



華電國際電力股份有限公司
Huadian Power International Corporation Limited*

(A Sino-foreign investment joint stock company limited by shares incorporated in the People's Republic of China (the "PRC"))

(Stock Code: 1071)

PROXY FORM FOR USE AT THE EXTRAORDINARY GENERAL MEETING

I/We _____ with H share shareholder account number (if applicable): _____
of _____ (Note 1),
being shareholder(s) of _____ A shares/ _____ H shares (Note 2)
in 華電國際電力股份有限公司 Huadian Power International Corporation Limited* (the "Company"), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** or _____ (Note 3)
as my/our proxy to attend and act for me/us at the first extraordinary general meeting of the Company for 2023 (the "EGM") to be held at Huabin International Hotel, No. 4 Xuanwumennei Street, Xicheng District, Beijing, the PRC at 2:00 p.m., on Thursday, 30 November 2023 or at any adjournment thereof and to vote for me/us on my/our behalf at such meeting or at any adjournment thereof in respect of the resolutions set out in the notice of the EGM dated 14 November 2023 (the "Notice of EGM") as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in Notice of EGM.

RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)	ABSTAIN ^(Note 4)
SPECIAL RESOLUTION				
1.	To consider and approve the resolution on the proposed amendments to Articles of Association and its appendix.			
ORDINARY RESOLUTIONS				
2.	To consider and approve, by way of separate ordinary resolutions, the entering into by the Company of the Proposed Purchase (Supply) of Fuel, Equipment and Services Framework Agreement with China Huadian for a term of three years from 1 January 2024 to 31 December 2026 and the following continuing connected transactions between the Group and China Huadian contemplated thereunder and their respective annual caps; and to authorize the Chairman, the general manager or chief financial officer and his authorized person(s) to make the necessary amendments to the agreement at his/their discretion in accordance with relevant domestic and overseas regulatory requirements and execute the agreement once a consensus is reached, and to complete other necessary procedures and formalities according to the relevant requirements;			
	a. the purchase of fuel by the Group from China Huadian and the annual cap for each of the three financial years ending 31 December 2026;			
	b. the provision of engineering equipments, systems, products, engineering and construction contracting projects, environmental protection system renovation projects, and Miscellaneous and Relevant Services to the Group by China Huadian and the annual cap for each of the three financial years ending 31 December 2026; and			
	c. the sales of fuel and provision of relevant services by the Group to China Huadian and the annual cap for each of the three financial years ending 31 December 2026.			
3.	To consider and approve the Proposed Finance Lease Service Framework Agreement entered into between the Company and Huadian Financial Leasing Company Limited and the annual caps under the agreement; and authorize the Chairman, the general manager or chief financial officer and his authorized person(s) to make the necessary amendments to the agreement at his/their discretion in accordance with relevant domestic and overseas regulatory requirements, execute the agreement once a consensus is reached, and complete other necessary procedures and formalities according to the relevant requirements.			
4.	To consider and approve the resolution in relation to the expropriation of some land of Hangzhou Huadian Banshan Power Generation Co., Ltd. by the government of Gongshu District in Hangzhou City, Zhejiang Province.			
5.	To consider and approve the resolution in relation to the expropriation of some land of Hangzhou Huadian Banshan Power Generation Co., Ltd. by the government of Qiantang District in Hangzhou City, Zhejiang Province.			

Signature^(Note 5) _____

Date: _____ 2023

Notes:

- Please insert full name and address (as shown in the register of members) in **BLOCK CAPITALS**.
- Please delete as appropriate and insert the number of shares of the Company registered in your name and to which this proxy form relates. If no such number is inserted, this proxy form will be deemed to relate to all the shares in the Company registered in your name.
- You are entitled to choose any person to be your proxy. If a person other than the Chairman of the EGM is to be appointed as your proxy, please strike out the words "**THE CHAIRMAN OF THE MEETING**" and insert the full name and address of the proxy to be appointed in the space provided. The proxy need not be a member of the Company. You are entitled to appoint one or more proxies to attend and vote at the meeting. However, if you appoint more than one proxy, you should state the number of shares each of them represents. Any alteration made to this proxy form must be signed by the person who signs the proxy form.
- Important: If you wish to vote for any of the resolutions, tick in the box marked "For". If you wish to vote against any of the resolutions, tick in the box marked "Against". If you wish to abstain from voting on any of the resolutions, tick in the box marked "Abstain", and your votes will be counted in the total number of votes cast in that resolution, for the purpose of calculating the result of that resolution. Failure to indicate as to how to vote in respect of the resolutions on the proxy form returned will entitle your proxy to decide whether to vote and as to how to vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution legally and properly put to the EGM other than those referred to in the Notice of EGM.
- This proxy form must be signed by you or your attorney duly authorized in writing. If you are a legal entity such as a corporation or an institution, this proxy form must be executed under seal of the legal entity or signed by its director or a duly authorized attorney. All powers of attorney referred to in this Note must be notarized.
- To be valid, this proxy form and the notarized power of attorney or other documents of authorisation (if any) must be delivered to the Secretarial Office of the Board of Directors of the Company or the Company's H share registrar's address at Hong Kong Registrars Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as the case may be, not less than 24 hours before the time appointed for the holding of the EGM.
- When attending the EGM, proxies representing the respective shareholders should present their completed and signed proxy forms and their identity documents.
- This proxy form should be completed in duplicate. One form should be delivered according to the instructions as set out in Note 6 and the other should be presented by the proxy when attending the EGM according to the instructions as set out in Note 7.

* For identification purposes only