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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)

**POLL RESULTS OF THE SECOND EXTRAORDINARY GENERAL
MEETING OF 2012 HELD ON 30 OCTOBER 2012**

CHANGE IN DIRECTORS

The board of directors (the “**Board**”) of Beijing Jingneng Clean Energy Co., Limited (the “**Company**”) is pleased to announce that the second extraordinary general meeting of 2012 (the “**EGM**”) was held at 10:30 a.m. on Tuesday, 30 October 2012 at Video Conference Room, Suite 2911, Block A, CBD International Tower, 16 Yongan Dongli, Chaoyang District, Beijing, the People’s Republic of China (the “**PRC**”). The EGM was chaired by Mr. LU Haijun, the chairman of the Board of the Company. The holding of the EGM was in compliance with the relevant requirements of the Company Law of the PRC and the Articles of Association of the Company.

Reference is made to the circular dated 14 September 2012 (the “**Circular**”) and the supplemental circular dated 11 October 2012 (the “**Supplemental Circular**”) issued by the Company, respectively, in connection with the EGM. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular.

As at the date of the EGM, the total number of issued Shares of the Company was 6,149,905,454 Shares. The total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the EGM, except for the ordinary resolution numbered 6 in relation to the Proposed Disposal, is 6,149,905,454 Shares.

BEIH, BDHG, BIEE and BSAMAC have abstained from voting at the EGM on the ordinary resolution approving the Proposed Disposal. As at the date of the EGM, BEIH, BDHG, BIEE and BSAMAC held, in the aggregate, 72.304% of the issued share capital of the Company, representing 4,446,609,454 Shares, with BEIH, BDHG, BIEE and BSAMAC, respectively, holding 67.958%, 0.261%, 0.437% and 3.648% of the issued share capital of the Company. Therefore, the total number

of Shares entitling the Shareholders to attend the EGM and vote on the ordinary resolution approving the Proposed Disposal was 1,703,296,000 Shares, representing approximately 27.696% of the total number of issued Shares of the Company.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders was entitled to attend and vote only against any of the resolutions at the EGM. None of the Shareholders has stated their intention in the Circular or the Supplemental Circular to vote against any of the resolutions or to abstain from voting at the EGM.

Shareholders and duly authorized proxies, holding a total of 5,027,893,454 Shares of the Company and representing approximately 81.76% of the total number of issued Shares of the Company, were present at the EGM. The resolutions at the EGM were put to vote by way of poll.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the following resolutions have been duly passed at the EGM and the details of poll results are as follows:

No.	Special Resolution	Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
1.	To consider and approve the proposed issue of short-term debentures and that the Board and the senior management of the Company be authorized to, in accordance with the demand of the Company and the market condition, decide and deal with all relevant matters in relation to the issue of short-term debentures, including but without limitation, the terms and conditions and any other relevant matters relating to such issue as well as taking all necessary actions.	5,027,893,454 (100%)	0 (0%)	0 (0%)	5,027,893,454

As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.

No.	Ordinary Resolutions	Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
2.	To consider and approve the proposed change of use of proceeds.	5,027,893,454 (100%)	0 (0%)	0 (0%)	5,027,893,454
3.	To consider and approve the proposed appointment of Mr. Chen Ruijun as an executive director of the Company.	5,027,893,454 (100%)	0 (0%)	0 (0%)	5,027,893,454
4.	To consider and approve the proposed appointment of Mr. Jin Yudan as a non-executive director of the Company.	5,027,893,454 (100%)	0 (0%)	0 (0%)	5,027,893,454
5.	To consider and approve the proposed appointment of Mr. Wei Yuan as an independent non-executive director of the Company.	5,027,893,454 (100%)	0 (0%)	0 (0%)	5,027,893,454
6.	To consider and approve the proposed disposal of a 15% equity interest in Beijing Huayuan Heating Pipeline Co., Ltd.	581,284,000 (100%)	0 (0%)	0 (0%)	581,284,000

As more than half of the votes were cast in favour of each of the resolutions numbered 2 to 6, all the above resolutions were duly passed as ordinary resolutions.

SCRUTINEER

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer for counting of votes at the EGM.

CHANGE IN DIRECTORS

Appointment of Directors

Following the approval by the Shareholders at the EGM, the Board is pleased to announce that, the appointments of Mr. Chen Ruijun ("**Mr. Chen**") as an executive Director and a member of the Strategy Committee of the Board, Mr. Jin Yudan ("**Mr. Jin**") as a non-executive Director and Mr. Wei Yuan ("**Mr. Wei**") as an independent non-executive Director of the Company became effective on 30 October 2012.

The biographical details of Mr. Chen are set out as below:

Mr. Chen Ruijun, aged 49, is an executive Director and general manager of our Company. Mr. Chen is a senior engineer and served as the general secretary of Inner Mongolia Jingtai Power Limited ("**Jingtai Power**")'s committee of Communist Party of China ("**CPC**") and Jingtai Power's general manager since October 2007. From August 2003 to October 2007, he successively served as a deputy

general secretary of Inner Mongolia Daihai Electric Power Generation Co., Ltd. (“**Daihai Power**”)’s CPC committee, the general secretary of the CPC discipline inspection commission of Daihai Power, and then concurrently as an executive deputy general manager and a deputy general secretary of the CPC committee of Daihai Power. From January 1994 to August 2003, Mr. Chen successively served as a deputy governor and a deputy general secretary of the CPC committee of Liangcheng County of Inner Mongolia (during this period, he concurrently served as the chairman and the general manager of Hongmao Group Corporation from February 1997 to June 2001). From August 1982 to December 1993, Mr. Chen served as a technician, sales representative, section chief, deputy manager and the general manager of Inner Mongolia Liangcheng County Chemical Plant. Between April 2007 and September 2009, Mr. Chen studied electrical engineering at the School of Electrical and Automation Engineering of Tianjin University for master of engineering. He attended the undergraduate law courses provided by the Correspondence School of Inner Mongolia Party School between September 2003 and December 2005. He also studied secondary specialized inorganic chemical courses in Inner Mongolia Petrochemical School between September 1979 and July 1982.

The biographical details of Mr. Jin are set out as below:

Mr. Jin Yudan, aged 55, is a non-executive Director of our Company. Mr. Jin now serves as a member of the board of trustees of Dulwich College Beijing, a British international school, and has been a partner of SAIF Partners RMB Fund since January 2010. From August 2008 to December 2009, he was an investment partner of SAIF Partners. From September 2005 to August 2008, he worked as the chief executive officer of Beijing Topsec Network Security Technology Co., Ltd. From July 2003 to September 2005, he worked as the president of Luminous Networks, Inc., a start-up company in Silicon Valley, USA. He studied in the Advanced Management Program of Kellogg School of Management, Northwestern University from April 2002 to June 2002. From May 1997 to December 2001, he was the president of Asia Pacific region for Marconi Plc, a British telecommunications company. He was the chief representative in China of the 3Com, a company in Silicon Valley, USA, from April 1994 to April 1997, and previously worked as a software R&D engineer from April 1988 to March 1994 for the company. From 1985 to 1987, he studied in the Postgraduate School of the Computer Science Department, Rochester Institute of Technology. He was an engineer in China HP from 1982 to 1985. He studied in the Department of Computer Engineering and Science, Tsinghua University from 1978 to 1981.

The biographical details of Mr. Wei are set out as below:

Mr. Wei Yuan, aged 56, is an independent non-executive Director of our Company. Mr. Wei has been a deputy secretary of the CPC committee and general manager of Hunan Branch of China Datang Corporation and Datang Huayin Electric Power Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600744) since December 2005 and has been a director of Datang Huayin Electric Power Co., Ltd. since May 2006. He was a member of the CPC committee and deputy general manager of Datang International Power Generation Co., Ltd. from March 2003 to February 2005. He served as a deputy chief economist and manager of the planning and development department in Beijing Datang Power Generation Co., Ltd., from April 1998 to March 2003. From May 1996 to April 1998, he was the manager of Qinhuangdao Thermal Power Plant. He was the secretary of the CPC committee of Tangshan Dou He Power Plant from October 1995 to May 1996. He was a deputy

manager and, subsequently, the manager of Tangshan Power Plant from November 1993 to October 1995. From January 1982 to November 1993, he served successively as the secretary of the boiler workshop, the director of the office of CPC committee, a director of the manager's office, the head of boiler maintenance team, the head and a deputy director of the pipeline team of coal conveying workshop, and the chief of the operating department of Tangshan Dou He Power Plant. From January 1978 to January 1982, he served successively as the director-general and the secretary of Communist Youth League of maintenance department in Tangshan Power Plant. He worked in the communications department of Tangshan Power Plant from June 1977 to January 1978. He served in the military for Tianjing 52855 Force from December 1970 to March 1977.

The term of office for each of Mr. Chen, Mr. Jin and Mr. Wei has commenced from the approval by the Shareholders at the EGM and shall end on the expiry of the term of the current session of the Board. The Company has entered into a service agreement with each of Mr. Chen, Mr. Jin and Mr. Wei.

Mr. Chen will not receive any director's fee from the Company during his term as an executive Director. Mr. Chen will receive remuneration based on his holding of senior management position with the Company, which will be determined by the Board with reference to Mr. Chen's experience, duties, responsibilities and the Company's remuneration policy. Mr. Jin will not receive any emolument from the Company. Mr. Wei will receive a total annual emolument of RMB150,000 from the Company, which is determined with reference to Mr. Wei's experience, duties, responsibilities and the Company's remuneration policy. The Company will disclose the remuneration of Directors in annual reports.

Save as disclosed in this announcement, none of Mr. Chen, Mr. Jin or Mr. Wei has held any directorship in any other listed companies or taken up any post in any group members of the Company in the past three years, nor has any relationship with any other Director, supervisor, senior management, substantial shareholder or controlling shareholder of the Company. Furthermore, none of Mr. Chen, Mr. Jin or Mr. Wei has any equity interest in the Company within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed in this announcement, as far as the Board is aware, there is no other information relating to the appointments of Mr. Chen, Mr. Jin and Mr. Wei that shall be disclosed pursuant to Rules 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

Resignation of Director

The resignation of Mr. Meng Wentao ("**Mr. Meng**") as an executive Director and a member of Strategy Committee of the Board due to change in work became effective on 30 October 2012. Mr. Meng has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the Shareholders of the Company. Mr. Meng also confirmed that he does not have any action or claim, existing or pending, against the Company.

The Company wishes to take this opportunity to express its gratitude to Mr. Meng for his contribution to the Company during his term of office.

By Order of the Board of
Beijing Jingneng Clean Energy Co., Limited
KANG Jian
Joint Company Secretary

Beijing, the PRC
30 October 2012

As at the date of this announcement, the non-executive directors of the Company are Mr. Lu Haijun, Mr. Guo Mingxing, Mr. Xu Jingfu, Mr. Liu Guochen, Mr. Yu Zhongfu and Mr. Jin Yudan; the executive director of the Company is Mr. Chen Ruijun; and the independent non-executive directors of the Company are Mr. Liu Chaoan, Mr. Shi Xiaomin, Ms. Lau Miu Man and Mr. Wei Yuan.