



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)

PROXY FORM

Form of proxy for the Extraordinary General Meeting to be held at Harcourt Room, Lower Lobby, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Tuesday, 7 June 2016 at 11:30 a.m..

I/We¹ _____
of _____
being the registered holder(s) of _____ shares² of China Power International Development Limited (the "Company"),
hereby appoint³ _____
of _____
or failing him, the Chairman of the Meeting, as my/our proxy to attend on my/our behalf at the meeting (and at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the resolutions set out in the notice of the meeting (with or without amendments) as hereunder indicated.

Ordinary Resolution	For ⁵	Against ⁵
To approve and confirm the provision of deposit services contemplated under the financial services framework agreement dated 27 April 2016 (the "Framework Agreement") entered into between the Company and CPI Financial Company Limited, the annual cap of the deposit services and the maximum daily balance of deposits placed by the Company and its subsidiaries pursuant to the Framework Agreement and all other matters mentioned in the Notice of Extraordinary General Meeting dated 20 May 2016.*		

* The full text of the resolution is set out in the notice of the Extraordinary General Meeting dated 20 May 2016.

Dated this _____ day of _____ 2016. Signature(s)⁸: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. Full name and address of proxy to be inserted in **BLOCK CAPITALS**. **IF NOT COMPLETED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. You are entitled to appoint separate proxies to represent respectively such number of shares you hold as you may specify in the proxy form submitted for each appointment. If the number of shares is not specified, the appointment will be deemed to have been made in relation to the total number of shares held by you.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOX MARKED "AGAINST" BESIDE THE RESOLUTION.** If no direction is given, your proxy will be entitled to vote or abstain as he thinks fit. Your proxy will be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
6. To be valid, this 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 at the share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting.
7. In the case of joint holders of a share, the vote of the person, whether attending in person or by proxy, whose name stands first on the Register of Members of the Company in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
8. This form of proxy must be signed by you or your attorney duly authorized in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorized.
9. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
10. Completion and return of the form of proxy will not preclude you from attending the meeting or any adjournment thereof and voting in person if you so wish and in such event, the form of proxy will be deemed to be revoked.
11. Any alteration to this form of proxy must be initialled by the person who signs it.