition of 100% equity interest in Ningia Kaiang and Ningia Boang from Ningia Kaiang and Ningia Boang Limited, a company incorporated in Hong Kong, on 28 December 2020. The acquisition of 100% equity interest in Ningia Kaiang and Ningia Boang from Ningia Kaiang and Ningia Boang Limited is an acquisition of subsidiaries as defined in the Hong Kong Accounting Standard 1039, "Disposals of Subsidiaries", issued by the Hong Kong Accounting Standards Board, which is applicable to the Company. The acquisition of 100% equity interest in Ningia Kaiang and Ningia Boang from Ningia Kaiang and Ningia Boang Limited is an acquisition of subsidiaries as defined in the Hong Kong Accounting Standard 1039, "Disposals of Subsidiaries", issued by the Hong Kong Accounting Standards Board, which is applicable to the Company. The acquisition of 100% equity interest in Ningia Kaiang and Ningia Boang from Ningia Kaiang and Ningia Boang Limited is an acquisition of subsidiaries as defined in the Hong Kong Accounting Standard 1039, "Disposals of Subsidiaries", issued by the Hong Kong Accounting Standards Board, which is applicable to the Company. The acquisition of 100% equity interest in Ningia Kaiang and Ningia Boang from Ningia Kaiang and Ningia Boang Limited is an acquisition of subsidiaries as defined in the Hong Kong Accounting Standard 1039, "Disposals of Subsidiaries", issued by the Hong Kong Accounting Standards Board, which is applicable to the Company.



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  
K P N x K h f h f  
h 90 .

P: T h f h K A RMB380.64  
C : h h h f h 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  
f b K P  
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  
b f b f K P  
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  
V D 30 A 2021 b  
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 :

( ) E  $\square$   $\square$  : . f  
 C<sub>b</sub> D B f K A ,  
 N x J ( ) f<sub>b</sub>  
 f<sub>b</sub> f<sub>b</sub> K A  
 f<sub>b</sub> f<sub>b</sub> f<sub>b</sub> 30

( ) A  $\square$  : b 10 f  
 b f<sub>b</sub> f<sub>b</sub> b K  
 A , N x J b C f<sub>b</sub> f<sub>b</sub>  
 b f<sub>b</sub> f<sub>b</sub> f<sub>b</sub> f<sub>b</sub>  
 f N x K , f<sub>b</sub> f<sub>b</sub>  
 f , f<sub>b</sub> f<sub>b</sub> f<sub>b</sub>

T<sub>b</sub> 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 C : T h f h B A RMB1,072.4  
, 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 f h B P f h  
h f h B A h h  
f ;

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

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

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 h , N x J h x  
h h h f N x B  
f f

C : ( ) E : f  
 C<sub>h</sub> D B f B A , N x  
 J b ( ) f<sub>h</sub>  
 b f b B A  
 b f b 30

( ) A : b 10 f  
 b f<sub>h</sub> f b B  
 A , N x J b C f<sub>h</sub> f  
 b f N x B , f  
 f , f  
 T<sub>h</sub> 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<sub>h</sub> f N x K  
 , f f -  
 ; b , b f , b b

A b f f f N x K C<sub>h</sub>  
 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 RMB19,694,333  
 f f x RMB228,400,615,

C<sub>f</sub> A S f  
 31 D 2019 31 D  
 f f x RMB24,809,778, f  
 f K P 2020  
 f 31 D 2020  
 RMB588,585,324 RMB360,184,708,

A P ) RMB396.38  
 f h h f N x K ( h K

N **B**

N x B PRC h 2020. A  
 f h , N x B h f N x  
 J . N x B h f B  
 P . T h f N x B ,  
 f f - ;  
 h , h f , h

A A S 2020, x  
 f f x RMB-117,454  
 f 31 D 2020  
 RMB30,407 RMB87,861

f N x B C<sub>f</sub>  
 31 D 2020  
 f f x f N x B  
 , h RMB-57,454,

A B E 2020, 2019  
 f f x RMB77,556,502  
 f f x RMB60,826,905 RMB51,764,700,

C<sub>f</sub> A S f  
 31 D 2019 31 D  
 f f x RMB70,829,139, f f  
 h B P 2020 x  
 h RMB772,492,512, RMB1,904,496,379  
 RMB1,132,003,867,

A P ) RMB1,096.02  
 f h h 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 b h ' f N x K N x  
B , h V , h h , h b f h  
h f N x K h 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  
h h h ff  
h O f f f  
h f h . I  
h , h h h  
ff f ,

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

( ) B : h  
f h h , . . .  
h x  
B f  
E f  
h f

A



( ) T<sub>b</sub> b , ,  
b PRC; b b b ,  
f b b b f b  
; b b f  
f .

( ) I f b f b V D , b  
b b b

( ) I b b , b ,  
b

( ) I b b b b f  
b b b b

( ) I b b b f f b  
b b b f

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

( )

(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 -f

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

C W

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

T<sub>h</sub> B f h h f f f N x K N x  
 B h h K V R h B V R  
 h V h f f . T<sub>h</sub> f h  
 B A x II h h R 14.62(3) f  
 h L R .

6 E PE T

T<sub>b</sub> f b f f b x b b  
b :

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Q

SHINEING (HK) CPA L

C f P A

T<sub>b</sub> 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 incorporated 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 incorporated 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 of the end of the reporting period, the Company's share capital is RMB 14.22 billion. The acquisition of KA Lang Acquisition, TC, and NJ is expected to be completed by the end of 2014. The acquisition of KA Lang Acquisition, TC, and NJ is expected to be completed by the end of 2014.

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  
 T f A b K E T f A b B E  
 b f f x f b b b  
 b L R

## 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  
 A

B P P<sub>f</sub> I f P J b 49.5M~~W~~ f N x  
 H ~~W~~ F , b 49.5M~~W~~ f N x  
 H ~~W~~ F (S<sub>f</sub> b , D<sub>f</sub> T<sub>f</sub> b ),  
 b 49.5M~~W~~ f N x H ~~W~~  
 F (M , D<sub>f</sub> T<sub>f</sub> b ), b 49.5M~~W~~  
 f N x H ~~W~~ F ( x , D<sub>f</sub>  
 T<sub>f</sub> b ), C P f J Q b b  
 49.5M~~W~~ f N x H ~~W~~ F , b  
 f P<sub>f</sub> I b b 20M~~W~~  
 N x H , b f P<sub>f</sub> II b  
 b 30M~~W~~ N x H , D<sub>f</sub>  
 T b , b N b b 330 V

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  
 D

B E T f J f N x  
 A h C 19 J. 2021 f h  
 f 100% N x B  
 h C  
 h PRC x S ,  
 S h  
 C 北京京能清潔能源電力股份有限公司 (B J  
 C E C ., L ),  
 h PRC h H K S Ex h H  
 S h  
 D ( ) h ( ) f h C  
 G h C  
 H K T h S Ex h f H K L  
 S Ex h  
 K A h f 100% N x K  
 h C h K E T f  
 A  
 K E T f J f N x  
 A h C 19 J. 2021 f h  
 f 100% N x K  
 h C  
 K P h f 49.5M~~V~~ N x T x  
~~V~~ F , J T , f 49.5M~~V~~  
 N x T x ~~V~~ F , J K  
 K V R h 17 J. 2021  
 h V , f h  
 h h f N x K



L R Ex h R G f H K L f S T h S

N x B N x B R C ., L (寧夏博陽新能  
源有限公司),  
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  
A h h S h S Ex h (  
: 601619)

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 -  
f N x J h f h

PRC C h h P , R . f C h f h  
f h , x H K S  
A R , h M S A  
R T

RMB R , h f f h PRC

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S h h ( ) h h ( ) f h C

V D 30 N 2020, h h h f f h  
f h h h , f N x  
K N x B

V

P -C<sub>f</sub> A A C ., L . (北京天健興業資  
產評估有限公司),  
h f h h h f N x  
K N x B

B O f h B  
B J C E C ., L  
KANG J

*De, Gene, al Manage, and C m, an Sec, e a*

B , h PRC  
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*A, a he da e f hi, ann ncemen , he e ec i e Di ec ,, f he C m, an a, e M, . Zhang  
Feng ang, M, . Chen Da , M, . Ga Y ming and M, . Ca Man, heng; he n n-e ec i e  
Di ec ,, f he C m, an a, e M, . Ren Qig i, M, . Li J an and M, . Wang Bang i; and he  
inde, enden n n-e ec i e Di ec ,, f he C m, an a, e M, . H ang Xiang, M, . Chan Yin  
T, ng, M, . X Da, ing and M, . Zha Jie.*

A I L A  
T<sub>f</sub> x f C  
SHINEWING (HK) CPA L , C f P A , H K , f  
b



T<sub>f</sub> B f D  
B J C E C ., L  
N .6 x<sub>f</sub> R , C<sub>f</sub> D ,  
B , b P ' R f C<sub>f</sub>

D S ,

: B J C E C ., L  
( C ) , ( ) G )

### INDEPENDENT ANCE EPO T

x<sub>f</sub> b x b f b f  
f ( b F ) b 17 J 2021  
P -C<sub>f</sub> A A C ., L \* (北京天健興業資產評估有限公司) ( b  
) f h N x B N E C ., L \* (寧夏博  
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%  
b T C B J C E C ., L , b  
f h C 19 J 2021 ( b A ) .

D ,

T<sub>f</sub> f b C b T C ( b D )  
f b U F b  
f h T C b f  
A ) b b f ( b  
b x . E f h  
ff f b U F b  
. T<sub>f</sub> D f b A



W b b b ff  
f

O

I , f b , b U  
F b b A b  
D S 5 f b A b G

O

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

T<sub>b</sub> U F f f b b  
f f b b b f b U F F b , b U b  
F b f , ff f b U  
F f x , b  
ff

f b<sup>f</sup> ,

**HINE ING (HK) CPA L**

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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)
N x B f h R 14.61 f h
L R .T f h f h C 19 J 2021
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 , f h h h V
h f h f h h

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