



大唐国际发电股份有限公司

DATANG INTERNATIONAL POWER GENERATION CO., LTD.

(a sino-foreign joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00991)

Proxy Form for Use at the 2016 First Extraordinary General Meeting

The number of shares which this proxy form relates (Note 1)	
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I/We (Note 2) _____ of _____

being the registered holder(s) of H shares (Note 3) _____ in Datang International Power Generation Co., Ltd. (the "Company" or "Datang International") HEREBY APPOINT the Chairman of the Meeting, or _____ (Note 4) as my/our proxy(ies) to attend and act for me/us at the 2016 first extraordinary general meeting (the "EGM") of the Company to be held at Summer Room of 2/F, The Westin Beijing Financial Street, No. 9B Financial Street, Xicheng District, Beijing, the People's Republic of China (the "PRC") on 26 February 2016 (Friday) at 9:30 a.m. or at any adjournment thereof and to vote at such meeting or any adjournment thereof as hereunder indicated in respect of the resolutions as listed in the Notice of 2016 First Extraordinary General Meeting, if no such indication is given, as my/our proxy(ies) thinks fit.

ORDINARY RESOLUTIONS		FOR (Note 5)	AGAINST (Note 5)
1.	To consider and approve the "Resolution on the Company's Sales and Purchase of Coal Chemical Products for 2016"	-	-
	(1) The extension of the term of the "Framework Agreement of Sale of Natural Gas" entered into between Energy and Chemical Marketing Company and Keqi Coal-based Gas Company		
	(2) The extension of the term of the "Sale and Purchase Contract of Chemical Products (Keqi)" entered into between Energy and Chemical Marketing Company and Keqi Coal-based Gas Company		
	(3) The extension of the term of the "Sale and Purchase Contract of Chemical Products (Duolun)" entered into between Energy and Chemical Marketing Company and Duolun Coal Chemical Company		
2.	To consider and approve the "Resolution on the Provision of Guarantee on the Financing of Certain Entities of the Company"		
3.	To consider and approve the "Resolution on the Provision of Entrusted Loans to Certain Subsidiaries"	-	-
	(1) To provide entrusted loans of RMB6 billion under the Entrusted Loan Framework Agreement (Duolun) to Duolun Coal Chemical Company		
	(2) To provide entrusted loans of RMB4 billion under the Entrusted Loan Framework Agreement (Renewable Resource) to Renewable Resource Company		
	(3) To provide entrusted loans of RMB160 million under the Entrusted Loan Agreement to Renewable Resource Company		
	(4) To provide entrusted loans of RMB100 million under the Entrusted Loan Agreement to Renewable Resource Company		
	(5) To provide entrusted loans of RMB1.1 billion under the Entrusted Loan Agreement to Renewable Resource Company		

ORDINARY RESOLUTIONS		FOR (Note 5)	AGAINST (Note 5)
4.	To consider and approve the “Resolution on the Supply of Coal to Certain Enterprises of the Company by Beijing Datang Fuel Company and its subsidiaries in 2016”	–	–
	(1) The purchase of coal under the Coal Purchase and Sale Framework Agreement (Beijing) entered into between the Company and Beijing Datang Fuel Company and its annual cap		
	(2) The purchase of coal under the Coal Purchase and Sale Framework Agreement (Inner Mongolia) entered into between the Company and Inner Mongolia Fuel Company and its annual cap		
	(3) The purchase of coal under the Coal Purchase and Sale Framework Agreement (Chaozhou) entered into between the Company and Chaozhou Fuel Company and its annual cap		
5.	To consider and approve the “Resolution on the Engagement of China National Water Resources & Electric Power Materials & Equipment Co., Ltd. for Centralised Purchase of Project Construction Materials in 2016”		
6.	To consider and approve the “Resolution on the Adjustment of Director of the Company”	–	–
	(1) The appointment of Mr. Zhu Shaowen as a Director of the eighth session of the Board		
	(2) The resignation of Mr. Yang Wenchun as a Director of the eighth session of the Board		

Date: _____ 2016

Signature (Note 6): _____

Notes:

1. Please insert the number of shares in the Company registered in your name(s) and to which this proxy form relates. If no such number is inserted, this proxy form will be deemed to relate to all the shares in the Company registered in your name(s).
2. Please insert full name(s) and address(es) (as shown in the register of members of the Company) in **block capitals**.
3. Please insert the number of all the shares in the Company registered in your name(s) and delete if inappropriate.
4. If any proxy other than the Chairman is preferred, strike out “the Chairman of the Meeting, or” and insert the name of the proxy desired in the space provided. Each shareholder is entitled to appoint one or more proxy(ies) to attend and vote at the meeting. A proxy needs not be a shareholder of the Company. Any alteration made to this proxy form must be signed by the person who signs it.
5. Important: if you wish to vote for any resolution, tick in the box marked “For”. If you wish to vote against any resolution, tick in the box marked “Against”. Failure to tick either box will entitle your proxy to cast your vote at his discretion.
6. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation or institution, either under its common seal or under the hand of an officer or attorney duly authorised in that regard.
7. To be valid, holder of H shares of the Company must deliver this proxy form and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarised copy of that power of attorney or other authority, 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. Fax: (852) 2885 0990 or (852) 2529 6087.
8. Unless otherwise indicated in the context in this proxy form, capitalised terms defined in this proxy form shall have the same meanings as defined in the Notice of 2016 First Extraordinary General Meeting dated 11 January 2016.