



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: 0042)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Northeast Electric Development Co., Ltd. (the “**Company**”) will be held at Conference Room, Floor 19, HNA Plaza, No.7 Guoxing Road, Meilan District, Haikou City, Hainan Province, the PRC on Monday, 23 August 2021 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution.

Words and expressions that are not expressly defined in this notice of EGM shall bear the same meaning as that defined in the circular to the shareholders of the Company dated 2 August 2021 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. “THAT:

- (a) the Lease Agreements and the consummation of transactions contemplated thereunder as more particularly described in the Circular and on the terms and conditions set out in the Lease Agreements be and are hereby approved, ratified and confirmed; and
- (b) authorisation be granted to any one or more of the Directors to complete and do all such acts or things (including executing all such documents, instruments and agreements as may be required) as the Company, such Director or, as the case may be, the Board may consider necessary, desirable or expedient or in the interest of the Company to give effect to the terms of the matters contemplated under the Lease Agreements and all transactions contemplated thereunder and all other matters incidental thereto or in connection therewith (including the termination of the Lease Agreements in accordance with the terms and conditions of the Lease Agreements).”

2. “The Proposal on the Appointment of Mr. Shang Duoxu (尚多旭) as a director of the Company* (《關於增補尚多旭先生為董事的議案》) be and is hereby approved”.

3. “The Proposal on the Appointment of Mr. Xing Zenghai (邢增海) as a shareholders’ representative supervisor of the Company* (《關於增補邢增海先生為公司股東代表監事的議案》) be and is hereby approved”.
4. “The Proposal on the Appointment of Mr. Yang Qing (楊青) as a shareholders’ representative supervisor of the Company* (《關於增補楊青先生為公司股東代表監事的議案》) be and is hereby approved”.

By order of the Board
Northeast Electric Development Co., Ltd.
Su Weiguo
Director

Haikou, Hainan Province, the PRC
2 August 2021

Notes:

1. Any holder of A Shares who has registered on the register of the Company at China Securities Depository and Clearing Company Limited Shenzhen Branch by the close of business on 17 August 2021 is entitled to attend the EGM.
2. Whether or not you are able to attend the EGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return the same to the Company (in case of any holders of A Shares) or the Company's H Share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, at 2103B, 21st Floor, 148 Electric Road, North Point, Hong Kong (in case of any holders of H Shares) as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.
3. In order to confirm the list of holders of H Shares of the Company who are entitled to attend the EGM, the register of members of the Company (H Shares) will be closed from Wednesday, 18 August 2021 to Monday, 23 August 2021 (both days inclusive), during which period no transfer of H Shares will be registered. Holders of H Shares whose names appear on the register of members of the Company (H Shares) by 4:30 p.m. on 17 August 2021 are entitled to attend and voted at the EGM.
4. Holders of H Shares of the Company who intend to attend the EGM shall deposit the transfer documents and relevant share certificates at the Company's H Share registrar, Boardroom Share Registrars (HK) Limited at 2103B, 21st Floor, 148 Electric Road, North Point, Hong Kong not later than 4:30 p.m. on 17 August 2021.
5. Completion and delivery of the form of proxy will not preclude a member from attending and voting in person at the EGM or adjourned meeting.
6. Pursuant to Rule 13.39(4) of the Listing Rules, the resolution as set out in this notice will be voted on by poll at the EGM. Where the chairman in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted, such resolution will be decided by a show of hands.
7. Shareholders of the Company or their proxies attending the EGM shall bear their own travel and accommodation expenses.

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