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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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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  
AND  
NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING IN 2022**

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The Company will convene the second extraordinary general meeting in 2022 (the “EGM”) at 9:00 a.m. on Wednesday, 27 April 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 not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 9:00 a.m. on Tuesday, 26 April 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.

\* For identification purpose only

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## CONTENTS

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	<i>Page</i>
<b>DEFINITIONS</b> .....	ii
<b>LETTER FROM THE BOARD</b> .....	1
<b>NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING IN 2022</b> .....	5

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## DEFINITIONS

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*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 (Stock Code: 00916) and A shares are listed on the Shenzhen Stock Exchange (Stock Code: 001289)
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“EGM”	The second extraordinary general meeting to be held by the Company at 9:00 a.m. on Wednesday, 27 April 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 second extraordinary general meeting in 2022
“PRC”	the People’s Republic of China

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## DEFINITIONS

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

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## LETTER FROM THE BOARD

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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)**

*Executive Directors:*

Mr. Li Zhongjun (*Chairman*)

Mr. Tang Jian

*Non-executive Directors:*

Mr. Tian Shaolin

Mr. Tang Chaoxiong

Mr. Wang Yiguo

*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

8 April 2022

*To the Shareholders*

Dear Sirs or Madams,

**PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR  
AND  
NOTICE OF THE SECOND 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 resolution to be proposed at the EGM.

\* For identification purpose only

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## LETTER FROM THE BOARD

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### PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 30 March 2022, in order to ensure the sound corporate governance structure of the Company, Mr. Ma Bingyan (“**Mr. Ma**”) has been nominated as the non-executive Director of the Company, the member of each of the remuneration and assessment committee and the strategic committee of the Board of the Company by the Board, 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. Ma, which are required to be disclosed pursuant to Rule 13.51(2) Listing Rules are set out as follows:

Mr. Ma Bingyan, aged 57, graduated from Lanzhou University with a master degree in business administration and is a senior engineer. He served as the chief engineer of Planning and Development Department of Gansu Electric Power Company, as the manager assistant (presiding over the work), deputy manager (presiding over the work), manager of Planning and Development Department of Guodian Power Development Co., Ltd. (SHSE: 600795), as the head of the comprehensive planning division of Planning and Development Department of China Guodian Corporation, as the secretary of the party group, deputy general manager, general manager and deputy secretary of the party group of Qinghai Branch of China Guodian Corporation, as the deputy director of the Planning and Development Department of China Guodian Corporation. He currently acts as the deputy director of the Strategic Planning Department of China Energy Investment Corporation Limited.

Save as disclosed above, Mr. Ma 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. Ma 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. Ma 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. Ma 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. Ma 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.

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## LETTER FROM THE BOARD

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### EGM

The Company will convene the EGM at 9:00 a.m. on Wednesday, 27 April 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 H Share register of members of the Company will be closed from Friday, 22 April 2022 to Wednesday, 27 April 2022, both days inclusive. To be eligible to attend and vote at the EGM, unregistered holders of the H Shares of the Company shall lodge relevant H 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, for registration not later than 4:30 p.m. on Thursday, 21 April 2022.

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 by courier or post to Computershare Hong Kong Investor Services Limited not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 9:00 a.m. on Tuesday, 26 April 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 89 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.

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## LETTER FROM THE BOARD

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### RECOMMENDATION

The Board considers that all the resolution 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 resolution 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*



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## NOTICE OF THE SECOND EGM IN 2022

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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)**

### NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING IN 2022

**NOTICE IS HEREBY GIVEN** that the second 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 Wednesday, 27 April 2022 for consideration and approval of the following matter:

#### ORDINARY RESOLUTION

1. To consider and approve the appointment of Mr. Ma Bingyan as a non-executive director of the Company

By order of the Board

**China Longyuan Power Group Corporation Limited\***

**Li Zhongjun**

*Chairman*

Beijing, the PRC, 8 April 2022

*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. Tian Shaolin, Mr. Tang Chaoxiong and Mr. Wang Yiguo; and the independent non-executive directors are Mr. Michael Ngai Ming Tak, Mr. Gao Debu and Ms. Zhao Feng.*

#### Notes:

1. In order to determine the holders of Shares who are eligible to attend and vote at the EGM, the H share register of members of the Company will be closed from Friday, 22 April 2022 to Wednesday, 27 April 2022, both days inclusive. No delivery registration of the Company's H shares will be accepted during the period. To be eligible to attend the EGM, all H 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), for registration not later than 4:30 p.m. on Thursday, 21 April 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.

\* For identification purpose only

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## NOTICE OF THE SECOND EGM IN 2022

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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) not less than 24 hours prior to the holding of the EGM (i.e. not later than 9:00 a.m. on Tuesday, 26 April 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. 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 resolution 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. **Notes for the EGM**

To prevent and control the COVID-19 pneumonia pandemic and maintain public health, the Company encourages the Shareholders to consider appointing the chairman of the EGM to serve as your proxy to attend the EGM and vote on related resolution. To attend the EGM on site, a Shareholder must pay attention to the following matters:

- (1) In order to prevent the COVID-19 pneumonia pandemic and ensure the safety of participants, the Shareholders wishing to attend the EGM on site must pay attention to and strictly abide by the regulations and requirements of Beijing on health declaration, isolation and observation during the epidemic prevention and control. The Company will strictly comply with the epidemic prevention and control requirements of relevant government departments and take appropriate epidemic prevention and control measures for the Shareholders attending the EGM under the guidance and supervision of relevant government departments. Shareholders who have fever and other symptoms or do not meet the requirements of epidemic prevention and control will not be able to enter the site of the EGM.
- (2) Please contact the Company no later than two days before the EGM (i.e. before 9:00 a.m. on Monday, 25 April 2022, Beijing Time) to communicate and register the health status, recent travel and other information, so as to facilitate entering the venue on the date of the EGM. 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 6388 8199

- (3) After arriving at the EGM venue on that day, please cooperate to implement the epidemic prevention requirements such as participation registration, health information inquiry and certification, body temperature detection, and strictly abide by the epidemic prevention regulations of local government departments. During the meeting, please wear a mask and keep a necessary distance according to the meeting arrangement.