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龍源電力集團股份有限公司

CHINA LONGYUAN POWER GROUP CORPORATION LIMITED*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00916)

**ANNOUNCEMENT
POLL RESULTS OF
THE FIRST DOMESTIC SHAREHOLDERS CLASS MEETING IN
2020, THE FIRST H SHAREHOLDERS CLASS MEETING IN 2020
AND THE 2019 ANNUAL GENERAL MEETING
HELD ON 29 MAY 2020
AND
DISTRIBUTION DATE OF FINAL DIVIDEND**

The board of directors of the Company (the “**Board**”) is pleased to announce that the First Domestic Shareholders Class Meeting in 2020, the First H Shareholders Class Meeting in 2020 and the 2019 annual general meeting (the “**AGM**”) were held in Beijing on Friday, 29 May 2020, and the resolutions set out below were duly passed by way of poll.

The final cash dividend of RMB0.1076 per share (tax inclusive) for the year 2019 will be paid on Monday, 10 August 2020 to Shareholders whose names appear on the register of members of the Company on Tuesday, 9 June 2020.

References are made to the notices of First Domestic Shareholders Class Meeting in 2020, the First H Shareholders Class Meeting in 2020 and the AGM and the circular dated 9 April 2020 (the “**Circular**”) of China Longyuan Power Group Corporation Limited* (the “**Company**”). Unless otherwise defined herein, the terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the First Domestic Shareholders Class Meeting in 2020, the First H Shareholders Class Meeting in 2020 and the AGM of the Company were held in sequence at the Conference Room, 22/F, Block c, 6 Fuchengmen North Street, Xicheng District, Beijing, the PRC at 9:30 a.m., 10:00 a.m. and 10:30 a.m. on Friday, 29 May 2020.

I. ATTENDANCE OF THE MEETINGS

(I) The First Domestic Shareholders Class Meeting in 2020

As at the date of the First Domestic Shareholders Class Meeting in 2020, the total number of Domestic Shares entitling the holders to attend and vote on the resolution proposed at the First Domestic Shareholders Class Meeting in 2020 was 4,696,360,000 Domestic Shares. There were no Domestic Shares of the Company entitling the holders to attend and abstain from voting in favour of the resolution proposed at the First Domestic Shareholders Class Meeting in 2020 as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). There were no holders of Domestic Shares required under the Listing Rules to abstain from voting. In addition, no party has stated his or her intention in the Circular to vote against the resolution proposed at the First Domestic Shareholders Class Meeting in 2020 or to abstain from voting.

Shareholders of Domestic Shares and their proxies representing a total of 4,696,360,000 Domestic Shares carrying voting rights in the Company, representing 100% of the total issued domestic share capital of the Company as at the date of the First Domestic Shareholders Class Meeting in 2020, attended the First Domestic Shareholders Class Meeting in 2020.

(II) The First H Shareholders Class Meeting in 2020

As at the date of the First H Shareholders Class Meeting in 2020, the total number of H Shares entitling the holders to attend and vote on the resolution proposed at the First H Shareholders Class Meeting in 2020 was 3,340,029,000 H Shares. There were no H Shares of the Company entitling the holders to attend and abstain from voting in favour of the resolution proposed at the First H Shareholders Class Meeting in 2020 as set out in Rule 13.40 of the Listing Rules. There were no holders of H Shares required under the Listing Rules to abstain from voting. In addition, no party has stated his or her intention in the Circular to vote against the resolution proposed at the First H Shareholders Class Meeting in 2020 or to abstain from voting.

Shareholders of H Shares and their proxies representing a total of 1,788,592,277 H Shares carrying voting rights in the Company, representing approximately 53.550202% of the total issued H share capital of the Company as at the date of the First H Shareholders Class Meeting in 2020, attended the First H Shareholders Class Meeting in 2020.

(III) The AGM

As at the date of the AGM, the issued share capital of the Company and the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM was 8,036,389,000 shares, comprising 4,696,360,000 Domestic Shares and 3,340,029,000 H Shares. There were no Shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. There were no holders of Shares required under the Listing Rules to abstain from voting. In addition, no party has stated his or her intention in the Circular to vote against the resolutions proposed at the AGM or to abstain from voting.

Shareholders or their proxies representing a total of 6,556,667,683 Shares carrying voting rights in the Company, representing approximately 81.587236% of the total issued share capital of the Company as at the date of the AGM, attended the AGM.

The First Domestic Shareholders Class Meeting in 2020, the First H Shareholders Class Meeting in 2020 and the AGM were legally and validly convened in compliance with the requirements of the Company Law of the PRC and the articles of association of the Company (the “**Articles**”). The First Domestic Shareholders Class Meeting in 2020, the First H Shareholders Class Meeting in 2020 and the AGM were chaired by Mr. Jia Yanbing, the Executive Director and Chairman of the Board of the Company.

II. POLL RESULTS OF THE MEETINGS

(I) The First Domestic Shareholders Class Meeting in 2020

At the First Domestic Shareholders Class Meeting in 2020, the following resolution was considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolution		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
1.	To consider and approve the amendments to the Articles of Association of the Company.	4,696,360,000 (100%)	0 (0%)	0

As the above special resolution was passed by more than two-thirds majority, the resolution was duly passed as a special resolution.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer for the vote-taking at the First Domestic Shareholders Class Meeting in 2020.

(II) The First H Shareholders Class Meeting in 2020

At the First H Shareholders Class Meeting in 2020, the following resolution was considered and approved by way of poll, and the poll results of the votes are as follows:

Special Resolution		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
1.	To consider and approve the amendments to the Articles of Association of the Company.	1,572,560,596 (88.512428%)	204,094,529 (11.487572%)	11,937,152

As the above special resolution was passed by more than two-thirds majority, the resolution was duly passed as a special resolution.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer for the vote-taking at the First H Shareholders Class Meeting in 2020.

(III) The AGM

At the AGM, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
1.	To approve the Report of the Board of Directors of the Company for the year 2019;	6,542,011,531 (100%)	0 (0%)	11,937,152
2.	To approve the Report of the Supervisory Board of the Company for the year 2019;	6,542,011,531 (100%)	0 (0%)	11,937,152
3.	To accept the independent auditor's report of the Company and the Company's audited financial statements for the year 2019;	6,542,011,531 (100%)	0 (0%)	11,937,152

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
4.	To approve the final financial accounts report of the Company for the year 2019;	6,542,011,531 (100%)	0 (0%)	11,937,152
5.	To approve the profit distribution plan of the Company for the year 2019;	6,544,730,531 (100%)	0 (0%)	11,937,152
6.	To approve the financial budget plan of the Company for the year 2020;	5,582,698,155 (85.306953%)	961,549,376 (14.693047%)	12,230,152
7.	To approve the Directors' and Supervisors' remuneration plan of the Company for the year 2020;	6,502,398,010 (99.359224%)	41,934,521 (0.640776%)	12,145,152
8.	To approve the re-appointment of Baker Tilly China Certified Public Accountants LLP as the Company's PRC auditor for the year 2020 and grant of authority to the audit committee of the Board to determine its remuneration; and	6,507,262,010 (99.427501%)	37,468,521 (0.572499%)	11,937,152
9.	To approve the re-appointment of Ernst & Young as the Company's international auditor for the year 2020 and grant of authority to the audit committee of the Board to determine its remuneration.	6,495,438,055 (99.246837%)	49,292,476 (0.753163%)	11,937,152

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
10.	To approve the amendments to the Articles of Association of the Company;	6,323,124,002 (96.613970%)	221,606,529 (3.386030%)	11,937,152

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
11.	<p>To approve the granting of a general mandate to the Board to apply for registration and issuance of debt financing instruments in the PRC;</p> <p>“THAT:</p> <p>In order to enhance the capital operation efficiency, thoroughly utilize the financing functions of the bond market, adjust the debt structure and minimize finance costs, a special resolution will be proposed at the AGM to authorize the Company to issue one or more types of debt financing instruments in one or more tranches. With a view to seizing the favorable opportunities that arise in the market, the Company intends to apply for the general mandate to issue the aforesaid debt financing instruments. The particulars are set out as follows:</p> <p>1. To register and issue debt financing instruments in one or more tranches by the Company in the PRC with an aggregate amount of not exceeding RMB20 billion (inclusive) under the condition of requirements of maximum issuance of debt financing instruments in compliance with relevant laws and regulations. The types of debt financing instruments include but are not limited to direct debt financing instruments such as corporate bonds (including non-public issuance), corporate loans, asset-backed securities, project revenue notes and consolidated funds;</p>	6,539,730,531 (99.923603%)	5,000,000 (0.076397%)	11,937,152

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
2.	To authorize the Board to resolve and deal with matters in relation to the above issuance of debt financing instruments of the Company, including but not limited to the formulation and adjustment of specific proposals on issuance, determination of the engagement of intermediaries and the contents of relevant agreements on debt financing instruments;			
3.	The validity period of the above granting shall be within a period of 12 months from the date of consideration and approval of the resolution at the general meeting. Where the Board has, upon the expiry of the authorization, decided the issuance of debt financing instruments, and provided that the Company has obtained necessary authorization (where appropriate), such as the approval and license and completed the filing or registration with regulatory authorities on the issuance, the Company can still be able, during the validity period of such approval, license, filing or registration, to complete the issuance or partial issuance of relevant debt financing instruments. The Board will continue to deal with such issuance pursuant to the authorization document until full settlement of such debt financing instruments;			
4.	To approve the delegation of authority by the Board to the Office of General Manager of the Company to deal with relevant matters within the scope of authorization above.”			

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
12.	To approve the application for registration and issuance of debt financing instruments of non-financial enterprises in the PRC, and generally and unconditionally authorize the Board to decide and deal with relevant matters in relation to registration of non-financial enterprises debt financing instruments quota and circular issuance of debt financing instruments of non-financial enterprises with not exceeding RMB60 billion (inclusive) from the National Association of Financial Market Institutional Investors by the Company. The types of debt financing instruments include but are not limited to direct debt financial instruments such as ultra short-term financing bonds, short-term financing bonds and mid-term notes, perpetual medium term notes, asset-backed notes; and	6,539,296,531 (99.916971%)	5,434,000 (0.083029%)	11,937,152

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
13.	<p>To approve the granting of a general mandate to the Board to issue, allot and deal with additional Domestic Shares and H Shares not exceeding 20% of each of the total number of the Domestic Shares and H Shares of the Company respectively in issue, grant the Board to enter into or grant the rights of proposals, agreements, options and rights to exchange or convert shares that may be required to be exercised after the relevant period has expired, and to authorize the Board to make amendments to the Articles as it thinks fit so as to reflect the new share capital structure upon the issue or allotment of additional shares pursuant to such mandate:</p> <p>“THAT:</p> <p>(A) (a) subject to paragraph (c) and in accordance with the relevant requirements of the Listing Rules, the Articles and relevant laws and regulations of the PRC, the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or deal with, either separately or concurrently, additional Domestic Shares and H shares of the Company and to make or grant offers, agreements, options and rights of exchange or conversion which might be required for the exercise of such powers be hereby generally and unconditionally approved;</p>	5,296,052,751 (80.920868%)	1,248,677,780 (19.079132%)	11,937,152

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
	<p>(b) the approval in paragraph (a) above shall authorize the Board during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period;</p> <p>(c) each of the total number of Domestic Shares and H Shares allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether by an option or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed 20% of each of the total number of Domestic Shares and H Shares of the Company respectively in issue as at the date of passing of this resolution;</p> <p>(d) the Board will only exercise the above powers in accordance with the Company Law of the PRC and the Listing Rules (as amended from time to time) and when all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government departments are obtained; and</p>			

Special Resolutions		Number of votes cast and percentage of total number of votes cast		
		For	Against	Abstain
	<p>(e) for the purpose of this resolution:</p> <p>“Relevant Period” means the period from the passing of this resolution until the earliest of:</p> <p>(i) the conclusion of the next annual general meeting of the Company;</p> <p>(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles or other applicable laws to be held; or</p> <p>(iii) the date of revocation or variation of the authority given under this resolution by a special resolution of Shareholders of the Company at a general meeting.</p> <p>(B) the Board be authorized to make relevant amendments to the Articles of the Company as necessary so as to reflect the new share capital structure of the Company upon the issue or allotment of shares pursuant to this resolution.”</p>			

As the above ordinary resolutions were passed by more than one half majority, these resolutions were duly passed as ordinary resolutions.

As the above special resolutions were passed by more than two-thirds majority, these resolutions were duly passed as special resolutions.

Save as the above resolutions numbered 1 to 13, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the Shares carrying voting rights of the Company.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, acted as the scrutineer for the vote-taking at the AGM.

DISTRIBUTION DATE OF FINAL DIVIDEND

As approved by the Shareholders of the Company at the AGM, the Board is pleased to announce the following details in respect of the distribution of final dividend for the year ended 31 December 2019 to Shareholders of the Company:

The Company will distribute a final cash dividend of RMB0.1076 per Share (tax inclusive) in an aggregate amount of approximately RMB864,715,000 for the year 2019 on Monday, 10 August 2020 to Shareholders whose names appear on the register of members of the Company on Tuesday, 9 June 2020. Such dividend will be paid to holders of Domestic Shares in Renminbi and to holders of H Shares in Hong Kong dollars and to holders of H Shares for Southbound Trading in Renminbi. The actual amount of H Share dividend paid in Hong Kong dollars is calculated according to the average benchmark exchange rate between Renminbi and Hong Kong dollars as published by the People's Bank of China for five business days prior to the date of AGM (i.e. RMB0.917778 to HK\$1), being a cash dividend of HK\$0.1172 per share (tax inclusive).

By order of the Board

China Longyuan Power Group Corporation Limited*

Jia Nansong

Vice President, Board Secretary and Joint Company Secretary

Beijing, the PRC, 29 May 2020

As at the date of this announcement, the Executive Directors of the Company are Mr. Jia Yanbing and Mr. Sun Jinbiao; the Non-executive Directors are Mr. Liu Jinhuan, Mr. Yang Xiangbin and Mr. Zhang Xiaoliang; and the Independent Non-executive Directors are Mr. Zhang Songyi, Mr. Meng Yan and Mr. Han Dechang.

* *For identification purpose only*