



# 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 Second 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 Meetings, or \_\_\_\_\_ (Note 4) as my/our proxy(ies) to attend and act for me/us at the 2016 second extraordinary general meeting (the "EGM") of the Company to be held at 1608 Conference Room of the Company, 9 Guangningbo Street, Xicheng District, Beijing, the People's Republic of China (the "PRC") at 9:30 a.m. on 29 August 2016 (Monday) or at any adjournment thereof and to vote at such meeting or any adjournment thereof as hereunder indicated in respect of the resolution as listed in the Notice of the EGM, if no such indication is given, as my/our proxy(ies) thinks fit.

ORDINARY RESOLUTION		FOR (Note 5)	AGAINST (Note 5)
1.	To consider and approve the "Resolution on Entering into the Transfer Agreement in Relation to Coal-to-chemical and the Related Project by the Company and Zhongxin Energy and Chemical Technology Company Limited"		

Date: \_\_\_\_\_ 2016

Signature(s) (Note 6): \_\_\_\_\_

**Notes:**

- 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).
- Please insert full name(s) and address(es) (as shown in the register of members of the Company) in block capitals.
- Please insert the number of all the shares in the Company registered in your name(s) and delete if inappropriate.
- If any proxy other than the Chairman is preferred, strike out "the Chairman of the Meetings, 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.
- 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.
- 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.
- 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.
- 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 Second Extraordinary General Meeting dated 13 July 2016.