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**Hong Kong Public Offering — White Form 香港公開發售 — 白色申請表格**

Please use this form if you want the Hong Kong Offer Shares to be registered in your name 如閣下欲以本身的名義登記將獲發行的香港發售股份，請用本表格

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Please use this form if you want the Hong Kong Offer Shares to be issued in your name

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Please use this form if you want the Hong Kong Offer Shares to be issued in your name

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**Conditions of your application**

Unless otherwise stated, terms used in these conditions have the same meaning ascribed thereto in the Prospectus.

**A. Who can apply**

1. You, the applicant(s), and any person(s) for whose benefit you are applying, must be 18 years of age or older and must have a Hong Kong address.
2. If you are a **firm**, the application must be in the names of the individual members, not the firm's name.
3. If you are a **body corporate**, the Application Form must be signed by a duly authorised officer, who must state his or her representative capacity.
4. The number of joint applicants may not exceed four.
5. Save under the circumstances permitted by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), you **cannot**

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## Please use this form if you want the Hong Kong Offer Shares to be issued in your name

### Refund of your money

If you do not receive any Hong Kong Offer Shares for any of the above reasons, the Company will refund to you your application monies (including the related 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee). No interest will be paid thereon. If your application is accepted only in part, the Company will refund to you the appropriate portion of your application monies (including the related 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee) without interest. If the Offer Price as finally determined is less than the maximum offer price of HK\$1.75 per H Share paid on application, the Company will refund to you the surplus application monies together with the related 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee attributable to the surplus application monies, without interest. All such interest accrued on such monies prior to the date of dispatch of refund cheques will be retained for the benefit of the Company. In the contingency of a substantial over-subscription, at the discretion of the Company and the Joint Bookrunners, cheques for applications for certain small denominations of Hong Kong Offer Shares (apart from successful applications) may not be cleared. Refund cheques will be crossed "Account Payee Only", and made out to you, or, if you are a joint applicant, to the first-named applicant on your Application Form. Part of your Hong Kong identity card number/passport number, or, if you are joint applicants, part of the Hong Kong identity card number/passport number of the first-named applicant, provided by you may be printed on your refund cheque, if any. Such data would also be transferred to a third party for refund purpose. Your banker may require verification of your Hong Kong identity card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong identity card number/passport number may lead to delay in encashment of or may invalidate your refund cheque.

If you have applied for 1,000,000 Hong Kong Offer Shares or more and have indicated on your Application Form that you wish to collect your refund cheque(s) (if any) in person, you may collect it from:

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716, 17/F, Hopewell Centre  
183 Queen's Road East, Wanchai, Hong Kong

between 9:00 a.m. and 1:00 p.m. on the date notified by the Company in the newspapers as the date of dispatch/collection of e-Refund payment instructions/refund cheques/H Share certificates. The date of dispatch is expected to be Wednesday, December 21, 2011. If you are an individual who opts for personal collection, you must not authorise any other person to make collection on your behalf. You must produce evidence of identity (which must be acceptable to Computershare Hong Kong Investor Services Limited) for collection of your refund cheque(s). If you are a corporate applicant and opt for personal collection, you must attend by your authorised representative bearing a letter of authorisation from your corporation stamped with your corporation's chop. Such authorised representative must produce at the time of collection, evidence of identity acceptable to Computershare Hong Kong Investor Services Limited.

If you do not collect your refund cheque(s) personally within the time specified for collection, it/they will be dispatched to you by ordinary post to the address on this Application Form at your own risk.

If you have applied for less than 1,000,000 Hong Kong Offer Shares or you have applied for 1,000,000 Hong Kong Offer Shares or more but have not indicated on your Application Form that you wish to collect your refund cheque in person, your refund cheque will be sent to the address on your Application Form on the date of dispatch, which is expected to be on Wednesday, December 21, 2011, by ordinary post and at your own risk. It is intended that special efforts will be made to avoid undue delay in refunding monies where appropriate.

### Application by HKSCC Nominees

Where this Application Form is signed by HKSCC Nominees on behalf of persons who have given **electronic application instructions** to apply for the Hong Kong Offer Shares, the provisions of this Application Form which are inconsistent with those set out in the Prospectus shall not apply and provisions in the Prospectus shall prevail. Without limiting the generality of this paragraph, the following sections of this Application Form are inapplicable where this Application Form is signed by HKSCC Nominees:

- all warranties on the first page, except the first warranty concerning application for Hong Kong Offer Shares on the terms and conditions of the Prospectus and this Application Form, and subject to the Articles of Association;
- "Warning" on the first page;
- "If you are a nominee";
- "Lodge only one application for your benefit" (for you and any of your joint applicant);
- All representations and warranties under the section headed "Effect of completing and submitting this Application Form", except the first two regarding registration of Hong Kong Offer Shares in the applicant's name and the signing of documents to enable the applicant to be registered as the holder of the Hong Kong Offer Shares applied for;
- "If your application for Hong Kong Offer Shares is successful (in whole or in part)";
- "Circumstances in which you will not be allotted Hong Kong Offer Shares"; and
- "Refund of your money".

### Personal Data

#### Personal Information Collection Statement

The main provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance") came into effect in Hong Kong on December 20, 1996. This Personal Information Collection Statement informs the applicant for and holder of the H Shares of the policies and practices of the Company and its H Share Registrar in relation to personal data and the Ordinance.

#### 1. Reasons for the collection of your personal data

From time to time it is necessary for applicants for securities or registered holders of securities to supply their latest correct personal data to the Company or its agents and the H Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the registrars.

Failure to supply the requested data may result in your application for securities being rejected, or in delay or the inability of the Company or its H Share Registrar to effect transfers or otherwise tender their services. It may also prevent or delay registration or transfers of the Hong Kong Offer Shares which you have successfully applied for and/or the dispatch of H Share certificate(s) and/or the dispatch of refund cheque(s) to which you are entitled.

It is important that holders of securities inform the Company and the H Share Registrar immediately of any inaccuracies in the personal data supplied.

#### 2. Purposes

The personal data of the applicants and the holders of securities may be used, held and/or stored (by whatever means) for the following purposes:

- processing of your application and refund cheque, where applicable, and verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocations of Hong Kong Offer Shares;
- enabling compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the names of holders of securities including, where applicable, HKSCC Nominees;
- maintaining or updating the register of holders of securities of the Company;
- conducting or assisting the conduct of signature verifications, any other verification or exchange of information;
- establishing benefit entitlements of the holders of securities of the Company, such as dividends, rights issues and bonus issues etc.;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and shareholder profiles;
- making disclosures as required by laws, rules or regulations;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and the H Share Registrar to discharge their obligations to holders of securities and/or regulators and/or any other purposes to which the holders of securities may from time to time agree.

#### 3. Transfer of personal data

Personal data held by the Company and its H Share Registrar relating to the holders of securities will be kept confidential but the Company and its H Share Registrar may, to the extent necessary for achieving the above purposes or any of them, make such enquiries as they consider necessary to confirm the accuracy of the personal data and in particular, they may disclose, obtain, transfer (whether within or outside Hong Kong) the personal data of the holders of securities to, from or with any and all of the following persons and entities:

- the Company or its appointed agents such as financial advisers, receiving bankers and overseas principal registrars;
- where applicants for securities request deposit into CCASS, HKSCC or HKSCC Nominees, who will use the personal data for the purposes of operating CCASS;
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company or the H Share Registrar in connection with the operation of their respective business;
- any statutory, regulatory or governmental bodies (including the Hong Kong Stock Exchange and the SFC); and
- any other persons or institutions with which the holders of securities have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers, etc.

#### 4. Access to and correction of personal data

The Ordinance provides the holders of securities with rights to ascertain whether the Company or the H Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and the H Share Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Company at its registered office disclosed in the section entitled "Corporate Information" in the Prospectus or as notified from time to time in accordance with applicable law, for the attention of the Company's company secretary or (as the case may be) the H Share Registrar for the attention of the privacy compliance officer.

By signing this Application Form or by giving electronic application instructions to HKSCC, you agree to all of the above.



# Beijing Jingneng Clean Energy Co., Limited

## 北京京能清潔能源電力股份有限公司

(於中華人民共和國註冊成立的股份有限公司)

### 全球發售

申請條件  
除另有說明外，此等條件所用詞彙與招股章程賦予者具有相同涵義。

1. 閣下作為申請人及閣下為其利益提出申請的任何人士必須年滿18歲或以上並須有香港地址。
2. 如閣下為商號，有關申請必須以個別成員名義提出，而非以該商號名義申請。
3. 如閣下為法人團體，申請表格須由獲正式授權的高級人員簽署，而該高級人員須說明其代表身份。
4. 聯名申請人的數目不得超過四名。
5. 除獲香港聯合交易所有限公司證券上市規則(「上市規則」)批准外，倘閣下或閣下為其利益提出申請的任何人士為下列人士，則不得申請認購任何香港發售股份：  
本公司或其任何子公司的行政總裁、董事或監事；  
以上任何人士的聯繫人(定義見上市規則)；  
本公司的關連人士(定義見上市規則)或在緊隨全球發售完成後成為關連人士的人士；  
已獲分配或將收取任何國際發售股份，或經已以其他方式參與國際發售或表明有意認購國際發售股份的人士；  
美國人士(定義見證券法S規例)，或中華人民共和國(不包括香港、澳門及台灣)的法人或自然人(不包括合資格境內機構投資者)；  
填寫及提交本申請表格時為身處美國境內的人士(定義見證券法S規例)，以及閣下並非證券法S規例第902條第(h)(3)段所述人士；或  
無香港地址的人士。

6. 倘閣下身為代理人，方可以代理人身份提交多於一份香港發售股份申請，在此情況下閣下可以下列方式提出申請：(i)透過中央結算系統向香港結算發出電子認購指示(倘閣下為中央結算系統參與者)；或(ii)使用白色或黃色申請表格作出申請，並以閣下本身的名義代表不同的實益擁有人提交超過一份申請。閣下必須在本申請表格上註有「由代理人遞交」一欄內填上各實益擁有人(如屬聯名實益擁有人，則為每名該等實益擁有人)的：

- 賬戶號碼；或  
其他識別編號。
- 如閣下未填妥上述資料，則申請將被視為閣下本身的利益而作出。作為代理人，閣下被視為已保證閣下獲正式授權可代表有關實益擁有人簽署本申請表格，及同意按照下文已印就「個人資料」一節所載的條款披露該實益擁有人個人資料。

7. 僅可為閣下本身的利益(為閣下及閣下的任何聯名申請人)提交一份申請。重複申請或疑屬重複申請將不獲受理。除閣下為代理人並提供閣下申請所需的資料外，如果閣下或閣下連同聯名申請人作出以下事宜，閣下的所有申請(包括香港中央結算(代理人)有限公司(「香港結算代理人」)按電子認購指示提出的申請部分)即被視為重複申請而被拒絕受理：  
(無論個人或聯同他人)使用白色或黃色申請表格或透過中央結算系統向香港結算(如閣下為中央結算系統投資者戶口持有人或透過一名中央結算系統結算參與者或託管商參與者提出申請)或透過白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示提出超過一份申請；或  
(無論個人或聯同他人)同時以一份白色申請表格及一份黃色申請表格或以一份白色或黃色申請表格及透過中央結算系統向香港結算(如閣下為中央結算系統投資者戶口持有人或透過一名中央結算系統結算參與者或託管商參與者提出申請)或根據白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示提出申請；或  
(無論個人或聯同他人)以一份白色或黃色申請表格或透過中央結算系統向香港結算(如閣下為中央結算系統投資者戶口持有人或透過一名中央結算系統結算參與者或託管商參與者提出申請)或透過白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示，申請認購香港公開發售初步可供公眾認購的H股50%(即56,772,000股H股)以上；或  
曾經申請或接納或表示有意認購，或曾經獲得配售或分配(包括有條件及或臨時性)國際發售的國際發售股份。

- 除上述者外，如果閣下提交超過一份為閣下的利益而提出的申請(包括香港結算代理人按電子認購指示提出的申請部分)，則閣下的所有申請亦將被視為重複申請而被拒絕受理。如果由一家非上市公司提出申請並且：

- 該公司主要的業務是證券交易；及  
閣下行使對該公司的法定控制權。
- 則該項申請將被視為閣下的利益而提交。  
非上市公司指並無股本證券在香港聯交所上市的公司。  
法定控制權是指閣下：

- 控制某公司董事會的構成；或  
控制某公司一半以上的表決權；或  
持有某公司一半以上已發行股本(不計任何無權獲得超出指定金額的利潤或資本分派的股本部分)。

8. 香港發售股份的分配、申組及乙組  
為進行分配，根據香港公開發售初步提呈以供認購的113,544,000股香港發售股份(或因香港公開發售與國際發售之間獲分配的發售股份數目而更改)將分為兩組：甲組(56,772,000股H股)及乙組(56,772,000股H股)。甲組的香港發售股份將公平分配予總認購額為5,000,000港元或以下(並不包括1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費)的香港發售股份的成功申請人。乙組的香港發售股份將公平分配予總認購額為5,000,000港元或以上但不超過乙組總值(並不包括1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費)的香港發售股份的成功申請人。閣下謹請注意，甲組及乙組的申請人所獲分配的比例或會有所不同。倘其中一組(而非兩組)的香港發售股份出現認購不足的情況，則該組餘下的香港發售股份將轉撥往另一組，以滿足另一組的需求並作相應的分配。閣下僅可獲分配甲組或乙組而非兩組的香港發售股份。重複或疑屬重複申請以及任何超過56,772,000股香港發售股份的申請將不獲受理。香港公開發售僅根據所接獲的有效申請數目向香港公開發售的投資者分配香港發售股份(甲組及乙組)。每一組的分配標準或會因應申請人有效申請的香港發售股份數目而有所不同。然而，香港發售股份的分配可能會因應情況而進行抽籤，即部分申請人可能獲分配數目較其申請相同數目香港發售股份的申請人為多的股份，而中籤的申請人則可能不獲分配任何香港發售股份。

9. 補充信息  
如果刊登招股章程的任何補充文件，則已提交申請的申請人可能會亦可能不會(視乎補充文件所載信息而定)接獲他們可撤回申請的通知。如果申請人未接獲通知，或申請人接獲通知後並未根據所通知的程序撤回申請，則所提交的一切申請將仍有效並可能接納。除上文及下文所述者外，申請一經提交即不可撤回，且申請人將被視為根據經增補的招股章程而作出申請。

10. 閣下填妥並提交本申請表格，即表示閣下(如屬聯名申請人，即各聯名申請人共同及個別)代表閣下自己，或作為代理或代理人及代表委託閣下作為代理或代理人的每位人士：

- 指示並授權本公司及或聯席賬簿管理人(或其各自的代理或代理人)代表閣下簽署任何過戶表格、成交單據或其他文件，並根據組織章程細則的規定代表閣下進行所有其他必要的事情，以及任何以閣下名義向閣下配發的香港發售股份以登記，並以其他方式使招股章程和本申請表格中所述的各項安排得以進行；  
承諾簽署所有文件並進行所有必要的事情，以及根據組織章程細則規定使閣下登記為獲分配香港發售股份的持有人；  
確認閣下已經收到及或細閱招股章程，並在申請時只依賴招股章程中包含的信息和陳述，且不會依賴招股章程的任何補充文件所載以外的任何其他信息和陳述；  
同意本公司、聯席保薦人、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及其各自的任何董事、高級人員、員工、代理或顧問及參與全球發售的任何其他各方，須對招股章程、申請表格及招股章程的任何補充文件所載的信息及陳述負責；  
同意(在不影響閣下可能享有的任何其他權利的前提下)閣下的申請一經接納，則閣下不得因非善意做出失實陳述而撤銷申請，而除按招股章程規定以外，閣下不得撤銷申請；  
(倘申請是為閣下自身的利益而提出)保證有關申請是為閣下的利益以白色或黃色申請表格或透過中央結算系統向香港結算或透過白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示所作出的唯一申請；  
(倘申請是代理或委託)閣下提出)保證閣下已經有效地、不可撤銷地向閣下的代理授予所有必要的權力和職權以提交本申請；  
(倘閣下是其他人士的代理)保證已向該名人士作出合理查詢，是項申請將會是或已經是為該名人士的利益以白色或黃色申請表格或透過中央結算系統向香港結算或透過白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示提交的唯一申請，且閣下已獲正式授權作為該名人士的代理簽署本申請表格；  
承諾並確認閣下(倘申請是為閣下的利益作出)或閣下為其利益作出申請的人士並無申請或接納或表示有意認購或已接納或獲配售或分配(包括有條件及或臨時性)國際發售的任何國際發售股份，亦將不會申請或接納或表示有意認購國際發售的任何國際發售股份，亦無以其他方式曾經或將會參與國際發售；  
保證閣下申請中所載的信息屬真實及準確；  
同意向本公司、H股證券登記處、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人及其各自的顧問和代理披露任何上述各方所需關於閣下或閣下為其利益而提出申請人士的个人資料或其他信息；  
同意閣下的申請、申請的任何接納及因此訂立的合同將受香港法例規管並按其詮釋；  
承諾並同意接受所申請的香港發售股份，或閣下申請獲分配的任何較少數量的香港發售股份；  
授權本公司將閣下的姓名列入本公司的股東名冊中，作為分配給閣下的任何香港發售股份的持有人，並授權本公司及或本公司的代理將任何H股股票及或任何退款支票(如適用)以普通郵遞方式按申請表格上所填寫的地址寄予閣下或(如屬聯名申請人)申請表格排名首位的申請人，郵遞風險由閣下自行承擔(除非閣下申請1,000,000股或以上的香港發售股份並在申請表格上表明閣下將親自領取H股股票及退款支票(如適用))，則閣下可於2011年12月21日(星期三)或本公司在報章上公佈發送領取H股股票、電子退款指示、退款支票的其他日期上午9時正至下午1時正親臨香港中央證券登記有限公司領取閣下的H股股票及或退款支票(如適用)；  
明白本公司、聯席全球協調人、聯席賬簿管理人及聯席牽頭經辦人將依賴上述聲明及陳述，以決定是否根據閣下的申請分配任何香港發售股份，閣下如作出虛假聲明，可能會被檢控；



# Hong Kong Public Offering — Yellow Form 香港公開發售 — 黃色申請表格

Please use this form if you want the Hong Kong Offer Shares to be registered in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant.  
如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份,並直接存入中央結算及交收系統(「中央結算系統」),以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口,請用本表格。

NOTE: Unless defined herein, terms and expressions used in this Application Form have the same meanings as defined in the prospectus of Beijing Jingneng Clean Energy Co., Limited (the “Company”) dated December 12, 2011 (the “Prospectus”).  
附註: 除本申請表格所界定者外,本申請表格所用的詞語及損與北京京能清潔能源電力股份有限公司(「本公司」)於2011年12月12日刊發的招股章程(「招股章程」)所界定者具有相同涵義。

Staple your  
payment  
here  
請將股款  
繫釘在此

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of this Application Form.  
香港交易所及結算有限公司、香港聯合交易所有限公司(「香港聯交所」)及香港中央結算有限公司(「香港結算」)對本申請表格的內容概不負責,對其準確性或完整性亦不發表任何聲明,並表明概不因此本申請表格全部或任何部分內容而產生或因倚賴該等內容而引致任何損失或承擔任何責任。  
A copy of this Application Form, together with a copy of each of the WHITE and GREEN Application Forms, the Prospectus and the other documents specified in the paragraph headed “Documents Delivered to the Registrar of Companies” in “Appendix X – Documents Delivered to the Registrar of Companies and Available for Inspection” in the Prospectus, have been registered to the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong), the Securities and Futures Commission (the “SFC”) and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.  
本申請表格連同白色及綠色申請表格、招股章程及招股章程附錄十一送呈公司註冊處及備案文件內(送呈公司註冊處的文件)一段所列的其他文件,已遵照香港法例第32章公司條例第342C條的規定,於香港公司註冊處登記。證券及期貨事務監察委員會(「證監會」)及香港公司註冊處對任何此等文件的內容概不負責。  
The information contained in this Application Form is not for publication, distribution or release, directly or indirectly, in or into the United States (including its territories and dependencies, any State of the United States and the District of Columbia). These materials do not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The H Shares mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “Securities Act”).  
本申請表格所載資料不屬於或向美國(包括其領土及屬地、美國各州及華盛頓特區)境內直接或間接刊發、分發或提供。於美國,該等資料不構成或成為購買或認購證券的任何要約或邀請的一部分。本申請表格所述H股並無亦不會根據美國1933年證券法(「證券法」)註冊或登記。  
The H Shares may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the Securities Act. No public offering of the securities will be made in the United States.  
除非已進行登記或已根據證券法登記規定獲得豁免,否則將不會於美國境內出售H股,亦將不會於美國境內進行證券的公開發售。  
Nothing in this Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy or shall there be an sale of Hong Kong Offer Shares in any jurisdiction in which such offer, solicitation or sale would be unlawful.  
本申請表格或招股章程的內容概不構成於任何香港發售股份即屬違法之司法管轄區內作出有關呈出或要約,亦不得在有關司法管轄區出售任何香港發售股份。



## 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)

(於中華人民共和國註冊成立的股份有限公司)

### GLOBAL OFFERING

Number of Offer Shares in the Global Offering : 1,135,420,000 H Shares (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 (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

### 全球發售

全球發售的發售股份數目 : 1,135,420,000股H股(包括本公司提呈的1,032,200,000股H股及售股股東提呈的103,220,000股銷售股份,或會調整及因行使超額配股權而更改)  
國際發售股份數目 : 1,021,876,000股H股(或會調整及因行使超額配股權而更改)  
香港發售股份數目 : 113,544,000股H股(或會調整)  
最高發售價 : 每股H股1.75港元,另加1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費(須於申請時以港元繳足及可視乎最終定價予以退還)  
面值 : 每股H股人民幣1.00元  
股份代號 : 00579

### Application Form 申請表格

Applications will be accepted until 12:00 noon on  
Thursday, December 15, 2011.

You must read the conditions and instructions attached to this Application Form.  
To be valid, you must complete all applicable parts of this Application Form.  
Please write clearly in ink.

截止接受申請時間為  
2011年12月15日(星期四)中午12時正。  
閣下必須細閱本申請表格所附載的條件及指示。  
本申請表格各適用部分必須全部  
以墨水筆清楚填妥,方為有效。

To: Beijing Jingneng Clean Energy Co., Limited  
Goldman Sachs (Asia) L.L.C.  
UBS AG, Hong Kong Branch  
Asia Limited  
The Hong Kong Underwriters

致: 北京京能清潔能源電力股份有限公司  
高盛(亞洲)有限責任公司  
瑞士銀行香港分行  
中銀國際亞洲有限公司  
香港包銷商

- I/We:
- apply for the number of Hong Kong Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Articles of Association;
  - endorse payment in full for the Hong Kong Offer Shares applied for, including 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee;
  - undertake and agree to accept the Hong Kong Offer Shares applied for, or any lesser number allotted to me/us in this application;
  - declare that this is the only application made and the only application intended by me/us to be made whether on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC or to the White Form eIPO Service Provider under the White Form eIPO service ([www.eipo.com.hk](http://www.eipo.com.hk)) to benefit me/us or the person for whose benefit I am/we are applying;
  - undertake and confirm that I/we and the person for whose benefit I am/we are applying have not applied for, taken up or indicated an interest in, or received or been placed or allocated (including conditionally and/or provisionally) and will not apply for, take up or indicate an interest in any International Offer Shares under the International Offering, nor otherwise have participated or will participate in the International Offering;
  - understand that this declaration and representation will be relied upon by the Company and the Joint Bookrunners in deciding whether or not to make any allotment of Hong Kong Offer Shares in response to this application;
  - authorise the Company to place the name of HKSCC Nominees on the register of members of the Company as the holder of any Hong Kong Offer Shares to be allotted to me/us, and to deposit the relevant H Share certificate(s) directly into CCASS for the credit of my/our CCASS Investor Participant stock account or the stock account of my/our designated CCASS Participant as instructed by me/us;
  - request that any refund cheque(s) be made payable to me or, in the case of joint applicants, to the first-named of us in this Application Form; and (subject to the terms and conditions set out on the pages attached to this Application Form) to send any refund cheque(s) by ordinary post as my/our own risk to the address given on this Application Form (except where I/we have applied for 1,000,000 or more Hong Kong Offer Shares and have indicated on this Application Form that I/we wish to collect any refund cheque(s) in person in accordance with the procedures prescribed in this Application Form and the Prospectus);
  - have read the terms and conditions and application procedures set out on the pages attached to this Application Form and in the Prospectus and agree to be bound by them;
  - represent, warrant and undertake that I am/each of us is, and each of the persons for whose benefit I am/we are applying is neither a U.S. person(s) nor a person inside the United States (both as defined in the Securities Act) when completing and submitting this Application Form, or I am/each of us is, and each of the persons for whose benefit I am/we are applying is a person described in paragraph (b)(3) of Rule 902 of Regulation S under the Securities Act, and the allotment of application for the Hong Kong Offer Shares to me/us or by me/us or for whose benefit this application is made would not require the Company to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong; and
  - agree that this application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong.

Signed by (all) applicant(s) (all joint applicants must sign):  
由(所有)申請人簽署(所有聯名申請人必須簽署):

Date: 日期: ...../...../.....  
D M Y  
日 月 年

本人 我們:  
按照招股章程及本申請表格的條款及條件,並在組織章程細則所載的各項規限下,申請以下數目的香港發售股份;  
夾附申請香港發售股份所需的全數付款(包括1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費);  
承諾及同意接納本人、我們於本申請中所申請的香港發售股份,或獲分配的任何較少數目的香港發售股份;  
聲明是項申請乃為本人、我們的利益,或本人、我們所代表人士的利益以白色或黃色申請表格或向香港結算或根據白表eIPO服務([www.eipo.com.hk](http://www.eipo.com.hk))向白表eIPO服務供應商發出電子認購指示作出及擬作出的唯一認購申請;  
承諾及確認本人、我們及本人、我們為其利益作出申請的人士並無申請、接納或表示有意認購或收取或獲配售或分配(包括有條件及或臨時性)亦不會申請、接納或表示有意認購國際發售股份的任何國際發售股份或以其他形式已參與或將參與國際發售;  
明白 貴公司及聯席副總裁將向聯席副總裁及聯席副總裁,以決定是否接納本申請發出的香港發售股份;  
授權 貴公司將香港結算代理人的名稱列入 貴公司名稱內,發給任何向閣下發給本人、我們的香港發售股份的持有人,並將有關H股股票直接存入中央結算系統,以記存於本人、我們指定的中央結算系統投資者戶口持有人股份戶口或本人、我們指定的中央結算系統參與者股份戶口;  
要求任何退款支票以本人或(倘屬聯名申請人)本申請表格內我們中排名首位者為抬頭人,並(在符合申請表格隨附頁所載的條款及條件的情況下)按本申請表格上所示地址以普通郵遞方式寄發任何退款支票,郵寄風險概由本人、我們自行承擔(除非本人、我們申請1,000,000股或以上的香港發售股份,並已於本申請表格上表明擬按本申請表格及招股章程所述程序親自領取任何退款支票);  
已細閱本申請表格隨附頁及招股章程所載的條款、條件及申請手續,並同意受其約束;  
聲明、保證及承諾本人、我們中的任何人士及本人、我們為其利益而提出申請的任何人士在填寫及遞交本申請表格之時既非美國人士,亦非身處美國境內的人士(兩者定義見證券法S規則),或本人、我們中的任何人士及本人、我們為其利益而提出申請的每名人士是證券法S規則第902條(b)(3)段所述的人士,而本人、我們或本人、我們為其利益而提出申請的人士利益或申請香港發售股份不會引致 貴公司須從香港以外任何地區的任何法律或法規的任何規定(不論是具否真法律效力);及  
同意本申請、任何對本申請的接納以及因此訂立的合同,將受香港法例規管及按其詮釋。

For Broker use 此欄供經紀填寫  
Lodged by 申請由以下經紀遞交

Broker No. 經紀號碼			
Broker's Chop 經紀印章			

### 警告:

- 閣下必須細閱本頁的條款及條件及申請手續。
- 閣下必須親筆(不得以個人印章方式)簽署本申請表格,否則申請會被拒絕受理。
- 本申請表格內所有適用空格均必須填妥,否則申請會被拒絕受理。
- 閣下必須遵守守規的申請手續,否則本公司保留拒絕受理有關申請的權利。
- 閣下必須以英文填妥本申請(除非另有指明),否則申請會被拒絕受理。
- 僅限以白色或黃色申請表格或向香港結算或根據白表eIPO服務([www.eipo.com.hk](http://www.eipo.com.hk))向白表eIPO服務供應商發出電子認購指示以作出任何人士的利益作出一次申請,以白色或黃色申請表格或向香港結算或根據白表eIPO服務([www.eipo.com.hk](http://www.eipo.com.hk))向白表eIPO服務供應商發出電子認購指示作出的重複或踴躍重複申請,由一名申請人以白色或黃色申請表格或向香港結算或根據白表eIPO服務([www.eipo.com.hk](http://www.eipo.com.hk))向白表eIPO服務供應商發出電子認購指示提出認購超過56,772,000股香港發售股份的認購申請,及支票或銀行本票於首次過戶時不獲兌現的申請,均會被拒絕受理。
- 閣下如作出虛假聲明,可能會被檢控。

### Warning:

- It is important that you read the terms and conditions and application procedures overleaf.
- You must sign this Application Form in writing (and not by way of personal chop), otherwise this application is liable to be rejected.
- All applicable boxes in this Application Form must be completed, otherwise the application is liable to be rejected.
- It is important that you follow the application procedures on the overleaf, otherwise the Company reserves the right to reject the application.
- You must complete this application in English unless as stated otherwise, otherwise the application is liable to be rejected.
- Only one application may be made for the benefit of any person on a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC or to the White Form eIPO Service Provider under the White Form eIPO service ([www.eipo.com.hk](http://www.eipo.com.hk)). Multiple or suspended multiple applications on WHITE and/or YELLOW Application Forms and/or by way of giving electronic application instructions to HKSCC and/or to the White Form eIPO Service Provider under the White Form eIPO service ([www.eipo.com.hk](http://www.eipo.com.hk)) applications made by one applicant on either a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC or to the White Form eIPO Service Provider under the White Form eIPO service ([www.eipo.com.hk](http://www.eipo.com.hk)) for more than 56,772,000 Hong Kong Offer Shares and applications where cheques or banker's cashier orders are dishonored upon first presentation are liable to be rejected.
- You may be prosecuted if you make a false declaration.

Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited ("HKSCC Nominees") and deposited directly into the Central Clearing and Settlement System ("CCASS") for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant. 如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將發行的香港發售股份,並直接存入中央結算及交收系統(「中央結算系統」),以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口,請用本表格。

Number of Hong Kong Offer Shares applied for, not to exceed 56,772,000 Hong Kong Offer Shares being 50% of the Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering 申請香港發售股份數目(不得超過56,772,000股香港發售股份,即香港公開發售初步呈呈可供認購的香港發售股份的50%)

--

Cheque/banker's cashier order number 支票/銀行本票號碼

--

Total amount of payment 付款總額

HK\$	港元
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Name of bank on which cheque/banker's cashier order is drawn\* 支票/銀行本票的付款銀行名稱\*

--

\* Cheque and banker's cashier order should be crossed "Account Payee Only" and made payable to "Bank of China (Hong Kong) Nominees Limited — Beijing Clean Energy Public Offer".

\* 支票及銀行本票須劃線註明「只准存入抬頭人賬戶」,並須註明抬頭人為「中國銀行(香港)代理人有限公司—北京清潔能源公開發售」。

To be completed in BLOCK letters in English in ink, except as stated otherwise. Joint applicants should give the address of the first-named applicant only. 除另有說明外,請用墨水筆以英文正楷填寫。聯名申請人只須填寫排名首位申請人的地址。

Your name (in English) 英文姓名 名稱

Family name or company name 姓氏或公司名稱	Forename(s) 名字
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Your name (in Chinese) 中文姓名 名稱

Family name or company name 姓氏或公司名稱	Forename(s) 名字
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Your occupation (in English) 職業(以英文填寫)

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Your Hong Kong identity card no./passport no./Hong Kong business registration no.\*\* (Please delete as appropriate) 閣下的香港身份證號碼/護照號碼/香港商業登記證號碼\*\* (請刪除不適用者)

Names of all other joint applicants (in English) (if any) 所有其他聯名申請人的英文姓名名稱(如有)

(1)	
(2)	
(3)	

Hong Kong identity card no./passport no./Hong Kong business registration no. of all other joint applicants\*\* (Please delete as appropriate) 所有其他聯名申請人的香港身份證號碼/護照號碼/香港商業登記證號碼\*\* (請刪除不適用者)

Your address in English (Joint applicants should give the address and telephone number of the first-named applicant only) Only an address in Hong Kong will be accepted 地址(以英文填寫)聯名申請人只須填寫排名首位申請人的地址及電話號碼)只接受香港地址

Telephone no. 電話號碼

For nominees: Please provide an account number or identification code for each (joint) beneficial owner. 由代理人遞交: 請填寫各(聯名)實益擁有人的賬戶號碼或識別編碼。

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If you are a nominee and you do not complete this section, this application will be treated as being made for your own benefit. 如閣下為代理人,而並無填寫本節,則是項申請將被視為閣下本身利益提出。

- \*\* (1) If you are a CCASS Investor Participant, only a Hong Kong identity card number (if you are an individual) or a Hong Kong business registration number (if you are a body corporate) will be accepted for this application. Please see paragraph 2 under the section "How to make your application" overleaf.
- (2) If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant): For an individual, you must provide your Hong Kong identity card number or passport number. If you hold a Hong Kong identity card, please provide that number. If you do not hold a Hong Kong identity card, please provide your passport number. For a body corporate, please provide your Hong Kong business registration number. The Hong Kong identity card/Passport/Hong Kong business registration number will be used for checking the validity of application forms and otherwise for processing the application for H Shares and such data would be transferred to a third party for the accomplishment of such purposes.
- (3) Part of your Hong Kong identity card number/passport number, or, if you are joint applicants, part of the Hong Kong identity card number/passport number of the first-named applicant, provided by you, may be printed on your refund cheque (if any). Such data will be used for checking the validity of Application Forms and such data would also be transferred to a third party for such purpose and refund purpose. Your banker may require verification of your Hong Kong identity card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong identity card number/passport number may lead to delay in encashment of or may invalidate your refund cheque.
- (4) All joint applicants must give (if they are individuals) their Hong Kong identity card numbers or, where applicable, passport numbers, or (if they are bodies corporate) their Hong Kong business registration numbers. 所有聯名申請人必須提供(如屬個人人士)其香港身份證號碼或護照號碼(如適用),或(如屬法人團體)其香港商業登記證號碼。 Applicants who have applied for 1,000,000 or more Hong Kong Offer Shares and wish to collect refund cheque(s) (where relevant) which is expected to be on Wednesday, December 21, 2011, should mark "✓" in the box on the left. Please refer to the section headed "Dispatch/Collection of Share Certificates and Refund Monies" in the Prospectus for more information. 凡申請1,000,000股或以上香港發售股份,並擬親身領取退款支票(如適用)當日(預計為2011年12月21日(星期三))前往本公司的H股證券登記處香港中央證券登記有限公司(地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室)領取退款支票(如適用)的申請人,請在左方空格內填上「✓」號。有關詳情請參閱招股章程「發送/領取股票及退款」一節。

### DETAILS FOR CCASS PARTICIPANT 中央結算系統參與者資料詳情

**THIS BOX MUST BE DULY COMPLETED**  
此空格必須妥為填寫

Participant I.D. of the designated CCASS Participant or CCASS Investor Participant  
指定中央結算系統參與者或中央結算系統投資者戶口持有人編號

For designated CCASS Participant or Corporate CCASS Investor Participant, please also affix the company chop bearing its company name.  
指定中央結算系統參與者或中央結算系統公司投資者戶口持有人請加蓋顯示公司名稱的公司印章。

(See paragraph 2 under section "How to make your application" overleaf)  
(請參閱背頁「申請手續」一節第2段)

For Bank use 此欄供銀行填寫

### ADDRESS LABEL 地址標貼

Please repeat your name(s) and address as set out above in BLOCK letters  
請用正楷字母填寫上表所示姓名 名稱及地址

Name(s) 姓名 名稱
Address 地址

Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant.

**Conditions of your application**

Unless otherwise stated, terms used in these conditions have the same meaning ascribed thereto in the Prospectus.

**A. Who can apply**

1. You, the applicant(s), and any person(s) for whose benefit you are applying, must be 18 years of age or older and must have a Hong Kong address.

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

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**Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant.**

- the application for Shares is not for one of the amounts set out in the table in this Application Form;
- you or the person for whose benefit you are applying have applied for or taken up, or indicated an interest for, or have been or will be placed or allocated (including conditionally and/or provisionally) Hong Kong Offer Shares and/or Offer Shares in the International Offering. By filling in any of the **WHITE** or **YELLOW** Application Forms or applying by giving **electronic application instructions** to HKSCC or to the designated **White Form eIPO** service provider under the **White Form eIPO** service, you agree not to apply for Hong Kong Offer Shares as well as International Offer Shares under the International Offering. Reasonable steps will be taken to identify and reject applications in the Hong Kong Public Offering from investors who received Offer Shares under the International Offering, and to identify and reject indications of interest in the International Offering from investors who have received Hong Kong Offer Shares in the Hong Kong Public Offering;
- your Application Form is not completed in accordance with the instructions as stated in the Application Form (if you apply by an Application Form);
- your payment is not made correctly;
- you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonored upon its first presentation;
- the Underwriting Agreements do not become unconditional;
- the Underwriting Agreements are terminated in accordance with their respective terms;
- the Company or the Joint Bookrunners believe that by accepting your application, they would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is completed and signed; or
- your application is for more than 50% of the H Shares (i.e. 56,772,000 H Shares) initially being offered for public subscription under the Hong Kong Public Offering.

**Refund of your money**

If you do not receive any Hong Kong Offer Shares for any of the above reasons, the Company will refund to you your application monies (including the related 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee). No interest will be paid thereon. If your application is accepted only in part, the Company will refund to you the appropriate portion of your application monies (including the related 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee) without interest. If the Offer Price as r applying 0 4u gO Td(WHITE)759 se0 any of theCC or to th trans.588pplied for 9(g Offedepecte tegerage, 0.4ur AppliHIT69 of the jurisdess,000 .107maximum7 Tc 046 r ap(inHKS)

閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份,並直接存入中央結算及交收系統(「中央結算系統」),以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口,請用本表格。



# Beijing Jingneng Clean Energy Co., Limited

## 北京京能清潔能源電力股份有限公司

(於中華人民共和國註冊成立的股份有限公司)

### 全球發售

申請條件  
除另有說明外,此等條件所用詞彙與招股章程賦予者具有相同涵義。

甲. 申請人資格

- 閣下作為申請人及閣下為其利益提出申請的任何人士必須年滿18歲或以上並須有香港地址。
- 閣下為高齡,有關申請必須由個別正式成員提出,而非以該高齡名義申請。
- 閣下為法人團體,申請表格須由正式授權的成員提出,而非該高級人員須說明其代表身份。
- 聯名申請人的數目不得超過四名。
- 除獲香港聯合交易所有限公司證券上市規則(「上市規則」)批准外,閣下或閣下為其利益提出申請的任何人士為下列人士,則不得申請認購任何香港發售股份:
  - 本公司或其任何子公司的現有實際擁有人;
  - 本公司或其任何子公司的行政總裁、董事或監事;
  - 以上任何人士的聯繫人(定義見上市規則);
  - 本公司的關連人士(定義見上市規則)或在緊隨全球發售完成後成為本公司關連人士的人士;
  - 已獲分配或將收取任何國際發售股份,或經已以其他方式正式參與國際發售或表明有意認購國際發售股份的人士;
  - 美國人士(定義見證券法例),或中華人民共和國(不包括香港、澳門及台灣)的法人或自然人(不包括合格境內機構投資者);或
  - 當填妥及遞交本申請表格時為身處美國境內的人士(定義見證券法例),以及閣下並非證券法例第902條第(h)(3)段所述人士;或
  - 無香港地址的人士。

乙. 倘閣下為代理人  
閣下只有身為代理人,方可以代理人身份提交多於一份香港發售股份申請,在此情況下閣下可以下列方式提出申請:(i)透過中央結算系統向香港結算發出電子認購指示(倘閣下為中央結算系統投資者);或(ii)使用白色或黃色申請表格提出申請,並以閣下本身的名義代表不同的實益擁有人提交超過一份申請。  
閣下必須在本申請表格上註有「由代理人遞交」一欄內填上各實益擁有人(如屬聯名實益擁有人,則為每名該等實益擁有人)的:

- 戶口號碼;
- 其他識別號碼。

如閣下未填妥上述資料,則申請將被視為閣下本身的利益而作出。作為代理人,閣下被視為已保證閣下獲正式授權可代表有關實益擁有人簽署本申請表格,及向香港按照下文已印就個人資料一節所載的條款披露該實益擁有人個人資料。

丙. 僅可為閣下本身的利益(或閣下及閣下任何聯名申請人的利益)提交一份申請  
重複申請或疑重複申請將不被接受。除閣下為代理人並提供閣下申請所需的資料外,如果閣下或閣下連同聯名申請人作出以下事宜,閣下的所有申請(包括香港結算代理人按電子認購指示提出的申請部分)即被視為重複申請而被拒絕受理:

- (無論個人或聯同他人)使用白色或黃色申請表格或透過中央結算系統向香港結算(或閣下為中央結算系統投資者戶口持有人或透過一名中央結算系統投資者或託管商參與者提出申請)或透過白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示提出超過一份申請;或
- (無論個人或聯同他人)同時以一份白色申請表格及一份黃色申請表格或一份白色或黃色申請表格及向香港結算或根據白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示提出申請;
- (無論個人或聯同他人)以一份白色或黃色申請表格或透過中央結算系統向香港結算(或閣下為中央結算系統投資者戶口持有人或透過一名中央結算系統投資者或託管商參與者提出申請)或透過白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示提出申請,申請認購香港公開發售初步可為公眾認購的H股50%(即56,772,000股H股);或
- 曾經申請或接納或表示有意認購,或曾經獲得配售或分配或將會獲得配售或分配(包括有條件或臨時性)國際發售的國際發售股份。

除上述者外,如果閣下提交超過一份為閣下的利益而提出的申請(包括香港結算代理人按電子認購指示提出的申請部分),則閣下的所有申請亦將被視為重複申請而被拒絕受理。如果由一家非上市公司提出申請並且該公司的唯一業務是證券交易;及閣下行使該公司的法定控制權,則該項申請將被視為閣下的利益而提交。  
非上市公司指並無股本證券在香港聯交所上市的公司。  
法定控制權是指:

- 控制某公司董事會的構成;或
- 控制某公司一半以上的表決權;或
- 持有某公司一半以上已發行股本(不計任何無權獲得超出指定金額的利潤或資本分派的股本部分)。

丁. 香港發售股份的分配一甲組及乙組  
為進行分配,根據香港公開發售初步提呈以供認購的113,544,000股香港發售股份(或因香港公開發售與國際發售之間分配的發售股份數目調整而更改)將分為兩組:甲組(56,772,000股H股)及乙組(56,772,000股H股)。甲組的香港發售股份將公平分配予總認購額為5,000,000港元以下(並不包括1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費)的香港發售股份的成功申請人。乙組的香港發售股份將公平分配予總認購額為5,000,000港元以上但不超過乙組總額(並不包括1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費)的香港發售股份的成功申請人。閣下請注意,甲組及乙組的總認購額的比例或會有所不同,倘其中一組(而非兩組)的香港發售股份出現認購不足的情況,則該組餘下的香港發售股份將轉撥至另一組,以滿足另一組的需求並相應的香港發售股份。閣下可獲分配甲組或乙組而非兩組的香港發售股份,重複或疑重複申請以及任何超過56,772,000股香港發售股份的申請將不被接受。申請超過原本分配予每一組的香港發售股份總數的申請人的申請將不被接受。香港公開發售根據所接獲的有效申請數目向香港公開發售的投資者分配香港發售股份(甲組及乙組)。分配基準或因部分申請人有效認購香港發售股份數目而有所不同,然而,香港發售股份的分配可能會因應情況而進行抽籤,即部分申請人可獲分配較數目較其他申請人相同數目香港發售股份的申請人為多,而未有申請的申請人則可能不獲分配任何香港發售股份。

戊. 補充信息  
如果刊登招股章程的任何補充文件,則已提交申請的申請人可能會亦可能不會(視乎補充文件所載信息而定)接獲他們所獲申請的通知。如果申請人未接獲通知,或申請人接獲通知後並未根據所通知的程序撤回申請,則所提交的一切申請將仍有效並可能獲接納。除上文及下文所述者外,申請一經提交即不可撤回,且申請人將被視為根據增補的招股章程而作出申請。

己. 填妥及遞交本申請表格的效用  
閣下填妥及遞交本申請表格,即表示閣下(如屬聯名申請人,則各聯名申請人共同及個別)代表閣下自己,或作為代理人代表及代表委託閣下作為代理人或代理人的每位人士:

- 正式授權本公司及或聯席賬簿管理人(或其各自的代理或代理人)代表閣下簽署任何過戶表格、成交單據或其他文件,並根據編組章程規則規程,閣下進行所有其他必要的事情,以便任何以香港結算代理人名義分派予閣下的香港發售股份得以規程,並以此種方式使招股章程和本申請表格中所列的各項安排得以進行;
- 承認簽署所有文件並進行所有必要的程序,以及根據編組章程規則規定使香港結算代理人登記為閣下獲分配的香港發售股份的持有人;
- 同意將獲分配的香港發售股份以香港結算代理人的名義發行,並直接存入中央結算系統,以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口內;
- 同意香港結算及香港結算代理人均可保留其絕對酌情權,(1)不接納任何部分或以香港結算代理人名義發行的已配發的香港發售股份或不接納該等已配發的股份存入中央結算系統;(2)使該等獲配發的香港發售股份從中央結算系統提取,並轉往閣下名下,惟風險及費用概由閣下承擔;及(3)使該等已配發的香港發售股份以閣下的名義(或如閣下屬聯名申請人,則以排名首位的申請人的名義)發行及在該情況下,閣下應將香港發售股份的票據以普通郵遞方式寄往閣下申請表格上所示地址(郵誤風險概由閣下承擔)或可供閣下親身領取;
- 同意香港結算及香港結算代理人各自均可調整已配發的香港發售股份數目;
- 同意香港結算及香港結算代理人均無須就未獲分配或已配發的香港發售股份的信息和陳述承擔任何責任;
- 同意香港結算及香港結算代理人均無須對閣下承擔任何責任;
- 確認閣下在作出認購申請時,僅依據招股章程列出的信息和陳述,及不會傳授招股章程任何補充文件所載的任何其他信息和陳述;
- 向本公司及本公司各股東表示同意,而本公司亦向各股東表示同意遵守及符合香港公司條例及編組章程規則;
- 授權本公司代表閣下與本公司各董事、監事及高級人員訂立合同,據此各董事、監事及高級人員承諾遵守及履行編組章程規則所規定對股東應有的責任;
- 確認閣下已經收到及或理解招股章程,並在申請時只依賴招股章程中包含的信息和陳述,且不會依賴招股章程的任何補充文件所載的任何其他信息和陳述;
- 同意本公司、聯席賬簿管理人、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及其各自的任何董事、高級人員、員工、代理或顧問及參與全球發售的任何其他各方,須向招股章程、申請表格及招股章程的任何補充文件所載的信息和陳述負責;
- 同意(在不影響閣下可能享有的任何其他權利的前提下)閣下的申請一經接納,則閣下不得因任何虛假或失實陳述而撤銷申請,而除招股章程規定外,閣下不得撤回申請;
- (倘申請是為閣下自身的利益而提出)閣下應將有關申請填妥以白色或黃色申請表格或透過中央結算系統向香港結算或透過白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示所作出的唯一申請;
- (倘申請是代表代理人)閣下提出保證閣下已經有效、不可撤回地向閣下的代理授予所有必要的權力和授權以提交本申請;
- (倘閣下是其他人士的代理)保證已向該名人士作出合理查詢,是項申請將會是或已經是該名人士的利益以白色或黃色申請表格或透過中央結算系統向香港結算或透過白表eIPO服務(www.eipo.com.hk)向白表eIPO服務供應商發出電子認購指示所作出的唯一申請,且閣下已獲正式授權作為該名人士代理簽署本申請表格;
- 承認並確認閣下(倘申請是為閣下的利益而作出)閣下已獲正式授權作為該名人士代理簽署或接納或表示有意認購或已接納或認購或分配(包括有條件或臨時性)國際發售的任何國際發售股份,亦將不會申請或接納或表示有意認購國際發售股份,亦無以其他方式曾經或將會參與國際發售;

保證閣下申請中所載的信息確屬真實及準確;  
閣下向本公司、H股證券登記處、收款銀行、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人及其各自的代理或代理人、H股證券登記處、收款銀行、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人及其他人士提供或增加的任何權或責任在內止各方所應於閣下、閣下為其利益而提出申請的人士的個人資料或其他信息;承諾同意接受所申請的香港發售股份,或閣下申請獲分配的任數或數量之香港發售股份;- 授權本公司將香港結算代理人的名稱列入本公司的股東名冊中,作為分派閣下的任何香港發售股份的持有人,並授權本公司及或本公司的代理將任何H股股票直接存入中央結算系統,並將任何還款支票(如適用)以普通郵遞方式按申請表格上所填寫的地址寄予閣下(或如屬聯名申請人)申請表格排名首位的申請人,郵誤風險由閣下自行承擔(除非閣下申請1,000,000股或以上之香港發售股份並在申請表格上表明,閣下將親自領取還款支票(如適用),則閣下可於2011年12月21日(星期三)上午9時正至下午1時正親臨香港中央證券登記有限公司領取閣下的退款支票(如適用));
- 明白本公司及聯席全球協調人、聯席賬簿管理人及聯席牽頭經辦人將依賴上述聲明和陳述,以決定是否接納閣下的申請及配發任何香港發售股份,閣下如作出虛假聲明,可能會被檢控;
- 如果香港以外任何地區的法律適用於閣下的申請,閣下同意並保證,閣下已遵守所有該等法律,且本公司、聯席賬簿管理人、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及參與全球發售的其他各方,以及其各自的任何高級人員或顧問,概不會因閣下的購買而受到檢控,閣下根據招股章程所載條款及條件所享有的權利與承擔的責任所引起的任何訴訟而違反香港以外地區的任何法律;
- 向本公司(代表本身及本公司各股東的利益)表示同意(而本公司一經接納全部或部分申請,則包括香港結算代理人的申請,即視為本公司本身及代表本公司各股東表示同意)遵守及符合香港公司條例及編組章程規則;
- 向本公司及本公司各股東、董事、監事、經理及高級人員表示同意,而本公司本身及代表各董事、監事、經理及高級人員亦向本公司各股東表示同意,對於因編組章程規則所載任何法律或其他有關法律及行政法規所授予或增加的任何權或責任在內引起或產生的一切糾紛或索償,致該等章程規則(包括過渡性條文)而產生之糾紛,即視為授權仲裁機構進行公開聆訊和公佈其裁決,且該等仲裁裁決為其決定性的最終裁決;
- 向本公司各股東表示同意本公司H股發行可自由轉讓本公司H股;
- (倘閣下為聯名申請人,則每名申請人共同及個別)同意閣下獲分配的任何香港發售股份以香港結算代理人的名義登記,並直接存入香港結算系統的中央結算系統中,以記存於閣下的中央結算系統投資者戶口持有人股份戶口或根據閣下在本申請表格中的選擇指定的中央結算系統參與者股份戶口;
- (倘閣下為聯名申請人,則每名申請人共同及個別)同意香港結算及香港結算代理人各自保留其絕對酌情權:(i)接受或以香港結算代理人名義分配予閣下的任何或全部香港發售股份,或不接受該等香港發售股份存入中央結算系統;(ii)使該等香港發售股份能夠從中央結算系統中提取,轉移到閣下的名下(或如閣下為聯名申請人,則轉移到申請表格上排名首位的申請人名下),風險及費用均由閣下自行承擔;及(iii)使該等香港發售股份以閣下的名義發行(或如閣下為聯名申請人,則以申請表格上排名首位的申請人的名義發行),且在此情況下,將該等香港發售股份的票據以普通郵遞方式寄往本申請表格中的地址,郵誤風險由閣下自行承擔,或供閣下親身領取;
- (倘閣下為聯名申請人,則每名申請人共同及個別)同意香港結算及香港結算代理人都可調整配發予閣下以及香港結算代理人名義發行的香港發售股份的數目;
- (倘閣下為聯名申請人,則每名申請人共同及個別)同意香港結算或香港結算代理人對招股章程和本申請表格中沒有包含的信息和陳述概不承擔任何責任;
- (倘閣下為聯名申請人,則每名申請人共同及個別)同意香港結算或香港結算代理人對閣下概不承擔任何責任;

聲明保證閣下明白H股並無且將來也不會根據證券法進行登記,且閣下在填寫申請表格時身處美國境內(定義見證券法S規程)及證券法第902條第(h)(3)段所述人士;  
確認閣下同意受招股章程及本申請表格所載的條款及條件及申請手續的約束;及  
同意閣下的申請、聯席全球協調人及因此訂立的合同將受香港法律規管並按其進行。

本公司、聯席賬簿管理人、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商、參與全球發售的其他各方及其各自的董事、高級人員、員工、合作夥伴、代理及顧問均有權依賴閣下在本申請中所作的任何保證、陳述或聲明。倘申請由聯名申請人作出,所有由聯名申請人明確作出、表示或承擔或關於聯名申請人的保證、陳述、聲明及責任將被視為由申請人共同及個別作出、表示及承擔以及共同及個別施加於申請人。

庚. 授權書  
如閣下適逢正式授權的代理人以有效的授權書提出申請,本公司及聯席賬簿管理人(或其各自的代理及代理人)可酌情在該申請符合其認為合適的任何條件(包括上述閣下對代理人的授權證明)的情況下接納閣下的申請。本公司及作為本公司代理的聯席賬簿管理人可全權決定拒絕或接受全部或任何部分申請,而無須述任何理由。

辛. 釐定發售價  
預期聯席全球協調人(代表包銷商)與本公司(本身及代表香港發售股份)於2011年12月15日(星期四)或該日前後且無論何日不遲於2011年12月20日(星期二)協定發售價。申請香港發售股份的申請人在申請時須支付每股香港發售股份的最高發售價1.75港元,另加1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費,倘發售價低於1.75港元,則任何產生溢利之申請款項將不計利息退還予成功的申請人。本公司將於2011年12月21日(星期三)於南華早報(英文)及香港經濟日報(中文)和香港聯交所網站(www.hkexnews.hk)及本公司網站(www.incc.com.hk)刊登發售價、聯席全球協調人(代表包銷商)及本公司同意(可於遞交香港公開發售申請最後日期上午9時之前隨時調整香港發售股份數目及/或指撥香港發售股份數目)的申請表(即每股H股1.50港元至1.75港元)。在該情況下,本公司將會在不遲於遞交香港公開發售申請最後日期上午9時前於南華早報(英文)及香港經濟日報(中文)和香港聯交所網站(www.hkexnews.hk)及本公司網站(www.incc.com.hk)刊登最低發售價數目及/或指撥香港發售股份數目。申請人應注意,有關最低發售價數目及/或指撥香港發售股份的任何公佈可能遲於上述時間刊發。倘基於任何原因,本公司與聯席全球協調人(代表包銷商)未能於2011年12月20日(星期二)之前協定發售價,則香港公開發售及國際發售將不會進行。

香港發售股份的配發  
本公司於截止登記認購申請後,方會開始處理香港發售股份的申請款項及分配任何該等H股。  
本公司將於2011年12月21日(星期三)公佈發售價,並預期於2011年12月21日(星期三)在南華早報(英文)及香港經濟日報(中文)及香港聯交所網站(www.hkexnews.hk)及本公司網站(www.incc.com.hk)公佈國際發售的認購踴躍程度及香港公開發售的配發基準及申請結果。配發結果及香港公開發售申請人的香港身份證 遵照 香港業務登記號碼將按招股章程「如何申請香港發售股份」一節「發送 領取股票及退款」一段所述的方法公佈。

倘閣下成功申請認購香港發售股份(全部或部分)  
閣下的申請全部或部分獲接納,閣下的H股股票(倘香港公開發售成為無條件且於2011年12月22日(星期四)上午8時正並無截止,股票方成為有效的所有權證書)將以香港結算代理人名義發行,並按照閣下在申請表格中的指示於2011年12月21日(星期三)下午5時正或之前以香港結算或香港結算代理人決定的任何其他日期直接存入中央結算系統,以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口。  
倘閣下指定由中央結算系統參與者(中央結算系統投資者戶口持有人除外)提出申請:香港發售股份將記存於閣下指定的中央結算系統參與者(中央結算系統投資者戶口持有人除外)股份戶口,閣下可向該中央結算系統參與者查詢閣下所獲分配的香港發售股份數目。  
倘閣下向中央結算系統投資者戶口持有人提出申請:  
本公司預期於2011年12月21日(星期三)按招股章程「如何申請香港發售股份」一節「公佈結果」一段所述方式將中央結算系統投資者戶口持有人的申請結果及香港公開發售的結果。閣下應查核本公司刊發的一份,如有任何差異,請於2011年12月21日(星期三)下午5時正前或香港結算或香港結算代理人決定的該等其他日期前向香港結算、聯席賬簿管理人及香港結算代理人查詢閣下的申請。閣下可透過「結算通」電話系統及中央結算系統互聯網系統(根據恒生交易易系統「投資者戶口持有人操作簡介」所載程序)查核閣下的最新戶口結餘。香港結算亦會向閣下提供一份交易易系統,列出閣下股份戶口的香港發售股份數目。  
本公司將不會發出臨時所有權文據。H股股票僅在香港公開發售成為無條件且於2011年12月22日(星期四)上午8時正並無按照招股章程「包銷」一節「包銷安排及開支」香港公開發售一香港公開發售一按上述一段所述的截止權利被終止的情況下方能成為有效所有權證書。本公司將不會就繳交申請款項發出收據。倘發售價較閣下支付的每股發售價為低,則多收的申請款項(包括因多收款項而收取的1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費)將不計利息退還予閣下。

閣下不獲配發香港發售股份的情況  
閣下可能因下列情況而不獲配發香港發售股份:  
1. 本公司或其代理可全權酌情決定拒絕或接納閣下的申請  
本公司及聯席賬簿管理人(作為本公司的代理)及白表eIPO服務供應商或其各自的代理和代理人可全權酌情決定拒絕或接納閣下全部或部分認購申請,而無須就此提供理由。  
閣下的申請被拒絕或撤回  
2. 本申請表格一經填妥,即表示閣下同意不得在2011年12月12日(星期四)或之前撤回閣下的申請,而這將成為與本公司訂立的附屬合同,在閣下遞交申請表格後即具有約束力。根據該附屬合同,本公司同意,除按招股章程所載任何一項規定外,不會於2011年12月15日(星期四)或之前向閣下發出任何香港發售股份。  
只有在根據公開發售第40條(按公司條例第342條施行)招股章程所載的上市人根據該條發出公告,免除或限制其對招股章程所負的任何法律責任,閣下方能在2011年12月12日(星期四)或之前撤回閣下的申請。  
如果刊登招股章程的任何補充文件,已提交申請的申請人可能會亦可能不會(視乎補充文件所載內容而定)接獲他們所獲申請的通知。如果申請人未接獲通知,或申請人接獲通知後並未根據所通知的程序撤回申請,則所提交的一切申請將仍有效並可能獲接納。除上文所述者外,申請一經提交即不可撤回,且申請人將被視為根據增補的招股章程而作出申請。  
閣下的申請一經接納,即不可撤回或撤回。就此而言,在報章公佈分配結果通知,未獲接納的申請將被視為已接納,而如果有關分配基準受若干條件規限或訂明以抽籤形式分配,則申請獲接納與否分別視乎有關條件能否達成或抽籤結果而定。  
3. 香港發售股份的配發為無效  
如果香港聯交所上市委員會在下列期間未批准H股該項上市,則配發閣下或香港結算代理人的香港發售股份(如有)將無效:  
由載有辦理認購申請登記起計三個星期內;或  
如果聯交所上市委員會在截止辦理認購申請登記後三個星期內通知本公司延長有關期間,則最多在截止辦理申請登記起計六個星期內。

如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統(「中央結算系統」)，以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請用本表格。

4. 閣下根據香港公開發售以及國際發售提出申請  
在下列情況下，閣下的申請將被拒絕：極



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)  
(於中華人民共和國註冊成立的股份有限公司)

GLOBAL OFFERING  
全球發售

To: Beijing Jingneng Clean Energy Co., Limited  
Goldman Sachs (Asia) L.L.C.  
UBS AG, Hong Kong Branch  
BOCI Asia Limited  
The Hong Kong Underwriters

致：北京京能清潔能源電力股份有限公司  
高盛(亞洲)有限責任公司  
瑞士銀行香港分行  
中銀國際亞洲有限公司  
香港包銷商

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We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for White Form eIPO Applications submitted via Banks/Stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our **White Form eIPO** services in connection with the Hong Kong Public Offering; and (ii) read the terms and conditions and application procedures set out in the Prospectus and this Application Form and agree to be bound by them. Applying on behalf of each of the underlying applicants to whom this application relates, we:

- **apply** for the number of Hong Kong Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Articles of Association;
- **enclose** payment in full for the Hong Kong Offer Shares applied for, including 1% brokerage, 0.003% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee;
- **confirm** that the underlying applicants have undertaken and agreed to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to such underlying applicants on this application;
- **understand** that these declarations and representations will be relied upon by the Company and the Joint Bookrunners in deciding whether or not to allocate any Hong Kong Offer Shares in response to this application;
- **authorise** the Company to place the name(s) of the underlying applicant(s) on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares to be allotted to them, and (subject to the terms and conditions set out in this Application Form and the Prospectus) to send any H Share certificate(s) by ordinary post at that underlying applicant's own risk to the address stated on this Application Form in accordance with the procedures prescribed in this Application Form and in the Prospectus;
- **request** that any e-Refund payment instructions be dispatched to the application payment account where the applicants had paid the application monies from a single bank account;
- **request** that any refund cheque(s) be made payable to the underlying applicant(s) who had used multiple bank accounts to pay the application monies;
- **confirm that each underlying applicant has read** the terms and conditions and application procedures set out in this Application Form and in the Prospectus and **agrees** to be bound by them;
- **represent, warrant and undertake** that the allotment of or application for the Hong Kong Offer Shares to the underlying applicants or by underlying applicants or for whose benefit this application is made would not require the Company to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong; and
- **agree** that this application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong.

我們確認我們已(i)遵照電子公開發售指引及透過銀行 股票經紀遞交白表eIPO申請的運作程序以及我們就香港公開發售提供白表eIPO服務的所有適用法律法規(法定或其他);及(ii)細閱招股章程及本申請表格所載、■嚴魏港公J■鈞

