
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **China Longyuan Power Group Corporation Limited***, you should at once hand this circular and the accompanying form of proxy and reply slip to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.



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)

PROPOSAL FOR THE RE-ELECTION AND ELECTION OF DIRECTORS PROPOSAL FOR THE RE-ELECTION AND ELECTION OF SUPERVISORS AND NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2018

The Company will convene the first extraordinary general meeting (“EGM”) in 2018 at 10:00 a.m. on Friday, 6 July 2018 at the Conference Room, 22/F, Tower C, International Investment Plaza, 6–9 Fuchengmen North Street, Xicheng District, Beijing, PRC. Notice of the EGM is set out in this circular.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For holders of H Shares, the form of proxy should be returned to Computershare Hong Kong Investor Services Limited and for holders of Domestic Shares, the form of proxy should be returned to the Company’s head office in the PRC in any event not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 10:00 a.m. on Thursday, 5 July 2018 (Hong Kong time)) or any adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

If you intend to attend the EGM in person or by proxy, you are required to complete and return the accompanying reply slip to (for holders of H Shares) Computershare Hong Kong Investor Services Limited or to (for holders of Domestic Shares) the Company’s head office in the PRC on or before Friday, 15 June 2018.

21 May 2018

* For identification purpose only

CONTENTS

	<i>page</i>
DEFINITIONS	ii
LETTER FROM THE BOARD	1
APPENDIX I – DETAILS OF DIRECTORS PROPOSED FOR RE-ELECTION AND ELECTION	5
APPENDIX II – DETAILS OF SUPERVISORS PROPOSED FOR RE-ELECTION AND ELECTION	12
NOTICE OF EGM	14

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Articles”	the articles of association of the Company (as amended, modified or otherwise supplemented from time to time)
“Board of Directors” or “Board”	the board of directors of the Company
“Company”	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 PRC and its H Shares are listed on the Hong Kong Stock Exchange
“Director(s)”	director(s) of the Company
“Domestic Shares”	ordinary shares in the Company’s share capital, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi
“EGM”	the first extraordinary general meeting in 2018 to be held by the Company at the Conference Room, 22/F, Tower C, International Investment Plaza, 6-9 Fuchengmen North Street, Xicheng District, Beijing, PRC at 10:00 a.m. on Friday, 6 July 2018
“Executive Director(s)”	executive director(s) of the Company
“H Shares”	overseas listed foreign shares in the Company’s share capital with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Hong Kong Stock Exchange
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Independent Non-executive Director(s)”	independent non-executive director(s) of the Company

DEFINITIONS

“Latest Practicable Date”	18 May 2018, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
“Non-executive Director(s)”	non-executive director(s) of the Company
“Notice of EGM”	the notice convening the EGM
“PRC” or “China”	the People’s Republic of China
“Renminbi” or “RMB”	Renminbi, the lawful currency of the PRC
“SFO”	The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Shareholder(s)”	holder(s) of Shares
“Shares”	shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Company’s Domestic Shares and H Shares
“Supervisor(s)”	supervisor(s) of the Company
“Supervisory Board”	the board of supervisors of the Company

LETTER FROM THE BOARD



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)

Non-executive Directors:

Mr. Qiao Baoping (*Chairman*)
Mr. Wang Baole
Mr. Luan Baoxing
Mr. Yang Xiangbin

Executive Directors:

Mr. Li Enyi
Mr. Huang Qun

Independent Non-executive Directors:

Mr. Zhang Songyi
Mr. Meng Yan
Mr. Han Dechang

Registered office in the PRC:

Room 1206, 12th Floor
No. 7, Baishiqiao Street
Haidian District
Beijing
PRC

Head office in the PRC:

Tower C, International Investment Plaza
6-9 Fuchengmen North Street
Xicheng District
Beijing
PRC

Principal place of business in Hong Kong:

Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

21 May 2018

To the Shareholders

Dear Sir or Madam,

**PROPOSAL FOR THE RE-ELECTION AND ELECTION OF DIRECTORS
PROPOSAL FOR THE RE-ELECTION AND ELECTION OF SUPERVISORS
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2018**

* *For identification purpose only*

LETTER FROM THE BOARD

INTRODUCTION

This circular aims to give you the Notice of EGM and provide you with relevant information on the proposal for the re-election and election of Directors and Supervisors, to enable you to make an informed decision on whether to vote for or against the ordinary resolutions relating to the re-election of Directors and Supervisors at the EGM:

- (i) To consider and approve the resolutions in respect of the members of the fourth session of the Board; and
- (ii) To consider and approve the resolutions in respect of the members of the fourth session of the Supervisory Board.

1. THE RESOLUTIONS IN RELATION TO THE PROPOSAL FOR THE RE-ELECTION OF DIRECTORS AND SUPERVISORS BY THE COMPANY

The term of office of the third session of the Board will expire upon the conclusion of the EGM. Mr. Qiao Baoping, Mr. Luan Baoxing, Mr. Yang Xiangbin, Mr. Li Enyi, Mr. Huang Qun, Mr. Zhang Songyi, Mr. Meng Yan and Mr. Han Dechang, all being members of the third session of the Board, have offered themselves for re-election at the EGM. Mr. Liu Jinhuan was nominated as a candidate for Non-executive Director of the fourth session of the Board of Company.

The Independent Non-executive Directors recommended for re-election have confirmed that they have fulfilled the independent factors as stipulated in Rule 3.13 of the Listing Rules. Pursuant to code provision A.4.3 of the Corporate Governance Code and Corporate Governance Report set out in Appendix 14 of the Listing Rules, Mr. Zhang Songyi and Mr. Meng Yan have served as Independent Non-executive Directors for more than 9 years and their re-election will be subject to separate resolutions to be approved by the Shareholders. As Independent Non-executive Directors with in-depth understanding of the Company's operations and business, Mr. Zhang Songyi and Mr. Meng Yan have expressed objective views to the Company and made independent judgements over the years. Besides, they worked in different committees of the Board and had never participated in any execution or management matters. The Board considers that Mr. Zhang Songyi and Mr. Meng Yan have satisfied the criteria for independence set out in Rule 3.13 of the Listing Rules. The Board also considers that their re-election is in the best interest of the Company and Shareholders as a whole.

The term of office of the third session of the Supervisory Board will expire upon the conclusion of the EGM. Mr. Yu Yongping, a member of the third session of the Supervisory Board, has offered himself for re-election at the EGM. Mr. Chen Bin was nominated as a candidate for Supervisor of the fourth session of the Supervisory Board of Company.

The details of the candidates for relevant Directors and Supervisors as at the Latest Practicable Date are set out in the Appendix I and Appendix II to this circular, respectively.

LETTER FROM THE BOARD

2. EGM

The Company will convene the EGM at 10:00 a.m. on Friday, 6 July 2018 at the Conference Room, 22/F, Tower C, International Investment Plaza, 6–9 Fuchengmen North Street, Xicheng District, Beijing, the PRC. Notice of EGM is set out in this circular.

In order to determine the holders of Shares who are eligible to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 6 June 2018 to Friday, 6 July 2018, both days inclusive. To be eligible to attend and vote at the EGM, unregistered holders of H Shares shall lodge relevant share transfer documents with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 5 June 2018.

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For holders of H Shares, the form of proxy should be returned to Computershare Hong Kong Investor Services Limited and for holders of Domestic Shares, the form of proxy should be returned to the Company's head office in the PRC in person or by post in any event not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 10:00 a.m. on Thursday, 5 July 2018 (Hong Kong time)) or any adjourned meeting (as the case may be).

Shareholders who intend to attend the EGM in person or by proxy shall complete and return the accompanying EGM reply slip to the Company's head office in the PRC by hand, by post or by fax (fax number: (86) 10–6388 7780) (for holders of Domestic Shares), or return the EGM reply slip to the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by hand or by post (for holders of H Shares) on or before Friday, 15 June 2018.

LETTER FROM THE BOARD

Voting by poll at EGM

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of Shareholders of a listed issuer at the issuer's general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The chairman of the EGM will therefore demand a poll for every resolution put to the vote at the EGM pursuant to Article 80 of the Articles.

On a poll, every Shareholder present in person or by proxy (or being a corporation by its duly authorized representative) shall have one vote for each Share registered in his/her/its name in the register of members. A Shareholder entitled to more than one vote needs not use all his/her/its votes or cast all the votes he/she/it used in the same manner.

3. RECOMMENDATION

The Board considers that all resolutions set out in the Notice of EGM for Shareholders' consideration and approval are in the best interests of the Company and its Shareholders. As such, the Board recommends the Shareholders to vote in favour of the said resolutions set out in the Notice of EGM which are to be proposed at the EGM.

By order of the Board
China Longyuan Power Group Corporation Limited*
Qiao Baoping
Chairman of the Board

NON-EXECUTIVE DIRECTORS

Mr. Qiao Baoping, aged 62, is a Non-executive Director and the chairman of the Company. He graduated from Nankai University with a bachelor's degree in Economics and is a senior economist. Mr. Qiao Baoping served as the chairman of the Supervisory Board from August 2011 to July 2013, as a Non-executive Director and the chairman of the second session of the Board from July 2013 to July 2015, and as a Non-executive Director and the chairman of the third session of the Board since July 2015. Mr. Qiao Baoping had served as the deputy secretary general of All-China Students' Federation. He had worked at an institution directly under the Central Commission of China Communist Youth League as executive deputy secretary of the Party Committee and secretary of the Commission for Disciplinary Inspection at the Central Commission of China Communist Youth League, he had served successively as the deputy head of the United Work Front Department, member of the Standing Committee and head of the Juvenile Rights and Interests Department, member of the Standing Committee and head of the Organisation Department. Further, he had served as head of Mass Work Department of the Working Committee of Central Government-owned Enterprises, secretary of the Central Government-owned Enterprises Working Committee of China Communist Youth League, head of the Mass Work Department (Mass Work Department of the Party Committee) and head of the United Work Front Department at the SASAC, as well as member of the Party Group and chief of the Discipline Inspection Group at China Power Investment Corporation. Mr. Qiao acted as the chairman and secretary of the Party Group of China Guodian Corporation, the chairman of GD Power Development Co., Ltd. ("**GDPD**") (國電電力發展股份有限公司) (SSE: 600795). Mr. Qiao currently acts as the chairman and secretary of the Party Group of China Energy Investment Corporation Limited.

The Company proposes to reappoint Mr. Qiao as a Non-executive Director with a term of three years. Remuneration of Mr. Qiao will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the annual general meeting for the year 2017 ("**AGM**") to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Qiao did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Qiao has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Qiao has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Qiao as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Mr. Liu Jinhuan, aged 56, graduated from Wuhan Technical Institute with a degree of Master of Engineering in geotechnical engineering of the civil engineering and construction school and is a professorate senior engineer. He served as the deputy general manager, general manager and the chairman of the board of directors of Gezhouba Group No. 1 Engineering Co., Ltd. (葛洲壩集團第一工程有限公司), the deputy executive superintendent of the Gezhouba Group Three Gorges Headquarter (葛洲壩集團三峽指揮部), the deputy general manager of Gezhouba Stock Company Limited (葛洲壩股份有限公司) and the general manager of Hubei Xiangjing Expressway Company Limited (湖北襄荊高速公路有限公司) concurrently, as well as the superintendent (general manager) of the Three Gorges Headquarter (construction contracting company) of China Gezhouba Water Conservancy and Hydropower Engineering Group Co., Ltd. (中國葛洲壩水利水電工程集團公司), the deputy general manager of China Gezhouba Water Conservancy and Hydropower Engineering Group Co., Ltd. (中國葛洲壩水利水電工程集團公司) and the general manager and chairman of the board of directors of Guodian Dadu River Hydropower Development Co., Ltd. (國電大渡河流域水電開發有限公司). He is currently an assistant to president and head of Plan & Development Department of former China Guodian Corporation.

The Company proposes to appoint Mr. Liu as a Non-executive Director for a term of three years. Remuneration of Mr. Liu will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM. Save as disclosed above, Mr. Liu did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Liu has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company.

As of the date of this circular, Mr. Liu has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Liu as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Mr. Luan Baoxing, aged 51, is a Non-executive Director of the Company. He holds an MBA degree from Harbin Institute of Technology and is a senior accountant and a certified public accountant. Mr. Luan Baoxing acted as a Non-executive Director of the first session of the Board from July 2009 to July 2012, a Non-executive Director of the second session of the Board from July 2012 to May 2014 and a Non-executive Director of the third session of the Board since August 2016. Mr. Luan Baoxing served as deputy head of Property and Fund Division, head of Accounting Cost Division of Finance Department of Heilongjiang Power Company (黑龍江省電力公司), deputy head and head of Accounting Cost Division of Finance Department and deputy head of Finance Department of China Northeast Power Group Company (東北電力集團公司), deputy chief accountant and head of Finance Department of Chongqing Power Company (重慶電力公司), deputy head of Finance and Ownership Department and deputy head and head of Capital Operation and Ownership Management Department of Guodian Group, general manager of China Guodian Capital Holdings Ltd., and chairman and general manager of Guodian Finance. Mr. Luan is currently the head of the former Financial Management Department of Guodian Group as well as a supervisor of Guodian Technology & Environment Group Corporation Limited (HKSE: 1296).

The Company proposes to reappoint Mr. Luan as a Non-executive Director with a term of three years. Remuneration of Mr. Luan will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Luan did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Luan has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Luan has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Luan as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Mr. Yang Xiangbin, aged 52, a Non-executive Director of the Company, holds an MBA degree from the Open University of Hong Kong and is a senior accountant and a certified public accountant. Mr. Yang Xiangbin acted as a Non-executive Director of the third session of the Board since August 2016. Mr. Yang Xiangbin served as head of the Budget Office of the Finance Department of Heilongjiang Power Company Limited; deputy head and head of the Budget Office of the Finance and Ownership Department, deputy head of the Finance and Ownership Department and deputy head of the Financial Management Department of Guodian Group; director and deputy general manager of Inner Mongolia Pingzhuang Coal (Group) Co., Ltd. (內蒙古平莊煤業(集團)有限責任公司), and vice chairman of Inner Mongolia Pingzhuang Energy CO., LTD (內蒙古平莊能源股份有限公司) (SZSE: 000780). Mr. Yang currently serves as the head of the Capital and Asset Management Department of former Guodian Group as well as a supervisor of Guodian Technology & Environment Group Corporation Limited (HKSE: 1296).

The Company proposes to reappoint Mr. Yang as a Non-executive Director with a term of three years. Remuneration of Mr. Yang will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Yang did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Yang has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Yang has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Yang as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

EXECUTIVE DIRECTORS

Mr. Li Enyi, aged 54, is an Executive Director and president of the Company and concurrently serves as the general manager assistant of former Guodian Group. He obtained a master's degree in North China Electric Power University. He is a senior engineer. Mr. Li Enyi joined the Group in 2013 and acted as an Executive Director of the second session of the Board and a president from July 2013 to July 2015 and an Executive Director of the third session of the Board and a president of the Company since July 2015. Mr. Li Enyi has served successively as the deputy head of Weifang Power Plant, Shandong (山東濰坊發電廠), the head of Heze Power Plant, Shandong (山東荷澤發電廠), the president of Luneng Development and Property Co., Ltd., Shandong (山東魯能拓展置業有限公司), the president of Luneng Minerals Development Company Limited, Shandong (山東魯能物礦開發有限公司), the vice president and president of Northern China branch of Guodian Group (中國國電集團公司華北分公司) as well as the executive director and president of Guodian North China Power Co., Ltd. (國電華北電力有限公司).

The Company proposes to reappoint Mr. Li as an Executive Director with a term of three years. Remuneration of Mr. Li will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Li did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Li has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Li has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Li as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Mr. Huang Qun, aged 56, is an Executive Director and vice president of the Company. He graduated from Tongji University with a bachelor's degree in Engineering. He is a senior engineer. Mr. Huang Qun joined the Group in 1993 and acted as an Executive Director of the first session of the Board and a vice president of the Company from May 2012 to July 2012, an Executive Director of the second session of the Board and a vice president of the Company from July 2012 to July 2015 and an Executive Director of the third session of the Board and a vice president of the Company since July 2015. Mr. Huang Qun worked as an engineer at Power Department of the Ministry of Energy Resources and Policy Research Office of the Ministry of Water Resources and Electric Power. He had successively served at China Longyuan Electric Power Group Corporation (龍源電力集團公司) (the predecessor of the Company) as deputy head and head of Manager Department, head of the First Division of the Operation Department, chief economist and head of Operation Department, as well as assistant to president, and vice president.

The Company proposes to reappoint Mr. Huang as an Executive Director with a term of three years. Remuneration of Mr. Huang will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Huang did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Huang has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Huang has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Huang as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Zhang Songyi, aged 62, is an Independent Non-executive Director of the Company. He holds a Juris Doctor degree from Yale University. Mr. Zhang Songyi acted as an Independent Non-executive Director of the first session of the Board from July 2009 to July 2012, an Independent Non-executive Director of the second session of the Board from July 2012 to July 2015 and an Independent Non-executive Director of the third session of the Board since July 2015. Mr. Zhang Songyi practiced law at Milbank, Tweed, Hadley & McCloy LLP from 1985 to 1993. He was the vice president, executive director, managing director, and head of joint department of Morgan Stanley Asia Limited. Mr. Zhang is currently an independent non-executive director of China Renewable Energy Investment Limited (中國再生能源投資有限公司) (HKSE: 0987), a director of Sina Corporation (NASDAQ: SINA), a director of Athenex, Inc. (NASDAQ: ATNX), a non-executive director of Ever Smart International Holdings Limited (永駿國際控股有限公司) (HKSE: 8187) and the chairman of Mandra Capital.

The Company proposes to reappoint Mr. Zhang as an Independent Non-executive Director with a term of three years. Remuneration of Mr. Zhang will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Zhang did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Zhang has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Zhang has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Zhang as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Mr. Meng Yan, aged 62, is an Independent Non-executive Director of the Company. He holds a doctorate degree in Economics (Accounting) from the Research Institute for Fiscal Science of the Ministry of Finance and the qualification of PRC Certified Public Accountant. Mr. Meng Yan acted as an Independent Non-executive Director of the first session of the Board from July 2009 to July 2012 as well as an Independent Non-executive Director of the second session of the Board from July 2012 to July 2015, respectively, and has been an Independent Non-executive Director of the third session of the Board since July 2015. Mr. Meng received the special government allowance from the State Council in 1997. Mr. Meng used to act as the dean of the School of Accountancy of Central University of Finance and Economics, an expert consultant for accounting standards, an expert consultant for management accounting and an expert for enterprise performance evaluation at the Ministry of Finance, and an independent director of each of Wanhua Chemical Group Co., Ltd. (萬華化學集團股份有限公司) (SSE: 600309) and COFCO Property (Group) Co., Ltd. (中糧地產(集團)股份有限公司) (SZSE: 000031). Currently, Mr. Meng Yan serves as a professor and a tutor of doctorate candidates in the School of Accountancy of Central University of Finance and Economics, an independent non-executive director of Jolimark Holdings Limited (映美控股有限公司) (HKSE: 2028), an independent director of Beijing Bashi Media Co., Ltd. (北京巴士傳媒股份有限公司) (SSE: 600386) and independent director of Beijing Capital Co., Ltd. (北京首創股份有限公司) (SZSE: 600008).

The Company proposes to reappoint Mr. Meng as an Independent Non-executive Director with a term of three years. Remuneration of Mr. Meng will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Meng did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Meng has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Meng has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Meng as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Mr. Han Dechang, aged 63, is an Independent Non-executive Director of the Company. He is a tutor of doctoral candidates and has a doctorate degree in Economics. Mr. Han Dechang acted as an Independent Non-executive Director of the second session of the Board from May 2014 to July 2015 and an Independent Non-executive Director of the third session of the Board since July 2015. Mr. Han Dechang was admitted to the Faculty of Economics of Nankai University majoring in politics and economics in 1979 and became a teacher of the Faculty after his graduation with a bachelor's degree in 1983. During that time, he obtained his master and doctorate degrees in economics. Mr. Han Dechang served as a lecturer in 1988 and then was promoted as an associated professor in 1992. In 1997, he was promoted as a professor and re-designated from the Faculty of Economics to Business School taking the position of dean of the department of marketing in the same year due to restructuring of discipline. Then, he served as the deputy dean of the Business School and director of EMBA centre. Mr. Han Dechang currently serves as a member of the academic degree committee and titles assessment and employment committee of Nankai University. Mr. Han Dechang also works as the vice chairman of the Tianjing Marketing Association, an executive director of the China Marketing Association and the vice chairman of the Chinese Universities Pricing and Teaching Association.

The Company proposes to reappoint Mr. Han as an Independent Non-executive Director with a term of three years. Remuneration of Mr. Han will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Han did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Han has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Han has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Han as a Director that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

SUPERVISORS

Mr. Chen Bin, aged 58, graduated from North China Electric Power University majoring in business management and is a senior accountant. Mr. Chen served as the chairman of the Supervisory Board from July 2009 to August 2011, and a Non-executive Director from August 2011 to May 2014. Mr. Chen has served successively as chief accountant of Dalian Power Plant (大連發電總廠), Liaoning, deputy head of Financial Division of Financial Department of Northeast Power Industry Management Bureau of Ministry of Electric Power (電力部東北電業管理局), chief accountant and deputy head of Finance Department of Northeast Electric Power Group Company (東北電力集團公司), head of Financial Budget Division as well as head of Assets Division of Finance and Property Right Management Department of State Power Corporation (國家電力公司), chief accountant of China Hydropower Construction Company (中國水利水電工程總公司), chief accountant, vice president and member of the Party Group of GD Power Development Co., Ltd. (國電電力發展股份有限公司) (SSE:600795), deputy chief accountant and head of Finance and Property Department of China Guodian Corporation (中國國電集團公司), assistant to president and head of Financial Management Department of China Guodian Corporation, a member of the Party Group and the chief accountant of China Guodian Corporation, and the chief accountant and a member of the Party Group of China Energy Investment Corporation Limited (國家能源投資集團有限責任公司).

The Company proposes to appoint Mr. Chen as a Supervisor with a term of three years. Remuneration of Mr. Chen will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Chen did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Chen has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Chen has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Chen as a Supervisor that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

APPENDIX II DETAILS OF SUPERVISORS PROPOSED FOR RE-ELECTION AND ELECTION

Mr. Yu Yongping, aged 57, is a Supervisor of the Company. He graduated from Liaoning Institute of Finance and Economics with a bachelor's degree in Economics and has completed post-graduate studies on Civil Economics. He is a senior accountant. Mr. Yu acted as a Supervisor of the first session of the Supervisory Board from July 2009 to July 2012, a Supervisor of the second session of the Supervisory Board from July 2012 to August 2015 as well as a supervisor of the third session of the Supervisory Board since July 2015. Mr. Yu had served as accountant of Finance Division of Machinery Manufacturing Construction Bureau of the Ministry of Water Resources and Electric Power. He had also served in the Emigration and Development Bureau of the State Council Three Gorges Project Construction Committee as deputy head and head of Finance Division of Financial Planning Department, deputy head of Planning Department, deputy head of Resettlement Department, and assistant ombudsman of General Office. He held positions as the head of Market Development Division of Marketing Department of Guodian Group, vice president of Guodian Finance, vice president and chief accountant of Guodian Northeast Electric Power Co., Ltd. (國電東北電力股份有限公司), deputy head of Finance and Property Department and head of Audit Department of Guodian Group. Mr. Yu is currently the chief auditor of former Guodian Group.

The Company proposes to reappoint Mr. Yu as a Supervisor with a term of three years. Remuneration of Mr. Yu will be determined with reference to remuneration plan for Directors and Supervisors of the Company for the year 2018 approved at the AGM to be held on Friday, 25 May 2018.

Save as disclosed above, Mr. Yu did not hold any directorship of any listed companies or any other position of the Company and its subsidiaries in the past three years. Save as disclosed above, Mr. Yu has no relationship with any Directors, Supervisors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholder (as defined in the Listing Rules) of the Company. As of the date of this circular, Mr. Yu has no interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as far as the Board is aware, there is no any other matters in relation to the appointment of Mr. Yu as a Supervisor that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

NOTICE OF EGM



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)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2018

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting in 2018 (the “**EGM**”) of China Longyuan Power Group Corporation Limited* (the “**Company**”) will be held at the Conference Room, 22/F, Tower C, International Investment Plaza, 6–9 Fuchengmen North Street, Xicheng District, Beijing, the People’s Republic of China (the “**PRC**”), at 10:00 a.m. on Friday, 6 July 2018 for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and approve the resolutions in respect of the members of the fourth session of the Board:
 - 1.1 To consider and approve the re-appointment of Mr. Qiao Baoping as a Non-executive Director of the Company for a term of three years with immediate effect;
 - 1.2 To consider and approve the appointment of Mr. Liu Jinhuan as a Non-executive Director of the Company for a term of three years with immediate effect;
 - 1.3 To consider and approve the re-appointment of Mr. Luan Baoxing as a Non-executive Director of the Company for a term of three years with immediate effect;
 - 1.4 To consider and approve the re-appointment of Mr. Yang Xiangbin as a Non-executive Director of the Company for a term of three years with immediate effect;
 - 1.5 To consider and approve the re-appointment of Mr. Li Enyi as an Executive Director of the Company for a term of three years with immediate effect;
 - 1.6 To consider and approve the re-appointment of Mr. Huang Qun as an Executive Director of the Company for a term of three years with immediate effect;
 - 1.7 To consider and approve the re-appointment of Mr. Zhang Songyi as an Independent Non-executive Director of the Company for a term of three years with immediate effect;
 - 1.8 To consider and approve the re-appointment of Mr. Meng Yan as an Independent Non-executive Director of the Company for a term of three years with immediate effect; and
 - 1.9 To consider and approve the re-appointment of Mr. Han Dechang as an Independent Non-executive Director of the Company for a term of three years with immediate effect.

* *For identification purpose only*

NOTICE OF EGM

2. To consider and approve the resolutions in respect of the members of the fourth session of the Supervisory Board:

2.1 To consider and approve the appointment of Mr. Chen Bin as a Supervisor of the Company for a term of three years with immediate effect; and

2.2 To consider and approve the re-appointment of Mr. Yu Yongping as a Supervisor of the Company for a term of three years with immediate effect.

By order of the Board

China Longyuan Power Group Corporation Limited*

Qiao Baoping

Chairman of the Board

Beijing, the PRC, 21 May 2018

As at the date of this announcement, the non-executive directors of the Company are Mr. Qiao Baoping, Mr. Wang Baole, Mr. Luan Baoxing and Mr. Yang Xiangbin; the executive directors are Mr. Li Enyi and Mr. Huang Qun; and the independent non-executive directors are Mr. Zhang Songyi, Mr. Meng Yan and Mr. Han Dechang.

* *For identification purposes only*

NOTICE OF EGM

Notes:

1. In order to determine the holders of shares who are eligible to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 6 June 2018 to Friday, 6 July 2018, both days inclusive. To be eligible to attend and vote at the EGM, unregistered holders of H shares of the Company shall lodge share transfer documents with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 5 June 2018.
2. A Shareholder entitled to attend and vote at the EGM may appoint one or more proxies (whether he/she is a Shareholder) to attend and vote at the EGM on his, her or its behalf.
3. The instrument to appoint a proxy shall be signed by the appointer or his/her attorney duly authorized in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its director or attorney duly authorized.
4. To be valid, the form of proxy must be lodged with 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 (for holders of H shares of the Company) or the Company's head office in the PRC (for holders of domestic shares of the Company) not less than 24 hours prior to the holding of the EGM (i.e. not later than 10:00 a.m. on Thursday, 5 July 2018 (Hong Kong time)). If such instrument is signed by another person under a power of attorney or other authorization documents given by the appointer, such power of attorney or other authorization documents shall be notarized. The notarized power of attorney or other authorization documents shall, together with the form of proxy, be deposited at the specified place at the time set out in such form of proxy.
5. If the appointer is a legal person, its legal representative or any person authorised by resolutions of its board or other governing bodies may attend the EGM on behalf of the appointer.
6. The Company has the rights to request a Shareholder or a proxy who attends the EGM on behalf of a Shareholder to provide proof of identity.
7. Shareholders who intend to attend the EGM in person or by proxy shall return the EGM reply slip to the Company's head office in the PRC (for holders of domestic shares of the Company) by hand, by post or by fax (fax number: (86) 10–6388 7780), or return the EGM reply slip to the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by hand or by post (for holders of H shares of the Company) on or before Friday, 15 June 2018.
8. The EGM is expected to take less than half a day. Shareholders who attend the EGM shall be responsible for their own travel and accommodation expenses.
9. The contact of the Company is as follows:

Address	:	Tower C, International Investment Plaza 6–9 Fuchengmen North Street Xicheng District Beijing, the PRC
Contact person	:	Mr. Jia Nansong
Telephone number	:	(86)10–6388 8008