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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)**

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the annual general meeting (the "AGM") of Huadian Power International Corporation Limited\* (the "Company") for the financial year ended 31 December 2023 will be held at 2:00 p.m., on Monday, 17 June 2024 at Jinan Yanzi Resort, No.14668 Jingshi Street, Lixia District, Jinan, Shandong Province, PRC for the purpose of considering and, if appropriate, approving the following resolutions by poll (for details of each resolution, please refer to the circular of the Company dated 13 May 2024):

**SPECIAL RESOLUTIONS**

1. To consider and approve the exercise of general mandate by the board of directors (the "Directors") of the Company (the "Board") to allot, issue and deal with additional shares of the Company.
2. To consider and approve the issuance of financial financing instruments by the Company.
3. To consider and approve the resolution in respect to proposed amendments to the Articles of Association.
4. To consider and approve the resolution on the proposed amendments to the Rules of Procedure for General Meetings and the Rules of Procedures for the Board.

**ORDINARY RESOLUTIONS**

5. To consider and approve the report of the Board for the year ended 31 December 2023.
6. To consider and approve the report of the supervisory committee for the year ended 31 December 2023.
7. To consider and approve the Company's 2023 audited financial reports.

8. To consider and approve the profit distribution proposal of the Company for the year ended 31 December 2023.
9. To consider and approve the performance report of the independent Directors for the year ended 31 December 2023.
10. To consider and approve the appointments of domestic auditor and overseas auditor, and internal control auditor of the Company for the financial year ending 31 December 2024; and to authorize the Board to determine their remunerations within the upper limit of RMB7.50 million, of which, the remuneration of the internal control auditor is RMB1.25 million.

By order of the Board  
**Huadian Power International Corporation Limited\***  
**Qin Jiehai**  
*Secretary to the Board*

As at the date of this notice, the Board comprises:

*Dai Jun (Chairman, Executive Director), Zhao Bing (Vice Chairman, Non-executive Director), Chen Bin (Executive Director), Zhao Wei (Non-executive Director), Zeng Qinghua (Non-executive Director), Cao Min (Non-executive Director), Wang Xiaobo (Non-executive Director), Li Guoming (Executive Director), Feng Zhenping (Independent Non-executive Director), Li Xingchun (Independent Non-executive Director), Wang Yuesheng (Independent Non-executive Director) and Shen Ling (Independent Non-executive Director).*

Beijing, the PRC  
13 May 2024

Notes:

**1. Eligibility of attending the AGM and closure of register of members of H Shares**

H Shareholders of the Company whose names appear on the Company's register of members at the close of business on Monday, 17 June 2024 (the "**Registered Shareholders**") are entitled to attend the AGM conditional upon completion of the necessary registration procedures.

The register of members of H Shares will be closed by the Company from Friday, 14 June 2024 to Monday, 17 June 2024, both days inclusive, for the purpose of determining H Shareholders' entitlement to attend the AGM. In order to be entitled to attend the AGM, H Shareholders whose transfer documents have not been registered are required to deposit their respective instrument(s) of transfer and the relevant share certificate(s) with the H Share registrar of the Company, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, on or no later than 4:30 p.m. on Thursday, 13 June 2024.

**2. Final dividend for 2023 and closure of register of members of H Shares**

If the final dividend for 2023 is declared upon consideration and approval at the AGM, such dividend is expected to be paid to those Shareholders whose names appear on the register of members of the Company on 26 June 2024. In order to ascertain the entitlements of the Shareholders to receive the final dividend, the register of the members of the Company will be closed from 24 June 2024 to 26 June 2024 (both days inclusive), during which period no transfer of H Shares of the Company will be effected. In order to be entitled to the final dividend, H Shareholders of the Company who have not registered their transfer documents are required to deposit the transfer documents together with the relevant share certificates with the H Share Registrar of the Company, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 21 June 2024.

**3. Registration procedures for attending the AGM**

The Registered Shareholders may deliver the necessary registration documents to the Company in person, by post or by facsimile. Upon receipt of the above documents, the Company shall complete the registration procedures in respect of attending the AGM.

**4. Proxies**

The Registered Shareholders are entitled to appoint one or more proxies to attend and vote at the AGM on his/her behalf by completing the "Proxy Form for Use at the Annual General Meeting" (the "**Proxy Form**") enclosed with this notice or by completing a duplicate copy thereof. A proxy need not be a Shareholder of the Company. Should more than one proxy be appointed, such proxies shall only exercise his/her voting rights on a poll. The Proxy Form shall be signed by a Registered Shareholder or his attorney duly authorized in writing. If the Proxy Form is signed by the attorney of a Registered Shareholder, the power of attorney or other documents of authorization authorizing the attorney to appoint the proxy shall be notarized. If the Registered Shareholder is a corporation, the Proxy Form shall be executed under seal or shall be executed by its director or a duly authorized attorney. The notarized power of attorney or other authorization documents and the completed Proxy Form shall be delivered to Hong Kong Registrars Limited not less than 24 hours before the time designated for holding the AGM or any adjournment thereof (as the case may be).

**5. Miscellaneous**

- (1) Each of the Shareholders (or his/her proxy) shall exercise his/her voting rights at the AGM according to the number of shares with voting rights represented by him/her and shall be entitled to one vote for each share held.
- (2) The AGM is expected to take about half a day. Shareholders who attend the AGM shall be responsible for their own travel and accommodation expenses.

(3) The address of the Company and the contact details of the Secretarial Office of the Board are as follows:

No. 2 Xuanwumennei Street, Xicheng District, Beijing, the People's Republic of China  
Tel No.: (86 10) 8356 7888  
Fax No.: (86 10) 8356 7963

(4) The address and contact details of Hong Kong Registrars Limited are as follows:

Shops 1712-1716, 17th floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong  
Tel No.: (852) 2862 8555  
Fax No.: (852) 2865 0990

\* *For identification purposes only*