

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

BOARD OF DIRECTORS

The Board consists of nine Directors, including two executive Directors, four non-executive Directors and three independent non-executive Directors. The Board shall be responsible for and shall have general power to manage and develop the Company’s business. The functions and duties of the Board include convening Shareholders’ general meetings and reporting the Board’s work at the Shareholders’ general meetings, implementing the resolutions of Shareholders’ general meetings, determining business plans and annual business goals, formulating annual budget and final accounts, preparing proposals on profit distribution, recovery of losses, and increase or decrease in registered capital as well as exercising other power, functions and duties granted by the Articles of Association.

The following table presents certain information of our Directors. All Directors are in compliance with the qualification requirements of their respective positions according to the relevant laws and regulations in the PRC and the Listing Rules.

Name	Age	Position	Date of Joining the Company	Date of Appointment of the Position of Director	Main Roles and Responsibilities
Jin Yaohua (金耀華)	56	Chairman of the Board and non-executive Director	June 2015	June 2015	Responsible for formulating the Company’s corporate and operational strategies and making major corporate and operational decisions of the Company
Liu Chuandong (劉傳東)	53	Non-executive Director	June 2015	June 2015	Participating in the formulation of the Company’s corporate and operational strategies
Liu Guangming (劉光明)	44	Non-executive Director	April 2016	April 2016	Participating in the formulation of the Company’s corporate and operational strategies
Liang Yongpan (梁永磐)	50	Non-executive Director	April 2016	April 2016	Participating in the formulation of the Company’s corporate and operational strategies
Deng Xiandong (鄧賢東)	51	Executive Director and general manager	July 2013	August 2013	Responsible for the overall business operation and management of the Company

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Name	Age	Position	Date of Joining the Company	Date of Appointment of the Position of Director	Main Roles and Responsibilities
Lu Shengli (路勝利)	56	Executive Director and deputy general manager	December 2013	June 2015	Responsible for the Communist Party Committee and disciplinary inspection affairs, staff salaries, legal affairs and logistics work of the Company
Ye Xiang (叶翔)	52	Independent non-executive Director	June 2015	June 2015	Participating in the decision-making for the Company’s significant events; and advising on the Company’s corporate governance, connected transactions, auditing, and remuneration of Directors and senior management
Mao Zhuanjian (毛專建)	63	Independent non-executive Director	June 2015	June 2015	Participating in the decision-making for the Company’s significant events; and advising on the Company’s corporate governance, connected transactions, auditing, and remuneration of Directors and senior management
Gao Jiexiang (高家祥)	42	Independent non-executive Director	April 2016	April 2016	Participating in the decision-making for the Company’s significant events; and advising on the Company’s corporate governance, connected transactions, auditing, and remuneration of Directors and senior management

Non-executive Directors

Mr. Jin Yaohua (金耀華), aged 56, is the chairman of the Board and non-executive Director of the Company. Mr. Jin had approximately 20 years of working experience in the power industry. Before joining the Company, Mr. Jin successively served as the technician, engineer, deputy director, director, and secretary of Communist Party Branch at the Thermal Workshop of Huabei Power (華北電力試驗所) from August 1982 to January 1994. He then worked in the Science Research Institute of Huabei Power (華北電力科學研究院) serving successively as the deputy secretary of the Communist Party Committee, vice dean and deputy secretary from January 1994 to September 1996. Mr. Jin was the secretary of the Communist Party Committee and deputy manager of Zhangjiakou Power Plant (張家口發電廠) from September 1996 to February 1998; and he was the manager of Qinghuangdao Thermal Power Plant (秦皇島熱電廠) from February 1998 to November 1999. Between November 1999 and

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January 2003, Mr. Jin successively served as the deputy chief engineer, chief engineer and deputy general manager of Beijing Datang Power Generation Co., Ltd. (北京大唐發電股份有限公司). Mr. Jin held various positions at China Datang from January 2003 to August 2011, including the director of the safety production department, deputy chief engineer and chief engineer; and he has been serving as the deputy general manager of China Datang commencing from August 2010. From April 2010 to August 2014, Mr. Jin served as the director of Datang Huayin (a company listed on the Shanghai Stock Exchange, stock code: 600744). Mr. Jin obtained a bachelor's degree in thermal surveying and automation of power plants at the School of Water Resources and Electric Power of Wuhan University (武漢水利電力學院) in 1982. Mr. Jin was recognized as a senior engineer by the North China Electric Power Administration Bureau (華北電業管理局) in October 1992.

Mr. Liu Chuandong (劉傳東), aged 53, is the non-executive Director of the Company. Mr. Liu had more than 30 years of experience in financial management in the power industry. Prior to joining the Company, Mr. Liu served successively as the person in charge of the Youth League Committee, deputy director (in charge) of the finance department, deputy chief accountant and head of the finance department of Shandong Jining Power Plant (山東濟寧發電廠) from July 1981 to March 1996. From March 1996 to November 1997, Mr. Liu worked as the head of the accounting and audit division of the finance department and the deputy director of the finance department at Shandong Electric Power Industry Bureau (山東省電力工業局). He was the chief accountant at Jinan Yingda International Trust Co., Ltd. (濟南英大國際信託投資公司) from November 1997 to September 1999; the chief accountant and member of the Communist Party Committee of Shandong Power Generation Company (山東電力發電公司) from September 1999 to December 2001; and the deputy chief accountant at Shandong Branch of Huaneng Power International Inc. (華能國際電力股份有限公司山東分公司) from December 2001 to May 2003. During the periods from May 2003 to June 2006, July 2008 to April 2011, and May 2012 to January 2014, Mr. Liu successively served as the senior officer of property and capital at the finance and property management department, deputy director of fund settlement and management center, deputy director of finance and property management department, and director of fund settlement and management center at China Power Investment Corporation (中國電力投資集團公司). Mr. Liu worked for CPI Financial Co., Ltd. (中電投財務有限公司) during the periods from June 2006 to July 2008 and from April 2011 to January 2014, serving successively as the deputy general manager, member of the Communist Party Committee, deputy director of fund settlement and management center, general manager and deputy secretary of the Communist Party Committee. Mr. Liu was a member of the Communist Party Committee of CPI Ronghe Holdings Investment Group Company (中電投融和控股投資有限公司) from December 2011 to January 2014; the general manager and secretary of the Communist Party Committee of China Datang Group Finance Co., Ltd. (中國大唐集團財務有限公司) from January 2014 to May 2014; and the director of the financial management department of China Datang from May 2014 to November 2015. Mr. Liu has been the secretary of the Communist Party Committee of Capital Holding since May 2014 and the chief accountant and member of the Communist Party Community of China Datang since November 2015. In addition, Mr. Liu has been serving as the director of Datang Huayin (a company listed on the Shanghai Stock Exchange, stock code: 600744) since February 2015. Mr. Liu graduated from Shandong Electric Power School (山東電力學校) in 1981, majoring in thermal power equipment in power plants. He further graduated from the

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Central Party School of the Communist Party of China (中央黨校) in 2001, majoring in economics. He was also accredited as a senior accountant by the Power Industry Bureau of Shandong Province (山東省電力工業局) in February 1998.

Mr. Liu Guangming (劉光明), aged 44, is the non-executive Director of the Company. Mr. Liu has over 10 years of extensive experience in the power industry. Before joining the Company, Mr. Liu worked in China Huadian Corporation serving successively as head of directors and supervisors office and head of 2nd division of cadre management of Human Resources Department from July 2005 to February 2008. Between February 2008 and June 2010, Mr. Liu served as an assistant general manager of China Huadian Corporation Capital Holdings Limited (中國華電集團資本控股公司). He held various positions at China Huadian Corporation Finance Company Limited (中國華電集團財務有限公司) from June 2010 to May 2014, including a deputy general manager and a party member. From May 2014 to March 2016, he served as the general manager and deputy secretary of Communist Party Committee at China Datang Group Finance Co., Ltd. (中國大唐集團財務有限公司). Since March 2016, he has been serving as the head of capital operation and assets management department of China Datang. In addition, Mr. Liu also holds directorships in other listed companies. He has served as a director of Guangxi Guiguan Electric Power Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600236) since June 2016, a director of Datang Huayin (a company listed on the Shanghai Stock Exchange, stock code: 600744) since June 2016 and a non-executive director of Datang Renewable (a company listed on the Hong Kong Stock Exchange, stock code: 1798) since June 2016. Mr. Liu obtained a master's degree in electric power system and automation from North China Electric Power University (華北電力大學) in June 2005. He was accredited as a senior engineer by State Power Corporation of China (國家電力公司) in December 2003.

Mr. Liang Yongpan (梁永磐), aged 50, is the non-executive Director of the Company. Mr. Liang has over 15 years of extensive experience in the power industry. Before joining the Company, Mr. Liang was a general manager and a member of Communist Party Committee of Lanzhou Xigu Thermal Power Co. Ltd. (蘭州西固熱電有限責任公司) between June 2001 and June 2004. Mr. Liang was a member of the Communist Party Committee and a deputy general manager of Datang Gansu Power Generation Co., Ltd. (大唐甘肅發電有限公司) from June 2004 to April 2008. He then served as the deputy manager of planning, investment and financing department of China Datang from April 2008 to July 2011. He was a general manager and secretary of Communist Party Committee of Datang Gansu Power Generation Co., Ltd. (大唐甘肅發電有限公司) from July 2011 to May 2014, the manager of planning and marketing department of China Datang from May 2014 to March 2016. Since March 2016, he has been serving as the head of safety production department of China Datang. In addition, Mr. Liang also holds directorships in other listed companies. He has served as a non-executive director of Datang International Power Generation Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 601991) since October 2014, a director of Datang Huayin (a company listed on the Shanghai Stock Exchange, stock code: 600744) since June 2015, a director of Guangxi Guiguan Electric Power Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600236) since June 2016 and a non-executive director of Datang Renewable (a company listed on the Hong Kong Stock Exchange, stock code: 1798) since June 2016. Mr. Liang graduated from the thermal engineering department of Chongqing University (重慶大學) in July 1988, majoring in thermal power engineering for power plants. He was accredited as a senior engineer by Gansu Electric Power Company (甘肅省電力公司) in December 1997.

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Executive Directors

Mr. Deng Xiandong (鄧賢東), aged 51, has been serving as the general manager of the Company since July 2013, the executive Director of the Company since August 2013, and the vice secretary of the Communist Party Committee of the Company since January 2015, being responsible for the overall business operation and management of the Company. Mr. Deng possessed approximately 30 years of working experience in the power industry and used to be responsible for the business operation and management of various electric power enterprises. Before joining the Company, Mr. Deng worked as a specialized technician of the production division at Xia Huan Yuan Power Plant (下花園發電廠) and Zhangjiakou Power Plant (張家口發電廠) from July 1987 to March 1993, and he served as the specialized technician of the powder production workshop and deputy manager of the production technology department of Zhangjiakou Power Plant from March 1993 to December 1998. During the period from December 1998 to September 2004, he served successively as the deputy plant manager, deputy chief engineer and head of equipment division and chief engineer at Plant A of Beijing Datang Power Zhangjiakou Power Plant (北京大唐發電張家口發電廠). Moreover, Mr. Deng was the general manager of Shanxi Datang International Yungang Thermal Power Company Limited (山西大唐國際雲岡熱電有限責任公司) from September 2004 to August 2006. From August 2006 to March 2009, Mr. Deng served successively as the deputy director of the Yunnan Representative Office of China Datang, the member of Communist Party Committee, deputy general manager and deputy director of planning and development department of the Yunnan Branch of China Datang. From August 2006 to June 2007, he worked successively as the general manager, member of Communist Party Committee of the Yunnan Branch of Datang International Power Generation Co., Ltd. (大唐國際發電股份有限公司). From June 2007 to April 2008, he was the secretary of the Communist Party Committee and general manager of Yunnan Datang International Electric Power Generation Company Limited (雲南大唐國際電力有限公司). From March 2009 to July 2013, Mr. Deng served as the vice secretary and secretary of Communist Party Committee, deputy general manager (in charge) and general manager of Datang Shandong Power Generation Co., Ltd. (大唐山東發電有限公司). Mr. Deng graduated from Northeast China Institute of Electric Power (東北電力學院) and obtained a bachelor’s degree in thermal power engineering for power plants in 1987. He further obtained a master’s degree in power engineering at North China Electric Power University (華北電力大學) in 2004. Mr. Deng was accredited as a senior engineer by the North China Power Administration Bureau of the Ministry of Power Industry (電力工業部華北電業管理局) in September 1998.

Mr. Lu Shengli (路勝利), aged 56, was the vice secretary of Communist Party Committee and Supervisor of the Company from December 2013 to January 2015. He has been serving as the secretary of Communist Party Committee, deputy general manager and head of the disciplinary committee of the Company since January 2015 and has been the executive Director of the Company since June 2015, being responsible for work related to the Communist Party Committee, disciplinary inspection affairs, staff salaries, legal affairs and logistics work of the Company. Mr. Lu had approximately 20 years of extensive experience in the power industry. Before joining the Company, Mr. Lu served successively as a member and director of the first division of the Supervisory Administration Bureau of the Ministry of Electric Power (電力部監察局) from August 1994 to August 1996. From August 1996 to January 2003, he worked successively as the deputy manager and manager of the third supervisory division of the supervisory administration of the State Power Corporation (國家

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電力公司)。From January 2003 to December 2003, he was the manager of the first division of the supervision department of China Datang. During the period from December 2003 and November 2006, Mr. Lu served successively as the member of the Communist Party Committee, head of the disciplinary and supervisory committee and chairman of the labor union of Longtan Hydropower Development Co., Ltd. (龍灘水電開發有限公司)。From November 2006 to December 2013, he was the vice secretary of Communist Party Committee, secretary of the disciplinary and supervisory committee and chairman of the labor union of China National Water Resources & Electric Power Materials & Equipment Co., Ltd. (中國水利電力物資有限公司)。Mr. Lu graduated from Engineering Institute of the People’s Liberation Army for Engineering Soldiers (中國人民解放軍工程兵工程學院) and obtained a bachelor’s degree in mechanical engineering in 1983. He further obtained a master’s degree in business administration at Ukrainian-American Humanitarian University (烏克蘭烏美人文大學) in 2002. Mr. Lu was accredited as a senior engineer by the Ministry of Power Industry (電力工業部) in October 1995.

Independent non-executive Directors

Mr. Ye Xiang (叶翔), aged 52, is the independent non-executive Director of the Company. Mr. Ye possessed over 20 years of extensive experience in the industries relating to finance, banking and regulation. Mr. Ye was an economist of the People’s Bank of China from August 1994 to July 1998, and he worked for Hong Kong Monetary Authority (香港金融管理局) as a senior analyst from August 1998 to July 2000. Mr. Ye served as the executive director of the Bank of China International Holdings Limited (中銀國際控股有限公司) from August 2000 to July 2001. During the period from August 2001 to October 2007, he served successively as the director of China affairs of the Securities and Futures Commission of Hong Kong. Mr. Ye has been acting as the managing director of Vision Gain Capital limited (匯信資本有限公司) since November 2007; an independent director of UBS Securities LLC (瑞銀證券有限責任公司) since March 2010; and a member of the Public Shareholders Group of the SFC since April 2015. In addition, Mr. Ye has held directorship in other listed companies, including the position of independent non-executive director of Wuling Motors Holdings Limited (五菱汽車集團控股有限公司) (a company listed on the Hong Kong Stock Exchange, stock code: 0305) since October 2008 and the position of independent director of Shenzhen Shenxin Taifeng (Group) Co., Ltd. (深圳市深信泰豐(集團)股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 000034) since June 2011. Mr. Ye obtained a doctoral degree in economics at the Financial Research Institute of the People’s Bank of China (中國人民銀行總行金融研究所) in 1995. Mr. Ye was accredited as a chartered financial analyst by the CFA Institute in September 2004.

Mr. Mao Zhuanjian (毛專建), aged 63, is the independent non-executive Director of the Company. Mr. Mao possessed extensive experience in the environmental protection, energy conservation and clean production of the power industry. Mr. Mao currently serves as the deputy secretary-general of the energy conservation and environmental protection division of CEC (中國電力企業聯合會節能環保分會), member of the specialized committee for energy and environment of China Energy Research Society (中國能源研究會能源與環境專業委員會), member of the specialized committee for electric power and environmental protection of the Chinese Society for Electrical Engineering (中國電機工程學會電力環保專業委員會) and member of the low-carbon economics taskforce of the China Association of Plant Engineering Consultants (中國設備監理協會低碳經濟工作委員會). Before joining the

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Company, Mr. Mao was the engineer and deputy head of the environmental protection office of the planning department of the Ministry of Water and Power Industry (國家水電部) from February 1986 to November 1988. Between November 1988 and November 1993, Mr. Mao served as the deputy head of the Environmental Protection and Management Division (環境保護管理處) under the environmental protection center for China Electricity Council (中國電力企業聯合會環境保護中心). From November 1995 to September 2005, he served as director of the consulting division of CEC Electric Power Construction Technical Center (中電聯電力建設技術中心) under the State Power Corporation. From October 2005 to June 2013, he served successively as the manager of environmental protection division and the manager of climate change response division under the CEC, the vice secretary for the National Collaborative Network for Desulfurization and Denitrification Technologies for the Power Industry (全國電力行業脫硫脫硝技術協作網), and the deputy secretary for the energy conservation and environmental protection sub-division under the CEC. Mr. Mao graduated from Guizhou Industrial College (貴州工學院) in 1976, majoring in inorganic chemistry. Mr. Mao was accredited as a professor-level senior engineer by the Ministry of Power Industry in April 1999 and was engaged by the energy conservation and environmental protection sub-division under CEC as a core professional for CEC (中國電力企業聯合會核心專家) in June 2014. Mr. Mao was twice accredited as an expert in the expert reserves for environmental protection and energy conservation professionals for the power industry (電力行業環保節能專家庫專家) by CEC in October 2013 and August 2014, respectively.

Mr. Gao Jiexiang (高家祥), aged 42, is the independent non-executive Director of the Company. Mr. Gao has considerable working experience in internal and external corporate audit, investment, merger and acquisition, restructuring and corporate valuation. Before joining the Company, Mr. Gao served as an audit manager at Xinxiang Juzhongyuan Certified Public Accountants (新鄉巨中元會計師事務所有限責任公司) from May 1996 to July 2003. He then worked at the Beijing branch of Nanfang Minhe Certified Public Accountants as the manager of audit department from August 2003 to June 2006. He worked as the manager at Beijing Zhonghe Dingxin Certified Public Accountants (北京中和鼎信會計師事務所) from July 2006 to August 2007 and the manager at Beijing Tianyuanquan Certified Public Accountants (北京天圓全會計師事務所) from September 2007 to February 2009. Since March 2009 to present, Mr. Gao has been serving as the chief financial officer of Beijing Guanshi Foundation International Investment Management Company Limited (北京管氏基業國際投資管理有限公司). Mr. Gao graduated from Central University of Finance and Economics (中央財經大學) in January 2009 and obtained a bachelor's degree in accounting. He then obtained an MBA from Central University of Finance and Economics in June 2016. He was accredited as a certified public accountant by the Chinese Institute of Certified Public Accountants in April 2003 and as a certified tax agent by Henan Certified Tax Agent Management Center in June 2002.

Supervisory Committee

Both the Companies Law of the PRC and the Articles of Association stipulate that joint stock companies with limited liability shall establish a supervisory committee. The Supervisory Committee of the Company comprises three Supervisors, one of whom is an employee representative Supervisor. The functions and duties of the Supervisory Committee include but not limited to reviewing the Company's financial reports, supervising the performance of the corporate duties of the Directors and senior management and proposing

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the dismissal of the Directors and senior management who are in breach of laws and regulations, the Articles of Association or the resolutions of the general meeting, requiring directors, the president and other senior management to rectify any actions which impair the interests of the Company, proposing to convene the extraordinary general meetings, convening and presiding over the Shareholders’ general meeting in the event that the Board fails to perform its duties to convene and preside over the Shareholders’ general meetings, putting forward proposals to the Shareholders’ general meetings and reviewing the periodic reports formulated by the Board and putting forward written opinions on audit.

All resolutions of the Supervisory Committee shall be effective subject to the affirmative votes from more than two-thirds of the Supervisors.

The following table presents certain information in respect of the Supervisors of the Company:

Name	Age	Positions	Date of Joining the Company	Date of Appointment of the Position of Supervisor	Main Role and Responsibility
Wang Yuanchun (王元春)	52	Chairman of the Supervisory Committee	June 2015	June 2015	Chairing the work of the Supervisory Committee; monitoring the operational and financial activities of the Company
Liu Liming (柳立明)	44	Supervisor	June 2015	June 2015	Monitoring the operational and financial activities of the Company
Wang Hongjin (王洪津)	57	Employee representative Supervisor	June 2015	June 2015	Responsible for the monitoring and audit of the Company, and establishment and management of corporate culture

Supervisors

Mr. Wang Yuanchun (王元春), aged 52, is the chairman of our Supervisory Committee. He had approximately 30 years of working experience in the power related industries. Prior to joining the Company, Mr. Wang served successively as the director of the boiler department, specialized technician of the biotechnology division, manager of the biotechnology division, and deputy plant manager and the engineer of Hancheng Power Plant (韓城發電廠) under Datang Xiaxi Power Co., Ltd. (大唐陝西發電有限公司) from July 1986 to September 1999. Mr. Wang worked as the deputy head of Baoji Power Plant (寶雞發電廠) from September 1999 to April 2001, the deputy general manager at the North West Power Development Co., Ltd. (西北電力開發有限責任公司) from April 2001 to October 2001, and the general manager at Xi’an Baqiao Thermal Power Co., Ltd. (西安灞橋熱電有限責任公司) from October 2001 to June 2003. From June 2003 to November 2006, he successively served as the deputy general

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manager, general manager, member of and secretary of the Communist Party Committee at Hancheng No. 2 Power Co., Ltd. (韓城第二發電有限責任公司). From November 2006 to July 2013, he successively served as the deputy manager of the engineering management department of China Datang, the member of the Communist Party Committee, vice secretary and secretary of the Communist Party Committee, deputy general manager and general manager at the Shanxi Branch of China Datang (中國大唐山西分公司). Mr. Wang has been serving as the deputy director of the disciplinary team of the Communist Party Committee of China Datang and the director of monitoring division (the office of disciplinary team) of the Communist Party Committee of China Datang since July 2013, and the director of inspection office of China Datang (中國大唐巡視工作辦公室) since February 2015. Mr. Wang obtained a bachelor's degree in thermal power engineering for power plants in 1986 from Xi'an Jiaotong University (西安交通大學), where he further obtained a master's degree in electronic and information engineering from the same university in 2001. Mr. Wang was accredited as a senior engineer by the Northwest Electric Power Administration (西北電業管理局) in December 1997.

Mr. Liu Liming (柳立明), aged 44, is the Supervisor of the Company. Mr. Liu had approximately 20 years of extensive experience in auditing works in relation to the power industry. Prior to his joining the Company, Mr. Liu worked for the audit department in Beijing Electric Power Corporation (北京供電公司) from December 1996 to March 2003. From March 2003 to December 2011, Mr. Liu successively worked as a staff of the first audit department, deputy manager of the first audit department and deputy manager of the third audit department of China Datang. Commencing from December 2011, he has been serving as the manager of the third audit department of China Datang. Mr. Liu graduated from Changsha Institute of Power (長沙電力學院) in 1996, majoring in accounting. Mr. Liu was also qualified as an intermediate accountant by MOF in May 2002.

Mr. Wang Hongjin (王洪津), aged 57, is the employee representative Supervisor of the Company. He has been serving as the Director of the monitoring and audit department (the ideological and political work department) of the Company since August 2014, being responsible for the monitoring and auditing works of the Company, and the establishment and management of corporate culture. Mr. Wang had approximately 30 years of extensive working experience in the power industry. Prior to his joining the Company, Mr. Wang worked as the technician and deputy director of the repair and maintenance workshop of Shandong Shiliquan Power Plant (山東十里泉發電廠) from January 1986 to October 1991. During the period from October 1991 to March 2011, Mr. Wang worked at Shandong Huangdao Power Plant (山東黃島發電廠), being responsible for the management of production and maintenance of the power plant and disciplinary inspection and monitoring, successively acting as the director of production and maintenance department, the secretary of the discipline inspection commission and chairman of the labor union. He also took charge of the operation and management of some subordinated enterprises of Shandong Huangdao Power Plant, serving successively as, among others, the manager of Sihuai Electricity Manufacturing Corporation (四海電力實業總公司), the deputy general manager of Sihuai Electricity Manufacturing Group (四海電力實業集團公司), and the deputy chief economist of Qingdao Huaou Group Company (青島華歐集團公司). From March 2011 to January 2014, Mr. Wang worked as the secretary of the Communist Party Committee of Hua Chuang. Mr. Wang has

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also been serving as the secretary of the Communist Party Committee and the deputy general manager at Information Technology Company from January 2014 to August 2014. Mr. Wang graduated from Shandong Radio and TV University (山東廣播電視大學) in 1995, majoring in cadre economic management.

Senior Management

The following table presents certain information in respect of our senior management:

<u>Name</u>	<u>Age</u>	<u>Position</u>	<u>Date of Joining the Company</u>	<u>Date of Appointment of the Position of Senior Management</u>	<u>Main Role and Responsibility</u>
Wu Deren (吳德仁)	57	Deputy general manager	July 2011	July 2011	Responsible for the Company's construction and infrastructure management
Hu Xiaodong (胡曉東)	50	Deputy general manager, secretary of the Board and joint company Secretary	July 2011	February 2012	Responsible for the Company's operational management, strategic formulation and filing management; Responsible for the daily work of the secretary of the Board
Li Zhenyu (李震宇)	41	Chief accountant	August 2016	August 2016	Responsible for the Company's financial management, capital operation and social security management
Shen Zhen (申鎮)	44	Deputy general manager	July 2011	January 2015	Responsible for the Company's market development, research and development, international cooperation and external affairs
Xia Huaixiang (夏懷祥)	50	Chief engineer	July 2011	July 2011	Responsible for the Company's production management, safety monitoring, education and training, and system establishment

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Mr. Wu Deren (吳德仁), aged 57, has been serving as the deputy general manager and a member of the Communist Party Committee of the Company commencing from July 2011 and December 2013 respectively, being responsible for the Company's construction and infrastructure management. Mr. Wu had more than 30 years of experience in the power industry. From December 2005 to December 2013, Mr. Wu was a member of the Communist Party Committee and the deputy general manager of Technologies & Engineering Company. Prior to joining the Company, Mr. Wu served successively as the deputy director and the director of the power office of the second division, the deputy director and the director of the power division, the vice-chief engineer and the vice principal of Central Southern China Electric Power Design Institute (中南電力設計院) from August 1983 to December 2005. Mr. Wu graduated from Northeast China Institute of Electric Power (東北電力學院) and obtained a bachelor's degree in power plant and electric power system in 1983. He was recognized as a senior engineer by the Electric Power Planning & Engineering Institute of the State Power Corporation (國家電力公司電力規劃設計總院) in December 1999 and was also accredited as a registered electrical engineer by the Ministry of Personnel (國家人事部) and the Ministry of Construction (國家建設部) in December 2004.

Mr. Hu Xiaodong (胡曉東), aged 50, has been serving the Company since July 2011. He has been appointed as the deputy general manager since February 2012 and a member of the Communist Party Committee of the Company since December 2013, being responsible for the Company's operational management, strategy formulation and filing management. Since June 2015, Mr. Hu has been serving as the secretary of the Board of the Company, being responsible for the work related to the secretariat of the Board of the Company. Mr. Hu has approximately 30 years of extensive experience in the power industry. From July 2004 to December 2013, Mr. Hu served successively as the general manager of the marketing and sales department, general manager of the desulfurization business department, deputy chief economist, general manager of the power station contracting business department, general manager of the new energy business department, director of the technological information department and the deputy general manager of Technologies & Engineering Company. Prior to joining the Company, Mr. Hu was a teacher at the electric power faculty of the Electric Power Vocational University of Jilin Province (吉林省電力職工大學) from July 1987 to September 1993. From March 1996 to May 2004, he successively served as the chief engineer, manager of the marketing department and the deputy general manager of Beijing Sifang Automation Co., Ltd. (北京四方繼保自動化股份有限公司). Mr. Hu graduated from North China Electric Power University (華北電力大學) with a master's degree in electric power system and automation in 1996. Mr. Hu further obtained an MBA degree from Peking University (北京大學) in 2003. Mr. Hu was recognized as a senior engineer by the State Power Corporation (國家電力公司) in December 1998.

Mr. Li Zhenyu (李震宇), aged 41, has been serving as the chief accountant and a member of the Communist Party Committee of the Company since August 2016, being responsible for the financial management, capital operation and social security management of the Company. He has more than 15 years of relevant experience in accounting. Prior to joining the Company, he served successively as the accounting clerk, the deputy director of the audit division of the finance department and the deputy director of the finance department at Hunan Huayin Electric Power Co., Ltd. (湖南華銀電力股份有限公司) from July 1998 to September 2005. From September 2005 to June 2008, Mr. Li served as the comprehensive officer of tariff at the finance and property management department of China Datang Corporation. From June 2008

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to December 2013, Mr. Li served successively as deputy director (in charge) of the finance and asset management department, director and deputy chief accountant as well as the director of the finance and asset department of China Datang Corporation Overseas Investment Co., Ltd. (中國大唐集團海外投資有限公司). From December 2013 to August 2016, Mr. Li worked as the chief accountant and a member of the Communist Party Committee of Datang Shandong Power Generation Company Ltd. (大唐山東發電有限公司). Mr. Li graduated from Changsha Power Economic University (長沙電力學院), majored in accounting and obtained a bachelor's degree in economics in June 1998. He further obtained a master's degree in economics in Business School of Wuhan University (武漢大學) in June 2001, majoring in industrial economics. Mr. Li was recognized as a senior accountant by China Datang Corporation in December 2011.

Mr. Shen Zhen (申鎮), aged 44, was the general manager of the environmental protection branch of the Company from November 2010 to January 2015 and has been serving as the deputy general manager and a member of the Communist Party Committee of the Company since January 2015, being responsible for the market development, research and development, international cooperation and external affairs. Mr. Shen had approximately 20 years of extensive experience in the power industry. From September 2004 to November 2010, Mr. Shen served successively as the manager of the engineering and project management department, deputy general manager of the desulfurization business department, deputy general manager of cooling technology business department, deputy director (in charge) of the general manager's working department and director of the engineering management department at Technologies & Engineering Company. Prior to joining the Company, Mr. Shen was a specialized engineer at Boiler Company of Beijing Electric Power Construction Company (北京電力建設公司鍋爐專業公司) from July 1995 to April 2000 and was appointed as the manager of the engineering management department of Guohua Ebara Environmental Engineering Co., Ltd. (國華荏原環境工程有限責任公司) from April 2000 to September 2004. Mr. Shen graduated from Southeast University (東南大學) with a bachelor's degree in thermal power engineering in 1995. He further obtained an MBA degree from Tsinghua University (清華大學) in 2007. Mr. Shen is an accredited grade-one constructor (一級建造師) recognized by the Ministry of Construction (國家建設部) in March 2005 and a senior engineer recognized by the Beijing Senior Specialized Technique Titles Evaluation Committee (北京市高級專業技術資格評審委員會) of Personnel in October 2007.

Mr. Xia Huaixiang (夏懷祥), aged 50, served successively as the assistant to general manager and chief engineer at Technologies & Engineering Company from June 2004 to December 2013. Since July 2011, he has been serving as the chief engineer of the Company, being responsible for the Company's production management, safety monitoring, education and training, and system establishment. Mr. Xia had nearly 30 years of experience in scientific research and practice in the power industry. Mr. Xia worked for the Desulfurization Technology Research Center of Southwest Power Design Institute Co., Ltd. (西南電力設計研究院脫硫技術研究室) from July 1986 to December 1999. From December 1999 to June 2004, he served as the acting chief engineer and the general manager of the first division of the engineering department of Guohua Ebara Environmental Engineering Co., Ltd. (國華荏原環境工程有限責任公司). Mr. Xia graduated from Chongqing University (重慶大學) with a bachelor's degree in power plant and thermal power engineering in 1986. He was recognized as a senior engineer by the Senior Engineer Evaluation Committee in Southwest Power Design Institute (西南電力設計院高級工程師評審委員會) in September 1998.

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To the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, save as disclosed herein, there was no additional matter with respect to the appointment of our Directors, Supervisors and senior management members that needs to be brought to the attention of the Shareholders, and there was no additional information relating to our Directors, Supervisors and senior management members that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules as of the Latest Practicable Date, including that each of our Directors, Supervisors and senior management members (i) did not hold other positions in our Company or other members of our Group as of the Latest Practicable Date; (ii) had no other relationship with other Directors, senior management members or substantial or controlling shareholders of our Company as of the Latest Practicable Date; and (iii) did not hold any directorship in any other [REDACTED] companies in the three years prior to the Latest Practicable Date. As of the Latest Practicable Date, each of our Directors did not have any interest in the [REDACTED] or the Domestic Shares within the meaning of Part XV of the SFO.

JOINT COMPANY SECRETARIES

Mr. Hu Xiaodong (胡曉東) is one of the Company’s joint company secretaries. For his biography, please see the section headed “— Senior Management.”

Ms. Wong Sau Ping (黃秀萍) is one of the Company’s joint company secretaries. Ms. Wong is a senior manager of the Listing Services Department of TMF Hong Kong Limited (a fellow subsidiary of KCS Hong Kong Limited). Ms. Wong has over 15 years of experience in the company secretarial field. She worked for one of the four largest international audit firms, where she served companies listed on the Hong Kong Stock Exchange. Ms. Wong obtained a bachelor’s degree in business administration from Hong Kong Baptist University in 1996 and a master’s degree in professional accounting and information systems from City University of Hong Kong in 2004. She is an associate member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administration in the United Kingdom.

BOARD COMMITTEES

Various committees have been established under the Board. In accordance with the relevant regulations of the PRC and the Code on Corporate Governance Practices of the Listing Rules, the Company has set up five Board committees, including the Nomination Committee, Remuneration and Evaluation Committee, the Audit Committee, the Strategy Committee and the Investment Committee.

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Audit Committee

We have established the Audit Committee and have expressly defined the scope of the Committee's authority in written form. The Audit Committee consists of three Directors, including two independent non-executive Directors, Mr. Gao Jiaxiang and Mr. Ye Xiang, and one non-executive Director, Mr. Liu Chuandong. Mr. Gao Jiaxiang currently serves as the chairman of the Audit Committee. The main duties of the Audit Committee include but not limited to the following:

- (1) To examine the accounting policies and practices regarding the preparation of financial statements of the Company;
- (2) To monitor the preparation process of periodic financial reports and examine the periodic financial reports, financial results and relevant information disclosed in other announcements;
- (3) To evaluate the effectiveness of the internal control and risk management framework, to consult with the management level regarding the scope and quality of the internal control system, and to ensure that the management level has performed its duties for ensuring the internal control system being effective;
- (4) To examine the internal investigation results and responses from the management with respect to any and all suspected dishonest acts, non-compliance incidents, absence of internal control or suspected violation of laws, regulations and rules;
- (5) To inspect and monitor the scope, effectiveness and results of the functions of internal examination and verification, to ensure the mutual coordination between the internal and the external auditor(s), and to ensure that the functions of internal examination and verification can be provided with sufficient resources and are in appropriate position within the Group;
- (6) To investigate the financial and accounting policies and practices of the Group;
- (7) To consult with the external auditor(s) for examining and verifying any recommendations quoted; to review such management proposal regarding the status of examination and verification whereas such proposal was proposed by auditor(s) to the management level; to check any material questions regarding the accounting record, financial account or control system put forward to the management level by the accounting firm, the feedback of the management level or other correspondence documents; and to ensure effective communication between the independent accountants and the management;
- (8) To ensure that the Board can timely response to the issues to be put forward in the management proposal prepared by the external auditor(s);
- (9) To understand the internal control and related process implemented by the management and guarantee that such financial reports and statements obtained from the existing financial system are in compliance with the relevant standards and requirements and are examined, verified and approved by the management;

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- (10) To check and examine the following arrangements made by the Company: the employees of the Company may secretly raise concerns in relation to possible occurrence of inappropriate actions in respect of financial reporting, internal control or other aspects; to ensure that appropriate arrangements will be made to conduct fair and independent investigation and appropriate action will be adopted regarding such matters;
- (11) To report to the Board regarding the matters concerning the provisions of the Corporate Governance Code; and
- (12) To consider other topics as proposed by the Board.

Nomination Committee

We have established the Nomination Committee and have expressly defined the scope of the Committee's authority in written form. The Nomination Committee consists of three Directors, including, Mr. Jin Yaohua, the Chairman of the Board and non-executive Director, and two independent non-executive Directors, Mr. Gao Jiexiang and Mr. Mao Zhuanjian. Mr. Jin Yaohua currently serves as the chairman of the Nomination Committee. The main duties of the Nomination Committee include but not limited to the following:

- (1) To put forward a proposal regarding the structure of the Board, its scale and constitution (including technique, knowledge and experience) to the Board of Directors based on the Company's operational activities, asset scale and equity structure;
- (2) To study the standards and procedures for the selection of Directors and senior management members, and to put forward relevant proposals to the Board of Directors;
- (3) To extensively search for candidates qualified for Directors and senior management members;
- (4) To investigate the candidates for Directors and the candidates for senior management members and propose relevant proposals;
- (5) To investigate such other senior management members required to be appointed by the Board of Directors and propose relevant proposals;
- (6) To evaluate the independence of independent Directors;
- (7) To propose proposals regarding the appointment or re-appointment of Directors and the succession plan of Directors (and in particular the chairman and the chief executive) to the Board; and
- (8) Such other matters authorized by the Board.

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Remuneration and Evaluation Committee

We have established the Remuneration and Evaluation Committee and have expressly defined the scope of the Committee's authority in written form. The Remuneration and Evaluation Committee consists of three Directors, including two independent non-executive Directors, Mr. Ye Xiang and Mr. Mao Zhuanjian, and one executive Director, Mr. Deng Xiandong. Mr. Ye Xiang currently serves as the chairman of the Remuneration and Evaluation Committee. The main duties of the Remuneration and Evaluation Committee include but not limited to the following:

- (1) With respect to the policy and structure of remuneration regarding all members of the Board and senior management members of the Company and the establishment of such official and transparent procedures for formulating such remuneration policies, to propose a proposal to the Board;
- (2) To investigate and approve the proposal on the remuneration of the senior management level based on the corporate principles and goals set by the Board;
- (3) To determine the specific remuneration of all executive Directors and senior management members, including but not limited to basic salary, warrant and non-monetary interests, pension, bonus, and indemnified amount (including the indemnification for the loss or termination of position or appointment);
- (4) To propose proposals to the Board regarding the remuneration of non-executive Directors;
- (5) To take consideration of the remuneration paid by similar companies, such time required to be spent by Directors, scope of duties of Directors, employment conditions for other positions within the Group, and whether the remuneration shall be determined based on the performance thereof;
- (6) To investigate and approve such compensation required to be paid to executive Directors and senior management officers due to the loss or termination of their positions or appointment, in order to ensure that such compensation shall be determined pursuant to the relevant contractual terms. Should such determination fails to be made pursuant to the relevant contractual terms, such compensation should be fair and reasonable and should not be too much;
- (7) To investigate and approve such compensation arrangements involving the termination of employment or dismissal of the relevant Directors due to the inappropriate act of such Directors, in order to ensure that such arrangements shall be determined pursuant to the relevant contractual terms. Should such determination fails to be made pursuant to the relevant contractual terms, such relevant compensation should be fair and appropriate;
- (8) To ensure that no Directors nor any contact persons would determine their own remuneration by themselves;

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- (9) To investigate the performance of duties by Directors (non-independent Directors) and senior management members and evaluate the annual performance appraisal regarding such Directors and senior management officers;
- (10) To study share incentive schemes; and
- (11) Such other matters authorized by the Board.

Strategy Committee

We have established the Strategy Committee and have expressly defined the scope of the Committee's authority in written form. The Strategy Committee consists of three Directors, including one executive Director, Mr. Deng Xiandong, and two non-executive Directors, Mr. Liu Guangming and Mr. Liang Yongpan. Mr. Deng Xiandong currently serves as the chairman of the Strategy Committee. The main duties of the Strategy Committee include but not limited to the following:

- (1) To study the long-term development strategy and planning and propose relevant proposals;
- (2) To study the material investment financing proposals required to be approved by the Board pursuant to the Articles of Association and to propose relevant proposals;
- (3) To study such material capital operation and asset operational projects that are required to be approved by the Board pursuant to the Articles of Association and to propose relevant proposals;
- (4) To study the material issues that may impact the Company's development and propose relevant proposals;
- (5) To carry out examination and checking over the above-mentioned items; and
- (6) Such other matters authorized by the Board.

Investment Committee

We have established the Investment Committee and have expressly defined the scope of the Committee's authority in written form. The Investment Committee consists of three Directors, including two independent non-executive Directors, Mr. Mao Zhuanjian and Mr. Ye Xiang, and one executive Director, Mr. Deng Xiandong. Mr. Mao Zhuanjian currently serves as the chairman of the Investment Committee. The main duties of the Investment Committee include but not limited to the following:

- (1) To conduct research on and make recommendation for the annual investment plan of the Company;

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- (2) To consider and approve the investment strategies, investment risk management system, investment project assessment system and other relevant systems or policies in relation to relevant investment management of the Company;
- (3) To consider and approve and make decision on the investment projects within the scope as authorized by the Board;
- (4) To conduct research on and make recommendation for significant investment projects subject to the approval of the Board and the general meeting as required by the Articles of Association of the Company;
- (5) To monitor the implementation of investment projects and report to the Board; and
- (6) Such other matters authorized by the Board.

REMUNERATION OF THE DIRECTORS, SUPERVISOR AND SENIOR MANAGEMENT

For the years ended December 31, 2013, 2014 and 2015 and the six months ended June 30, 2016, the total remuneration paid to our Directors and Supervisors (including the aggregate amount of fees, salaries, discretionary bonus, welfare contribution plans (including pensions), housing, other allowances and other benefits in kind) were RMB0.58 million, RMB0.69 million, RMB2.02 million and RMB1.33 million, respectively.

For the years ended December 31, 2013, 2014 and 2015 and the six months ended June 30, 2016, the aggregate amount of fees, salaries, discretionary bonus, welfare contribution plans (including pensions), housing, other allowances and other benefits in kind received by the five highest-paid individuals were RMB2.53 million, RMB3.10 million, RMB3.62 million and RMB2.61 million, respectively.

For the years ended December 31, 2013, 2014 and 2015 and the six months ended June 30, 2016, no remuneration was paid by us to, or receivable by, our Directors, Supervisors or the five highest-paid individuals as an inducement to join or upon joining the Company, or as a service pay for compensation. For the years ended December 31, 2013, 2014 and 2015 and the six months ended June 30, 2016, no remuneration was paid by us to, or receivable by, our Directors, former Directors, our Supervisors, former Supervisors or the five highest-paid individuals for the loss of any office in connection with the management of the affairs of any subsidiary of the Company. In addition, none of our Directors or Supervisors waived any remuneration for said period.

In accordance with the effective arrangements as of the Latest Practicable Date, we estimate that we shall pay and grant a remuneration in the aggregate amount of RMB2.25 million to our Directors and Supervisors for the year ending December 31, 2016.

Save as disclosed above, no other payments have been paid, or are payable, by us or any of our subsidiaries to our Directors for the years ended December 31, 2013, 2014 and 2015 and the six months ended June 30, 2016.

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[REDACTED]

We have appointed [REDACTED] as our [REDACTED] pursuant to Rule 3A.19 and Rule 19A.05 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the [REDACTED] will advise us on the following circumstances:

- before the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transaction within the meaning of the Listing Rules, is contemplated under the Listing Rules, including share issues and share repurchases;
- where we propose to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this [REDACTED] or where our business activities, developments or results deviate from any forecast, estimate or other information in this [REDACTED]; and
- where the [REDACTED] makes an inquiry of us regarding unusual movements in the price or trading volume of our Shares or any other issues pursuant to Rule 13.10 of the Listing Rules.

In accordance with Rule 19A.06 of the Listing Rules, our [REDACTED] shall timely inform us of any amendment or supplement made to the Listing Rules published by the [REDACTED].

The appointment shall commence from the date of [REDACTED] shall end on the day on which the annual report regarding our financial performance for the first complete financial year after the relevant date of [REDACTED] is distributed.