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If you are in any doubt as to any aspect of this 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 Longyuan Power Group Corporation Limited***, you should at once hand this circular and the accompanying 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.

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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)

**PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR
PROPOSED APPOINTMENT OF PRC AUDITOR FOR THE YEAR 2021 AND
GRANT OF AUTHORITY TO THE AUDIT COMMITTEE OF THE BOARD TO
DETERMINE ITS REMUNERATION
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022**

The Company will convene the first extraordinary general meeting in 2022 (the “EGM”) at 9:00 a.m. on Friday, 14 January 2022 at the Conference Room, 3/F, Block c, 6 Fuchengmen North Street, Xicheng District, Beijing, the People’s Republic of China. Notice of the EGM is set out on pages 5 to 6 in this circular.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For holders of H Shares, the form of proxy should be returned to Computershare Hong Kong Investor Services Limited and for holders of Domestic Shares, the form of proxy should be returned to the Company’s head office in the PRC in any event not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 9:00 a.m. on Thursday, 13 January 2022) or any adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting.

29 December 2021

* For identification purpose only

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DEFINITIONS

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

“Articles”	the articles of association of the Company (as amended, modified or otherwise supplemented from time to time)
“Board”	board of directors of the Company
“Company”	China Longyuan Power Group Corporation Limited* (龍源電力集團股份有限公司), a joint stock limited company incorporated in the PRC and its H Shares are listed on the Hong Kong Stock Exchange
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Domestic Shares”	ordinary share(s) of nominal value of RMB1.00 each in the share capital of the Company which are subscribed for and fully paid in RMB
“EGM”	the first extraordinary general meeting in 2022 to be held by the Company at 9:00 a.m. on Friday, 14 January 2022 at the Conference Room, 3/F, Block c, 6 Fuchengmen North Street, Xicheng District, Beijing, the People’s Republic of China
“H Shares”	overseas listed foreign shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars, and listed on the Hong Kong Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Notice of the EGM”	the notice of the first extraordinary general meeting in 2022
“PRC”	the People’s Republic of China

DEFINITIONS

“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Shareholder(s)”	holder(s) of Shares of the Company
“Shares”	shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Domestic Shares and H Shares
“Supervisor(s)”	supervisor(s) of the Company
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. Li Zhongjun (*Chairman*)

Mr. Tang Jian

Non-executive Directors:

Mr. Liu Jinhuan

Mr. Tian Shaolin

Mr. Tang Chaoxiong

Independent Non-executive Directors:

Mr. Michael Ngai Ming Tak

Mr. Gao Debu

Ms. Zhao Feng

Registered office in the PRC:

Room 2006, 20th Floor

Block c, 6 Fuchengmen North Street

Xicheng District, Beijing

PRC

Head office in the PRC:

Block c, 6 Fuchengmen North Street

Xicheng District, Beijing

PRC

Principal place of business in Hong Kong:

Level 54, Hopewell Centre

183 Queen's Road East

Hong Kong

29 December 2021

To the Shareholders

Dear Sirs or Madams,

**PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR
PROPOSED APPOINTMENT OF PRC AUDITOR FOR THE YEAR 2021 AND
GRANT OF AUTHORITY TO THE AUDIT COMMITTEE OF THE BOARD TO
DETERMINE ITS REMUNERATION
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022**

INTRODUCTION

This circular aims to give you the Notice of the EGM and provide you with relevant information, to enable you to make an informed decision on whether to vote for or against the ordinary resolutions to be proposed at the EGM.

* For identification purpose only

LETTER FROM THE BOARD

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

References are made to the announcements of the Company dated 19 October 2021 and 27 December 2021, in order to ensure the sound governance structure of the Company, Mr. Wang Yiguo (“**Mr. Wang**”) has been nominated as a non-executive Director of the Company, with effect from the date of approval by the Shareholders at the EGM until the expiration of the term of the fifth session of the Board.

Details of Mr. Wang, which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out as follows:

Mr. Wang Yiguo, aged 55, graduated from Hunan Education College with a bachelor’s degree in literature, post-graduated from Peking University in politics and administrative management, and is a senior economist. He worked in Hunan Chenzhou Normal College, Chenzhou District Education Committee of Hunan Province, Hunan Provincial Education Committee, and the General Office of Hunan Provincial Government. He served as deputy secretary of the Party committee and executive deputy director of Hunan Social Insurance Management Service Bureau, director of the Employment and Unemployment Insurance Division of Hunan Provincial Department of Labor and Social Insurance, a deputy-director level cadre of Hunan Provincial Department of Labor and Social Insurance, senior manager at deputy-director level of human resources department of Shenhua Group Corporation Limited, deputy general manager and member of Party committee of China National Electro-Mechanical Export and Investment Company Limited, and member of Party committee and deputy general manager of China Energy-saving Emission Reduction Co., Ltd.. He currently serves as a full-time director of subsidiaries of China Energy Investment Corporation Limited.

Save as disclosed above, Mr. Wang confirmed that he did not hold any directorship in any listed companies or any other position of any member of the Company and its subsidiaries in the past three years.

Save as disclosed above, Mr. Wang has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

As of the date of this circular, Mr. Wang has no interest in the Shares of the Company within the meaning of Part XV of the SFO (Chapter 571 of the Laws of Hong Kong).

Mr. Wang will not receive remuneration from the Company.

Save as disclosed above, as far as the Board is aware, there is no any other matter in relation to the appointment of Mr. Wang as a Director of the Company that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

LETTER FROM THE BOARD

PROPOSED APPOINTMENT OF PRC AUDITOR FOR THE YEAR 2021 AND GRANT OF AUTHORITY TO THE AUDIT COMMITTEE OF THE BOARD TO DETERMINE ITS REMUNERATION

Reference is made to the announcement of the Company dated 27 December 2021. An ordinary resolution will be proposed at the EGM to approve the appointment of Da Hua Certified Public Accountants (Special General Partnership) (“**Da Hua**”) as the Company’s PRC auditor for the year 2021 and grant of authority to the audit committee of the Board to determine its remuneration.

According to the tender results with respect to the engagement of the 2021 PRC auditor of the Company, the Board has resolved, with the recommendation from the audit committee of the Board, to appoint Da Hua as the Company’s PRC auditor for the year of 2021, with a term commencing from the date of approval by the Shareholders at the EGM of the Company until the conclusion of the 2021 annual general meeting.

The term of service for Baker Tilly China Certified Public Accountants LLP (“**Baker Tilly**”), the former PRC auditor of the Company, has expired at the conclusion of the 2020 annual general meeting of the Company. Baker Tilly has confirmed that there were no matters regarding the proposed change of auditor of the Company that need to be brought to the attention of the Shareholders and the audit committee of the Board. The Board was not aware of any matter regarding the proposed change of auditor that should be brought to the attention of the Shareholders. The Board and the audit committee of the Board confirmed that there were no disagreements or unresolved matters between the Company and Baker Tilly regarding the proposed change of auditor.

EGM

The Company will convene the EGM at 9:00 a.m. on Friday, 14 January 2022 at the Conference Room, 3/F, Block c, 6 Fuchengmen North Street, Xicheng District, Beijing, the People’s Republic of China. Notice of the EGM is set out in this circular.

In order to determine the holders of Shares who are eligible to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 11 January 2022 to Friday, 14 January 2022, both days inclusive. To be eligible to attend and vote at the EGM, unregistered holders of the Shares of the Company shall lodge relevant Share transfer documents with (for holders of H Shares) 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, or (for holders of Domestic Shares) the Company’s head office in the PRC for registration not later than 4:30 p.m. on Monday, 10 January 2022.

LETTER FROM THE BOARD

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For holders of H Shares, the form of proxy should be returned to Computershare Hong Kong Investor Services Limited and for holders of Domestic Shares, the form of proxy should be returned to the Company's head office in the PRC by hand or by post in any event not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 9:00 a.m. on Thursday, 13 January 2022) or any adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting.

VOTING BY POLL AT EGM

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of Shareholders at the general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The chairman of the EGM will therefore demand a poll for each resolution put to the vote at the EGM pursuant to Article 81 of the Articles.

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

RECOMMENDATION

The Board considers that all the resolutions set out in the Notice of the EGM for consideration and approval by the Shareholders are in the best interests of the Company and its Shareholders. As such, the Board recommends the Shareholders to vote in favour of the resolutions set out in the Notice of the EGM which are to be proposed at the EGM.

By order of the Board
China Longyuan Power Group Corporation Limited*
Li Zhongjun
Chairman

* For identification purpose only

NOTICE OF THE FIRST EGM IN 2022



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)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting in 2022 (the “**EGM**”) of China Longyuan Power Group Corporation Limited* (the “**Company**”) will be held at the Conference Room, 3/F, Block c, 6 Fuchengmen North Street, Xicheng District, Beijing, the People's Republic of China, at 9:00 a.m. on Friday, 14 January 2022 for consideration and approval of the following matters:

ORDINARY RESOLUTIONS

1. To consider and approve the appointment of Mr. Wang Yiguo as a non-executive Director of the Company
2. To consider and approve the appointment of Da Hua Certified Public Accountants (Special General Partnership) as the PRC auditor of the Company for the year 2021 and grant of authority to the audit committee of the Board to determine its remuneration

By order of the Board

China Longyuan Power Group Corporation Limited*

Li Zhongjun

Chairman

Beijing, the PRC, 29 December 2021

As at the date of this notice, the executive directors of the Company are Mr. Li Zhongjun and Mr. Tang Jian; the non-executive directors are Mr. Liu Jinhuan, Mr. Tian Shaolin and Mr. Tang Chaoxiong; and the independent non-executive directors are Mr. Michael Ngai Ming Tak, Mr. Gao Debu and Ms. Zhao Feng.

* For identification purpose only

NOTICE OF THE FIRST EGM IN 2022

Notes:

1. In order to determine the holders of Shares who are eligible to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 11 January 2022 to Friday, 14 January 2022, both days inclusive, during which time no transfer of the Company's Shares will be registered. To be eligible to attend the EGM, all share 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 (for holders of Domestic Shares of the Company) for registration not later than 4:30 p.m. on Monday, 10 January 2022.
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, her or its behalf.
3. The instrument to appoint a proxy shall be signed by the appointer or his/her attorney duly authorized in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its director or attorney duly authorized.
4. To be valid, the 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 holders of H Shares of the Company) or the Company's head office in 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 9:00 a.m. on Thursday, 13 January 2022). If such form of proxy is signed by another person under a power of attorney or other authorization documents given by the appointer, such power of attorney or other authorization documents shall be notarized by a notary. The notarized power of attorney or other authorization documents shall, together with the form of proxy, be deposited at the specified place at the time set out in such form of proxy.
5. If the appointer is a legal person, its legal representative or any person authorised by resolutions of its board or other governing bodies may attend the EGM on behalf of the appointer.
6. The Company has the rights to request a Shareholder or 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 contact of the Company is as follows:

Block c, 6 Fuchengmen North Street, Xicheng District, Beijing, the PRC
Securities Affairs and Investor Relationship Department
Telephone number: (86)10 6657 9988