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華電福新能源股份有限公司
HUADIAN FUXIN ENERGY CORPORATION LIMITED

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00816)

NOTICE OF 2019 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**AGM**”) of Huadian Fuxin Energy Corporation Limited (the “**Company**”) will be held at 9:00 a.m. on Monday, 29 June 2020 at Conference Room, 5/F, Huabin International Hotel Beijing, No. 4 Xuanwumennei Street, Xicheng District, Beijing, the People’s Republic of China (the “**PRC**”), for the purpose of considering, and if thought fit, passing the following resolutions:

Ordinary Resolutions

- (1) To consider and approve the report of the board of directors (the “**Board**”) for the year 2019.
- (2) To consider and approve the report of the board of supervisors for the year 2019.
- (3) To consider and approve the final financial accounts for the year 2019.
- (4) To consider and approve the independent auditor’s report and the Company’s audited financial statements for the year 2019.
- (5) To consider and approve the Company’s profit distribution plan for the year 2019.
- (6) To consider and approve the re-appointment of Ernst & Young as the Company’s international auditor to hold office until the conclusion of the annual general meeting to be held in 2021 and to authorize the Board and authorized person to determine its remuneration.
- (7) To consider and approve the remuneration plan for the Company’s directors and supervisors for the year ended 31 December 2019.

Special Resolutions

- (8) To consider and approve the granting of a general mandate to issue the debt financing instruments proposed to be issued by the Company, while the outstanding balance of all categories of bonds to be issued shall not exceed RMB30.0 billion in aggregate.
- (9) To consider and approve the granting of a general mandate to the directors to exercise the power of the Company to issue, allot and deal with the additional domestic shares and H shares not exceeding 20% of the aggregate nominal values of the domestic shares and H shares respectively in issue as at the date of passing of the resolution in relation to the general mandate.
- (10) To consider and approve the Proposed Amendments Part 1 to the Articles of Association.
- (11) To consider and approve the Proposed Amendments Part 2 to the Articles of Association.

Beijing, the PRC, 14 May 2020

As at the date of this notice, the executive directors are Mr. HUANG Shaoxiong, Mr. WU Jianchun and Mr. Du Jiangwu; the non-executive directors are Mr. TAO Yunpeng, Mr. SHI Chongguang and Mr. WANG Bangyi; and the independent non-executive directors are Mr. ZHANG Bai, Mr. TAO Zhigang and Mr. WU Yiqiang.

Notes:

1. The register of members of the Company (the “**Register of Members**”) will be closed from 30 May 2020 to 29 June 2020 (both days inclusive), during which period no transfer of shares of the Company can be registered.

In order to be qualified to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H Shares) or the board office of the Company in the PRC (for holders of Domestic Shares), no later than 4:30 p.m. on 29 May 2020 for registration.

The Board has recommended a dividend of RMB0.54 for every 10 shares (tax inclusive) for the year ended 31 December 2019 and, if such dividend is declared by the shareholders passing the item 5 of the ordinary resolutions, it will be distributed to those shareholders whose names appear on the Register of Members of the Company on 9 July 2020. The Register of Members of H Shares will be closed from 4 July 2020 to 9 July 2020 (both days inclusive). In order to be entitled to the dividend, holders of H Shares who have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for holders of H Shares) or the board office of the Company in the PRC (for holders of Domestic Shares), on or before 4:30 p.m. on 3 July 2020 for registration.

2. Shareholders of the Company (the “**Shareholders**”) who are entitled to attend and vote at the AGM may appoint one or more proxies to attend and, in the event of a poll, vote on their behalves. A proxy need not be a Shareholder.
3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorized to sign the same.
4. In order to be valid, the form of proxy must be deposited to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for the holders of H Shares), or to the board office of the Company in the PRC (for the holders of Domestic Shares) not less than 24 hours before the time for holding the AGM (i.e. before 9:00 a.m. on 28 June 2020). If the form of proxy is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the form of proxy. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjourned meetings should you so wish.
5. Shareholders shall produce their identity documents and supporting documents in respect of Shares held when attending the AGM. If corporate Shareholders appoint authorized representative to attend the AGM, the authorized representative shall produce his/her identity documents and a notarially certified copy of the relevant authorization instrument signed by the board of directors or other authorized parties of the corporate Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents when attending the AGM.

6. Shareholders who intend to attend the AGM should complete the reply slip and return it to the board office of the Company in the PRC or the Company's H share registrar in Hong Kong by hand, by post or by fax on or before 9 June 2020.
7. The AGM is expected to take for less than half a day. Shareholders attending the AGM shall be responsible for their own travel and accommodation expenses.
8. Contact details of the board office of the Company in the PRC are as follows:

Address: 9/F, Building B, Huadian Plaza
No. 2 Xuanwumennei Street
Xicheng District
Beijing
the PRC

Telephone No.: (86) 010-8356 7369
Fax No.: (86) 010-8356 7357
9. Unless otherwise defined herein, the capitalized terms used herein shall have the same meanings as defined in the Company's circular to be issued on or before 9 June 2020.
10. All times in this notice refer to Hong Kong local times.
11. "Proposed Amendments Part 1 to the Articles of Association" refers to the proposed amendments to Article 102 of the Articles of Association proposed by the Board (such amendments do not involve variation or abrogation of the rights of class shareholders); and "Proposed Amendments Part 2 to the Articles of Association" refers to the proposed amendments to Article 18, 47, 66, 68, 70, 95, 99 and 101 of the Articles of Association proposed by the Board (such amendments involve variation or abrogation of the rights of class shareholders). For details of the above proposed amendments, please refer to the announcement of the Company in relation to the proposed amendments to the Articles of Association dated 20 March 2020 and the circular of the Company which will be dispatched on or before 9 June 2020.