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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in any doubt as to the contents of this circular or to the action to be taken, you should consult a stockbroker or other registered person in the securities market, bank manager, broker, professional accountant or other professional adviser.

If you have sold or transferred your shares in Beijing Jingneng Clean Energy Co., Limited, you should at once instruct your broker or other agent together with the enclosed proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the shares or transfer were effected for transmission to the purchaser or transferee.

Jingneng Clean Energy Co., Limited and the stock exchange of Jingneng Clean Energy Co., Limited take no responsibility for the content of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss or damage arising from or in reliance upon the whole or any part of the content of this circular.

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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)

**PROPOSED TERMINATION OF THE 2020 H SHARE APPRECIATION RIGHTS SCHEME  
PROPOSED ADOPTION OF H SHARE APPRECIATION RIGHTS SCHEME  
AND THE GRANT  
AND  
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024**

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A letter from the Board of Directors is set out on pages 3 to 6 of this circular.

The General Meeting will be held on the company's 9:30 am on Thursday, 21 June 2024 at Meeting Room 802, 8th Floor, No. 6 Xilie Road, Dongcheng District, Beijing, the People's Republic of China. The notice of the General Meeting is set out on pages 17 to 18 of this circular. A proxy form for the General Meeting is enclosed with this circular and will be available on the website of the Jingneng Clean Energy Co., Limited (<http://www.kexnew.com>) and the website of the company (<http://www.jnec.com>). Whether or not a shareholder attends the General Meeting, a shareholder is requested to complete and return the proxy form in accordance with the instructions printed thereon not later than 24 hours before the time fixed for holding the General Meeting, no later than 9:30 am on Thursday, 1 June 2024 or on any day immediately preceding that date.

Completion and return of the proxy form will not preclude a shareholder from attending and voting at the General Meeting.

Reference to time and date in this circular are to Jingneng Clean Energy Co., Limited.

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The following expressions have the meanings set out below unless the context requires otherwise:

“Article” of A “Declaration”	the article” of “Declaration” of the company
“Beijing A A”	the state-owned A “State” supervision national Administration Commission of People Government of Beijing Municipality
“Board” or “Board of Director”	the board of Director” of the company
“Company”	Beijing Jingneng (Energy Co., Limited), joint stock company incorporated in the PRC with limited liability, whose registered office is located in the Longstock Exchange
“Director”	the Director” of the company
“General Meeting”	the first extraordinary general meeting of 2024 of the company to be held at 9:30 am on April 2 <sup>nd</sup> 2024 at Meeting Room 802, 8th Floor, 66 Xiehuo Road, Longstock District, Beijing, the PRC
“Grant”	the proposed grant to the company under the scheme
“Overseas”	the overseas foreign investment” in the receipt of the company with nominal value of RMB1.00 each, which are subscribed for in the Longstock Exchange
“Shanghai”	the Shanghai Special Administrative Region of the PRC
“Shanghai Stock Exchange”	The stock exchange of Shanghai Limited
“Incentive Recipient”	person” who are eligible to receive



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## LETTER FROM THE BOARD

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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)

*Executive Directors*

Mr. AGeng ng (Chairman)  
Mr. A u (General Manager)  
Mr. AG We  
Mr. I ngu

*Registered Office*

Room 118, 1 ing ng t / o -  
ing economic eve opment one  
Y nqing t rict, Beijing  
t e

*Non-executive Directors*

Mr. U J nu  
Mr. G ong  
Mr. AG Y

*Principal Place of Business in Hong Kong*

31 Tower Two, Time ore  
1 t e on treet, u ew  
ong ong

*Independent non-executive Directors*

Mr. A Jie  
Mr. WA G ongxin  
Mr. I n  
Mr. U ong

17 J u r 2024

*To the Shareholders*

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**PROPOSED TERMINATION OF THE 2020 H SHARE APPRECIATION  
RIGHTS SCHEME  
PROPOSED ADOPTION OF H SHARE APPRECIATION RIGHTS SCHEME  
AND THE GRANT  
AND  
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024**

**INTRODUCTION**

The purpose of this circular is to set out the notice of the General Meeting to provide you with the relevant information regarding the proposed termination of the 2020 H Share Appreciation Rights Scheme (the "Scheme") and the proposed adoption of the Scheme and the Grant to enable you to make informed decisions on whether to vote for or against the resolution to approve the proposed termination of the Scheme.

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## LETTER FROM THE BOARD

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### PROPOSED TERMINATION OF THE 2020 H SHARE APPRECIATION RIGHTS SCHEME

Reference is made to the company's annual general meeting held on 31 March 2020, the circular dated 9 April 2020, the proposed annual general meeting held on 28 March 2020, and the annual general meeting held on 12 December 2023, in relation to the proposed termination of the 2020 H Share Appreciation Rights Scheme (the "2020 H Share Appreciation Rights Scheme") and the proposed grant under the proposed termination of the 2020 H Share Appreciation Rights Scheme. The Board resolved to approve, among other things, the termination of the 2020 H Share Appreciation Rights Scheme on 12 December 2023, which will be submitted to the General Meeting for the members' approval.

### THE PROPOSED H SHARE APPRECIATION RIGHTS SCHEME AND THE GRANT

Reference is made to the company's annual general meeting held on 12 December 2023 in relation to, among other things, the proposed termination of the 2020 H Share Appreciation Rights Scheme and the proposed grant under the 2020 H Share Appreciation Rights Scheme. The Board resolved to approve, among other things, the termination of the 2020 H Share Appreciation Rights Scheme and the proposed grant under the 2020 H Share Appreciation Rights Scheme, which will be submitted to the General Meeting for the members' approval.

The proposed grant under the 2020 H Share Appreciation Rights Scheme will be submitted to the General Meeting for the members' approval.

The proposed grant under the 2020 H Share Appreciation Rights Scheme will not involve the grant of options over the existing or new or other new securities issued by the company or any of its subsidiaries and therefore, it is not subject to the requirement under Chapter 17 of the Listing Rules. The proposed grant under the 2020 H Share Appreciation Rights Scheme will be submitted to the General Meeting for the members' approval.

The proposed grant under the 2020 H Share Appreciation Rights Scheme is for reference only. In case of any discrepancy between the proposed grant under the 2020 H Share Appreciation Rights Scheme and the proposed grant under the 2020 H Share Appreciation Rights Scheme, the proposed grant under the 2020 H Share Appreciation Rights Scheme shall prevail.

### Reasons for the Adoption of the Scheme

The Board is of the view that the proposed grant under the 2020 H Share Appreciation Rights Scheme will be able to (i) enhance corporate competitiveness, create common interests, and improve the productivity and core competitiveness of the company; (ii) improve the operational performance and core competitiveness of the company; (iii) create favorable new opportunities for the company in the capital market, boost the confidence in the capital market and market value of the company; (iv) effectively utilize the company's resources to improve the management and reduce the friction between power and responsibility; (v) create an efficient selection mechanism, attract and retain the high performance and compensation incentive mechanism, and improve the market-based management system in line with the development needs of the company; and (vi) effectively return the core interests necessary for the development of the company.

The Board considers that the proposed grant under the 2020 H Share Appreciation Rights Scheme is for reference only. In case of any discrepancy between the proposed grant under the 2020 H Share Appreciation Rights Scheme and the proposed grant under the 2020 H Share Appreciation Rights Scheme, the proposed grant under the 2020 H Share Appreciation Rights Scheme shall prevail.

## LETTER FROM THE BOARD

### General Information

The Incentive / Recipient<sup>R</sup> shall not have the right to vote or exercise any other rights, including but not limited to voting rights, dividend rights, Incentive / Recipient<sup>R</sup> shall have no right to be, transfer, be a charge, pledge for debt repayment, enumeration or creation of interest with or without favor of the company or in relation to the company or enter into any agreement to do so, nor to exercise or have the right to promote or undermine the interest of the company directly or indirectly related to the Incentive / Recipient<sup>R</sup>.

The Incentive / Recipient<sup>R</sup> shall be required to work for the company according to the requirements for their position. If the Incentive / Recipient<sup>R</sup> is not competent to hold the position or fulfill the duties, the Incentive / Recipient<sup>R</sup> shall not exercise the Incentive / Recipient<sup>R</sup> rights. If the Incentive / Recipient<sup>R</sup> violates any of the provisions in the Articles of Association, or in the company's interest or reputation, violating the work, or engaging in professional activities, or being involved in secret or committing misconduct or malfeasance, the company shall have the right to recover all or part of the grant amount from the exercise of the rights in case of termination.

The committee shall make effective provisions to the company in accordance with the Articles of Association.

For the purpose of carrying out specific matters related to the committee, the board shall recommend to the company to:

- i) authorize the board to grant the Incentive / Recipient<sup>R</sup> to the Incentive / Recipient<sup>R</sup> when the company and the Incentive / Recipient<sup>R</sup> meet the conditions for the grant, and to handle the necessary matters for the grant of the Incentive / Recipient<sup>R</sup>;
- ii) authorize the board to review and confirm whether the company and the Incentive / Recipient<sup>R</sup> meet the conditions for the exercise of the Incentive / Recipient<sup>R</sup>, and to handle the necessary matters for the exercise of the Incentive / Recipient<sup>R</sup>;
- iii) authorize the board to adjust the exercise price of the Incentive / Recipient<sup>R</sup> in accordance with the provisions of the committee in the event of dividend payment, stock dividend, conversion of convertible bonds into shares, issuance of new shares, merger and acquisition, etc., as provided for in the committee;
- iv) authorize the board to handle the exercise or non-exercise of the Incentive / Recipient<sup>R</sup> grant to the Incentive / Recipient<sup>R</sup> in accordance with the provisions of the committee in the event that the company or the Incentive / Recipient<sup>R</sup> is subject to liquidation or other circumstances such as resignation from the company, retirement, death, etc., as provided for in the committee;
- v) authorize the board to decide, in accordance with the provisions of the committee, whether or not to recover the grant amount that the Incentive / Recipient<sup>R</sup> has received from the exercise of the Incentive / Recipient<sup>R</sup>, and

vi) u t or le e r to c rr a t ot er m n gement "nece" r



Proposed Adoption of the Scheme and the Grant

A summary of the major terms of the scheme are set out below:

Incentive Instrument

The scheme is a share appreciation rights instrument in respect of the shares of the company. It is an incentive instrument, subject to the fulfilment of the exercise conditions in the exercise arrangement, the Incentive Recipient shall have the right to receive the cash benefit of the difference in share price resulting from the increase in the price of the specific number of shares within the exercise period. An Incentive Recipient shall own the shares or have rights in shares, and shall not be entitled to voting rights, dividend rights, etc. The share appreciation rights shall not be transferred, non-transferable or repurchasable.

Effective Conditions

Approved by the Board of Directors and the general meeting.

Duration

Expires from the date of approval by the general meeting.

Incentive Recipients

Scope of Incentive Recipient for the first grant: 113 Incentive Recipient in total under the Grant, including Director and Senior Management of the company and the management, technical and other core staff who have direct effect on the operation and development of the company.

Scope of Incentive Recipient for the reserve grant: The Incentive Recipient under the reserve grant under the scheme include 1) the company's new appointed and new recruited Senior Management; 2) the company's new recruited key technical, knowledge management personnel; and 3) the company's new hired engineering expert, technical expert or expert who enjoy special allowance from the government of the province, even above related to energy technology.

**Number of the Share  
Appreciation Rights to be  
granted**

The total number of shares reserved to the Share Appreciation Rights to be granted under the scheme is 123,675,000 shares, representing approximately 1.5% of the total issued share capital of the company at the date of the circular. The number of shares reserved to the Share Appreciation Rights to be granted to any individual Incentive Recipient under the scheme shall not exceed 0.1% of the total share capital of the company.

**Date of Grant**

Upon satisfaction of the condition of the Grant of the Share Appreciation Rights in accordance with the scheme, the date of grant shall be determined by the Board. The date of grant shall be during the period of grant. In principle, the scheme shall be subject to the approval of the general meeting of the company.

**Exercise Price**

The exercise price of the shares reserved to the date of grant of the Share Appreciation Rights shall be the average closing price of the shares for the five consecutive trading days immediately preceding the

14) Reserve grant

Tranches of exercise	Exercise period	Exercise proportion
1 <sup>st</sup> tranche	from the first trading day after 24 months from the date of the Reserve grant in connection with the trading day within 36 months from the date of the Reserve grant	33
2 <sup>nd</sup> tranche	from the first trading day after 36 months from the date of the Reserve grant in connection with the trading day within 48 months from the date of the Reserve grant	33
3 <sup>rd</sup> tranche	from the first trading day after 48 months from the date of the Reserve grant in connection with the trading day within 60 months from the date of the Reserve grant	34

Conditions precedent for the Grant under the Scheme

The company may grant the Reserve Appreciation Rights upon the fulfilment of the following condition:

1) none of the following event(s) shall occur to the company:

1. failure to engage independent firm to conduct auditing work in accordance with the prescribed procedure and requirement;
2. the regulator(s) of the state-owned bank(s), the Board of Supervisors or auditing department(s) have made objection in respect of the financial performance or the annual financial report of the company;
3. material records of the company were unprocessable due to irregular regulator(s) and other relevant authorities' raid;
4. failure of auditor's report with negative opinion or indicating the inability to give an opinion on the financial report or the effectiveness of internal control for the state-owned enterprise to certify the accounting;

5. profit contribution in violation of the written regulation, the Article of Association or provision of the company's articles of association within 36 months;
  6. production from implementing the incentive plan of the written regulation;
  7. other circumstances to be determined by the relevant regulatory authority;
- ii) none of the following events shall occur to the Incentive Recipient:
1. the receipt of the economic responsibility audit or other report proving the failure to perform duties effectively or involvement in illegal misconduct or malfeasance;
  2. non-compliance with the relevant written regulation of the Company or the provision of the Article of Association;
  3. arising from the office, involvement in acceptance or disclosure of bribery, corruption, theft, leakage of the company's trade secret, confidentially connected transaction or other unlawful misconduct, which may give rise to a negative impact to the image of the company or to the company's reputation;
  4. failure to discharge, or failure to discharge properly, duties in the relevant period or involvement in illegal activities or other activities not in compliance with the law;
  5. determination of the long-term stock exchange or relevant regulatory authority to be an inappropriate person in the next 12 months;
  6. imposition by the relevant regulatory authority with administrative penalties or measures to be produced up to the market in the next 12 months due to material non-compliance of the relevant regulation;

7. pro-ration from participating director or member of the senior management of the company required by the Listing Rules;
8. pro-ration from participating representative of the company required by the Listing Rules;
9. other circumstances to be determined by relevant regulatory authorities.

**Conditions precedent for exercise under the Scheme**

The share appreciation rights granted to Incentive recipient shall be exercisable upon the fulfilment of the following conditions:

1. none of the following events shall occur to the company:
  1. failure to engage independent firm to conduct auditing work in accordance with the prescribed procedure and requirement;
  2. the regulatory authorities of the state-owned enterprise, the board of supervisors or auditing department have made objection in respect of the financial performance or the annual financial report of the company;
  3. material records of enterprise were unprocessable by regulatory authorities and other relevant authorities;
  4. failure of auditor's report with negative opinion or indicating the inability to give an opinion on the financial report or the effectiveness of internal control for the enterprise to certify compliance;
  5. profit distribution in violation of the Listing Rules, the Articles of Association or other applicable laws during the past 36 months;
  6. pro-ration from implementing representative of the company;



- 3) per employee profit creation of the company from 2024 to 2026 is not expected to be RMB1.16 million, RMB1.25 million and RMB1.28 million, respectively.

Notes:

1. During the reporting period of the completion of the company's current financing strategy, non-public offerings of shares, the new increase in net assets from the financing activities and the net profit generated from the net assets will not be equal to the investment contribution of return on equity attributable to the parent company. The difference is due to:
2. Total profit represents profit before tax.
3. The registered value of the entire power generation unit for each enterprise is based on the interpretation of performance valuation in the latest year of the state-owned. As the valuation in the annual report is the same as the valuation of the state-owned. If the state-owned valuation in the annual report is the same as the valuation of the state-owned, no longer is the interpretation of performance valuation in the latest year of the enterprise. The valuation in the latest year of the enterprise is not the valuation of the enterprise. The valuation of the enterprise is the valuation of the enterprise.
4. per employee profit creation = profit before tax \* 2 / (total number of employees at the beginning of the year + total number of employees at the end of the year).
5. non-fossil energy includes new energy, renewable energy, the present, wind energy, water energy, solar energy, hydroelectric energy, tidal energy, geothermal energy, ocean energy, biomass energy for geothermal energy, energy for geothermal energy, etc.
6. non-fossil energy includes electricity, non-fossil energy includes electricity of control or control technology. The non-fossil energy includes electricity of electricity in proportion to their respective.
7. The non-fossil energy includes electricity growth rate is based on the "Annual electricity production" of the electricity. If the electricity is no longer the "Annual electricity production" of the electricity, it is replaced with the electricity production capacity growth rate of the "Annual electricity production" of the electricity. The electricity production capacity growth rate is based on the "Annual electricity production" of the electricity. The electricity production capacity growth rate is based on the "Annual electricity production" of the electricity.
8. The cost is calculated as follows:  $2B / (R_{Gno} / R_{X} / R_{T} / R_{Gpower} / 2X7 / R_{X} / R_{T} / R_{Grep} / cc / rg2 / R_{X} / R_{T} / R_{Gt} / ee / 88X / R_{X} / R_{T} / R_{Gt} / ee / rg)$

3. a ruling which ten re of office, involvement in acceptance or distribution of shares, corruption, theft, leakage of the company's trade secret, disclosure of confidential information, or other unwholesome conduct, which prejudice the interest and reputation of the company, significant negative impact to the image of the company, or to the company's reputation;
  4. failure to discharge, or failure to discharge properly, the duties and responsibilities entrusted to the company or other duties and responsibilities;
  5. determination that long-term stock exchange or relevant regulator authority's opinion is inappropriate for the past 12 months;
  6. imposition of relevant regulator authority with disciplinary penalties or measures prohibiting access to the market in the past 12 months due to material non-compliance of law or regulation;
  7. prohibition from acting as director or member of the senior management of the company required by the relevant authority;
  8. prohibition from participating in share incentive of the company required by law or regulation;
  9. other circumstances to be determined by relevant regulator authority.
- (y) **Annual performance appraisal** of the Incentive Recipient

The Incentive Recipient's minimum appraisal score of 80 points or above for the previous year. If the performance appraisal score of the Incentive Recipient for the previous year is below 80 points, the company's exercise of the Incentive Recipient's Share Appreciation Right is subject to the provisions of the scheme. The Share Appreciation Right thereof will be invalid for the company.



Details of the Incentive Recipients under the Grant:

Name	Position	Number	Maximum number of the Share Appreciation Rights to be granted	Approximate percentage to the total issued share capital of the Company as at the date of this circular (%)	Approximate percentage to the total number of Share Appreciation Rights to be granted under the Scheme (%)
<b>Director and Senior Management</b>					
Mr. Wang Meng	Secretary of the Board of Directors, Chairman of the Board of Directors, Executive Director	1	2,485,430	0.03%	2.01%
Mr. Chen Yu	Deputy Secretary of the Board of Directors, Executive Director, General Manager	1	2,485,430	0.03%	2.01%
Mr. Zhang Hong	Deputy Secretary of the Board of Directors, Chairman of the Union	1	2,236,887	0.03%	1.81%
Mr. Wang Wei	Executive Director, Deputy General Manager, Secretary of the Board of Directors	1	2,236,887	0.03%	1.81%
Mr. Wang Peng	Secretary of the Board of Directors, Chairman of the Inspection	1	2,236,887	0.03%	1.81%
Mr. Luo Jun	Deputy General Manager	1	2,236,887	0.03%	1.81%
Mr. Wang Xun	Deputy General Manager, Chief Accountant	1	2,236,887	0.03%	1.81%
Mr. Wang Gang	Deputy General Manager	1	2,236,887	0.03%	1.81%
Mr. Wang Qun	Executive Director, Deputy General Manager	1	2,236,887	0.03%	1.81%
<b>Core staff</b>		104	82,433,442	1.00%	66.65%
<b>Total of the first grant</b>		113	103,062,511	1.25%	83.33%
<b>Reserved grant</b>		-	20,612,489	0.25%	16.67%
<b>Total</b>			<b>123,675,000</b>	<b>1.50%</b>	<b>100%</b>

At the first meeting of the Board of Directors, the Board of Directors resolved to form and approve the Grant under the Scheme to become effective.

## APPENDIX

## PROPOSED ADOPTION OF H SHARE APPRECIATION RIGHTS SCHEME AND

At the time of the Grant, the expected gain of the Incentive Recipient from the Incentive shall not exceed 40% of the fair market value of the shares underlying the Incentive at the time of the Grant (including expected gain from the Share Appreciation Right) during the exercise period of the Incentive. The maximum number of shares underlying the Incentive shall be 60% of the fair market value of the shares underlying the Grant.



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)

**NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024**

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting (the "EGM") of Beijing Jingneng Clean Energy Co., Limited (the "Company") will be held at 9:30 am on April 2, 2024 at Meeting Room 802, 8th Floor, No. 6 Xijie Road, Dongcheng District, Beijing, the PRC, for the purpose of considering, if it is a good fit, passing the following resolutions:

**SPECIAL RESOLUTIONS**

- To consider and approve the termination of the share repurchase right scheme approved on 28 April 2020, and to approve the amendment to the Company's Articles of Association.
- To consider and approve the option of the Company's 2024 share repurchase plan.

# NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024

## Notes:

Set forth in the "Special Notice" re: the date and time of the meeting (the "Circular"). Under the relevant applicable laws and regulations, the meeting will be held on the date and time specified in the Circular.

### 1. CLOSURE OF REGISTER FOR H SHARES, ELIGIBILITY FOR ATTENDING THE EGM

The register of members of the Company will be closed for the purpose of determining the eligibility of members of the Company to attend the EGM from Tuesday, 30 June 2024 to Tuesday, 2 June 2024 (both days inclusive). The register will be open for inspection on the register of members of the Company on the date of publication of this Circular on Wednesday, 29 June 2024 relating to the meeting.

The register of members of the Company will be closed to attend the EGM until the relevant transfer documents are received. To expedite the transfer documents together with the relevant certificates to the register of the Company in Hong Kong, members are advised to contact the Investor Service Centre, at Room 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road West, New Territories, Hong Kong, no later than 4:30 p.m. on Wednesday, 29 June 2024 for registration.

### 2. PROXY

The meeting will be held on the date and time specified in the Circular. A member may appoint one or more proxies to attend the meeting in their name. A proxy need not be a member of the Company.

The instrument appointing a proxy must be in writing under the hand of the member or the attorney-in-fact of the member. If the member is a corporate body, the proxy form must be either executed under the hand of the secretary or a director or an attorney-in-fact of the member. If the proxy form is signed by an attorney-in-fact of the member, the power of attorney relating to the proxy form must be produced to the meeting.

For members of the Company, the proxy form together with the power of attorney or other authorization document (if any) must be deposited with the Company's Investor Service Centre, at Room 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road West, New Territories, Hong Kong in person or by post not later than 24 hours before the time fixed for the meeting (no later than 9:30 a.m. on Tuesday, 1 June 2024) or in accordance with the relevant provisions of the relevant laws and regulations relating to the meeting. The Company will accept the proxy form.

### 3. ADDRESS AND TELEPHONE NUMBER OF THE COMPANY'S PRINCIPAL PLACE OF BUSINESS IN THE PRC

Address: 78/F,  
6X Finance Centre,  
Hong Kong  
Tel: (86 10) 8740 7010

Telephone: (86 10) 8740 7010 (86 10) 8740 7065

### 4. PROCEDURES FOR VOTING AT THE EGM

A member of the Company may attend the meeting in person or by proxy.

### 5. OTHER BUSINESS

The members of the Company (or their proxies) attending the EGM will be responsible for their own transportation and other expenses. The members of the Company (or their proxies) attending the EGM will be responsible for their own expenses.

### 6. Reference to the notice of the meeting to the relevant laws and regulations