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北京能源國際控股有限公司

Beijing Energy International Holding Co., Ltd.

(Incorporated in Bermuda with limited liability)

(Stock code: 686)

PROPOSED ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS OF THE COMPANY

The board of directors (the “**Board**”) of Beijing Energy International Holding Co., Ltd. (the “**Company**”) announces that, in order to, among others, conform with the core shareholder protection standards set out in Appendix 3 (the “**Core Shareholder Protection Standards**”) to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Board proposes to amend the existing bye-laws of the Company (the “**Existing Bye-laws**”) and to adopt the amended and restated bye-laws (the “**New Bye-laws**”) in substitution for, and to the exclusion of, the Existing Bye-laws.

A summary of the major changes brought about by the adoption of the New Bye-laws are set out below:

- (i) set out the requirement to hold an annual general meeting in each financial year and such annual general meeting must be held within six (6) months after the end of the Company’s financial year;
- (ii) specify that all general meetings including an annual general meeting, any adjourned meeting or postponed meeting, may be held as a physical meeting in any part of the world and at one or more locations as a hybrid meeting or as an electronic meeting;
- (iii) specify that all shareholders of the Company (the “**Shareholder(s)**”) have the right to speak and vote at general meetings except where a Shareholder is required by the Listing Rules to abstain from voting to approve the matter under consideration;

- (iv) specify that all questions submitted to a meeting shall be decided by a simple majority of votes except where a greater majority is required by the New Bye-laws or by the Companies Act 1981 of Bermuda;
- (v) specify that no directors of the Company (the “**Director(s)**”) shall be required to vacate office or be ineligible for re-election or re-appointment as a Director, and no person shall be ineligible for appointment as a Director, by reason only of his having attained any particular age;
- (vi) give the Board the right to fill any casual vacancy in the office of auditor and the right to fix the remuneration of any auditor appointed by the Board thereof;
- (vii) bring the New Bye-laws in line with amendments made to the applicable laws of Bermuda and the Listing Rules; and
- (viii) make minor consequential and tidying-up amendments for house-keeping purposes.

The proposed adoption of the New Bye-laws is subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”). A circular containing, among other things, particulars relating to the proposed amendments to the Existing Bye-laws brought about by the proposed adoption of the New Bye-laws, together with a notice convening the AGM, will be despatched to the Shareholders in due course.

For and on behalf of
Beijing Energy International Holding Co., Ltd.
Zhang Ping
Chairman of the Board

Hong Kong, 30 March 2023

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Ping (Chairman) and Mr. Lu Zhenwei; the non-executive directors of the Company are Mr. Zhao Bing, Mr. Su Yongjian, Mr. Li Hao and Mr. Lu Xiaoyu; and the independent non-executive directors of the Company are Ms. Jin Xinbin, Ms. Li Hongwei and Mr. Zhu Jianbiao.