



# 大唐国际发电股份有限公司

## DATANG INTERNATIONAL POWER GENERATION CO., LTD.

(a sino-foreign joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00991)

### PROXY FORM FOR USE AT THE 2023 FOURTH EXTRAORDINARY GENERAL MEETING

The number of shares which this proxy form relates (Note 1)	
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I/We (Note 2) \_\_\_\_\_  
of \_\_\_\_\_

being the holder(s) of \_\_\_\_\_H shares (Note 3) in Datang International Power Generation Co., Ltd. (the "Company") HEREBY APPOINT the Chairman of the meeting, or \_\_\_\_\_ (Note 4) as my/our proxy(ies) to attend for me/us the 2023 fourth extraordinary general meeting (the "EGM") of the Company to be held at 1616 Conference Room, Datang International Power Generation Co., Ltd., No. 9 Guangningbo Street, Xicheng District, Beijing, the People's Republic of China (the "PRC") at 9:30 a.m. on 21 December 2023 (Thursday) or at any adjournment thereof and to vote on my/our behalf at such meeting or any adjournment thereof as hereunder indicated in respect of the resolutions as listed in the notice of the EGM, if no such indication is given, as my/our proxy(ies) thinks fit.

SPECIAL RESOLUTION		FOR (Note 5)	AGAINST (Note 5)	ABSTAIN (Note 5)
1.	To consider and approve the Resolution on the Financing Proposal of Datang International as the Parent Company for the Year of 2024			
ORDINARY RESOLUTION		FOR (Note 5)	AGAINST (Note 5)	ABSTAIN (Note 5)
2.	To consider and approve the Resolution on the Provision of Guarantee for Financing of Jixi Thermal Power Company			
ORDINARY RESOLUTIONS (by way of cumulative voting)		NUMBER OF VOTES (Note 6)		
3.	To consider and approve the Resolution on the Election of Directors of the Company	/		
3.1	Mr. Wang Shunqi serves as an executive Director of the eleventh session of the Board of the Company	/		
3.2	Mr. Xu Guang serves as a non-executive Director of the eleventh session of the Board of the Company	/		
3.3	Mr. Ma Jixian serves as a non-executive Director of the eleventh session of the Board of the Company	/		
4.	To consider and approve the Resolution on the Election of an Independent Non-executive Director of the Company	/		
4.1	Mr. You Yong serves as an independent non-executive Director of the eleventh session of the Board of the Company	/		
5.	To consider and approve the Resolution on the Election of a Shareholder Representative Supervisor of the Company	/		
5.1	Mr. Han Fang serves as a shareholder representative supervisor of the eleventh session of the Supervisory Committee of the Company	/		

Date: \_\_\_\_\_ 2023

Signature(s) (Note 7): \_\_\_\_\_

*Notes:*

1. Please insert the number of shares registered in your name(s) 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(s).
2. Please insert full name(s) and address(es) (as shown in the register of members) in **block capitals**.
3. Please insert the number of shares in the Company registered in your name(s) and delete if inappropriate.
4. If any proxy other than the Chairman of the meeting is preferred, strike out “the Chairman of the meeting, or” and insert the name of the proxy desired in the space provided. Each shareholder is entitled to appoint one or more proxy(ies) to attend and vote at the meeting. A proxy need not be a shareholder of the Company. Any alteration made to this proxy form must be signed by the person who signs it.
5. Important: if you wish to vote for any resolution, tick in the box marked “FOR”. If you wish to vote against any resolution, tick in the box marked “AGAINST”. If you wish to abstain from voting on any resolution, please tick the appropriate box marked “ABSTAIN”. Failure to tick either box will entitle your proxy to cast your vote at his/her discretion.
6. Important: The above resolutions numbered 3, 4 and 5 shall adopt the method of cumulative voting. Please indicate by inserting the number of votes in the space provided as to how you wish your votes to be cast.
  - (i) You shall be entitled to such number of votes as shall be equal to the number of shares held by you multiplied by the total number of executive Directors and non-executive Directors upon whom you can vote, when electing executive Directors and non-executive Directors. Such votes may only be voted for the candidates of executive Directors and the candidates of non-executive Directors. If a candidate of executive Director and a candidate of non-executive Director obtain more than half of the votes representing total number of shares with voting rights (on the basis of non-cumulative number of shares) from the Shareholders attending the EGM, they will be deemed as elected. The total number of votes cast by you for one or several executive Director candidate(s) and non-executive Director candidate(s) shall not be in excess of the number of votes to which you are entitled, otherwise such vote shall be invalid. Where the total number of votes cast for one or several executive Director candidate(s) and non-executive Director candidate(s) is less than the number of votes to which you are entitled, such vote shall be valid, and the voting rights attached to the difference between the votes actually cast and the votes which you are entitled to cast shall be deemed to have been waived.
  - (ii) You shall be entitled to such number of votes as shall be equal to the number of shares held by you multiplied by the total number of independent non-executive Directors upon whom you can vote, when electing independent non-executive Directors. Such votes may only be voted for the candidates of the independent non-executive Directors. If a candidate of independent non-executive Director obtains more than half of the votes representing total number of shares with voting rights (on the basis of non-cumulative number of shares) from the shareholders attending the EGM, he/she will be deemed as elected. The total number of votes cast by you for one or several independent non-executive Director candidate(s) shall not be in excess of the number of votes to which you are entitled, otherwise such vote shall be invalid. Where the total number of votes cast for one or several independent non-executive Director candidates is less than the number of votes to which you are entitled, such vote shall be valid, and the voting rights attached to the difference between the votes actually cast and the votes which you are entitled to cast shall be deemed to have been waived.
  - (iii) You shall be entitled to such number of votes as shall be equal to the number of shares held by you multiplied by the total number of non-employee supervisors upon whom you can vote, when electing non-employee supervisors. Such votes may only be voted for the candidates of the non-employee supervisors. If a candidate of non-employee supervisor obtains more than half of the votes representing total number of shares with voting rights (on the basis of non-cumulative number of shares) from the shareholders attending the EGM, he/she will be deemed as elected. The total number of votes cast by you for one or several non-employee supervisor candidates shall not be in excess of the number of votes to which you are entitled, otherwise such vote shall be invalid. Where the total number of votes cast for one or several non-employee supervisor candidates is less than the number of votes to which you are entitled, such vote shall be valid, and the voting rights attached to the difference between the votes actually cast and the votes which you are entitled to cast shall be deemed to have been waived.
7. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation or institution, either under its common seal or under the hand of an officer or attorney duly authorised in that regard.
8. To be valid, H Shareholders of the Company must deliver this proxy form 24 hours prior to the time scheduled for holding the EGM and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarised copy of that power of attorney or other authority, to 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.
9. Unless the context requires otherwise, all capitalised terms defined in this proxy form shall have the same meanings as defined in the notice of the EGM of the Company dated 1 December 2023.