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**中国大唐集团新能源股份有限公司**

**China Datang Corporation Renewable Power Co., Limited\***

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

**(Stock Code: 01798)**

## **NOTICE OF THE ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting of China Datang Corporation Renewable Power Co., Limited (the “**Company**”) for the year 2015 (“**AGM**”) will be held at 9:00 a.m. on Friday, 17 June 2016 at Room 501, Building 1, No. 1 Caishikou Street, Xicheng District, Beijing, the People’s Republic of China to consider the following matters. Terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 30 April 2016 unless otherwise specified.

### **ORDINARY RESOLUTIONS**

1. To consider and approve the work report of the Board of Directors of the Company for the year ended 31 December 2015;
2. To consider and approve the work report of the Supervisory Committee of the Company for the year ended 31 December 2015;
3. To consider and approve the independent auditor’s report and audited financial statements for 2015;
4. To consider and approve the financial report of the Company for the year ended 31 December 2015;
5. To consider and approve the financial budget report of the Company for the year ended 31 December 2016;
6. To consider and approve the profit distribution plan of the Company for the year ended 31 December 2015;

7. To consider and approve the re-appointment of domestic and overseas accounting firms and their remuneration for 2016;
8. To consider and approve the investment plan of the Company for the year of 2016;

### **SPECIAL RESOLUTION**

9. To consider and approve the proposal in relation to the financing plan for 2016; and

### **ORDINARY RESOLUTION**

10. To consider and approve the proposals (if any) put forward at the general meeting by shareholder(s) holding 3% or more of the Shares of the Company carrying the right to vote thereat.

By order of the Board  
**China Datang Corporation Renewable Power Co., Limited\***  
**Wang Yeping**  
*Chairman*

Beijing, the PRC, 30 April 2016

*Notes:*

1. The register of members will be closed by the Company from Wednesday, 18 May 2016 to Friday, 17 June 2016 (both days inclusive), during which time no transfer of the Company's shares will be registered. To be eligible to attend the AGM, all instruments of transfer 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) or the Company's head office in the PRC (for holders of Domestic Shares) not later than 4:30 p.m. on Tuesday, 17 May 2016.
2. A Shareholder entitled to attend and vote at the AGM may appoint one or more proxies (whether he/she is a Shareholder) to attend and vote at the AGM on his or her behalf.
3. The instrument to appoint a proxy shall be signed by the appointer or his attorney duly authorised in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its directors or attorney duly authorised.

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) or the Company's head office in the PRC (for holders of Domestic Shares) within 24 hours prior to the holding of the AGM. If such instrument is signed by another person under a power of attorney or other authorisation documents given by the appointer, such power of attorney or other authorisation documents shall be notarised. The notarised power of attorney or other authorisation documents shall, together with the instrument appointing the proxy, be deposited at the specified place at the time set out in such instrument.
5. If the appointer is a legal person, its legal representative or any person authorised by resolutions of the Board or other governing bodies may attend the AGM on behalf of the appointer.
6. The Company has the rights to request a proxy who attends the AGM on behalf of a Shareholder to provide proof of identity.
7. Shareholders intending to attend the AGM must return the AGM reply slip to the Company's head office in the PRC (for holders of Domestic Shares of the Company) by hand, by post or by fax (fax number: (010) 8395 6519), or (for holders of H Shares of the Company) return the AGM reply slip to 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 by hand or by post on or before Saturday, 28 May 2016.
8. The AGM is expected to take less than half a day. Shareholders who attend the AGM shall be responsible for their own travel and accommodation expenses.
9. The address of the Company's head office in the PRC is as follows:

8/F, Building 1  
No. 1 Caishikou Street  
Xicheng District  
Beijing 100053  
PRC

*As at the date of this notice, the executive directors of the Company are Mr. Zhang Chunlei and Mr. Hu Guodong; the non-executive directors are Mr. Wang Yeping, Mr. Kou Bing'en, Mr. An Hongguang and Mr. Guo Shuping; and the independent non-executive directors are Mr. Liu Chaoan, Mr. Lo Mun Lam, Raymond and Mr. Yu Shunkun.*

\* *For identification purpose only*