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東北電氣發展股份有限公司

NORTHEAST ELECTRIC DEVELOPMENT CO.,LTD.

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

(Stock Code:00042)

NOTICE OF ANNUAL GENERAL MEETING FOR 2023

NOTICE IS HEREBY GIVEN: that the Annual General Meeting For 2023 (the “AGM”) of Northeast Electric Development Company Limited (the “Company”) will be held at the Conference Room, Internet Finance Building, No.3 Guoxing Avenue, Meilan District, Haikou City, Hainan Province, the PRC at 10:00 a.m. on 28 June 2024 for the purpose of considering and, if thought fit, passing the following resolutions:

AS ORDINARY RESOLUTIONS

“**THAT:**

1. The Proposal on the Annual Report for 2023 (Including the Audited Financial Report) * (《關於2023年年度報告（含經審計的財務報告）的議案》) be and is hereby approved.
2. The Proposal on the Dividend Distribution Plan for 2023* (《關於2023年度利潤分配預案的議案》) be and is hereby approved.

During the reporting period, prepared in accordance with International Financial Reporting Standards (IFRSs), the Company recorded net profit distributable to shareholders of the listed Company of RMB-5.956 million, and the Company has no distributable reserve. Therefore, the Board of Directors of the Company proposes the Company not to distribute cash dividend, issue bonus share, or capitalise from capital reserves during the reporting period.

3. The Proposal on the Work Report of the Board of Directors for 2023* (《關於2023年度董事會工作報告的議案》) be and is hereby approved.

4. The Proposal on the Work Report of the Supervisory Committee for 2023* (《關於2023年度監事會工作報告的議案》) be and is hereby approved.

5. The Proposal on the Reappointment of Auditor of the Company for 2024* (《關於續聘公司2024年度會計審計機構的議案》) be and is hereby approved.

The Company intends to reappointment of Zhongxingcai Guanghua Certified Public Accountants LLP* (中興財光華會計師事務所(特殊普通合夥)) as the domestic auditor for financial statements and internal control of the Company for the year of 2024 and the Wilson & Partners CPA Limited (國誠會計師事務所有限公司) (“Wilson & Partners”) as the international auditor for the year of 2024 with the term of office of one year and authorizes the Board to determine its remuneration.

AS SPECIAL RESOLUTION

6. The Proposal on Amending the Company's Articles of Association* (《關於修訂公司章程的議案》) be and is hereby approved.”

By order of the Board

Su Weiguo

Chairman

Haikou, Hainan Province, the PRC

28 May 2024

As at the date of this Announcement, the Board comprises of six executive Directors, namely Mr. Su Weiguo, Ms. Liu Jiangmei, Ms. He Wei, Mr. Ding Jishi, Mr. Mi Hongjie and Mr. Zhu Xinguang; and three independent non-executive Directors, namely Mr. Fang Guangrong, Mr. Wang Hongyu and Mr. Li Zhengning.

Notes:

- (1) Any holder of Domestic Shares who has registered on the register of the Company at China Securities Depository and Clearing Company Limited by the close of business on 21 June 2024 is entitled to attend the AGM.

- (2) *In order to confirm the list of holders of H Shares of the Company who are entitled to attend the AGM, the register of shareholders of the Company will be closed from 24 June 2024 to 28 June 2024 (both days inclusive), during which period no transfer of shares will be registered. The shareholders whose names appear on the register of the Company by the close of business on 21 June 2024 are entitled to attend the AGM and vote at the AGM.*
- (3) *Holders of H Shares of the Company who intend to attend the AGM shall deposit the transfer documents and relevant share certificates at the Company's H Share registrar, Boardroom Share Registrars (HK) Limited, 2103B, 21th Floor, 148 Electric Road, North Point Hong Kong not later than 4:30 p.m. on 21 June 2024.*
- (4) *Shareholders of the Company who intend to attend the AGM shall mail or fax the written reply for attending the AGM to the Company before 21 June 2024.*
- (5) *Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies (whether or not shareholder of the Company) to attend and vote at the AGM on his/her behalf.*
- (6) *In order to be valid, the proxy forms of shareholders and other documents (if any) should be deposited at the Company or the Company's H Share registrar no later than 24 hours before the time appointed for holding the AGM.*
- (7) *Shareholders of the Company or their proxies attending the AGM shall bear their own travel and accommodation expenses.*

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