
THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **China Datang Corporation Renewable Power Co., Limited***, you should at once hand this supplemental circular and the accompanying revised form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this supplemental circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this supplemental circular.



中国大唐集团新能源股份有限公司

China Datang Corporation Renewable Power Co., Limited*

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

(Stock Code: 01798)

SUPPLEMENTAL CIRCULAR
PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS
AND
REVISED NOTICE OF THE EXTRAORDINARY GENERAL MEETING

This supplemental circular should be read in conjunction with the notice (the “**Original Notice**”) and the circular (the “**Original Circular**”) of the Company dated 30 November 2023 despatched to the Shareholders in relation to the EGM.

A letter from the Board is set out on pages 1 to 6 of this supplemental circular.

The Company will convene the EGM at 10:00 a.m. on Thursday, 28 December 2023 at Building 1, No. 1 Caishikou Street, Xicheng District, Beijing, the PRC. Revised notice of the EGM is set out on pages 7 to 9 of this supplemental circular.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying revised form of proxy in accordance with the instructions printed thereon. For Shareholders of H Shares, the revised form of proxy should be returned to Computershare Hong Kong Investor Services Limited and for Shareholders of Domestic Shares, the revised form of proxy should be returned to the Company’s head office in the PRC, provided that the registered Shareholders and HKSCC Nominees Limited receiving the voting instructions from non-registered Shareholders shall return the completed revised form of proxy in person or by post not less than 24 hours before the time fixed for holding the EGM or any adjourned meeting thereof. Completion and return of the revised form of proxy will not preclude you from attending and voting in person at the EGM or any other adjourned meeting thereof should you so wish.

11 December 2023

* *For identification purpose only*

CONTENTS

	<i>Page</i>
DEFINITIONS	ii
LETTER FROM THE BOARD	1
INTRODUCTION.....	1
PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS	2
EGM.....	4
VOTING BY POLL AT THE EGM	5
RECOMMENDATION.....	6
REVISED NOTICE OF THE EXTRAORDINARY GENERAL MEETING	7

DEFINITIONS

In this supplemental circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Articles of Association”	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
“Board”	the board of Directors of the Company
“CDC”	China Datang Corporation Ltd.* (中國大唐集團有限公司), a state-owned enterprise established in the PRC and the controlling Shareholder of the Company
“China” or “PRC”	the People’s Republic of China, for the purpose of this supplemental circular, excluding Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan Region
“Company”	China Datang Corporation Renewable Power Co., Limited* (中國大唐集團新能源股份有限公司), a joint stock limited company incorporated in the PRC and its H Shares are listed on the Stock Exchange (stock code: 01798)
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	the ordinary share(s) with a nominal value of RMB1.00 each in the share capital of the Company which are subscribed for and credited as fully paid in RMB by PRC citizens and/or PRC incorporated entities
“EGM”	the third extraordinary general meeting in 2023 to be convened by the Company at Building 1, No. 1 Caishikou Street, Xicheng District, Beijing, the PRC at 10:00 a.m. on Thursday, 28 December 2023
“H Share(s)”	the overseas listed foreign share(s) in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, listed on the Stock Exchange (stock code: 01798)
“Hong Kong”	Hong Kong Special Administrative Region of the PRC

* *For identification purpose only*

DEFINITIONS

“Latest Practicable Date”	8 December 2023, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Domestic Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of Share(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary” or “subsidiaries”	has the meaning ascribed to it under the Listing Rules
“Supervisor(s)”	the supervisor(s) of the Company

LETTER FROM THE BOARD



中国大唐集团新能源股份有限公司

China Datang Corporation Renewable Power Co., Limited*

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

(Stock Code: 01798)

Executive Director:

Mr. Liu Guangming (*Chairman*)

Non-executive Directors:

Mr. Yu Fengwu

Mr. Liu Quancheng

Ms. Zhu Mei

Mr. Wang Shaoping

Mr. Shi Feng

Independent Non-executive Directors:

Mr. Lo Mun Lam, Raymond

Mr. Yu Shunkun

Mr. Qin Haiyan

Registered office in the PRC:

Room 6197, 6/F, Building 4
Courtyard 49, Badachu Road
Shijingshan District
Beijing, the PRC

Head office in the PRC:

8/F, Building 1
No. 1 Caishikou Street
Xicheng District
Beijing, the PRC

Principal place of business in Hong Kong:

40/F, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai
Hong Kong

11 December 2023

To the Shareholders:

PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS

INTRODUCTION

References are made to the Original Notice and the Original Circular of the Company dated 30 November 2023 despatched to the Shareholders in relation to the EGM.

* For identification purpose only

LETTER FROM THE BOARD

The purpose of this supplemental circular is to provide you with further information on the resolutions set out below, so as to enable you to make informed decisions on whether to vote for or against the resolutions to be proposed at the EGM for the relevant issues:

1. To consider and approve the resolution in relation to the proposed appointment of Mr. Li Kai as an executive Director of the Company; and
2. To consider and approve the resolution in relation to the proposed appointment of Mr. Wang Fanghong as an executive Director of the Company.

THE RESOLUTIONS IN RELATION TO THE PROPOSED APPOINTMENT OF EXECUTIVE DIRECTORS

Reference is made to the announcement of the Company dated 8 December 2023 in relation to, among others, the proposed appointment of Mr. Li Kai and Mr. Wang Fanghong as executive Directors of the Company.

Due to work adjustments, (i) Mr. Liu Guangming proposed to resign from his positions as an executive Director, the chairman of the Company and the chairman of the Strategic Committee under the Board; and (ii) Mr. Liu Quancheng proposed to resign from his positions as a non-executive Director of the Company and a member of the Remuneration and Assessment Committee under the Board, with effect from the date of the appointment of new Directors at the EGM. Mr. Liu Guangming and Mr. Liu Quancheng have respectively confirmed that they have no disagreement with the Board in any respect, and there are no other matters in relation to their resignation that need to be brought to the attention of the Shareholders or the Stock Exchange.

Having taken into account the Board diversity policy of the Company, the views, skills and experience of Mr. Li Kai and Mr. Wang Fanghong and the contribution they may bring to the Company, the Nomination Committee under the Board of the Company and the Board have considered and approved the proposed appointment of Mr. Li Kai and Mr. Wang Fanghong as the executive Directors of the Company, which will take effect from the date of approval by the Shareholders at the EGM.

Upon due appointment, Mr. Li Kai and Mr. Wang Fanghong each will enter into a service contract with the Company, respectively, for a term commencing from the date of approval by the Shareholders at the EGM and ending on the expiration of the term of the current session of the Board. Pursuant to the Articles of Association, Mr. Li Kai and Mr. Wang Fanghong are eligible for re-election and reappointment upon the expiry of their terms of office. Mr. Li Kai and Mr. Wang Fanghong, as executive Directors of the Company, will receive remuneration (mainly comprising of salaries, allowances and benefits in kind, discretionary bonuses and pension scheme contributions) based on their actual positions in the Company pursuant to relevant provisions, and will not be entitled to any separate Director's fee. The Company will disclose the remuneration of Directors in its annual report each year.

LETTER FROM THE BOARD

The biographical details of Mr. Li Kai and Mr. Wang Fanghong, which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, are set out as follows:

Mr. Li Kai, aged 57, currently serves as the secretary of the Party Committee of the Company. Mr. Li Kai successively served as the deputy general manager and a member of the Party Committee of Jiangsu Xutang Power Generation Co., Ltd. (江蘇徐塘發電有限責任公司); the deputy director of the safety production department and the deputy director of the engineering management department, and the director of the safety production department and the director of the engineering management department of Jiangsu Branch of CDC; the head of Datang Nanjing Xiaguan Power Plant (大唐南京下關發電廠); the head of Datang Nanjing Power Plant (大唐南京發電廠); the deputy general manager and a member of the Party Group of Jiangsu Branch of CDC; the deputy director of the human resources department of CDC; the general manager and the deputy secretary of the Party Group of Guangxi Branch of CDC, Guangxi Guiguan Electric Power Co., Ltd. (廣西桂冠電力股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600236)) (“**Guiguan Electric Power**”) and Longtan Hydro Power Development Co., Ltd. (龍灘水電開發有限公司); the general manager and the deputy secretary of the Party Committee of Guangxi Branch of CDC and Guiguan Electric Power, the general manager of Longtan Hydro Power Development Co., Ltd., and the director of Guangxi Planning and Development Center of CDC; the chairman, secretary of the Party Committee and the general manager of Guiguan Electric Power. Mr. Li Kai graduated from the School of Economics and Management at Nanjing University of Science & Technology, majoring in business administration, and obtained a master’s degree in management. He is currently a professorate senior engineer.

Mr. Wang Fanghong, aged 51, currently serves as the deputy secretary of the Party Committee of the Company. Mr. Wang Fanghong successively served as the secretary to the Party Committee office of North China Electric Power University (Baoding); a staff member of the administration section of the human resources department of State Power Corporation of China (國家電力公司) and the deputy director of the development section of the human resources department of State Grid Corporation of China; the secretary to the general manager’s work department and first-level staff member of the office of State Grid Corporation of China; the secretary to the general manager’s work department of CDC; the deputy general manager, a member of the Party Group, the discipline inspection team leader and the chairman of the labor union of Datang Power Fuel Co., Ltd. (大唐電力燃料有限公司); the secretary of the Party Group, deputy general manager and the discipline inspection team leader of Datang Power Fuel Co., Ltd.; the chairman, the secretary of the Party Committee and the deputy general manager of Datang Heilongjiang Power Generation Co., Ltd. (大唐黑龍江發電有限公司); the secretary of the Party Committee and the deputy general manager of Datang Shanxi Power Generation Co., Ltd. (大唐山西發電有限公司); a director, the general manager and deputy secretary of the Party Committee of Datang Shanxi Power Generation Co., Ltd. Mr. Wang Fanghong graduated from the Department of Power Engineering of North China Electric Power College, majoring in production process automation, and obtained a bachelor’s degree in engineering. He is currently a senior engineer.

LETTER FROM THE BOARD

As of the Latest Practicable Date, save as disclosed above, each of Mr. Li Kai and Mr. Wang Fanghong confirmed that (i) they have no relationship with any other Directors, supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; (ii) they do not hold any other positions within the Company or other members of the Company and its subsidiaries; (iii) they did not hold any directorships of any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iv) they have no interest or deemed interest in any share or underlying share of the Company or its associated corporations within the meaning of Part XV of the SFO; and (v) there are no other matters relating to their appointment that need to be brought to the attention of the Shareholders or the Stock Exchange or to be disclosed pursuant to Rule 13.51(2) (h) to (v) of the Listing Rules.

EGM

The EGM will be convened at 10:00 a.m. on Thursday, 28 December 2023 at Building 1, No. 1 Caishikou Street, Xicheng District, Beijing, the PRC to approve the resolutions to be proposed at the EGM as set out in the revised notice of the EGM. The revised notice of the EGM is set out on pages 7 to 9 of this supplemental circular, to inform the Shareholders of the resolutions detailed in the Original Circular and this supplemental circular. The resolutions detailed in the Original Notice and the Original Circular of the Company despatched on 30 November 2023 remain unchanged.

As disclosed in the Original Circular, in order to ascertain the entitlements of the Shareholders to attend the EGM, the register of members of the Company will be closed from Wednesday, 20 December 2023 to Thursday, 28 December 2023 (both days inclusive). To be eligible to attend and vote at the EGM, all transfer documents accompanied by relevant share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares), or the Company's head office in the PRC at 8/F, Building 1, No. 1 Caishikou Street, Xicheng District, Beijing 100053, the PRC (for holders of Domestic Shares) not later than 4:30 p.m. on Tuesday, 19 December 2023.

The revised form of proxy for the EGM is also attached to this supplemental circular. If you intend to appoint a proxy to attend the EGM, you are required to complete and return the revised form of proxy in accordance with the instructions printed thereon as soon as possible, provided that the registered Shareholders and HKSCC Nominees Limited receiving the voting instructions from non-registered Shareholders shall return the completed revised form of proxy by hand or by post not less than 24 hours before the time fixed for convening the EGM or any adjourned meeting thereof. Completion and return of the revised form of proxy will not preclude you from attending and voting in person at the EGM or at any adjourned meeting thereof should you so wish.

LETTER FROM THE BOARD

The revised form of proxy is intended to be used for the resolutions specified in the revised notice of the EGM.

If a Shareholder has already lodged the original form of proxy despatched on 30 November 2023 (the “**Original Form of Proxy**”) in accordance with the instructions printed thereon, he/she should note that:

- (a) If no revised form of proxy is lodged in accordance with the instructions printed hereon, the Original Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM, including the additional proposed resolutions as set out in this supplemental circular and the revised notice of the EGM.
- (b) If the revised form of proxy is lodged in accordance with the instructions printed hereon at or before 10:00 a.m. on Wednesday, 27 December 2023, the revised form of proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed.
- (c) If the revised form of proxy is lodged after the closing time set out in the revised notice of the EGM, the revised form of proxy will be deemed invalid. It will not revoke the Original Form of Proxy previously lodged by the Shareholder. The Original Form of Proxy will be treated as a valid form of proxy if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM (including the additional proposed resolutions as set out in this supplemental circular and the revised notice of the EGM).

VOTING BY POLL AT THE EGM

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of the shareholders at the general meetings must be taken by poll. The chairman of the EGM will therefore demand a poll for every resolution put to the vote of the EGM pursuant to Article 81 of the Articles of Association.

On a poll, every Shareholder present in person or by proxy (if being a corporation, by its duly authorized representative) at the EGM shall have one vote for each Share registered in his/her name in the register of members. A Shareholder entitled to more than one vote need not use all his/her votes or cast all the votes he/she has in the same manner.

LETTER FROM THE BOARD

RECOMMENDATION

The Board considers that the aforesaid resolutions are in the best interests of the Company and its Shareholders as a whole. As such, the Board recommends the Shareholders to vote in favour of the resolutions set out in the revised notice of the EGM which are to be proposed at the EGM.

By order of the Board

China Datang Corporation Renewable Power Co., Limited*

Zou Min

Joint Company Secretary

* *For identification purpose only*

REVISED NOTICE OF THE EXTRAORDINARY GENERAL MEETING



中国大唐集团新能源股份有限公司

China Datang Corporation Renewable Power Co., Limited*

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

(Stock Code: 01798)

REVISED NOTICE OF THE EXTRAORDINARY GENERAL MEETING

REVISED NOTICE IS HEREBY GIVEN that the third extraordinary general meeting in 2023 (the “**EGM**”) of China Datang Corporation Renewable Power Co., Limited* (the “**Company**”) will be convened at 10:00 a.m. on Thursday, 28 December 2023 at Building 1, No. 1 Caishikou Street, Xicheng District, Beijing, the PRC to consider the following matters:

ORDINARY RESOLUTIONS

1. To consider and approve the resolution in relation to the proposed appointment of Mr. Li Kai as an executive Director of the Company
2. To consider and approve the resolution in relation to the proposed appointment of Mr. Wang Fanghong as an executive Director of the Company
3. To consider and approve the resolution in relation to the deposit services contemplated under the Financial Services Agreement and their proposed annual caps for the three years ending 31 December 2026
4. To consider and approve the resolution in relation to the transactions contemplated under the Finance Lease Business Framework Agreement and their proposed annual caps for the three years ending 31 December 2026
5. To consider and approve the resolution in relation to the adjustments to the financial budget plan for 2023

REVISED NOTICE OF THE EXTRAORDINARY GENERAL MEETING

SPECIAL RESOLUTION

6. To consider and approve the resolution in relation to the adjustments to the financing plan for 2023

By order of the Board

China Datang Corporation Renewable Power Co., Limited*

Zou Min

Joint Company Secretary

Beijing, the PRC, 11 December 2023

Notes:

1. The register of members of the Company will be closed from Wednesday, 20 December 2023 to Thursday, 28 December 2023 (both days inclusive). To be eligible to attend the EGM, all transfer documents accompanied by relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th 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 8/F, Building 1, No. 1 Caishikou Street, Xicheng District, Beijing 100053, the PRC (for holders of domestic shares of the Company) not later than 4:30 p.m. on Tuesday, 19 December 2023.
2. A shareholder entitled to attend and vote at the EGM may appoint one or more proxies (whether he/she is a shareholder) to attend and vote at the EGM on his or her behalf.
3. The instrument to appoint a proxy shall be signed by the appointer or his or her 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.
4. To be valid, the revised form of proxy despatched on 11 December 2023 (the "**Revised Form of Proxy**") must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H shareholders of the Company) or the Company's head office in the PRC at 8/F, Building 1, No. 1 Caishikou Street, Xicheng District, Beijing 100053, the PRC (for domestic shareholders of the Company) by hand or by post not less than 24 hours before the designated time for holding the EGM or any adjourned meeting thereof. If such instrument 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 notarised power of attorney or other authorization documents shall, together with the instrument appointing the proxy, be deposited at the specified place at the time set out in such instrument.

REVISED NOTICE OF THE EXTRAORDINARY GENERAL MEETING

5. If the appointer is a legal person, its legal representative or any person authorised by resolutions of the board or other governing bodies may attend the EGM on behalf of the appointer.
6. The Company has the rights to request a proxy who attends the EGM on behalf of a shareholder to provide proof of identity.
7. 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.
8. The address of the Company's head office in the PRC is as follows:

8/F, Building 1
No. 1 Caishikou Street
Xicheng District
Beijing 100053
the PRC
9. A shareholder who has not yet lodged the original form of proxy despatched on 30 November 2023 (the "**Original Form of Proxy**") in accordance with the instructions printed thereon is requested to lodge the Revised Form of Proxy if he or she wishes to appoint proxies to attend the EGM on his or her behalf. In this case, the Original Form of Proxy should not be lodged.
10. A shareholder who has already lodged the Original Form of Proxy in accordance with the instructions printed thereon should note that:
 - (i) If no Revised Form of Proxy is lodged in accordance with the instructions printed hereon, the Original Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM, including the additional proposed resolutions as set out in the supplemental circular and this revised notice of the EGM of the Company dated 11 December 2023.
 - (ii) If the Revised Form of Proxy is lodged in accordance with the instructions printed hereon at or before 10:00 a.m. on Wednesday, 27 December 2023, the Revised Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if duly completed.
 - (iii) If the Revised Form of Proxy is lodged after the closing time set out in this revised notice of the EGM, the Revised Form of Proxy will be deemed invalid. It will not revoke the Original Form of Proxy previously lodged by the shareholder. The Original Form of Proxy will be treated as a valid form of proxy if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM (including the additional proposed resolutions as set out in the supplemental circular and this revised notice of the EGM of the Company dated 11 December 2023).
11. Shareholders are reminded that the completion and return of the Revised Form of Proxy will not preclude them from attending and voting in person at the EGM or any adjournment thereof should they so wish.

As at the date of this notice, the executive director of the Company is Mr. Liu Guangming; the non-executive directors are Mr. Yu Fengwu, Mr. Liu Quancheng, Ms. Zhu Mei, Mr. Wang Shaoping and Mr. Shi Feng; and the independent non-executive directors are Mr. Lo Mun Lam, Raymond, Mr. Yu Shunkun and Mr. Qin Haiyan.

* For identification purpose only