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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)

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(A joint stock limited company incorporated in the People's Republic of China with limited liability)
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The board of directors of the Company (hereinafter referred to as "the Board") is pleased to announce that the 2017 annual general meeting (hereinafter referred to as "the AGM") will be held in Beijing on Friday, 25 May 2018, and the resolutions to be proposed are as follows:

The final cash dividend of RMB0.0918 per share (after tax) for the year 2017 will be paid on Tuesday, 31 July 2018 to the shareholders whose names are on the register of members of the Company on Wednesday, 13 June 2018.

Reference is made to the notice of AGM and the circular dated 9 April 2018 (hereinafter referred to as "the Circular"), and the clarification announcement dated 18 May 2018 (hereinafter referred to as "the Clarification Announcement") of China Longyuan Power Group Corporation Limited* (hereinafter referred to as "the Company"). Unless otherwise defined herein, the terms used in this announcement shall have the same meaning as defined in the Circular and the Clarification Announcement.

The Board is pleased to announce that the AGM will be held at the Conference Room, 22/F, Tower C, International Business Plaza, 69 Fenchengmen North Street, Xicheng District, Beijing, the PRC at 10:00 a.m. on Friday, 25 May 2018.

At the date of the AGM, the issued share capital of the Company and the total number of shares entitling the holder to a dividend and to vote on the resolution proposed at the AGM was 8,036,389,000 shares comprising 4,696,360,000 domestic shares and 3,340,029,000 H shares. The entire issued share capital of the Company entitling the holder to a dividend and to vote on the resolution proposed at the AGM was 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"). The entire issued share capital of the Company is entitled under the Listing Rules to a dividend. In addition, no shareholder has applied for the inclusion in the Circular of the resolution proposed at the AGM to a dividend.

Shareholders who are entitled to a dividend of 6,672,020,695 shares comprising 3,330,885 shares in the Company, representing approximately 83.02% of the issued share capital of the Company, attended the AGM, attended the AGM.

The AGM was legally and validly conducted in compliance with the provisions of the Company Law of the PRC and the articles of association of the Company (the "Articles"). The AGM was chaired by Mr. Li Enyi, the executive director and chairman of the Company.

RESOLUTIONS PASSED AT THE AGM

At the AGM, the following resolutions were considered and adopted by a majority of the shareholders of the Company as follows:

Resolution		Percentage of votes cast		
		For	Against	Abstain
1.	To approve the Report of the Board of Directors of the Company for the year 2017;	6,662,291,695 (100%)	0 (0%)	10,475,000
2.	To approve the Report of the Supervisory Board of the Company for the year 2017;	6,662,038,695 (100%)	0 (0%)	10,475,000
3.	To accept the independent auditor's report and the Company's audited financial statements for the year 2017;	6,662,291,695 (100%)	0 (0%)	10,475,000
4.	To approve the final financial accounts of the Company for the year 2017;	6,667,034,810 (99.950064%)	3,330,885 (0.049936%)	10,475,000
5.	To approve the distribution plan of the Company for the year 2017;	6,672,020,695 (100%)	0 (0%)	8,820,000

Description of the transaction		Amount in RMB Yuan		
		Amount	Percentage	Percentage
6.	To approve the financial budget plan of the Company for the year 2018;	6,648,365,327 (99.942855%)	3,801,368 (0.057145%)	14,532,000
7.	To approve the appointment of Mr. Li Jinhui as a Non-executive Director of the Company to fill the vacancy left by resignation of Mr. Wang Baole;	6,600,729,337 (99.051353%)	63,217,358 (0.948647%)	8,820,000
8.	To approve the appointment of Mr. Chen Bin as Secretary and chairman of the Shareholders' Board of the Company to fill the vacancy left by resignation of Mr. Xie Changjin;	6,527,586,425 (97.953761%)	136,360,270 (2.046239%)	8,820,000
9.	To approve the Director and Secretary's remuneration plan of the Company for the year 2018; and	6,660,362,810 (99.950014%)	3,330,885 (0.049986%)	8,820,000
10.	To approve the re-appointment of Mr. & Mr. Ye of the Company's independent director for the year 2018 and grant of authority to the audit committee of the Board of directors to re-appoint.	6,671,812,695 (99.996883%)	208,000 (0.003117%)	8,820,000

General description		Financial data, including audited financial data		
		Amount	Unit	Value
11.	To achieve the goal of a general mandate of the Board of Directors for the registration and issuance of debt financing in the PRC; In order to enhance the capital operation efficiency, thoroughly utilize the financing function of the bond market, adjust the debt structure and minimize financing costs, a special resolution will be proposed at the AGM of the Company, and one of the measures of debt financing in the PRC in one of the measures. With a view to realizing the favorable contribution, the Company, in accordance with the general mandate of the Board of Directors, will carry out the said debt financing in the PRC. The said measures are as follows: 1. To register and issue debt financing in the PRC in one of the measures by the Company in the PRC with an aggregate amount of not exceeding RMB30 billion (inclusive), under the condition of compliance with the relevant laws and regulations. The measures of debt financing in the PRC include but are not limited to direct debt financing in the PRC, such as corporate bonds (including non-public issuance), corporate loans, etc. In addition, the measures are not limited to the above.	6,614,159,331 (99.132776%)	57,861,364 (0.867224%)	8,820,000

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		අංක	විස්තරය	විෂයය
	2. To authorize the Board to exercise and deal with matters in relation to the above issuance of debt financing instruments of the Company, including but not limited to the formation and adjustment of specific conditions on issuance, determination of the engagement of intermediaries and the content of relevant agreements on debt financing instruments. 3. The validity period of the above granting shall be within a period of 24 months from the date of consideration and approval of the resolution at the general meeting. Where the Board has, upon the request of the authorization, decided the issuance of debt financing instruments and provided that the Company has obtained necessary authorization (the approval), the chairman of the board and licensee and completed the filing of registration with the regulatory authority on the issuance, the Company shall be able, during the validity period of the chairman, licensee, filing of registration, to complete the issuance of a total issuance of debt financing instruments. The Board will continue to deal with the issuance, in accordance with the authorization documents, in fulfillment of each debt financing instrument. 4. To approve the delegation of authority by the Board to the management of the Company to deal with the above matters within the scope of authorization above.			

Project Description		Financial Data (in RMB million)		
		Investment	Revenue	Profit
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 the entire matter in relation to the unified registration of debt financing instruments of non-financial enterprises in the PRC not exceeding RMB40 billion (inclusive) from the National Association of Financial Markets Institutional Investors, the Company, including but not limited to decision and adjustment on registration time, amount, type and scope of capital. The types of debt financing instruments include but not limited to direct debt financing instruments such as short-term financing bonds, short-term financing bonds and mid-term notes, etc. or all medium-term notes.	6,611,043,431 (99.086075%)	60,977,264 (0.913925%)	8,820,000

Particulars		Amount in Hong Kong Dollars		
		2017	2016	2015
13.	To authorize the granting of a general mandate to the Board of Directors, wholly and dealing 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, exclusively in the, and authorize the Board to make amendments to the Articles and in this regard to affect the new share capital of the Company on the allotment of shares of additional shares in any of the above mandates: (A) (a) subject to a paragraph (c) and in accordance with the relevant provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, 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, concessions and rights of exchange or conversion which might entitle the exercise of such powers by the Company, generally and unconditionally, authorized; (b) the aforesaid in paragraph (a) above shall authorize the Board during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, concessions and rights of exchange or conversion which might entitle the exercise of such powers by the Company during the Relevant Period;	5,081,894,923 (76.261918%)	1,581,843,772 (23.738082%)	9,028,000

附錄一 建議修訂		建議修訂的《證券及期貨條例》 建議修訂的《證券及期貨條例》		
		建議修訂	建議修訂	建議修訂
	(c) each of the total number of domestic shares and H shares allotted, issued or dealt in or agreed conditionally or unconditionally to be allotted, issued or dealt in (whether by subscription or otherwise) by the Board, shall not exceed 20% of each of the total number of domestic shares and H shares of the Company, in issue as at the date of passing of his resolution; (d) the Board will only exercise the above powers in accordance with the Company Law of the PRC and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or the relevant PRC government authorities are obtained; and (e) for the purpose of his resolution: "Relevant Period" means the period from the passing of his resolution until the expiration of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association to be held; or (iii) the date of expiration of a term of the authority given to his resolution by a special resolution of the Company at a general meeting. (B) the Board be authorised to make amendments to the Articles as necessary so as to reflect the new share capital structure of the Company, on the allotment or issuance of shares, by or on his resolution.			

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And he also established a policy that was followed by more than 100 major, these
established a special policy.

Sales of the above described portion numbered 1 to 13, the Company has not received any proposal for a bid by any shareholder holding 3% or more of the share capital or any other person of the Company.

In compliance with the requirements of the Listing Rules, the Company has engaged a Hong Kong Independent Non-Executive Director to review the Company's financial statements for the year ended 31 March 2024. The Independent Non-Executive Director has reviewed the financial statements and has confirmed that they are in accordance with the applicable accounting standards and the Listing Rules.

Approved by the shareholder 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 2017 of the shareholder of the Company:

The Company will distribute a final cash dividend of RMB0.0918 per share (including tax) in an aggregate amount of approximately RMB737,611,000.00 for the year 2017 on Tuesday, 31 July 2018 to shareholders whose names are entered on the register of members of the Company on Wednesday, 13 June 2018. 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 Subscription and Trading in Renminbi. The actual amount of H shares 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 consecutive days prior to the date of AGM (i.e. RMB0.812832 to HK\$1), being a cash dividend of HK\$0.1129 per share (including tax).

M. Wang Baole has resigned as a non-executive director of the Company and a member of each of the Strategic Committee and the Remuneration and Appointment Committee of the Board effective from 25 May 2018. M. Wang Baole has confirmed that he has no disqualifications in the Board and he is not making any declaration of interest in the appointment of the shareholder of the Company.

The Board would like to take this opportunity to express its gratitude to M. Wang Baole for his contribution to the Company and its director.

M. Li Jinhuan (李進環) has joined as a non-executive director of the Company, effective from 25 May 2018 and until the expiration of the term of the current session of the Board. Meanwhile, M. Li has also joined as a member of each of the Strategic Committee and the Remuneration and Appointment Committee of the Board for a term commencing from the date of his appointment as a non-executive director.

M. Li Jinhuan, aged 55, 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 professional senior engineer. He held the deputy general manager, general manager and the chairman of the board of director of Gezhouba Group No. 1 Engineering Co., Ltd. (葛洲壩集團第一工程有限公司), the deputy executive director of the Gezhouba Group Three Gorges Headquarters (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 executive director (general manager) of the Three Gorges Headquarters (construction contracting company) of China Gezhouba Water Conservancy and Hydropower Engineering Group Co., Ltd. (中國葛洲壩水電工程集團公司), the deputy general manager of China Gezhouba Water Conservancy and Hydropower Engineering Group Co., Ltd. (中國葛洲壩水電工程集團公司) and the general manager and chairman of the board of director 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 executive director and head of Plan & Development Department of China Guodian Corporation.

Save as disclosed above, M. Li did not hold any directorship of any listed companies or any other position of the Company and is not a beneficial owner in the shares of the Company.

Save as disclosed above, M. Li has no relationship with any director, executive, senior management, beneficial shareholder (as defined in the Listing Rules) or controlling shareholder (as defined in the Listing Rules).

As of the date of his announcement, Mr. Li has not entered in the share of the Company in his meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Under the appointment of the directors of the Company, Mr. Li will enter into a service contract with the Company for a term commencing from 25 May 2018 and ending on the expiration of the term of the current session of the Board. Pursuant to the Articles, Mr. Li will be subject to re-election upon the expiry of his term of office.

Mr. Li will not receive remuneration from the Company.

Save as disclosed above, as far as the Board is aware, there is no other material relation of the directors of Mr. Li with the directors of the Company that needs to be brought to the attention of the shareholders. No other information has been required to be disclosed pursuant to Rule 13.51(2)(h) of the Listing Rules.

徐長堅先生

Mr. Xie Changjin has resigned from his position as a director and the chairman of the Strategy Board of the Company with effect from 25 May 2018. Mr. Xie Changjin has confirmed that there is no disagreement between him and the Strategy Board and there is no material relation of his resignation that needs to be brought to the attention of the shareholders of the Company.

The Company would like to express its gratitude to Mr. Xie Changjin for his contribution to the Company during his term of office as a director and the chairman of the Strategy Board.

Mr. Chen Bin (陳斌) has joined as a director and the chairman of the Human Resources of the Strategy Board, with effect from 25 May 2018 and until the expiration of the term of the current session of the Strategy Board.

Mr. Chen, 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 of the Company 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 North China Electric 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 North China Electric Power Group Company (東北電力集團公司), head of Financial Bridge Division and also head of Accounting Division of Finance and Property Right Management Department of State Power Corporation (國家電力公司), chief accountant of China Hydro Power Construction Company (中國水利水电工程總公司), 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 Gridian Corporation (中國國電集團公司), assistant president and head of Financial Management Department of China Gridian Corporation, a member of the Party Group and the chief accountant of China Gridian Corporation, and the chief accountant and a member of the Party Group of China Energy Investment Group Limited (國家能源投資集團有限公司).

Save as disclosed above, Mr. Chen confirmed that he did not hold any directorship of any listed companies or any position of any member of the Company, and is not a director in the above-mentioned.

Save as disclosed above, Mr. Chen has no relationship with any director, senior management, substantial shareholder (as defined in the Listing Rules) or controlling shareholder (as defined in the Listing Rules) of the Company.

As of the date of his announcement, Mr. Chen has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Upon the appointment as the director of the Company, Mr. Chen will enter into a service contract with the Company for a term commencing from 25 May 2018 and ending on the expiration of the term of the current session of the Supervisory Board. Pursuant to the Articles, Mr. Chen will be subject to re-election at the expiry of his term of office.

M. Chen will not receive remuneration from the Company.

Save as disclosed above, as far as the Board is aware, there is no any of the matters in relation to the appointment of M. Chen as the independent non-executive director of the Company has need to be brought to the attention of the shareholders no any information has been required to be disclosed, and no Rule 13.51(2)(h) of the Listing Rules.

By order of the Board

蔡國光
Chairman of the Board

Chai man of the Board

Beijing, the PRC, 25 May, 2018

As the date of his announcement, the non-executive directors of the Company are M. Qiao Baoqing, M. Li Jinhuan, M. Liang Baoqing and M. Yang Xiangbin; the executive directors are M. Li Enyi and M. Huang Qun; and the independent non-executive directors are M. Zhang Songyi, M. Meng Yan and M. Han Dechang.

* For identification, only