



# 龍源電力集團股份有限公司

CHINA LONGYUAN POWER GROUP CORPORATION LIMITED\*

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

(Stock Code: 00916)

## FORM OF PROXY FOR THE SECOND EXTRAORDINARY GENERAL MEETING IN 2019

The number of shares relating to this form of proxy (Domestic shares/H shares) <sup>(Note 1)</sup>	
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I/We <sup>(Note 2)</sup> \_\_\_\_\_ of \_\_\_\_\_

being the holder of \_\_\_\_\_ domestic shares/H shares <sup>(Note 3)</sup> of China Longyuan Power Group Corporation Limited\* (the “**Company**”), hereby appoint the Chairman of the meeting, or <sup>(Note 4)</sup> \_\_\_\_\_ of \_\_\_\_\_

as my/our proxy to attend and vote for me/us and on my/our behalf at the second extraordinary general meeting in 2019 (the “**EGM**”) of the Company to be held at the Conference Room, 22/F, Tower C, International Investment Plaza, 6-9 Fuchengmen North Street, Xicheng District, Beijing, the People's Republic of China (the “**PRC**”) at 10:00 a.m. on Friday, 15 November 2019 or at any adjournment thereof as indicated hereunder in respect of the resolution set out in the notice of EGM. In the absence of any indication, the proxy may vote at his/her own discretion.

Ordinary Resolution		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
1.	To consider and approve the appointment of Mr. Sun Jinbiao as an executive director of the Company to fill the vacancy left by resignation of Mr. Huang Qun.			

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

Signature <sup>(Note 6)</sup>: \_\_\_\_\_

Important: You should first review the Company's circular of the EGM dated 28 September 2019 before appointing a proxy.

\* For identification purpose only

*Notes:*

1. Please insert the number and select the class of shares registered in your name(s) relating to this form of proxy (delete as appropriate). If the number and class are inserted, this form of proxy will be deemed to relate only to those shares. If the number and class are not inserted, the form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
2. Please insert the full name(s) (in Chinese or English) and registered address(es) as shown on the register of members of the Company in block letters.
3. Please insert the number of shares registered in your name(s) and select the class of shares (delete as appropriate). If no number and no class of shares is inserted, this form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
4. If any proxy other than the Chairman of the meeting of the Company is preferred, please cross out the words “the Chairman of the meeting, or” and insert the name(s) and address(es) of the proxy(ies) desired in the spaces provided. A shareholder may appoint one or more proxies to attend and vote on his/her/its behalf. A proxy need not be a shareholder of the Company. Any alteration made to this form of proxy must be initialled by the person who signs it.
5. Important: If you wish to vote for any resolution, please tick the appropriate box marked “FOR” or insert the relevant number of shares. If you wish to vote against any resolution, please tick the appropriate box marked “AGAINST” or insert the relevant number of shares. If you wish to abstain from voting on any resolution, please tick the appropriate box marked “ABSTAIN” or insert the relevant number of shares. Any abstained vote or waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution. If no direction is given, your proxy may vote at his/her own discretion.
6. This form of proxy must be signed by you, or your 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.
7. In the case of joint holders of any shares, only the joint holder whose name appears first in the register of shareholders is able to vote at the EGM, either personally or by proxy, in respect of such shares as if he/she was solely entitled thereto.
8. 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 form of proxy and the notarised power of attorney or other authorisation documents (if applicable) must be lodged with the Company’s H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H shares of the Company) or the Company’s head office in the PRC at Tower C, International Investment Plaza, 6-9 Fuchengmen North Street, Xicheng District, Beijing, the PRC (for holders of domestic shares of the Company) not less than 24 hours prior to the holding of the EGM (i.e. not later than 10:00 a.m. on Thursday, 14 November 2019 (Hong Kong time)).
9. The EGM is expected to take less than half a day. Shareholders who attend the EGM shall be responsible for their own travel and accommodation expenses. Shareholders or their proxy(ies) shall show proof of identity when attending the EGM.