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## **China Power International Development Limited**

**中國電力國際發展有限公司**

*(incorporated in Hong Kong with limited liability)*

**(Stock Code: 2380)**

### **Notice of General Meeting for approval of the Proposed Asset Restructuring**

**The General Meeting for approval of the Proposed Asset Restructuring will be held by way of virtual meeting via the Online Platform which can be accessed from any location with connection to the internet. Shareholders of the Company need not to attend the General Meeting in person.**

**NOTICE IS HEREBY GIVEN** that a general meeting (the “**General Meeting**”) of China Power International Development Limited (the “**Company**”) will be held on **Tuesday, 24 June 2025 at 10:30 a.m.** by way of virtual meeting via the Online Platform (as hereinafter defined) for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions as ordinary resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

**“THAT:**

- (a) **the Proposed Asset Restructuring**, Equity Transfer Agreement I, Equity Transfer Agreement II, Wu Ling Power Compensation Agreement, Changzhou Hydropower Compensation Agreement, the China Power Non-Compete Undertaking and the SPIC Non-Compete Undertaking dated 16 April 2025 (collectively the “**Formal Restructuring Agreements**” as defined in the Company’s circular dated 20 May 2025) (copies of which have been produced to the meeting marked “A”, “B”, “C”, “D”, “E”, and “F” respectively and have been initialled by the chairman of this meeting for the purpose of identification) and all the transactions contemplated thereunder, including the China Power Lock-up Undertaking, SPIC Letter of Undertaking, Related Transactions Undertakings, Yuanda Environmental Independence Undertakings and Undertakings on Remedial Measures on Returns (collectively the “**Formal Restructuring Ancillary Undertakings**” as defined in the Company’s circular dated 20 May 2025) (copies of which have been produced to the meeting marked “G”, “H”, “I”, “J” and “K” respectively and have been initialled by the chairman of this meeting for the purpose of identification), be and are hereby generally and unconditionally approved, confirmed and ratified; and

- (b) any director(s) of the Company be and is/are hereby authorised to enter into any agreement, deed or instrument and/or to execute and deliver all such documents and/or do all such acts on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with (i) the implementation and completion of the Proposed Asset Restructuring, the Formal Restructuring Agreements and the transactions contemplated thereunder (including the Formal Restructuring Ancillary Undertakings) and (ii) any amendment, variation or modification of the Proposed Asset Restructuring, the Formal Restructuring Agreements and the transactions contemplated thereunder (including the Formal Restructuring Ancillary Undertakings).

By Order of the Board  
**China Power International Development Limited**  
**HE Xi**  
*Chairman*

Hong Kong, 20 May 2025

*Notes:*

1. The General Meeting will be a virtual meeting. Shareholders of the Company (“**Shareholders**”) can attend and participate in the General Meeting by accessing the website at [https://meetings.computershare.com/CHINAPOWER\\_2025GM2](https://meetings.computershare.com/CHINAPOWER_2025GM2) (the “**Online Platform**”). Shareholders are reminded that **physical attendance in person at the General Meeting is NOT necessary**. Independent Shareholders joining the General Meeting using the Online Platform will be counted towards the quorum and they will be able to cast their votes and submit questions through the Online Platform.
2. Details regarding General Meeting arrangements and login access for joining the General Meeting through the Online Platform are provided on the notification letter to be despatched together with the Company’s circular dated 20 May 2025 (the “**Circular**”) and related documents. Shareholders attending the General Meeting are reminded to read the “GUIDANCE FOR THE GM” set out in the Circular prior to joining the General Meeting.
3. Each of the resolutions set out in this notice will be voted by way of a poll. A member of the Company entitled to vote at the General Meeting is entitled to appoint one or more proxies to attend the General Meeting through the Online Platform and vote on his/her behalf. A proxy need not be a member of the Company.
4. All Shareholders who wish to appoint a proxy to attend and vote at the General Meeting through the Online Platform, they are advised to appoint the chairman of the General Meeting as their proxy to act according to their indicated voting instructions, by completing, signing and returning the proxy form accompanying the Circular.

5. To be valid, the form of proxy, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power or authority must be deposited (i) at the Company's share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, **or (ii) electronically via the Company's email address at [eproxy@chinapower.hk](mailto:eproxy@chinapower.hk)** not less than 48 hours before the time appointed for the holding of the GM or any adjournment thereof (as the case may be). This email address is provided solely for receiving proxy forms relating to the General Meeting and shall not be used for any other purposes.
6. **Closure of register of members of the Company for the General Meeting: The register of members of the Company will be closed from Thursday, 19 June 2025 to Tuesday, 24 June 2025, both days inclusive**, during which period no transfer of shares of the Company will be effected. In order to **qualify to vote at the General Meeting**, all transfers accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong **not later than 4:30 p.m. on Wednesday, 18 June 2025**.
7. Shareholders attending the General Meeting through the Online Platform will be able to raise questions relevant to the proposed resolutions during the General Meeting. Prior to the General Meeting, Shareholders are also welcome to send such questions or matters in writing to the Company's email at [ir@chinapower.hk](mailto:ir@chinapower.hk) no later than 6:00 p.m. on Friday, 20 June 2025. The Company will endeavor to address relevant questions in relation to the proposed resolutions at the General Meeting. However, the Company may not be able to answer all the questions during the time allocated. Unanswered questions may be responded to after the General Meeting.
8. In the event that a gale warning (tropical cyclone no. 8 or above) or black rainstorm warning is in effect at any time between 9:00 a.m. and 10:30 a.m. on the day of the above meeting, the above meeting will be automatically postponed to a later date. In this event, the Company will, as soon as practicable, post an announcement on its website and on the website of The Stock Exchange of Hong Kong Limited to notify the Shareholders that the above meeting has been postponed (however, a failure to post such an announcement shall not affect the automatic postponement of such meeting). Shareholders may also telephone the Company's hotline on (852) 2862 8555 to enquire whether the meeting has been cancelled. When the date, time and details of the rescheduled meeting has been fixed, the Company will post a further announcement on its website and on the website of The Stock Exchange of Hong Kong Limited to notify the Shareholders of the date, time and details of the rescheduled meeting. At least seven clear days' notice shall be given of the rescheduled meeting.

If Shareholders have any questions relating to the General Meeting, please contact the share registrar of the Company as follows:

***Computershare Hong Kong Investor Services Limited***

17M Floor, Hopewell Centre

183 Queen's Road East

Wanchai, Hong Kong

Tel: (852) 2862 8555

Fax: (852) 2865 0990

Online Enquiries: [www.computershare.com/hk/en/online\\_feedback](http://www.computershare.com/hk/en/online_feedback)

*As at the date of this announcement, the directors of the Company are: executive directors HE Xi and GAO Ping, non-executive directors HU Jiandong, ZHOU Jie, HUANG Qinghua and CHEN Pingjun, and independent non-executive directors LI Fang, YAU Ka Chi and HUI Hon Chung, Stanley.*