



北控清潔能源集團有限公司

BEIJING ENTERPRISES CLEAN ENERGY GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01250)

FORM OF PROXY FOR THE ADJOURNED ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 24 JUNE 2022 AT 3:30 P.M.

Reference is made to the notice of convening the annual general meeting of Beijing Enterprises Clean Energy Group Limited (the "Company") on 7 June 2022 (the "Meeting") dated 27 April 2022 (the "Notice").

I/We ^(Note 2) _____
of _____

being the registered holder(s) of ^(Note 3) _____
ordinary share(s) of HK\$0.001 each in the capital of the Company hereby appoint the chairman of the annual general meeting of the Company, or ^(Note 4) _____

of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf at, subject to the Meeting being duly adjourned in accordance with the memorandum and articles of association of the Company, the adjourned annual general meeting of the Company (the "Adjourned Meeting") to be held at Conference Room, 17th Floor, Agricultural Bank of China Tower, No. 50 Connaught Road Central, Hong Kong on Friday, 24 June 2022 at 3:30 p.m. (and at any further adjournment thereof) for the purpose of considering and, if thought fit, passing the ordinary resolutions as set out in the Notice and the notice of the Adjourned Meeting dated 30 May 2022 as indicated below or if no such indication is given, as my/our proxy thinks fit and in respect of any other business that may properly come before the Adjourned Meeting.

Please tick ("✓") the appropriate boxes to indicate how you wish your vote(s) to be cast ^(Note 5).

ORDINARY RESOLUTIONS ^(Note 5)		FOR ^(Note 6)	AGAINST ^(Note 6)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors of the Company and of the auditor of the Company for the year ended 31 December 2021.		
2.(a)(i)	To re-elect Ms. Huang Danxia as a director of the Company ^(Note 7) .		
2.(a)(ii)	To re-elect Mr. Xu Honghua as a director of the Company ^(Note 7) .		
2.(a)(iii)	To re-elect Mr. Chiu Kung Chik as a director of the Company.		
2.(a)(iv)	To re-elect Mr. Wang Xiaodong as a director of the Company.		
2.(a)(v)	To re-elect Mr. Zhu Jianbiao as a director of the Company.		
2.(a)(vi)	To re-elect Mr. Wang Wenbo as a director of the Company.		
2.(a)(vii)	To re-elect Mr. Sun Qingwei as a director of the Company.		
2.(a)(viii)	To re-elect Ms. Liao Jianrong as a director of the Company.		
2.(a)(ix)	To re-elect Mr. Li Li as a director of the Company.		
2.(a)(x)	To re-elect Mr. He Yongbing as a director of the Company.		
2.(a)(xi)	To re-elect Ms. Ai Yan as a director of the Company.		
2.(a)(xii)	To re-elect Professor Shen Zuojun as a director of the Company.		
2.(a)(xiii)	To re-elect Mr. Victor Huang as a director of the Company.		
2.(a)(xiv)	To re-elect Mr. Yang Xiangliang as a director of the Company.		
2.(b)	To authorise the board of directors of the Company to fix the directors' remuneration.		
3.	To re-appoint Ernst & Young as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.		
4.	To grant a general mandate to the directors of the Company to allot, issue or otherwise deal with additional shares of the Company.		
5.	To grant a general mandate to the directors of the Company to buy-back shares of the Company.		
6.	To extend the general mandate granted to the directors of the Company to allot, issue or otherwise deal with additional shares of the Company by the amount of shares bought back.		

Date: _____ 2022 Signature(s) ^(Note 8) _____

Notes:

- This form of proxy is for use at the Adjourned Meeting is subject to the annual general meeting of the Company originally scheduled at 4:00 p.m. on Tuesday, 7 June 2022 being duly adjourned to Friday, 24 June 2022 in accordance with the memorandum and articles of association of the Company.
- Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy for use at the Adjourned Meeting ("Adjourned AGM Proxy Form") will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the chairman is preferred, please strike out "the chairman of the annual general meeting of the Company, or" and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS ADJOURNED AGM PROXY FORM MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.
- The description of these resolutions is by way of summary only. The full text of resolutions numbered 2.(a)(iv) to 2.(a)(xiv) appears in the notice of the Adjourned Meeting dated 30 May 2022 and the full text of the remaining resolutions appears in the notice of the annual general meeting of the Company dated 27 April 2022.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("X") THE BOX MARKED "AGAINST".** Failure to tick either box on your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the Adjourned Meeting (or at any further adjournment thereof) other than those referred to in the notice convening the Adjourned Meeting.
- Resolutions numbered 2.(a)(i) and 2.(a)(ii) are no longer applicable and will not be put forward for consideration and approval by the shareholders of the Company at the Adjourned Meeting. For more details, please refer to the supplemental circular of the Company dated 30 May 2022.
- This Adjourned AGM Proxy Form shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same. In the case of this Adjourned AGM Proxy Form purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorized to sign this form on behalf of the corporation without further evidence of fact.
- Any member entitled to attend and vote at the Adjourned Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his holding of shares in the Company. A proxy need not be a member of the Company.
- This Adjourned AGM Proxy Form and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the Adjourned Meeting or further adjourned meeting (the "Closing Time") at which the person named in this proxy form proposes to vote or, in case of a poll taken subsequently to the date of the Adjourned Meeting or further adjourned meeting, not less than forty-eight (48) hours before the time appointed for the taking of the poll and in default this Adjourned AGM Proxy Form shall not be treated as valid.
- Delivery of the form of proxy sent together with the circular of the Company dated 27 April 2022 (the "First Proxy Form") or the Adjourned AGM Proxy Form will not preclude a member from attending and voting in person at the Meeting and/or the Adjourned Meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- Where there are joint holders of any share any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the Adjourned Meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- If you have not yet lodged the First Proxy Form with the Company's branch share registrar and transfer office in Hong Kong, you are requested to lodge this Adjourned AGM Proxy Form if you wish to appoint proxy to attend the AGM on your behalf. In this case, the First Proxy Form should not be lodged with the Company's Hong Kong branch share registrar and transfer office in Hong Kong.
- If you have already lodged the First Proxy Form with the Company's branch share registrar and transfer office in Hong Kong, please note that:
 - subject to (iii) below, if this Adjourned AGM Proxy Form is not lodged with the Company's branch share registrar and transfer office in Hong Kong, the First Proxy Form will be treated as a valid proxy form lodged by you if correctly completed and signed. The proxy so appointed by you shall be required to vote in such manner as you may be directed under the First Proxy Form, and in respect of the resolution for the proposed re-election of director as set out in the supplementary notice of the Adjourned Meeting, the proxy will be entitled to vote at his or her discretion or to abstain from voting on such resolution;
 - if this Adjourned AGM Proxy Form is lodged with the Company's branch share registrar and transfer office in Hong Kong before the Closing Time, this Adjourned AGM Proxy Form shall be treated as a valid proxy form and shall after the conclusion of the Meeting and upon the Meeting being duly adjourned to Friday, 24 June 2022 in accordance with the memorandum and articles of association of the Company, revoke and supersede the First Proxy Form previously lodged by you if correctly completed and signed; and
 - if Adjourned AGM Proxy Form is lodged with the Company's branch share registrar and transfer office in Hong Kong after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under this Adjourned AGM Proxy Form will be invalid. The proxy so appointed by you under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Adjourned AGM Proxy Form was lodged with the Company's branch share registrar and transfer office in Hong Kong.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the meeting of the Company (the "Purposes"). Such information will be transferred to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited and/or other companies or bodies which provide(s) administrative, computer or other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the laws of Hong Kong) and any such request should be in writing by mail to the Company at Rooms 6706-07, 67th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong (marked for the attention of the Company Secretary) or Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (marked for the attention of the Privacy Compliance Officer).