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大唐国际发电股份有限公司
DATANG INTERNATIONAL POWER GENERATION CO., LTD.

(a sino-foreign joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 00991)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 annual general meeting (the “**AGM**”) of Datang International Power Generation Co., Ltd. (the “**Company**” or “**Datang International**”) will be held at 1616 Conference Room, head office of the Company, 9 Guangningbo Street, Xicheng District, Beijing, the People's Republic of China (the “**PRC**”) at 10:00 a.m. on 26 June 2026 (Friday) to consider and, if thought fit, pass the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the Work Report of the Board of Directors for the Year 2025 (including the Work Report of independent non-executive Directors)
2. To consider and approve the Resolution on the Final Financial Report for the Year 2025
3. To consider and approve the Resolution on the Profit Distribution Proposal for the Year 2025 (*Note 1*)
4. To consider and approve the Resolution on Proposing to the General Meeting to Authorize the Board to Determine the Interim Profit Distribution Proposal for the Year 2026 (*Note 2*)
5. To consider and approve the Resolution on the Engagement of Accounting Firm for Financial Report Audit for the Year 2026 (*Note 3*)
6. To consider and approve the Resolution on the Engagement of Accounting Firm for Internal Control Audit for the Year 2026 (*Note 4*)
7. To consider and approve the Resolution on Formulating the Remuneration Management Measures for Directors and Senior Management of Datang International Power Generation Co., Ltd. (*Note 5*)
8. To consider and approve the Resolution on the Remuneration of Directors of Datang International for 2025 and Their Remuneration Plan for 2026 (*Note 6*)

ORDINARY RESOLUTION (BY WAY OF CUMULATIVE VOTING)

9. To consider and approve the Resolution on the Election of the Director of the Company (*Note 7*)
 - 9.01 Mr. Song Bo serves as an executive Director of the twelfth session of the Board of the Company

CLOSURE OF THE REGISTER OF MEMBERS OF THE COMPANY

Holders of H shares of the Company (“**H Shareholders**”) should note that, pursuant to the Articles of Association of the Company (the “**Articles of Association**”), the register of members for H share of the Company will be closed from 23 June 2026 (Tuesday) to 26 June 2026 (Friday) (both dates inclusive), during which period no transfer of any H shares will be registered. H Shareholders whose names appear on the register of members of the Company on 23 June 2026 (Tuesday) are entitled to attend and vote at the AGM. In order to be entitled to the attendance of the AGM, H Shareholders are required to deposit the transfer document together with the relevant share certificates at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on 22 June 2026 (Monday).

If the above ordinary resolution numbered 3, the Resolution on the Profit Distribution Proposal for the Year 2025, is approved by shareholders at the AGM and in order to confirm shareholders’ entitlement to the final dividend, the register of members for H share of the Company will be closed from 3 July 2026 (Friday) to 9 July 2026 (Thursday) (both dates inclusive), during which period no transfer of any H shares will be registered. Any H Shareholders whose names appear on the register of members of the Company on 9 July 2026 (Thursday) are entitled to the distribution of final dividend for the year 2025. To ensure the eligibility of receiving the proposed final dividend, H Shareholders are required to deposit the transfer certificate together with the relevant share certificates at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on 2 July 2026 (Thursday).

By order of the Board
Sun Yanwen
Joint Company Secretary

Beijing, the PRC
5 June 2026

Notes:

1. The Company's profit distribution proposal for the year 2025 is as follows:

Based on the Company's total share capital (as at present, the Company's total share capital was 18,506,710,504 shares), the Company proposes to distribute an annual cash dividend for the financial year ended 31 December 2025 of RMB0.148 per share, with a total amount of approximately RMB2,739 million (tax inclusive), which includes the 2025 interim dividend of RMB0.055 per share already distributed, totaling approximately RMB1,018 million (tax inclusive). The 2025 final dividend proposed to be distributed this time is RMB0.093 per share, totaling approximately RMB1,721 million (tax inclusive).

Non-resident Individual Shareholders

In accordance with the requirements under the Guo Shui Han [2011] No. 348 issued by the State Administration of Taxation of the People's Republic of China, the Company shall withhold and pay individual income tax on dividends on behalf of the individual H Shareholders (the "**Individual H Shareholders**"); and Individual H Shareholders are entitled to certain preferential tax treatments according to the tax treaty between the nation in which the Individual H Shareholders reside and the PRC and the provisions in respect of the tax arrangements between mainland China and Hong Kong (Macau). The Company shall withhold and pay individual income tax at the rate of 10% on behalf of the Individual H Shareholders (who are Hong Kong residents, Macau residents or residents of those countries having treaties with the PRC for an individual income tax rate on dividends of 10%). For Individual H Shareholders who are residents of those countries having treaties with the PRC for an individual income tax rate on dividends of less than 10%, the Company shall withhold and pay individual income tax on behalf of the Individual H Shareholders pursuant to the relevant requirements under the Announcement of the State Administration of Taxation in relation to Issuing the Administrative Measures on Preferential Treatment Entitled by Non-resident Taxpayers under Tax Treaties (SAT Announcement [2019] No. 35) (《國家稅務總局關於發佈〈非居民納稅人享受協定待遇管理辦法〉的公告》(國家稅務總局公告2019年第35號)) (the "**Measures**"). For Individual H Shareholders who are residents of those countries having treaties with the PRC for an individual income tax rate on dividends of more than 10% but less than 20%, the Company shall withhold and pay individual income tax at the actual tax rate under the treaties. For Individual H Shareholders who are residents of those countries which have not entered into any tax treaties with the PRC or have entered into treaties with the PRC for an individual income tax rate on dividends of 20% or under other circumstances, the Company shall withhold and pay individual income tax at the tax rate of 20%.

Non-resident Enterprise Shareholders

In accordance with the Enterprise Income Tax Law of the People's Republic of China and its implementation regulations which came into effect on 1 January 2008, the Company is obligated to withhold and pay enterprise income tax at the rate of 10% on behalf of the non-resident enterprise shareholders whose names appear on the register of members for H shares when distributing the 2025 final dividends. H shares registered other than in the name(s) of individual shareholder(s), including HKSCC Nominees Limited, other nominees or trustees, or other organizations and groups shall be deemed to be shares held by non-resident enterprise shareholder(s). On such basis, enterprise income tax shall be withheld from dividends payable to such shareholder(s).

The Company shall comply with the relevant provisions to withhold and pay enterprise income tax on behalf of the relevant shareholders with reference to the register of members as of the record date.

Profit Distribution for Investors of Northbound Trading

For investors of The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**") (including enterprises and individuals) investing in the A shares of the Company listed on the Shanghai Stock Exchange (the "**Northbound Trading**"), their dividends will be distributed in Renminbi by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such shares. The Company will withhold and pay income tax at the rate of 10% on behalf of those investors and will report to the tax authorities for such withholding. For investors of the Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises or individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the entitlement of the rate under such tax treaty. Upon approval by such competent tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded. Those enterprises or individuals shall collect and retain the relevant materials for future reference according to the requirements of the Measures.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the holders of A shares of the Company.

The Company will make an announcement on matters in relation to the distribution of dividends to holders of A shares of the Company in due course.

Profit Distribution for Investors of Southbound Trading

For investors of the Shanghai Stock Exchange and Shenzhen Stock Exchange (including enterprises and individuals) investing in the H shares of the Company listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”), the Company has entered into the Agreement on Appropriation of Cash Dividends of H Shares for Southbound Trading (《港股通H股股票現金紅利派發協議》) (the “**Agreement**”) with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominee of the H Shareholders for Southbound Trading, will receive cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H shares of Southbound Trading through its depository and clearing system. The cash dividends for the investors of H shares of Southbound Trading will be paid in Renminbi.

Pursuant to the relevant requirements of the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) and the Notice of the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission on the Tax Policies Related to the Pilot Program of the Shenzhen-Hongkong Stock Connect (Cai Shui [2016] No. 127) (《財政部、國家稅務總局、中國證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), for dividends received by individual domestic investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the H-share companies shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The H-share companies will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for H Shareholders of the Company.

The Company has appointed Bank of China (Hong Kong) Limited as the receiving agent which will receive the 2025 final dividends declared by the Company on behalf of the H Shareholders. The 2025 final dividends are expected to be paid by the receiving agent on or before 28 August 2026 and cheques for dividends are expected to be posted by the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, by ordinary post to the H Shareholders who are entitled to receive such cheques for dividends at their own risk.

The dividend payable to the H Shareholders will be paid in Hong Kong dollar. The applicable exchange rate shall be the average central parity rate of the Hong Kong dollar against the Renminbi as published by The People’s Bank of China over a period of five working days prior to the date of declaration of the dividend.

2. As considered at the eleventh meeting of the twelfth session of the Board, it was approved to propose to the general meeting to authorize the Board to determine the interim profit distribution proposal for the year 2026.

For details of this resolution, please refer to the overseas regulatory announcement of the Company dated 27 March 2026 in relation to the resolutions of the Board of the Company.

3. As considered at the eleventh meeting of the twelfth session of the Board, it was approved to re-appoint Baker Tilly China (Special General Partnership) and Baker Tilly Hong Kong Limited as the Company’s domestic and international financial report auditors for the year 2026, respectively, for a term of service of one year and with the audit fee of RMB11.169 million.

The audit fee remains unchanged compared to the audit fee of the Company for the preceding period, and is determined based on the audit workload and the principle of fairness and reasonableness, assuming that there will be no material changes in the business and operations, accounting policies or regulatory environment of the Company and its subsidiaries (the “**Group**”), and that the Group will provide the appropriate assistance and information required for the audit in a timely manner.

For details of this resolution, please refer to the overseas regulatory announcements of the Company both dated 27 March 2026 in relation to (i) the resolutions of the Board of the Company and (ii) the re-appointment of accounting firms of the Company.

4. As considered at the eleventh meeting of the twelfth session of the Board, it was approved to engage Zhongxinghua Certified Public Accountants LLP (Special General Partnership) as the internal control audit institution of the Company for the year 2026 for a term of one year, with an audit fee of RMB1.39 million.

For details of this resolution, please refer to the overseas regulatory announcement of the Company dated 27 March 2026 in relation to the resolutions of the Board of the Company.

5. To further regulate the corporate governance of the Company, strengthen the remuneration management of the Directors and senior management of the Company, and improve the incentive and constraint mechanism, in accordance with the relevant laws and regulations such as the Company Law of the People’s Republic of China

and the Governance Standards for Listed Companies, as well as the relevant provisions such as the Articles of Association of Datang International Power Generation Co., Ltd., and in light of the actual conditions, the Company has formulated the Remuneration Management Measures for Directors and Senior Management of Datang International Power Generation Co., Ltd. (“these Measures”). These Measures consist of a total of 30 articles across seven chapters, which are mainly divided into General Provisions, Remuneration Management Responsibilities, Remuneration Composition, Remuneration Payment, Remuneration and Appraisal Management, Supervision of Remuneration, and Supplementary Provisions, with a focus on specifying the remuneration structure, performance appraisal, remuneration payment, remuneration suspension and clawback, and deferred payment for the Directors and senior management.

For details of this resolution, please refer to the appendix to this notice.

6. The Company has prepared the remuneration of Directors for 2025 and their remuneration plan for 2026, the details of which are reported as follows:

Remuneration of Directors for 2025

- (1) Directors holding positions in the Company

The remuneration of Directors holding positions in the Company is generally subject to an annual salary system, and the remuneration components include three parts: basic annual salary, performance-based annual salary, and medium- to long-term incentive income.

- (2) Independent non-executive Directors’ allowances

As approved at the 2025 second extraordinary general meeting of the Company, for independent non-executive Directors, the Company pays a one-off directors’ allowance of RMB100,000 (after tax) per person per year. In 2025, the actual individual income tax withheld and paid on their behalf was approximately RMB36,800 per person, and the pre-tax expenditure was RMB136,800 per person per year.

In 2025, the Company paid allowances totaling RMB683,800 (pre-tax) for the period from July 2024 to June 2025 to 5 independent non-executive Directors.

- (3) Non-executive Directors not holding positions in the Company

Non-executive Directors not holding positions in the Company shall receive remuneration from the entities where they hold positions, and shall not receive directors’ allowances from the Company.

Remuneration Plan of Directors for 2026

The respective remuneration components of the Directors holding positions in the Company are approved and implemented in accordance with the remuneration management measures of the Company. In particular, the basic salary for 2026 shall temporarily be implemented in accordance with the standards for 2025, and paid in equal monthly installments; the performance-based salary is linked to performance contributions and task completion, and shall be strictly honored; the Company currently has no medium- to long-term incentive plan. Directors not holding positions in the Company shall receive remuneration from the entities where they hold positions, and shall not receive directors’ allowances from the Company. Independent non-executive Directors are paid independent directors’ allowances on an annual basis.

If the Directors of the Company leave their posts due to expiration of terms, re-election, resignation during the term of office, dismissal or other reasons, or are newly appointed due to expiration of terms or re-election, their remuneration and allowances shall be calculated and paid based on their actual terms of office.

7. For details of this resolution, please refer to the overseas regulatory announcement of the Company dated 29 May 2026 in relation to the resolution of the Board as well as the proposed adjustment to the Director of the Company.

Mr. Li Xiaofei ceased to serve as a Director of the Company due to work adjustment, with effect from the date on which the appointment of the newly-appointed Director is considered and approved at the AGM. Mr. Li Xiaofei has confirmed that he has no disagreement with the Board of the Company and there is no matter that needs to be brought to the attention of the shareholders of the Company, the Shanghai Stock Exchange and the Hong Kong Stock Exchange.

Below sets out the biographical details of Mr. Song Bo:

Mr. Song Bo, aged 53, holds an MBA degree and is a professorate senior engineer. He previously served as a member of the Party Committee and the Secretary of Committee for Discipline Inspection of China National Water Resources & Electric Power Materials & Equipment Group Co., Ltd.; a member of the Party Committee and the Secretary of Committee for Discipline Inspection of Datang Jingjinji Power Development Company Limited (大唐京津冀能源開發有限公司); a member of the Party Committee, the Secretary of Committee for Discipline Inspection and the Chairman of Labour Union of Datang International; the Secretary of the Party

Committee and a Deputy General Manager of the Chongqing Branch of China Datang Corporation Ltd.; the Secretary of the Party Committee and a Deputy General Manager of Datang Yunnan Power Generation Co., Ltd.; the Secretary of the Party Committee, the Chairman of the Board and the General Manager of Datang Gansu Power Generation Co., Ltd.; and the Secretary of the Party Committee and the Chairman of the Board of Datang Jilin Power Generation Co., Ltd. (大唐吉林發電有限公司). He currently serves as the Secretary of the Party Committee of Datang International.

If elected, Mr. Song Bo's term of office shall commence from the date of approval by the shareholders of the Company at the AGM until the date of conclusion of the term of office of the twelfth session of the Board. Mr. Song Bo will not receive any remuneration from the Company for his role as a Director.

As at the date of this notice, Mr. Song Bo does not have any 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) and has not been subject to any public disciplinary actions or sanctions by statutory and regulatory authorities.

As at the date of this notice, save as disclosed above, Mr. Song Bo (i) did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not have other major appointments and professional qualifications; and (iii) does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules")) of the Company.

Save as disclosed above, there are no other matters concerning the proposed appointment of Mr. Song Bo as an executive Director of the Company that need to be brought to the attention of the shareholders of the Company and the Hong Kong Stock Exchange, and there are no other matters that need to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules.

8. Other Matters

- (1) Each of the H Shareholders entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy needs not be a shareholder of the Company.
- (2) If H Shareholders have appointed more than one proxy to attend the AGM, the proxies can only exercise their voting rights by way of poll.
- (3) The above resolution numbered 9 shall adopt the method of cumulative voting, i.e., the number of votes carried by each share held by the shareholders shall be equal to the number of position(s) and the shareholders may concentrate their entitled votes when voting. In particular, each shareholder shall be entitled to such number of votes as shall be equal to the number of shares held by him/her multiplied by the total number of executive Director(s) upon whom he/she can vote, when electing executive Director(s), and such votes may only be voted for the candidate(s) of executive Director(s). If a candidate of executive Director obtains more than half of the votes representing the total number of shares with voting rights (on the basis of non-cumulative number of shares) from the shareholders attending the AGM, he/she will be deemed as elected.
- (4) To be valid, H Shareholders shall deliver the proxy form, and if such proxy form is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarized copy of that power of attorney or other authority, to the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, in not less than 24 hours before the time scheduled for holding the AGM.
- (5) The AGM (onsite) is expected to last for one hour. Attending shareholders and their proxies shall be responsible for their own travel and accommodation expenses.

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- (6) Unless otherwise defined, the capitalised terms used in this notice shall have the same meanings as defined in the overseas regulatory announcement of the Company dated 27 March 2026 in relation to the resolutions of the Board of the Company.

As at the date of this notice, the Directors of the Company are:

Li Xiaofei, Jiang Jianhua, Pang Xiaojin, Ma Jixian, Zhu Mei, Wang Jianfeng, Zhao Xianguo, Li Zhongmeng, Han Fang, Jin Shengxiang, Zong Wenlong, Zhao Yi*, You Yong*, Pan Kunhua*, Xie Qiuye*.*

* *Independent non-executive Directors*

APPENDIX REMUNERATION MANAGEMENT MEASURES FOR DIRECTORS AND SENIOR MANAGEMENT OF DATANG INTERNATIONAL POWER GENERATION CO., LTD.

REMUNERATION MANAGEMENT MEASURES FOR DIRECTORS AND SENIOR MANAGEMENT OF DATANG INTERNATIONAL POWER GENERATION CO., LTD.

Chapter 1 General Provisions

Article 1 To further strengthen the remuneration management of the directors and senior management of Datang International Power Generation Co., Ltd. (hereinafter referred to as the “**Company**”), improve the incentive and constraint mechanism, effectively mobilize the work enthusiasm of the directors and senior management, enhance the operating efficiency and governance level of the Company, and promote the healthy, sustainable, and stable development of the Company, these Measures are formulated in accordance with the relevant laws and regulations such as the Company Law of the People’s Republic of China and the Governance Standards for Listed Companies, as well as the relevant provisions such as the Articles of Association of Datang International Power Generation Co., Ltd. (hereinafter referred to as the “**Articles of Association**”), and in light of the actual conditions of the Company.

Article 2 These Measures apply to the directors and senior management of the Company.

- (I) Directors include independent directors and non-independent directors (including employee representative directors).
- (II) Senior management includes the general manager, deputy general manager, chief accountant, secretary to the board of directors, general legal advisor, and other senior management as stipulated in the Articles of Association.

Article 3 The remuneration management for the directors and senior management shall adhere to the following principles:

- (I) Adhere to improving the modern enterprise system. Standardize corporate governance, strengthen the responsibilities of the directors and senior management, deepen the tenure system and contractual management, implement the authority of the board of directors over the remuneration distribution of the management members in accordance with the law, fully guarantee the operational autonomy of the enterprise management, give play to the management’s role in operation and management, deepen the market-oriented operation mechanism, and promote the formation of a corporate governance structure with statutory rights and responsibilities, transparent rights and responsibilities, coordinated operation, and effective checks and balances.

- (II) Adhere to paying equal attention to incentives and constraints. Strengthen performance orientation, and improve the remuneration mechanism that is closely linked to the results of performance appraisal and evaluation, and matches the risks and responsibilities undertaken. Strengthen the alignment of the remuneration level of the directors and senior management with the Company's operational development and performance level, adapt to the level of the region and industry where it is located, and fully stimulate the vitality and momentum of innovation and efficiency creation.
- (III) Adhere to unifying current incentives with medium- to long-term incentives. Establish and improve the annual and tenure incentive system for the directors and senior management, promote the high-quality and sustainable development of the Company, and facilitate the preservation and appreciation of the value of state-owned capital.
- (IV) Adhere to distribution according to work and equal responsibilities, rights, and interests. Establish a system of responsibilities, rights, and obligations centered on contracts, accurately determine appraisal indicators on a "one form per person" basis, deepen the rigid appraisal and rigid fulfillment for the directors and senior management, combine remuneration distribution with job responsibilities, capability contribution, and performance evaluation, and reasonably widen the remuneration gap.

Article 4 The Company shall reasonably determine the remuneration distribution ratio between the directors and senior management and general employees, taking into account factors such as industry remuneration levels, its own development strategy, management scale, and operating conditions.

Chapter 2 Remuneration Management Responsibilities

Article 5 The Remuneration and Appraisal Committee under the board of directors of the Company shall be responsible for formulating the performance appraisal criteria for directors and senior management, organizing performance appraisal of directors and senior management, formulating and reviewing the remuneration system and proposals for directors and senior management, and making recommendations to the board of directors on remuneration matters relating to directors and senior management.

Article 6 The remuneration proposal for directors of the Company shall be determined by the general meeting, and shall be disclosed. The remuneration proposal for the senior management of the Company shall be approved by the board of directors, reported to the general meeting, and disclosed.

Article 7 Relevant functional departments of the Company, including the human resources department, shall be responsible for assisting the board of directors and the Remuneration and Appraisal Committee in carrying out the appraisal and evaluation and remuneration management of directors and senior management, providing relevant supporting materials, and organizing the implementation of the remuneration proposals for directors and senior management.

Chapter 3 Remuneration Composition

Article 8 Independent directors are subject to a fixed allowance system, and the allowance shall be determined by the general meeting and paid upon consideration and approval.

Article 9 In principle, non-independent directors who do not hold any other positions in the Company other than their directorships shall not receive remuneration from the Company.

Article 10 Non-independent directors (including employee representative directors) who hold other positions in the Company other than their directorships and the senior management shall receive remuneration in accordance with the specific operational and management positions held by them in the Company or its affiliated enterprises and the relevant remuneration and performance appraisal management systems of the Company.

Article 11 The remuneration of non-independent directors who hold other positions in the Company other than their directorships and the senior management shall consist of base remuneration, performance-based remuneration, medium- to long-term incentive income and other components.

- (I) Base remuneration means basic annual income, which shall be determined on a comprehensive basis with reference to job responsibilities and industry remuneration levels.
- (II) Performance-based remuneration means variable income linked to an individual's annual and term-of-office performance appraisal results, whose proportion shall in principle be not less than 50% of the aggregate amount of base remuneration and performance-based remuneration. Performance-based remuneration shall be determined comprehensively in accordance with the relevant remuneration management and performance appraisal management systems of the Company.

Article 12 Subject to relevant laws and regulations and actual needs, the Company may implement medium- to long-term incentive schemes, such as equity incentives and employee stock ownership schemes, for key employees including directors and senior management of the Company. The specific proposal shall be formulated by the Remuneration and Appraisal Committee and implemented after completion of the relevant decision-making procedures.

Chapter 4 Remuneration Payment

Article 13 Base remuneration shall be paid in equal monthly instalments.

Article 14 The determination and payment of performance-based remuneration and medium- to long-term incentive income shall be based primarily on performance appraisal, linked to individual performance and contribution, and fulfilled strictly in accordance with the appraisal results.

Article 15 A deferred payment mechanism shall apply to performance-based remuneration, under which the Company shall determine that a certain proportion of performance-based remuneration shall be deferred for payment in subsequent years.

Article 16 Where the Company implements medium- to long-term incentive schemes such as equity incentives or employee stock ownership schemes, the payment and deferred payment arrangements of such remuneration shall be carried out in accordance with the corresponding incentive schemes.

Article 17 The Company shall conduct performance appraisal based on audited financial data, compile the Remuneration Manual for compliance review, and, after completing the internal decision-making procedures of the Company, pay the remuneration of directors and senior management. A certain proportion of performance-based remuneration shall be determined for payment after the disclosure of the annual report and the completion of the performance appraisal.

Chapter 5 Remuneration and Appraisal Management

Article 18 The Company adjusts the remuneration system based on its operating performance and development strategy when appropriate. The remuneration of directors and senior management of the Company shall be commensurate with industry level, aligned with the Company's operating performance and individual performance, and consistent with the Company's sustainable development.

Article 19 If a director or senior management of the Company leaves office due to expiration, re-election or resignation during his/her term of office, remuneration shall be distributed according to his/her actual term of office and performance appraisal.

Article 20 The Company shall establish fair and transparent performance and duty performance appraisal standards and procedures for directors and senior management.

- (I) The appraisals of duty performance of independent directors shall be conducted by way of self-evaluation and mutual evaluation.

- (II) The performance and duty performance appraisal of non-independent directors (including employee representative directors) and senior management serving in the Company shall be implemented in accordance with the relevant management system based on their job responsibilities.

Article 21 When the board of directors or the Remuneration and Appraisal Committee evaluates the performance of an individual director or determining his/her remuneration, such director shall abstain from discussing and voting.

Article 22 When the Company incurs losses, it shall explain during each stage of the remuneration review process for directors and senior management whether the changes to the remuneration of directors and senior management align with the performance-linked requirements. Where the remuneration determination mechanism is not linked to performance under special circumstances, a special explanation is required.

Article 23 In any of the following situations, the remuneration of directors and senior management shall be deducted in accordance with regulations.

- (I) In the event of a work safety accident, the remuneration shall be deducted in accordance with the work safety reward and punishment system.
- (II) In the event of any loss of assets arising from non-compliant operations and investments, the remuneration shall be deducted in accordance with the accountability system for non-compliant operations and investments.
- (III) In the event of any administrative, political or Party disciplinary action, punishment shall be imposed in accordance with the regulations governing economic penalties for disciplined leading personnel.
- (IV) Other matters for which the board of directors determines that remuneration shall be deducted.

Article 24 The Company shall establish a mechanism for the suspension of payment and clawback of remuneration.

- (I) When the Company restates its financial reports due to misstatements such as financial fraud, or the operating results are adjusted, the Company shall promptly re-appraise the performance-linked remuneration and medium- and long-term incentive income of directors and senior management and accordingly recover the overpaid portion, and hold relevant responsible persons accountable.

- (II) If directors or senior management violate relevant national laws and regulations, or breach their obligations or fail to properly perform their duties, causing significant adverse effects or losses to the Company, or are at fault for illegal or non-compliant acts such as financial fraud, misappropriation of funds, or illegal provision of guarantees, or falsify operating results, the Company will, based on the determination results and the severity of the circumstances, reduce or suspend payment of unpaid performance-linked remuneration and medium- and long-term incentive income, and recover all or part of the compensation already paid during the corresponding period, while holding relevant responsible persons accountable.
- (III) The above remuneration suspension and clawback mechanism applies to directors and senior management who have left or retired.

Chapter 6 Supervision of Remuneration

Article 25 The compensation relating to the early dismissal of directors and senior management provided in the Articles of Association or labor (or other forms) contracts shall conform to the principle of fairness without causing prejudice to the legitimate rights and interests of the Company, and shall not involve delivery of benefits.

Article 26 When implementing incentive mechanisms such as share incentives and employee stock ownership plans, the Company shall ensure that these mechanisms are conducive to enhancing its innovative development capabilities and promoting sustainable development, and shall not infringe the legitimate rights and interests of the Company and its shareholders.

Article 27 The Company shall truthfully disclose to the public the remuneration information of directors and senior management in accordance with the relevant regulations on information disclosure, including the total amount of pre-tax remuneration received from the Company, the basis for performance appraisal and the completion status, deferred payment arrangements, and the status of remuneration suspension and clawback, and explain whether they have received remuneration from related parties of the Company.

Chapter 7 Supplementary Provisions

Article 28 Matters not covered by these Measures or inconsistent with relevant national laws, regulations, departmental rules, normative documents, and the Articles of Association, the provisions of relevant national laws, regulations, departmental rules, normative documents, and the Articles of Association shall prevail.

Article 29 These Measures shall be interpreted by the board of directors.

Article 30 These Measures shall become effective and be implemented upon approval by the general meeting of the Company.