



CHINA POWER INTERNATIONAL DEVELOPMENT LIMITED

中國電力國際發展有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 2380)

Proxy Form for General Meeting

(1) Major and Connected Transactions in relation to the Acquisitions; and (2) Revision of Annual Cap for Continuing Connected Transactions

Form of proxy for the general meeting (the “GM”) to be held on Wednesday, 6 September 2023 at 10:30 a.m. at Salon 5, JW Marriott Ballroom, 3/F, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong.

I/We¹ _____ (name)
of _____ (address)
being the registered holder(s) of _____ shares² of
China Power International Development Limited (the “Company”), hereby appoint³ _____ (name)
of _____ (address)
or failing him, the Chairman of the meeting as my/our proxy to attend on my/our behalf at the meeting (and at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the resolutions set out in the notice of the meeting (with or without amendments) as hereunder indicated.

Ordinary Resolutions		For ⁵	Against ⁵
1.	To approve, confirm and ratify the conditional sale and purchase agreements dated 26 July 2023 between the Company respectively with State Power Investment Corporation Limited, SPIC Guangdong Electric Power Co., Ltd. and China Power Complete Equipment Co., Ltd. and the transactions contemplated thereunder at a total consideration of RMB8,811,044,100 and RMB1,974,016,700 respectively and authorise any director to do such acts on behalf of the Company as he/she may consider necessary, desirable or expedient in connection therewith.*		
2.	To approve and confirm the Financial Services Framework Agreement Supplemental Agreement dated 17 August 2023 between the Company and SPIC Financial Company Limited, the revised annual cap of the deposit services contemplated thereunder (being the maximum daily balance of deposits including accrued interests) and authorise any director to do such acts on behalf of the Company as he/she may consider necessary, desirable or expedient in connection therewith.*		

* The full text of the resolutions is set out in the notice of the General Meeting dated 18 August 2023.

Dated this _____ day of _____ 2023.

Signature(s)⁹: _____

NO serving of any refreshments or beverages and NO distribution of any gifts, souvenirs or bakery vouchers at the GM

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. Full name and address of proxy to be inserted in **BLOCK CAPITALS**. If not completed, the chairman of the meeting will act as your proxy.
4. You are entitled to appoint separate proxies to represent respectively such number of shares you hold as you may specify in the proxy form submitted for each appointment. If the number of shares is not specified, the appointment will be deemed to have been made in relation to the total number of shares held by you.
5. **IMPORTANT: If you wish to vote for any resolution, tick in the box marked “for” beside the appropriate resolution. If you wish to vote against any resolution, tick in the box marked “against” beside the appropriate resolution.** In the absence of any such indication, the proxy will be vote for or against the resolution or will abstain at his/her discretion. Your proxy will be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
6. In order to be valid, this form of proxy, together with the power of attorney or other authority, if any, under which is signed, or a notarially certified copy of that power or authority must be deposited (i) at the share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong or (ii) electronically via the Company’s email address at eproxy@chinapower.hk not less than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting.
7. The email address provided in paragraph 6 is provided only for receiving proxy forms relating to the GM. The email address shall not be used for any other purposes nor shall it be in use after the deadline stated in paragraph 6 above.
8. In the case of joint holders of a share, the vote of the person, whether attending in person or by proxy, whose name stands first on the Register of Members of the Company in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
9. This form of proxy must be signed by you or your attorney duly authorized in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorized.
10. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
11. Completion and return of this form of proxy will not preclude you from attending the meeting or any adjournment thereof and voting in person if you so wish and in such event, this form of proxy will be deemed to be revoked.
12. Any alteration to this form of proxy must be initialled by the person who signs it.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- (ii) Your supply of Personal Data to the Company is on a voluntary basis. Failure to provide sufficient information may result in the Company being unable to process your appointment of proxy and instructions.
- (iii) Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- (iv) You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong.