



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)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING FOR THE YEAR 2015

The number of shares relating to this form of proxy ^(Note 1)	
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I/We ^(Note 2) _____ of _____

being the holder(s) of _____ domestic shares/H shares ^(Note 3) of China Datang Corporation Renewable Power Co., Limited (the “**Company**”), hereby appoint the Chairman of the meeting or ^(Note 4) _____ of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting for the year 2015 of the Company (“**AGM**”) to be held at Room 501, Building 1, No. 1 Caishikou Street, Xicheng District, Beijing, the PRC at 9:00 a.m. on Friday, 17 June 2016 or at any adjournment thereof as indicated hereunder in respect of the resolutions set out in the Notice of AGM. In the absence of any indication, the proxy may vote at his/her own discretion.

Ordinary Resolutions	For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
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 ending 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		For <small>(Note 5)</small>	Against <small>(Note 5)</small>	Abstain <small>(Note 5)</small>
9.	To consider and approve the proposal in relation to the financing plan for 2016.			
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.			

Date: _____ 2016

Signature (Note 6): _____

1. Please insert the number of shares registered in your name(s) relating to this proxy. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, the form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
2. Please insert the full name(s) (in Chinese or English) and registered address(es) as shown on the register of members of the Company in block letters.
3. Please insert the number of shares registered in your name(s) and delete as appropriate.
4. If any proxy other than the Chairman of the meeting of the Company is preferred, please cross out the words "the Chairman of the meeting or" and insert the name(s) of the proxy(ies) desired in the spaces provided. A shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. Any alteration made to this form of proxy must be initialed by the person who signs it.
5. Important: If you wish to vote for any resolution, please tick the appropriate box marked "FOR" or insert the number of shares held by you. If you wish to vote against any resolution, please tick the appropriate box marked "AGAINST" or insert the number of shares held by you. If you wish to abstain from voting on any resolution, please tick the appropriate box marked "ABSTAIN" or insert the number of shares held by you. Any abstaining vote or waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution. If no direction is given, your proxy may vote at his/her own discretion.
6. This form of proxy must be signed by you, or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of any of its directors or attorney duly authorised in writing.
7. In the case of joint holders of any shares, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto. However, if more than one of such joint holders are present at the meeting, either personally or by proxy, then the vote of the person, whose name stands first on the register of members in respect of such shares shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
8. If the form of proxy is signed by another person under a power of attorney or other authority on behalf of the appointer, such power of attorney or other authority shall be notarised. The form of proxy and the notarised power of attorney or other authority must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, 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 at 8/F, Building 1, No. 1 Caishikou Street, Xicheng District, Beijing, 100053, the PRC (for holders of domestic shares of the Company) not less than 24 hours before the time appointed for holding the AGM or 24 hours before the time appointed for taking the poll.
9. The AGM is expected to take half a day. Shareholders who attend the AGM shall be responsible for their own travel and accommodation expenses. Shareholders or their proxy(ies) shall show proof of identity when attending the AGM.

* For identification purpose only