



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 \_\_\_\_\_

of \_\_\_\_\_ (Note 3)

as my/our proxy to attend and act for me/us at the extraordinary general meeting of the Company (the "EGM") to be held at Huabin International Hotel, No. 4 Xuanwumennei Street, Xicheng District, Beijing, the PRC at 2:00 p.m. on Tuesday, 26 March 2024 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 29 February 2024 (the "Notice of EGM") as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

Capitalized terms used herein shall have the same meanings as those defined in the Notice of EGM unless otherwise expressly defined in this proxy form.

	ORDINARY RESOLUTIONS	Cumulative Voting <sup>(Note 4)</sup> (Please insert the number of votes)
1.	To consider and approve, by way of separate ordinary resolutions, all resolutions on election of the following persons as the non-executive Directors of the tenth session of the Board for a term of office commencing from the conclusion of the EGM and ending on the expiry of the term of the tenth session of the Board:	
	(1) To consider and approve the election of Mr. Zhao Wei as a non-executive Director	
	(2) To consider and approve the election of Mr. Zeng Qinghua as a non-executive Director	

Signature<sup>(Note 5)</sup> \_\_\_\_\_

Date: \_\_\_\_\_ 2024

Notes:

- Please insert full name and address in **BLOCK CAPITALS**.
- Please delete as appropriate and insert the number of shares in 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** or" 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.
- Please note that, the cumulative voting method shall be adopted for the voting of the resolutions. The cumulative voting method refers to the voting for the election of Directors where each share is entitled to the same number of votes which equals to the total number of Directors to be elected, and the entire votes, represented by the shares held by each Shareholder, can be equally cast for each candidate or can be consolidated to vote for one or certain candidates. For example, if a Shareholder holds 100 shares, then he/she is entitled to 200 votes for the resolutions. He/she may cast his/her respective votes equally to each of the candidates of Directors with 100 votes for each; or cast respective votes entirely for one or certain candidates of Directors.  
Please note with particular attention that the sum of each Shareholder's votes cast for all candidates of Directors shall not exceed the entire votes represented by the shares held by each Shareholder. That is, if the total votes a Shareholder casts for one, certain or all candidates of Directors exceed his/her entire votes represented by the shares held by him/her, then all the votes will be invalid; if the total votes a Shareholder casts for one, certain or all candidates of Directors are fewer than his/her entire votes represented by the shares held by him/her, then the votes cast by him/her shall be valid, and the votes not cast shall be deemed to have been waived by him/her. If a candidate of Directors obtains more than half of the votes representing total number of shares with voting rights (assuming the cumulative voting has not been adopted) from the Shareholders attending the EGM, he/she will be deemed as elected.
- 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 authorization (if any) must be delivered to the Secretarial Office of the Board of the Company or the Company's H share registrar's address at Hong Kong Registrars Limited, 17M, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for the holding of the EGM (being by 2:00 p.m. on Monday, 25 March 2024).
- 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