



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 Annual General Meeting

The number of shares which this proxy form relates (Note 1)	
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I/We (Note 2) _____ being 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 annual general meeting (the “AGM”) 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 23 May 2017 (Tuesday) 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 AGM or, 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 “Work Report of the Board of Directors for the Year 2016” (including the Work Report of Independent Directors)		
2	To consider and approve the “Work Report of the Supervisory Committee for the Year 2016”		
3	To consider and approve the “Financial Report for the Year 2016”		
4	To consider and approve the “Resolution on 2016 Profit Distribution Plan and Making up Losses by Surplus Reserve”		
5	To consider and approve the “Resolution on Financing Guarantee for the Year 2017”		
6	To consider and approve the “Resolution on the Provision of Guarantee for the Financing of Shanxi Datang International Yuncheng Power Generation Company Limited”		
7	To consider and approve the “Resolution on Continuing Connected Transactions of the Company’s Sales and Purchase and Transportation of Coal for 2017”	–	–
(1)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Beijing) entered into between the Company and Beijing Datang Fuel Company Limited		
(2)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Inner Mongolia) entered into between the Company and Inner Mongolia Datang Fuel Company Ltd.		
(3)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Chaozhou) entered into between the Company and Chaozhou Datang Fuel Company Limited		
(4)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Hong Kong – Beijing) entered into between Datang International (Hong Kong) Limited and Beijing Datang Fuel Company Limited		
(5)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Hong Kong – Company) entered into between Datang International (Hong Kong) Limited and the Company		

ORDINARY RESOLUTIONS		FOR <i>(Note 5)</i>	AGAINST <i>(Note 5)</i>
(6)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Hong Kong – Chaozhou) entered into between Datang International (Hong Kong) Limited and Chaozhou Datang Fuel Company Limited		
(7)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Datang Fuel – Beijing) entered into between Datang Electric Power Fuel Company Limited and Beijing Datang Fuel Company Limited		
(8)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Xilinhaote) entered into between the Company and Inner Mongolia Datang International Xilinhaote Mining Company Limited		
(9)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Anhui – Beijing) entered into between Datang Anhui Power Generation Co., Ltd. and Beijing Datang Fuel Company Limited		
(10)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Xiangtan – Beijing) entered into between Datang Xiangtan Power Generation Co., Ltd. and Beijing Datang Fuel Company Limited		
(11)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Shentou – Shanxi Fuel) entered into between Shanxi Datang International Shentou Power Generation Company Limited and Datang Shanxi Electric Power Fuel Company Limited		
(12)	Purchase and sale of coal and its annual cap under the Coal Purchase and Sale Framework Agreement (Linfen – Shanxi Fuel) entered into between Shanxi Datang International Linfen Thermal Power Company Limited and Datang Shanxi Electric Power Fuel Company Limited		
(13)	Transportation of coal and its annual cap under the Coal Transportation Framework Agreement (Lvsi gang) entered into between Jiangsu Datang Shipping Company Limited and Jiangsu Datang International Lvsi gang Power Generation Company Limited		
(14)	Transportation of coal and its annual cap under the Coal Transportation Framework Agreement (Chaozhou) entered into between Jiangsu Datang Shipping Company Limited and Guangdong Datang International Chaozhou Power Generation Company Limited		
SPECIAL RESOLUTION			
8	To consider and approve the “Resolution on Granting a Mandate to the Board to Determine the Issuance of New Shares of Not More Than 20% of Each Class of Shares of the Company”		

Date: _____ 2017

Signature *(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 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.
- 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 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, not less than 24 hours before the time scheduled for holding the AGM. 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 AGM dated 7 April 2017.