



# 華能國際電力股份有限公司

HUANENG POWER INTERNATIONAL, INC.

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

(Stock Code: 902)

## Proxy Form for 2021 Annual General Meeting

Number of Shares related to this proxy form <sup>(Note 1)</sup>	H Shares/Domestic Shares*
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I (We)<sup>(Note 2)</sup> \_\_\_\_\_ of \_\_\_\_\_, Shareholders' Account: \_\_\_\_\_ and I.D. No.: \_\_\_\_\_, being the holder(s) of \_\_\_\_\_ H Share(s)/Domestic Share(s)\* <sup>(Note 1)</sup> of Huaneng Power International, Inc. (the "Company") now appoint <sup>(Note 3)</sup> \_\_\_\_\_ I.D. No.: \_\_\_\_\_ (of \_\_\_\_\_), or failing him, the Chairman of the meeting, as my(our) proxy to attend and vote for me (us) on the following resolutions in accordance with the instruction(s) below and on my(our) behalf at the 2021 Annual General Meeting to be held at 9:00 a.m. on 28 June 2022 at Conference Room A102, the headquarters of the Company, Huaneng Building, 6 Fuxingmennei Street, Xicheng District, Beijing, the People's Republic of China for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the said meeting. In the absence of any indication, the proxy may vote for or against the resolutions at his/her own discretion. <sup>(Note 6)</sup>

ORDINARY RESOLUTIONS		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstained <sup>(Note 4)</sup>
1.	To consider and approve the working report from the Board of Directors of the Company for 2021			
2.	To consider and approve the working report from the Supervisory Committee of the Company for 2021			
3.	To consider and approve the audited financial statements of the Company for 2021			
4.	To consider and approve the profit distribution plan of the Company for 2021			
5.	To consider and approve the proposal regarding the appointment of the Company's auditors for 2022			
SPECIAL RESOLUTIONS		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstained <sup>(Note 4)</sup>
6.00	Proposals regarding the issue of short term debentures, super short term debentures and debt financing instruments (by way of non-public placement) by the Company			
6.01	To consider and approve the proposal regarding the issue of short-term debentures by the Company			
6.02	To consider and approve the proposal regarding the issue of super short-term debentures by the Company			
6.03	To consider and approve the proposal regarding the issue of debt financing instruments (by way of non-public placement)			
7.	To consider and approve the proposal regarding the granting of general mandate to issue domestic and/or overseas debt financing instruments			
8.	To consider and approve the proposal regarding the granting of general mandate to the Board of Directors to issue domestic shares and/or overseas listed foreign shares			
ORDINARY RESOLUTIONS		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstained <sup>(Note 4)</sup>
9.	To consider and approve the proposal regarding the provision of guarantee by the Company to its subsidiary Diandong Energy			
10.	To consider and approve the proposal regarding the provision of guarantee by the Company to its subsidiary Diandong Yuwang			

Date: \_\_\_\_\_ 2022

Signature: \_\_\_\_\_ <sup>(Note 5)</sup>

*Notes:*

1. Please insert the number of H Share(s) registered in your name(s) relating to this form of proxy. If no number is inserted, this form of proxy will be deemed to relate to all of the H Shares in the share capital of the Company registered in your name(s).
2. Please insert full name(s) and address(es) in **BLOCK LETTERS**.
3. Please insert the name and address of your proxy. If this is left blank, the chairman of the 2021 Annual General Meeting will act as your proxy. One or more proxies, who may not be member(s) of the Company, may be appointed to attend and vote in the meeting provided that such proxies must attend the meeting in person on your behalf. Any alteration made to this proxy form must be signed by the signatory.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”, IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”, YOU WISH TO VOTE ABSTAINED A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “ABSTAINED” (SUCH ABSTAINED VOTES WILL BE COUNTED IN THE CALCULATION OF THE REQUIRED MAJORITY OF THE RESOLUTION(S))**, If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his/her discretion or to abstain. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly proposed to the meeting other than those referred to in the notice for the meeting.
5. This form of proxy must be signed underhand by you or your attorney duly authorised in that behalf. If the appointer is a corporation, this form must be signed under its common seal or under hand by any directors or agents duly appointed by such corporation.
6. This form of proxy together with the power of attorney or other authorisation document(s) which have been notarised, must be delivered, in the case of a holder of Domestic Share(s), to the Company and in the case of a holder of H Share(s), to Hong Kong Registrars Limited, at least 24 hours before the time designated for the holding of the 2021 Annual General Meeting.

\* *Please delete as appropriate.*