HUANENG POWER INTERNATIONAL, INC.
Rules and Procedures for General Meetings

CHAPTER 1 GENERAL PROVISIONS

Article 1 In order to safeguard the legitimate interests of Huaneng Power International, Inc. (hereinafter referred to as the "**Company**") and its shareholders, to regulate the Company's conduct and specify the duties, responsibilities and permission right of the general meetings, to ensure the proper, efficient and smooth operation of the shareholders' general meeting and to ensure the shareholders' general meeting exercises its functions and powers according to law, these Rules are formulated according to the "Company Law of the People's Republic of China" (hereinafter referred to as "**Company Law**"), "Securities Law of the People's Republic of China" (hereinafter referred to as the "**Securities Law**"), "Standards for the Governance of Listed Companies" and "Rules for General Meetings of Listed Companies" and the Articles of Association of Huaneng Power International, Inc. (hereinafter referred to as "**Articles of Association**").

Article 2 These Rules apply to matters relating to the convening, proposal submission, notification, and holding of the general meetings of the Company and shall be binding on the Company, all shareholders, authorised proxies of the shareholders, directors, senior management personnel and other relevant personnel present at the meeting.

Article 3 The Company shall convene the general meeting in strict accordance with the provisions of laws, administrative regulations, the regulatory rules of the place where the Company is listed, the Articles of Association, and these rules, to ensure that shareholders can exercise their rights in accordance with the law.

The board of directors shall diligently perform its duties and conscientiously organize the general meeting in a timely manner. All directors of the Company shall act with due diligence and responsibility to ensure the proper convening of the general meeting and the lawful exercise of its powers.

Article 4 The Capital Market Department of the Company is responsible for organizing the holding of general meeting and the relevant matters.

Article 5 Those matters which in accordance with laws, administrative regulations, the regulatory rules of the place where the Company is listed, and the Articles of Association shall be determined at the general meeting shall then be considered at the general meeting, so as to protect shareholders' right of determination on such matters. If necessary and in reasonable circumstances, in case that the details of the matters to be resolved cannot be determined at the general meeting, the shareholders may authorize the board of directors to make relevant decision within the scope of authority conferred by the general meeting. However, the general meeting shall not delegate to the board of directors any powers that are legally required to be exercised by the general meeting itself.

For the general meeting' authorization to the board of directors on ordinary resolutions, it shall be approved by more than half of the voting rights of the shareholders who attend (including their proxies) the general meeting. For the shareholders' authorization on special resolutions, it shall be approved by more than two-third of the voting right of the shareholders who attend (including their proxies) the general meeting. The authorization shall be clear and specific.

The general meeting shall exercise its functions and powers to the extent as permitted by the Company Law. It shall not interfere with shareholders in respect of their own rights.

Article 6 There are two types of general meeting, i.e. annual general meeting (hereinafter referred to as "AGM") and extraordinary general meeting.

Annual general meetings are held once every year and within six (6) months from the end of the preceding accounting year. Extraordinary general meetings shall be convened on an ad hoc basis and must be held within two(2) months upon the occurrence of circumstances that, in accordance with the Company Law, require the convening of an extraordinary general meeting.

CHAPTER 2 PROCEDURES FOR CONVENING A GENERAL MEETING

Section 1 Proposer of the Proposals

Article 7 Proposals at the general meeting shall be usually put forward by the board of directors.

Article 8 Where more than half of all independent directors agree to request the board of directors to convene an extraordinary general meeting, they shall be responsible for putting forward the proposals to be examined at the meeting.

Article 9 Where the audit committee of the board proposes to convene a general meeting, it shall be responsible for putting forward proposals.

Article 10 Where shareholders individually or jointly holding more than 10% (including 10%) of the Company's voting shares propose to convene a general meeting, the proposing shareholders shall be responsible for putting forward the proposals.

Article 11 The shareholders individually or jointly holding more than 1% (including 1%) of the total voting shares of the Company may propose provisional motions to the convener in writing ten (10) days before the date of the meeting. The convener shall issue a supplementary notice of the general meeting in respect of the contents of the provisional motion within two (2) days upon the receipt of the proposal and submit them to the general meeting for consideration, unless such proposals violate laws, administrative regulations, or the Articles of Association, or do not fall within the scope of authority of the general meeting.

Except as provided in the preceding paragraph, the convener shall not amend motions stated in or add new motions to the notice of the general meeting after such notice has been delivered.

Section 2 Collection and Examination Motions

Article 12 Article 12 The proposals put forward at the general meeting shall meet the following conditions:

(1) The content of the proposals shall be in compliance with requirements stipulated by laws, regulations, the regulatory rules of the place where the Company is listed and the Articles of Association and shall fall within the scope of authority of general meeting;

(2) The theme of the proposal shall be clear and specific;

(3) The proposal shall be submitted to the board of directors in writing.

Proposals that are not specified in the notice of the general meeting or do not comply with the Company's Articles of Association or these rules shall not be voted on or resolved by the general meeting.

Article 13 Shareholders individually or jointly holding more than 1% (including 1%) of the Company's voting shares are entitled to put forward proposals at the general meeting. The board of directors shall have the right to examine and approve such shareholders' proposals according to the following principles:

(1) Relevance. The board of directors shall conduct examination of a proposal. If the proposal complies with laws, regulations, the regulatory rules of the place where the Company is listed and the Articles of Association and falls into the jurisdiction of general meeting, it shall be submitted to the general meeting for discussion. Otherwise no such submission shall be submitted to general meeting.

(2) Procedures. The board of directors may decide on the procedural issues relating to the proposal. Where a proposal needs to be divided into different proposals or merged with other proposals to be voted on, consent of the person putting forward the original proposal is required. If the person putting forward the original proposal does not agree with any changes, the chairman of the general meeting may request the general meeting to decide on the procedural issues and conduct discussion according to the procedures decided by the general meeting.

Article 14 Where more than half of the independent directors, the audit committee, or the shareholders individually or jointly holding more than 10% (including 10%) of the Company's voting shares propose to convene an extraordinary general meeting or class shareholders' meeting, they may sign one or more written request(s) in identical form and contents stating the topics for discussion at the meeting, and at the same time submit proposals complying with the above requirements of these Rules to the board of directors.

Section 3 Notice of Meeting

Article 15 When the Company convenes an annual general meeting, a notice of the matters to be considered at the meeting, and the date and place of the meeting shall be given to all registered shareholders not less than twenty-one (21) days before the date of an annual general meeting and not less than fifteen (15) days in the case of an extraordinary general meeting.

Notice of general meetings shall be served on each shareholder (no matter how such shareholder is entitled to vote at the meeting) by way of a public announcement(s) or such other ways as prescribed in Articles of Association.

Article 16 The notice of the general meeting shall include the following contents:

(1) the time, venue, and duration of the meeting;

(2) the matters and proposals to be submitted for deliberation at the meeting;

(3) a clear statement that all holders of ordinary shares are entitled to attend the general meeting and may appoint a proxy in writing to attend the meeting and vote; such proxy need not be a shareholder of the Company;

(4) the record date for shareholders entitled to attend the general meeting (once confirmed, the record date shall not be changed);

(5) the name and telephone number of the standing contact person for the meeting;

(6) the time and procedures for voting via online or other means;

(7) Where the general meeting is to consider the election of directors, the notice of the general meeting shall fully disclose detailed information of the director candidates, including at least the following:

1. Personal information such as educational background, work experience, and concurrent positions;

2. Whether there is any relationship with the Company or the Company's controlling shareholders and actual controllers;

3. The number of shares of the Company held;

4. Whether the candidate has been subject to penalties by the China Securities Regulatory Commission (CSRC) or other relevant authorities, or disciplinary actions by any stock exchange;

5. Whether there are any circumstances under which the candidate is prohibited from being nominated as a director or senior management personnel of a listed company under the requirements of the regulatory rules of the place where the Company is listed.

Except for the election of directors through cumulative voting, each director candidate shall be proposed as a separate resolution.

(8) Other information required to be included by laws, administrative regulations, and the regulatory rules of the place where the Company is listed.

Article 17 The notice and supplemental notice of the general meeting shall fully and completely disclose the specific contents of all proposals, as well as all information or explanations necessary for shareholders to make informed judgments on the matters to be discussed.

If it is required to alter matters involved in the resolutions of the previous general meeting, the contents of the proposal shall be complete and not only include the contents of the changes.

Items included under "any other business" without specific contents shall not be deemed as a proposal and the same shall not be voted at general meeting.

Article 18 For any proposal by the independent directors to convene an extraordinary general meeting, the board of directors shall, in accordance with laws, administrative regulations, the regulatory rules of the place where the Company is listed, and the provisions of these Articles of Association, provide written feedback indicating whether or not it agrees to convene such meeting within ten (10) days of receiving the proposal.

If the board agrees to convene the extraordinary general meeting, it shall issue a notice of the general meeting within five (5) days after the board resolution is made; if the board does not agree, it shall state the reasons and make an announcement.

Article 19 When the audit committee proposes to convene an extraordinary general meeting, it shall submit the proposal to the board of directors in writing. The board of directors shall, in accordance with laws, administrative regulations, the regulatory rules of the place where the Company is listed, and the Articles of Association, provide written feedback indicating its agreement or disagreement within ten (10) days of receiving the proposal.

If the board agrees to convene the extraordinary general meeting, it shall issue a notice of the general meeting within five (5) days after the board resolution is made. Any changes to the original proposal in the notice shall be subject to the consent of the audit committee.

If the board disagrees with convening the extraordinary general meeting, or fails to provide feedback within ten (10) days of receiving the proposal, the board shall be deemed as unable or unwilling to fulfill its duty to convene the general meeting. In such case, the audit committee may convene and preside over the meeting on its own.

Article 20 shareholders individually or jointly holding more than 10% (including 10%) of the Company's voting shares may request the board of directors to convene an extraordinary general meeting by submitting a written request to the board of directors. The board of directors, in accordance with laws, administrative regulations, the regulatory rules of the place where the Company is listed, and the Articles of Association, shall provide a written response on whether or not to convene the extraordinary general meeting within ten (10) days upon the receipt of the written request aforesaid.

If the board of directors agrees to convene an extraordinary general meeting, it shall issue the notice of the general meeting within five (5) days after the board resolution is made. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders. If the board of directors does not agree to convene an extraordinary general meeting, or fails to provide a response within ten (10) days after receiving the request, shareholders who individually or jointly hold more than 10% (including 10%) of the total voting shares of the Company shall have the right to propose to the audit committee to convene an extraordinary general meeting, and such request shall be submitted to the audit committee in writing.

If the audit committee agrees to convene the extraordinary general meeting, it shall issue the notice of the general meeting within five (5) days after receiving the request. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.

If the audit committee fails to issue the general meeting notice within the prescribed time limit, it shall be deemed as the audit committee's refusal to convene and preside over the meeting. In such case, shareholders who have individually or jointly held more than 10% (including 10%) of the total voting shares of the Company for more than ninety (90) consecutive days may convene and preside over the meeting themselves.

Article 21 The notice of the general meeting shall specify the time and venue of the meeting, and determine the shareholding record date. Subject to compliance with the regulatory rules of the place where the Company is listed, the interval between the record date and the meeting date shall not exceed seven (7) working days. Once confirmed, the record date shall not be changed.

Article 22 After the notice of the general meeting is issued, the meeting shall not be postponed or cancelled without a legitimate reason, and the proposals listed in the notice shall not be withdrawn. In the event of a postponement or cancellation, the convener shall make an announcement and explain the reasons at least two (2) working days before the originally scheduled meeting date.

Section 4 Meeting Venue and Attendees

Article 23 The Company shall convene the general meeting of shareholders at the Company's domicile or at another location as specified in the Articles of Association.

A physical venue shall be arranged for the general meeting to be held on-site. The Company shall also, as necessary and under the premise of ensuring the legality and validity of the general meeting, adopt secure, cost-effective, and convenient methods such as online or other means, including but not limited to online voting, electronic communication meetings permitted by the regulatory rules of the place where the Company is listed and Articles of Association, or other modern information technologies to facilitate shareholder participation. After the notice of the general meeting is issued, the location of the on-site meeting shall not be changed without proper reason. If a change is necessary, the convener shall make an announcement at least two (2) working days before the scheduled on-site meeting and explain the reason.

Shareholders may attend the general meeting in person or appoint a proxy to attend and exercise voting rights within the authorized scope on their behalf.

Article 24 All shareholders registered in the shareholder register on the record date shall be entitled to attend the general meeting in person or authorize a proxy to attend and exercise their rights, including the right of speech, requisition, and voting, in accordance with relevant laws, regulations, the regulatory rules of the place where the Company is listed, the Articles of Association, and these rules.

A shareholder (including his/her proxy), when voting at a general meeting may exercise such voting rights as attached to the number of voting shares which he/she represents in which case one (1) vote is attached to each share, except for the implementation of the cumulative voting system for the election of directors. Shares of the Company held by the Company shall not enjoy voting rights.

Shareholders or their proxies who attend the general meeting shall comply with the relevant laws and regulations, the regulatory rules of the place where the Company is listed, the Articles of Association and the rules stipulated herein and shall take initiative to maintain the order of the meeting and shall not infringe the legitimate rights and interests of other shareholders.

Article 25 Shareholders shall attend the shareholders' general meeting with their identity cards or other valid documents or certificates that can prove their identity. Proxies shall also submit a power of attorney issued by the shareholder and their own valid personal identification documents.

The convener of the shareholders' meeting and the lawyer engaged by the Company shall jointly verify the legitimacy of shareholders' qualifications based on the register of shareholders provided by the securities registration and clearing institution, and shall record the names (or entities) of shareholders and the number of voting shares they hold. The registration of attendees shall be closed before the presiding person of the meeting announces the number of shareholders and proxies present at the on-site meeting and the total number of voting shares they hold.

Article 26 Where the shareholders' general meeting requires directors or senior management personnel to attend the meeting, such directors and senior management personnel shall attend and respond to shareholders' inquiries.

Article 27 The Company shall be responsible for preparing an meeting register. Meeting register shall set out the names of persons present at the meeting (or names of units), identification document numbers, the number of voting shares held or represented, names of the proxies (or names of the units) and so on.

Article 28 The board of directors and other conveners shall take all necessary measures to ensure the solemnity and proper order of the general meeting. The Company may refuse the admission of any persons (other than the shareholders (and their proxies) attending or observing the general meeting, directors, senior management, lawyers retained by the Company and invitees of the Company) to the venue of the general meeting. The Company shall take measures to prevent the occurrence of any interruption to order of the general meeting, disturbance and nuisance, and any conduct infringing the legitimate rights of the shareholders. The Company shall also report the same to the relevant government authorities for investigation.

Section 5 Convening a Meeting

Article 29 The convening of general meeting shall follow the general principle of simplicity and shall not provide extra economic benefit to the shareholders (and their proxies) who have attended the general meeting.

Article 30 The general meetings shall be presided by the Chairman, and the Chairman shall act as the chairperson of the meeting. Where the Chairman is unable to or does not perform the duty, the Vice Chairman shall preside the meeting and act as the chairperson of the meeting. Where the Vice Chairman is unable to or does not perform the duty, the director nominated by more than one-half of the directors shall act as the chairperson and preside the meeting.

Where the shareholders' general meeting is convened by the Audit Committee, the convener of the Audit Committee shall act as the chairperson of the meeting and preside over it. If the convener is unable or unwilling to perform such duties, a member of the Audit Committee jointly elected by more than half of its members shall act as the chairperson and preside over the meeting.

Where the shareholders' general meeting is convened by shareholders themselves, the convener or a representative designated by the convener shall act as the chairperson of the meeting and preside over it.

For shareholders' general meetings convened by the Audit Committee or shareholders themselves, the Board of Directors and the Board Secretary shall provide necessary coordination and assistance.

Article 31 After the chairman of the meeting has declared the opening of the meeting, he shall read out the proposals, and the proposer of the proposal in issue shall explain the motions in following manner:

(1) Where the motion is put forward by the board of directors, the proposal shall be explained by the chairman of the board of directors, other directors designated by the Chairman or secretary to the board of directors;

(2) Where the proposal is put forward by others, the proposal shall be explained by the person (or its proxy) putting forward the proposal.

Article 32 At the AGM, the Board of Directors shall report to the shareholders on its work over the past year, and each independent director shall also deliver a performance report.

Article 33 The Board of Directors shall provide an explanation to the shareholders' general meeting regarding any non-standard audit opinion issued by the certified public accountants on the Company' s financial reports

Article 34 Proposals included in the agenda shall be examined before voting. Reasonable time shall be given at the shareholders' general meeting for each proposal to be discussed.

Article 35 No shareholder shall speak for more than twice at the meeting for each proposal. A shareholder is allowed to speak for no more than three minutes for the first time, and no more than one minute for the second time.

When a shareholder requests to speak, he shall only do so if he does not interrupt report which is being made by the meeting reporter or speeches which are being made by other shareholders.

Article 36 Directors and senior management personnel shall respond to and provide explanations regarding the inquiries and suggestions raised by shareholders at the shareholders' general meeting, except for matters involving the Company' s trade secrets that cannot be disclosed at the meeting.

Section 6 Voting and Resolution

Article 37 General meeting shall resolve the proposals already included in the agenda.

Article 38 No alteration to the proposals will be allowed when they are being considered at the general meeting. Otherwise, the relevant changes should be deemed to be a new proposal which cannot be resolved at this general meeting.

Article 39 In examining the proposals on the election of directors at a general meeting, shareholders shall vote on the candidates for the office of directors one by one.

Article 40 When the general meeting of shareholders votes on election of directors (do not include employee representative director), the cumulative voting system shall be implemented. The cumulative voting system shall mean that when the general meeting of shareholders elects more than 2 directors, each share shall represent the same number of voting rights identical the number of directors to be elected. The shareholders can cast all of their votes for a single candidate or decentralize their votes to elect several candidates.

Article 41 The specific voting methods of implementing the cumulative voting system for electing directors (do not include employee director) are as follows:

(1) When the number of directors to be elected is above two, the cumulative voting system shall be implemented;

(2) When the cumulative voting system is implemented, each share shall represent the same number of voting rights identical to the number of directors to be elected;

(3) The notice of the general meeting of shareholders shall inform the shareholders of the cumulative voting system for the directors election proposal. The convener of the meeting shall prepare ballot paper suitable for the cumulative voting system. Written instructions and explanations for the cumulative voting system, the method of filling in the ballots, and the method of counting votes shall be provided;

(4) When the general meeting of shareholders votes on election of directors, the shareholder may vote for each director candidate with the same voting rights as the shareholding; or cast all of their votes for one director candidate which are the same as the number of directors to be elected, or vote for a certain number of director candidates respectively with the voting rights which are the same as the number of directors to be elected;

(5) Shareholders who have exercised all of their votes for one or several director candidates which are the same as the number of directors to be elected shall no longer own the voting rights for other director candidates;

(6) At the end of the voting at the general meeting of shareholders, if the total number of voting rights exercised by a shareholder for certain or several director candidates is more than the voting rights of all the shares held by the shareholders, the shareholders' votes are invalid and deemed to be a waiver of the voting rights. If the total number of voting rights exercised by a shareholder for certain or several director candidates is less than the voting rights of all the shares held by the shareholders, the shareholder's vote are valid, and the difference shall be deemed as a waiver of voting rights;

(7) The director candidates who have received the agreed votes, the number of which exceeds one-half of the total number of shares with voting rights at the general meeting of shareholders (subject to the number of unaccumulated shares), shall be the elected director candidates. If the number of candidates for directors elected at the general meeting of shareholders exceeds the number of directors supposed to be elected, the candidates with the majority of the votes will be elected as directors (but if the number of votes for the elected candidates with fewer votes is equal, and the fact that the candidates are elected will give rise to the result that the number of elected candidates will exceed the number of directors supposed to be elected, then these candidates and those who ranked behind shall be considered as not elected). If the number of the directors elected at the general meeting of shareholders could not reach the number of the directors supposed to be elected, a separate general meeting shall be held to elect the vacant directors. Where a general meeting of shareholders elects directors by means of cumulative voting system, the voting of independent directors and non-independent directors shall be conducted separately.

Article 42 Except for the cumulative voting system, the general meeting shall consider and approve each and every proposal listed in the agenda. On the same matter with different proposals, consideration and approval of the same shall be in the order when the proposals are submitted. Except in the event of an act of God or other special reason resulting in the termination of the general meeting or that the resolutions cannot be voted upon, general meeting has no right to set aside or reserve the consideration and approval of the proposals.

Article 43 Resolutions of a general meeting shall be divided into ordinary resolutions and special resolutions.

Ordinary resolutions shall be passed in the general meeting by votes representing majority of the voting rights represented by the shareholders (including proxies) present at the meeting.

Special resolutions shall be passed in the general meeting by votes representing more than two-thirds of the voting rights represented by the shareholders (including proxies) present at the meeting.

Article 44 Where a connected transaction is being considered at a general meeting, the connected shareholders shall abstain from voting, and the voting rights represented by the shares held by them shall not be counted towards the total number of valid votes. The voting result of the non-connected shareholders shall be fully disclosed in the announcement in relation to the resolutions passed at the general meeting.

When the shareholders' general meeting deliberates on material matters that affect the interests of minority investors, the votes of minority investors shall be counted separately. The results of the separate vote count shall be promptly disclosed to the public.

Article 45 Prior to the voting, the chairperson of the shareholders' general meeting shall announce the number of shareholders and proxies attending the on-site meeting, as well as the total number of voting shares they hold. The number of shareholders and proxies present at the meeting and the total number of voting shares they represent shall be based on the meeting registration records.

Article 46 The same voting right may only be exercised through one method among on-site, online, or other voting means. In the case of duplicate voting using the same voting right, the result of the first vote cast shall prevail.

Shareholders attending the shareholders' meeting shall express one of the following opinions on the proposals submitted for voting: agree, oppose, or abstain. Where the securities registration and clearing institution acts as the nominee holder of stocks under the Stock Connect mechanism between the Mainland and Hong Kong markets, it shall submit votes according to the instructions of the actual holders.

Ballots that are unmarked, incorrectly filled out, or illegible, as well as uncast ballots, shall be deemed as waivers of voting rights by the voters. The number of shares corresponding to such ballots shall be counted as "abstentions" in the voting results.

Article 47 Before voting on a proposal at the shareholders' general meeting, (2) shareholder representatives shall be elected to participate in the vote counting and scrutiny. Where the matters under review are related to a shareholder, such shareholder and their proxy shall not participate in the counting or scrutiny of votes.

When voting on a proposal, the counting and scrutiny of votes shall be jointly conducted by a lawyer and shareholder representatives, and the voting results shall be announced on the spot.

Shareholders of the Company or their proxies who vote via online or other means shall have the right to verify their own voting results through the corresponding voting system.

Article 48 The chairman of the meeting shall be responsible for deciding whether or not a resolution is duly passed. The chairman' s decision, which shall be final and conclusive, shall be announced at the meeting and recorded in the minutes of the meeting. The Company shall, in compliance with the applicable laws and Administrative regulations and the regulatory rules of the place where the Company is listed, to publish announcements for resolutions passed at general meeting.

The announcement of resolutions of the shareholders' general meeting shall specify the number of shareholders and proxies attending the meeting, the total number of voting shares they hold, the proportion of such shares to the total voting shares of the Company, the voting method, the voting results of each proposal, and the full text of the resolutions adopted.

If a proposal is not adopted, or if the current shareholders' meeting modifies the resolutions of a previous shareholders' meeting, such matters shall be specifically highlighted in the resolution announcement.

Article 49 The Company shall retain lawyer(s) to attend the general meeting to give legal opinions on the following matters:

(1) whether the procedures of convening and holding the general meetings are incompliance with laws, Administrative regulations and the Articles of Association;

(2) whether the persons attending the meeting and the convenor of the meeting are legally entitled to do so;

(3) whether the procedures of voting in the general meeting and the voting results of the resolutions are valid;

(4) Legal opinions issued on other relevant matters as required by the Company.

The Company may also retain notary public to attend the general meeting.

Article 50 The closing time of the on-site session of the shareholders' general meeting shall not be earlier than that of the online or other voting methods. The chairperson of the meeting shall announce the voting results of each proposal at the meeting and declare whether the proposal is adopted based on the voting results.

Before the official announcement of the voting results, all parties involved in the on-site, online, or other voting methods – including the Company, vote counters, vote scrutineers, shareholders, and online service providers – shall have a duty to maintain the confidentiality of the voting information.

Article 51 The convener shall ensure that the shareholders' general meeting is held continuously until final resolutions are adopted. In the event that the meeting is suspended or unable to reach resolutions due to force majeure or other exceptional circumstances, necessary measures shall be taken to resume the meeting as soon as possible or to terminate the meeting directly. A timely announcement shall be made accordingly. Meanwhile, the convener shall report the matter to the local office of the China Securities Regulatory Commission (CSRC) and the stock exchange where the Company' s shares are listed.

Section 7 Post-meeting Affairs

Article 52 General meeting shall have its minutes, (The meeting minutes shall be responsibility of the board secretary) which shall include the following contents:

(1) date, venue and agenda of the meeting as well as the name and title of the convenor;

(2) names of the directors, and senior management members who presided over the meeting;

(3) number of shareholders and proxies who attended the meeting, number of voting shares held by them and their proportion to the Company' s total number of shares;

(4) consideration procedures, the main points of the discussion and the voting results on each of the resolutions considered;

(5) shareholders' queries or suggestions and the corresponding replies and explanations;

(6) name(s) of the solicitor(s), the person-in-charge of vote-taking and the scrutineer(s);

(7) other content required to be included in the minutes pursuant to the Articles of Association.

Article 53 Minutes of a general meeting shall be signed by the directors present or observe at the meeting, secretary to the board of directors, convenor or his/her representative, the person who presided over the meeting and the minutes-taking officer and ensure that the contents of the meeting minutes are true, accurate, and complete. The meeting minutes shall be kept together with the sign-in register of shareholders attending the on-site meeting, the powers of attorney for proxies, and valid materials relating to voting via online or other means, and shall be retained for no less than (10) years.

Article 54 Where the shareholders' general meeting adopts a proposal regarding the election of directors, the newly elected directors shall assume office in accordance with the provisions of the Articles of Association.

Where the shareholders' general meeting adopts a proposal on profit distribution by way of cash dividends, bonus shares, or conversion of capital reserve into share capital, the Company shall implement the specific plan within two months after the conclusion of the meeting.

Where otherwise provided by applicable laws, administrative regulations, departmental rules, or the regulatory rules of the place where the Company is listed, such provisions shall prevail.

CHAPTER 3 SUPPLEMENTARY ARTICLES

Article 55 Unless otherwise specified, the terms used in these Rules shall have the same meanings as those defined in the Articles of Association of the Company.

Article 56 These Rules are formulated by the board of directors and shall come into effect upon the adoption by the general meeting. Any amendment to these Rules shall be proposed by the board of directors in the form of an amendment proposal, and shall come into effect upon adoption by the general meeting.

Article 57 These Rules shall be interpreted by the Board of Directors.

Article 58 Where any relevant matters are not covered in these Rules shall be handled in accordance with the relevant provisions of applicable laws, administrative regulations, departmental rules, the regulatory rules of the place where the Company is listed, and the Articles of Association of the Company, in light of the actual circumstances of the Company. In the event of any inconsistency between these Rules and the provisions of applicable laws, administrative regulations, departmental rules, the regulatory rules of the place where the Company is listed, or the Articles of Association, such provisions shall prevail.