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*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 00816)**

## **NOTICE OF H SHAREHOLDERS' CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that an H shareholders' class meeting (the "**H Shareholders' Class Meeting**") of Huadian Fuxin Energy Corporation Limited (the "**Company**") will be held at 9:00 a.m. or immediately following the conclusion of the EGM or any adjournment thereof on Wednesday, 16 September 2020 at Conference Room, 5/F, Huabin International Hotel Beijing, No.4 Xuanwumennei Street, Xicheng District, Beijing, the PRC, for the purpose of considering and, if thought fit, passing the following resolution. Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the composite document jointly issued by the Company and Fujian Huadian Furui Energy Development Co., Ltd.\* (the "**Offeror**") dated 26 August 2020.

### **AS SPECIAL RESOLUTION**

1. (a) To consider and, if thought fit, to approve, confirm and ratify the Merger Agreement dated 1 June 2020 entered into between the Company and the Offeror and the Merger and the transactions contemplated under the Merger Agreement.
- (b) To consider and, if thought fit, to approve that any Director be authorised to do all such acts and things, to sign and execute all such other documents, deeds and instruments, to make applications to the relevant regulatory authorities and to take such steps as he may consider necessary, appropriate, expedient and in the interest of the Company to give effect to and in connection with any transactions contemplated under the Merger Agreement.

By order of the Board  
**Huadian Fuxin Energy Corporation Limited**  
**Huang Shaoxiong**  
*Chairman of the Board*

Beijing, PRC

26 August 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.*

\* *For identification purpose only*

*Notes:*

1. In order to determine the shareholders of H shares who will be entitled to attend and vote at the H Shareholders' Class Meeting, the register of members of the Company will be closed from Friday, 11 September 2020 to Wednesday, 16 September 2020, both days inclusive, during which period no transfer of the Company's shares will be registered. To be eligible to attend and vote at the H Shareholders' Class Meeting, all instruments of transfer accompanied by relevant share certificates must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Thursday, 10 September 2020. Shareholders whose names are recorded in the register of members of the Company Wednesday, 16 September 2020 are entitled to attend the H Shareholders' Class Meeting.
2. A shareholder entitled to attend and vote at the H Shareholders' Class Meeting may appoint one or more proxies (whether he/she is a shareholder) to attend and vote at the H Shareholders' Class Meeting on his or her behalf. The form of proxy shall contain the number of the shares to be represented by the proxy. If several persons are authorised as the proxies of a shareholder, the form of proxy shall specify the number and class of shares to be represented by each proxy.
3. The form of proxy shall be signed by the appointer or his attorney duly authorised in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its directors or attorney duly authorised.
4. To be valid, the form of proxy must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 24 hours prior to the holding of the H Shareholders' Class Meeting. If the form of proxy is signed by another person under a power of attorney or other authorisation documents given by the appointer, such power of attorney or other authorisation documents shall be notarised. The notarised power of attorney or other authorisation documents shall, together with the form of proxy, be deposited at the specified place at the time set out in the form of proxy.
5. If the appointer is a legal person, its legal representative or any person authorised by resolutions of the board of directors or other governing bodies may attend the H Shareholders' Class Meeting on behalf of the appointer.
6. The Company has the right to request a proxy who attends the H Shareholders' Class Meeting on behalf of a shareholder to provide proof of identity. If a legal person shareholder appoints its representative to attend the meeting, the Company is entitled to require the representative to present his own identification document and a notarially certified copy of the resolution or power of attorney authorized by the board of directors or other competent body of such legal person shareholder (except for a recognized clearing house as defined by relevant ordinances in force from time to time in accordance with Hong Kong laws or its proxies).
7. Shareholders intending to attend the H Shareholders' Class Meeting must return the reply slip to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited (for holders of H shares of the Company), at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong by hand or by post on or before Tuesday, 8 September 2020.
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 number: (86) 010-8356 7369

Fax number: (86) 010-8356 7357