



華潤電力控股有限公司

China Resources Power Holdings Company Limited

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code : 836)

Proxy form for use at the Annual General Meeting of CHINA RESOURCES POWER HOLDINGS COMPANY LIMITED (the "Company") to be held at 10:00 a.m. on Monday, the 6th day of June, 2016 and at any adjournment thereof.

I/We (note 1) _____

of _____

being the registered holder(s) of _____ shares (note 2)

of the Company, hereby appoint the Chairman of the meeting or (note 3) _____

_____ of _____

or failing him _____

of _____
to act as my/our proxy at the Annual General Meeting of the Company to be held at 50th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong on Monday, the 6th day of June, 2016 at 10:00 a.m. and at any adjournment thereof and to vote on my/our behalf on the undermentioned resolutions as indicated (note 4).

Ordinary Resolutions		FOR (note 4)	AGAINST (note 4)
1.	To receive and consider the audited Financial Statements and the Report of the Directors and Independent Auditor's report for the year ended 31 December 2015.		
2.	To declare a final dividend of HK\$0.75 per share for the year ended 31 December 2015.		
3.	(1) To re-elect Mr. ZHANG Shen Wen as Director.		
	(2) To re-elect Ms. WANG Xiao Bin as Director.		
	(3) To re-elect Ms. LEUNG Oi-sie, Elsie as Director.		
	(4) To re-elect Dr. CH' IEN K.F., Raymond as Director.		
	(5) To re-elect Mr. GE Changxin as Director.		
	(6) To re-elect Mr. HU Min as Director.		
	(7) To authorise the Board of Directors to fix the remuneration of all Directors.		
4.	To re-appoint PricewaterhouseCoopers as Auditors and authorise the Directors to fix their remuneration		
5.	To give a general mandate to the Directors to buy back shares of the Company (ordinary resolution no.5 of the Notice of Annual General Meeting).		
6.	To give a general mandate to the Directors to issue new shares of the Company (ordinary resolution no.6 of the Notice of Annual General Meeting).		
7.	To extend the general mandate to be given to the Directors to issue shares (ordinary resolution no.7 of the Notice of Annual General Meeting).		

Dated this _____

Shareholder's signature (note 5): _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK LETTERS**.
2. Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast his votes on the relevant resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. This proxy form must be signed by you or your attorney duly authorised in writing or in the case of a corporation must be either under its common seal or under the hand of an officer or attorney duly authorised.
6. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
7. To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited at the Company's registered office at Rooms 2001-2002, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
8. Any member of the Company entitled to attend and vote at the meeting shall be entitled to appoint one or more proxies to attend, speak and, on a poll, vote instead of him provided that each proxy is appointed to represent the respective number of shares held by the member as specified in the relevant proxy forms. A proxy need not be a member of the Company but must attend the meeting in person to represent you.
9. Completion and deposit of the proxy form will not preclude you from attending and voting at the meeting if you so wish.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- (ii) Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this proxy form.
- (iii) Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- (iv) You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Company.