ARTICLES OF ASSOCIATION
OF

Beijing Jingneng Clean Energy Co., Limited
北京京能清潔能源電力股份有限公司

(Incorporated in the People's Republic of China with limited liability)

* [illegible]

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Article 2

[illegible]

A [illegible] A [illegible] ([illegible]) ([illegible] 2010 [illegible].757), [illegible] A [illegible] A [illegible] 3 A[illegible] 2010, [illegible] A [illegible] ([illegible] 2010 [illegible].822), [illegible] 13 A[illegible] 2010, [illegible] 30 A[illegible] 2010, [illegible] A [illegible] 25 A[illegible] 2010, [illegible] ([illegible] 91110000101718150) [illegible].

[illegible] H [illegible] A [illegible] A [illegible] H [illegible] ([illegible]) [illegible] A A A [illegible].

Article 3

[illegible] 北京京能清潔能源電力股份有限公司; [illegible] A [illegible].

Article 4

A[illegible]: [illegible] 118, [illegible].1 [illegible]
[illegible]
[illegible]: 100028
[illegible].: 010-87407188/87407189
[illegible].: 010-87407187

Article 5

[illegible]

Article 6

[illegible]

Article 7

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Article 8

A [illegible] A [illegible]
[illegible]H [illegible] A [illegible] A [illegible]
[illegible]

Article 9

[illegible] A [illegible]

[illegible] A [illegible] ([illegible]), [illegible] A [illegible]

[illegible] 250, [illegible] A [illegible]
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[illegible] H [illegible] H [illegible] H [illegible] H [illegible] H [illegible] H [illegible]

A [illegible]

Article 20

[illegible] 5 [illegible] 5 [illegible]:

[illegible] H [illegible] 4,287,400,000 [illegible] 85.748% [illegible];

[illegible] A [illegible] A [illegible] 230,150,000 [illegible] 4.603% [illegible];

[illegible] 27,600,000 [illegible] 0.552% [illegible];

[illegible] H [illegible] ([illegible]) [illegible] 16,450,000 [illegible] 0.329% [illegible];

[illegible] 65,750,000 [illegible] 1.315% [illegible];

[illegible] 219,200,000 [illegible] 4.384% [illegible];

A A A [illegible] 153,450,000 [illegible] 3.069% [illegible].

Article 21

A [illegible] (2011) [illegible] 635 [illegible] (**CSRC**–) [illegible] 29 A [illegible] 2011, [illegible] 2,464,285,500 H [illegible] 246,428,550 [illegible] H [illegible] 328,421,500 H [illegible] 15% [illegible] 32,842,150 [illegible] A [illegible] 1,149,905,454 [illegible] 114,990,546 [illegible] 1,264,896,000 [illegible] 327,508,000, 393,010,000 [illegible] 471,612,800 [illegible] (H [illegible]) 2013, 2014 [illegible] 2018, [illegible] 902,471,890 [illegible] 2018.

A [illegible] 8,244,508,144 [illegible]:

[illegible] H [illegible] 5,081,793,482 [illegible] 61.639% [illegible];

[illegible] 92,654,249 [illegible] 1.124% [illegible];

[illegible] 224,348,291 [illegible] 2.721% [illegible];

[illegible] H [illegible] ([illegible]) [illegible] 16,035,322 [illegible] 0.194% [illegible];

[illegible] (H [illegible]) [illegible] 2,829,676,800 [illegible] 34.322% [illegible].

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[illegible] H [illegible] H [illegible].

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[illegible] 15 [illegible].

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(3) [illegible];

(4) [illegible];

(5) [illegible]

[illegible] A [illegible] A [illegible]

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(1) [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible];

(5) [illegible];

(6) [illegible];

(7) [illegible]

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(1) [illegible];

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[illegible]

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(1) [illegible];

(2) [illegible]:

1. [illegible];

2. [illegible] ([illegible]);

(3) [illegible]:

1. A [illegible];

2. A [illegible];

3. [illegible].

(4) A [illegible] ([illegible]).

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(1) [illegible];

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[illegible]:

(1) A [illegible] (2) [illegible] (3) [illegible];

(2) [illegible] ( ) [illegible] ( ) [illegible] ( ) [illegible];

(3) [illegible].

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(2) [illegible];

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A [illegible]

A [illegible]

[illegible]H [illegible]:

(1) [illegible]

(2) [illegible]

(3) [illegible] 90 [illegible] 30 [illegible] H [illegible] ([illegible]).

(4) [illegible] 90 [illegible]

[illegible]

(5) [illegible] 90- [illegible] (3) [illegible] (4) [illegible]

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[illegible]

[illegible] H [illegible]

[illegible]

[illegible]:

(1) [illegible];

(2) A [illegible]

[illegible]:

(1) [illegible]

(2) [illegible]

[illegible]

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(1) [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible] A[illegible];

(5) [illegible] A[illegible]:

1. [illegible] A[illegible];

2. [illegible]

() [illegible];

() [illegible]:

[illegible];

[illegible] ([illegible]);

[illegible];

[illegible];

[illegible]

(iii) [illegible];

(iv) [illegible];

(v) [illegible];

(vi) [illegible];

(vii) [illegible];

[illegible] (i), (iii), (iv), (v), (vi) [illegible] (vii) [illegible] H [illegible] H [illegible] ([illegible]).

(6) [illegible];

(7) [illegible];

(8) [illegible] A [illegible] A [illegible].

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[illegible]

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(1) [illegible] A [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible]

A [illegible]

[illegible]

(5) [illegible] A [illegible]A [illegible]

[illegible]

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[illegible] H [illegible]

[illegible] ( ) [illegible] :

(1) [illegible];

(2) A [illegible] ([illegible]) [illegible] ([illegible]) [illegible];

(3) A [illegible] ([illegible]) [illegible] ([illegible]) [illegible] A [illegible]A [illegible].

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[illegible] A [illegible]:

(1) H [illegible];

(2) H [illegible] 30% [illegible];

(3) H [illegible] 30% [illegible];

(4) H [illegible].

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(11) [illegible];

(12) [illegible] 64 [illegible];

(13) [illegible] 30% [illegible];

(14) [illegible];

(15) [illegible];

(16) [illegible] 3% [illegible];

(17) [illegible].

Article 66

[illegible]:

(1) [illegible] 50% [illegible];

(2) [illegible] 30% [illegible];

(3) [illegible] 70% [illegible];

(4) [illegible] 10% [illegible];

(5) [illegible];

(6) [illegible].

[illegible].

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[illegible].

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[illegible]

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[illegible]:

(1) [illegible];

(2) [illegible];

(3) [illegible] 10% [illegible];

(4) [illegible];

(5) [illegible];

(6) [illegible].

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(3) [illegible]

(4) [illegible]

(5) [illegible]

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(1) [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible];

(5) [illegible] (.[illegible]) [illegible], [illegible], [illegible] (.[illegible]) [illegible];

(6) A [illegible];

(7) [illegible];

(8) [illegible];

(9) [illegible];

(10) [illegible].

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(1) [illegible];

(2) [illegible];

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(3) [illegible].

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1. [illegible];

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4. [illegible];

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7. [illegible];

8. [illegible];

9. [illegible];

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[illegible]

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[illegible]

[illegible] A [illegible] A [illegible]

Article 118

[illegible]

[illegible]:

(1) [illegible] 12 [illegible] 20% [illegible];

(2) [illegible] 15 [illegible];

(3) [illegible] ( ).

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[illegible]

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(3) [illegible];

(4) [illegible];

(5) [illegible];

(6) [illegible];

(7) [illegible];

(8) [illegible];

(9) [illegible];

(10) [illegible];

(11) [illegible];

(12) [illegible];

(13) [illegible];

(14) [illegible] A [illegible] A [illegible];

(15) [illegible];

(16) [illegible];

(17) [illegible];

(18) [illegible];

(19) [illegible] (

[illegible]

[illegible]

[illegible]

[illegible]

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[illegible] 33% [illegible]

[illegible] – [illegible] A [illegible] ([illegible]) [illegible]

[illegible] A [illegible]

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[illegible]:

(1) [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible];

(5) [illegible];

(6) [illegible];

(7) [illegible];

(8) [illegible];

(9) [illegible];

(10) [illegible];

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[illegible]

[illegible]

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(4) [illegible];

(5) [illegible].

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(1) [illegible] A [illegible] A [illegible];

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(6) [illegible]

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(1) [illegible]

(2) [illegible]

(3) [illegible]

(4) [illegible]

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(6) [illegible]

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(8) [illegible]

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(1) [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible];

(5) [illegible];

(6) [illegible];

(7) [illegible] ( ), [illegible];

(8) [illegible];

(9) [illegible];

(10) [illegible] A [illegible] A [illegible].

[illegible]

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(1) [illegible];

(2) [illegible];

(3) [illegible];

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[illegible] A [illegible] A [illegible]

Article 170

A [illegible]

Article 171

A [illegible] H [illegible]

Article 172

A [illegible]

Article 173

A [illegible] A [illegible] A [illegible] A [illegible]

Section 2 Board of supervisors

Article 174

[illegible]

Article 175

[illegible] (3) [illegible]

[illegible] ([illegible]) [illegible]

Article 176

[illegible]

Article 177

[illegible]:

1. [illegible];

2. [illegible] A [illegible] A [illegible];

3. [illegible];

4. [illegible];

5. [illegible];

6. [illegible];

7. [illegible];

8. [illegible];

9. [illegible];

10. [illegible] A [illegible] A [illegible].

Article 178

[illegible] (6) [illegible]. A [illegible]

[illegible].

Article 179

[illegible].

Article 180

A [illegible]. A [illegible]

[illegible],

Article 181

[illegible].

[illegible] 10 [illegible].

Article 182

A [illegible] 10 [illegible].

A [illegible]:

(1) [illegible];

(2) [illegible];

(3) [illegible].

Article 183

[illegible]

Article 184

[illegible]

Chapter 16 Qualifications and Obligations of the Company's Directors, Supervisors and Other Senior Management

Article 185

A [illegible]:

1. [illegible];

2. [illegible] (5) [illegible];

3. [illegible] (3) [illegible];

4. [illegible] (3) [illegible];

5. [illegible];

6. [illegible];

7. [illegible];

8. [illegible] (5) [illegible];

9. [illegible];

10. [illegible] ( ) [illegible]

Article 186

[illegible]

Article 187

[illegible] ( ) [illegible] :

1. [illegible];

2. [illegible];

3. [illegible] ([illegible]) [illegible];

4. [illegible] ([illegible]) [illegible] A [illegible] A [illegible]

Article 188

[illegible]

Article 189

[illegible] ([illegible]) [illegible] :

1. [illegible];

2. [illegible];

3. [illegible];

4. [illegible];

5. [illegible] A [illegible] A [illegible];

6. [illegible];

7. [illegible] ([illegible]) [illegible];

8. [illegible];

9. A [illegible] A [illegible];

10. [illegible];

11. [illegible];

12. [illegible] A [illegible] A [illegible];

13. [illegible];

14. [illegible]:

(1) [illegible];

(2) [illegible];

(3) [illegible]

[illegible] A [illegible];

Article 190

(**Connected Persons**–) :

1. ;

2. (1) ;

3. (1) (2) ;

4. (1), (2) (3) ; ;

5. (4)

Article 191

Article 192

A 60 A A

Article 193

(/),

/ / /

[illegible]

A [illegible]

Article 194

[illegible]

Article 195

[illegible]

Article 196

[illegible]

[illegible]:

1. [illegible];

2. [illegible];

3. [illegible].

Article 197

A [illegible] A [illegible]

Article 198

A [illegible] A [illegible] 196 [illegible]:

1. [illegible];

2. [illegible].

Article 199

[illegible].

Article 200

[illegible]:

1. [illegible];

2. [illegible] ([illegible]);

3. [illegible];

4. [illegible] ([illegible]) [illegible];

5. [illegible];

6. [illegible].

Article 201

[illegible]:

1. [illegible];

2. [illegible];

3. [illegible];

4. [illegible]

A [illegible]

[illegible]:

(1) [illegible] A [illegible] A [illegible] H [illegible] A [illegible] A [illegible];

(2) [illegible] A [illegible] A [illegible];

(3) [illegible] A [illegible] 250 [illegible]

Article 202

[illegible]

[illegible]:

1. [illegible];

2. [illegible]

[illegible] A [illegible]

Article 203

[illegible]

Chapter 17 Financial Accounting System and Distribution of Profits

Article 204

[illegible]

Article 205

[illegible] 1 [illegible] 31 [illegible]

[illegible]

Article 206

[illegible]

Article 207

[illegible] 20 [illegible]

A. [illegible] 21 [illegible]

Article 208

[illegible]

Article 209

[illegible]

Article 210

[illegible]

Article 211

[illegible]

Article 212

[illegible]:

1. [illegible];

2. [illegible].

Article 213

[illegible]

[illegible]

A [illegible]

A [illegible]

[illegible]

[illegible]

Article 214

[illegible]

[illegible] 25% [illegible]

Article 215

[illegible] ([illegible]):

1. [illegible] ;

2. [illegible] .

A [illegible]

[illegible]

Article 216

[illegible]

Article 217

[illegible]

[illegible] ( ), [illegible] ( ), [illegible]

[illegible]

[illegible]

[illegible]

[illegible]:

(1) [illegible] 3 [illegible] 12 [illegible];

(2) [illegible] 12 [illegible].

Article 218

A [illegible] ([illegible]) [illegible] 2 [illegible].

Article 219

[illegible].

Chapter 18 Appointment of an Accounting Firm

Article 220

[illegible].

[illegible].

[illegible].

Article 221

[illegible].

Article 222

A [illegible]:

1. [illegible];

2. [illegible];

3. [illegible].

Article 223

[illegible] H [illegible].

Article 224

[illegible].

[illegible].

Article 225

[illegible].

Article 226

[illegible]:

(1) [illegible].

(2) [illegible]:

1. [illegible];

2. [illegible] A [illegible] A [illegible].

(3) [illegible] (2) [illegible]

(4) [illegible]:

1. [illegible];

2. [illegible];

3. [illegible]

[illegible]

Article 227

[illegible]

(1) [illegible] A [illegible]:

1. [illegible];

2. [illegible]

(2) 14 [illegible] (1) [illegible] (1) 2., [illegible]

(3) [illegible] (1) 2. [illegible]

Chapter 19 Merger, Division, Dissolution and Liquidation

Section 1 Merger and Division

Article 228

[illegible]

[illegible]

Article 229

[illegible]

[illegible]

[illegible]

Article 230

[illegible]

[illegible]

[illegible]

Article 231

[illegible]

Section 2 Dissolution and Liquidation

Article 232

[illegible]:

(1) A [illegible] A [illegible]A [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible];

(5) [illegible];

(6) [illegible],
[illegible],
[illegible].

Article 233

[illegible]A [illegible] 232 (1), (2), (5) [illegible] (6) [illegible] A [illegible]
A [illegible]A [illegible], [illegible] 15 [illegible]
[illegible],
[illegible].

[illegible]A [illegible] 232 (4) [illegible] A [illegible]A [illegible]
[illegible]A [illegible], [illegible],
[illegible].

Article 234

[illegible] ([illegible]
[illegible]),
[illegible] 12
[illegible].

[illegible],
[illegible].

[illegible],
[illegible],
[illegible],
[illegible].

Article 235

[illegible]

Article 236

[illegible]:

(1) [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible];

(5) [illegible];

(6) [illegible]; [illegible]

(7) [illegible].

Article 237

[illegible]

[illegible]

[illegible]

Article 238

[illegible]

[illegible]

Article 239

[illegible]

Article 240

[illegible]

[illegible]

[illegible]

Chapter 20 Amendment to Articles of Association

Article 241

[illegible]

Article 242

[illegible]

(1) [illegible]

(2) [illegible]

(3) [illegible]

Article 243

[illegible]

Article 244

[illegible]

[illegible]:

(1) [illegible];

(2) [illegible];

(3) [illegible];

(4) [illegible];

(5) [illegible];

Chapter 22 Settlement of Disputes

Article 250

[illegible]:

(1) [illegible]

(2) [illegible]

(3) [illegible] (1) [illegible]

(4) [illegible]

Chapter 23 Supplementary Articles

Article 251

Definition

(1) [illegible]

(2) [illegible]

(3) [illegible]

Article 252

[illegible]

Article 253

[illegible]

Article 254

[illegible]

Article 255

[illegible]