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北京京能清潔能源電力股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00579)

CONNECTED TRANSACTION ANNOUNCEMENT

DIVIDEND OF 35% OF THE NET INCOME AFTER TAX AND HEATING

The Board has adopted a resolution on 29 June 2012, the General Meeting of the Hainan E, Tafei Agreement BEIH, the General Meeting of the Hainan E, Tafei Agreement BEIH has agreed to allocate a 35% dividend of the Hainan Heating Gas Company's net income of RMB107,237,300.

LITIGATION AND DISPUTES

BEIH has received a notice of a lawsuit filed by the Hainan E, Tafei Agreement BEIH, the General Meeting of the Hainan E, Tafei Agreement BEIH has agreed to allocate a 35% dividend of the Hainan Heating Gas Company's net income of RMB107,237,300.

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1 INTRODUCTION

The Board has adopted a resolution on 29 June 2012, the General Meeting of the Hainan E, Tafei Agreement BEIH, the General Meeting of the Hainan E, Tafei Agreement BEIH has agreed to allocate a 35% dividend of the Hainan Heating Gas Company's net income of RMB107,237,300.

2 INCIDENTALMENT OF THE EQUITABLE AGREEMENT

Do

29 June 2012

1

Vendor : The Company

Acquirer : BEIH

Equity Interest Transfer Document

35% free, full, and complete shareholding of the Company

Conclusion

The Company has agreed to sell the shareholding of the Company to BEIH for a total consideration of RMB107,237,300, which is the same as the amount of RMB107,237,300 that the Company has agreed to pay to BEIH for the acquisition of the shareholding of the Company. The Company has agreed to pay the amount of RMB107,237,300 to BEIH by 31 December 2011, being the effective date of the share transfer. Since the share transfer is completed, the Company has agreed to pay the amount of RMB107,237,300 to BEIH by 31 December 2011, being the effective date of the share transfer.

2

The share transfer is subject to the approval of the relevant authorities. The share transfer is subject to the approval of the relevant authorities. The share transfer is subject to the approval of the relevant authorities.

Conclusion

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BEIH

BEIH... a... ed ab... e... a... c... aed... e PRC a d... c... a... e gaged...
... e... e... e... e g, ea e ae, fa... c... e, g - ec a d f... a... ca... ec... e PRC. BEIH...
... ec... g... ae... de f... e G... a... d... ec... a d... d... ec... d a... ae 67.958%
f... e... red... a... ca... a... f... e G... a... a... d... e ef... e... c... ec ed... e... a...
e L... g R... e.

H H t

H₂a, a₁ Hea₁g₁ a₁e₁ a₁ c₁ a₁ed b₁ e₁ G₁ a₁ a₁d BDHG a₁ e₁ c₁-f₁ d₁ e₁
e₁ PRC a₁ d₁ a₁ c₁ ed e₁ c₁ 50% d₁ b₁ e₁ G₁ a₁ a₁d 50% d₁ ed
b₁ BDHG. H₂a, a₁ Hea₁g₁ a₁ e₁ gaged c₁ c₁ f₁ e₁ e₁, ea e₁ g
ge e₁ a₁ a₁ a₁d e₁ c₁ a₁ ge₁ a₁ Be₁g₁ a₁d Hebe P₁ ce.

Ba ed f e a d ed f a c a acc f H a , a Hea g e a ed de e PRC GAAP, a
 a 31 Dee be 2011, e a a e , a ab e a d e a e f H a , a Hea g e e
 a f a e RMB3,469,535,033, RMB3,211,264,350 a d RMB258,270,683, e ec e . T e
 a f /() a b ab e e e , be d ed, c 35% f e e , e e
 f H a , a Hea g f e e a e d 31 Dee be 2010 a d 31 Dee be 2011 e e
 a f :

(US : RMB)

F **31 D** **2010** **(a d ed)** **F** **31 D** **2011** **(a d ed)**

Ne f / () a b a b e e e , b e d e d (b e a a a d e a d a e)	482,929	(302,735)
Ne f / () a b a b e e e , b e d e d (a f e a a a d e a d a e)	72,456	(6,161,856)

6 LITING, LEIM LICAT ION

BEIH... e c... g... a e d e f e G... a , d... g a... a e 67.958%... e e
... e... a... , e d... a e c a... a f e G... a a d... a c... e c e d... e... f e G... a .
Acc d... g , e... a... a c... c... a e d... d e... e H... a... E... T... a... f e A g e e... e
c... , e... a c... e c e d... a... a c... f e G... a... d e C... a... e 14A... f e L... g R... e .

A e g e a cab e e c e age a e e ec f e a ac r c q a ed de e
H a , a E , T a fe Age e e e ceed 0.1% b e a 5%, e H a , a D . a
bec e e g a d a r e e e e e b e e f r de e de
ae de 'a a e e e de C ae 14A f e L g R e.

T e B a d a e e d a d a e d e H a , a E , T a f e A g e e e a d e a a c ,
c e a e d e e d e . M . L U H a , M . G U O M g g , M . X U J g f a d M . L I U
G c e , c c e e g a D e c f e G a a d d e c a d / a a g e e
a e b e f B E I H , a e a e a e e e a a c , b e e e e G a a d B E I H , a d
a e a a b a e d f g e B a d e , a e e H a , a D a .

7 DEFINITION

BDHG	北京市热力集团有限公司 (Beijing D...c Heating (Group) Co., Ltd.), a state-owned enterprise incorporated in the PRC
BEIH	北京能源投资(集团)有限公司 (Beijing Energy Investment Group Co., Ltd.), a listed public company incorporated in the PRC and the controlling shareholder of Beijing Energy Investment Group Co., Ltd. (67.958% of the shares owned by Beijing Energy Investment Group Co., Ltd.)
Beijing Taajia Xingye Asset Appraisal	北京天健兴业资产评估有限公司 (Beijing Tianjianxingye Asset Appraisal Co., Ltd.), a private company incorporated in the PRC
Baid	Beijing Baidafude Co., Ltd.
China Energy	Beijing Jingji Energy Co., Ltd., a listed public company incorporated in the PRC and the controlling shareholder of Beijing Baidafude Co., Ltd. (67.958% of the shares owned by Beijing Baidafude Co., Ltd.)
Dec ()	Dec () of the China Energy
G...	the China Energy and ... b, d, a, e
H...a...D...a	the ...ac...c...a ed...de...eH...a...E...T...fe Ag...e
H...a...E...T...fe Ag...e	the ...a...fe...ag...e...e...ed...be...e...e G...a...a d BEIH ... 29 July 2012...e...ec...fd...a...f 35%...e...e...e...H...a...Heating...e G...a...

Beijing Huayuan Heat Pipe	北京華源熱力管網有限公司(Beijing Huayuan Heat Pipe Co., Ltd.), a company incorporated in the PRC, of which BDHG owns 50% of the equity and BDHG owns 50% of the equity.
Listing Rules	The Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited
PRC	The People's Republic of China and, where the context requires, the Hong Kong Special Administrative Region of the People's Republic of China, Taiwan and the Macao Special Administrative Region of the People's Republic of China
PRC GAAP	Generally accepted accounting principles in the PRC
RMB	Renminbi, the official currency of the PRC
Subsidiary(ies)	A company controlled by the Listing Rules

Bodong Baodong
 BODONG JIANG, CHENG, C., L.
KANG JIANG
Joint Company Secretary

Beijing, the PRC

29 June 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 and Mr. Yu Zhongfu; the executive director of the Company is Mr. Meng Wentao; and the independent non-executive directors of the Company are Mr. Liu Chaoan, Mr. Shi Xiaomin, and Ms. Lau Miu Man.