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中国神华能源股份有限公司
CHINA SHENHUA ENERGY COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01088)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 first extraordinary general meeting (the “**Extraordinary General Meeting**”) of China Shenhua Energy Company Limited (the “**Company**”) will be held at Conference Room 1906, 19/F, Block C, Shenhua Tower, 16 Ande Road, Dongcheng District, Beijing, the People’s Republic of China at 11:00 a.m. on Friday, 28 October 2022 for the purpose of considering and, if thought fit, passing the following resolutions:

AS SPECIAL RESOLUTION:

1. To consider and, if thought fit, to approve the shareholder return plan for 2022–2024.

AS ORDINARY RESOLUTION:

2. To consider and, if thought fit, to approve the Company entering into the Supplement Agreement with China Energy Finance Co., Ltd. (the “**Finance Company**”) to amend annual caps of daily balance (including interests accrued thereon) of deposits placed by Members of the Group with Finance Company for the years ending 31 December 2022 and 31 December 2023 under the Financial Services Agreement, and to revise certain clauses of the Financial Services Agreement.

By order of the Board
China Shenhua Energy Company Limited
Huang Qing
Secretary to the Board of Directors

Beijing, 30 September 2022

Notes:

1. ELIGIBILITY FOR ATTENDING THE EXTRAORDINARY GENERAL MEETING

Holders of H shares of the Company whose names appear on the register of members of the Company kept by the share registrar of the Company, Computershare Hong Kong Investor Services Limited at the close of business of 24 October 2022 (Monday) are entitled to attend the Extraordinary General Meeting.

The register of members will be closed from 25 October 2022 (Tuesday) to 28 October 2022 (Friday) (both days inclusive) to determine the identity of the shareholders of H shares who are entitled to attend and vote at the Extraordinary General Meeting. In order to be eligible for attending and voting at the Extraordinary General Meeting, transferees of H shares must lodge their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited, the Company's share registrar for H shares at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on 24 October 2022 (Monday) to effect the transfer of shares.

2. PROXY

- (1) Each shareholder entitled to attend and vote at the Extraordinary General Meeting may appoint one or more proxies in writing to attend and vote on his behalf. A proxy need not be a shareholder of the Company.
- (2) The proxies shall be appointed in writing by shareholders. The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other documents of authorisation must be notarised.
- (3) To be valid, the notarially certified power of attorney or other documents of authorisation, and the form of proxy must be delivered to the Office of the Board of Directors of the Company (at Room 1805, Block A, Shenhua Tower, 22 Andingmen Xibinhe Road, Dongcheng District, Beijing, the People's Republic of China, Postal Code: 100011) for holders of domestic shares and to the H share registrar of the Company for holders of H shares not less than 24 hours before the time fixed for convening the Extraordinary General Meeting or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the meeting if he so wishes. The H share registrar of the Company is Computershare Hong Kong Investor Services Limited.
- (4) A proxy may exercise the right to vote by showing his hand or by poll. However, if a shareholder appointed more than one proxy, such proxies shall only exercise the right to vote by poll.

3. REGISTRATION PROCEDURES FOR ATTENDING THE EXTRAORDINARY GENERAL MEETING

- (1) A shareholder or his proxy should produce proof of identity when attending the Extraordinary General Meeting. If a corporate shareholder appoints its legal representative or other person authorised by the board of directors or other governing body to attend the meeting, such legal representative or the person shall produce proof of identity or a copy of the resolution of the board of directors or other governing body of such shareholder appointing such person to attend the meeting.
- (2) Shareholders who intend to attend the Extraordinary General Meeting should return the reply slip of such meeting to the Company on or before 25 October 2022 (Tuesday).
- (3) Shareholders of the Company may return the reply slip personally, by post, email or facsimile to the Company.

4. CLOSURE OF REGISTER OF MEMBERS

The register of members will be closed from 25 October 2022 (Tuesday) to 28 October 2022 (Friday) (both days inclusive) to determine the identity of the shareholders of H shares who are entitled to attend and vote at the Extraordinary General Meeting. In order to be eligible for attending and voting at the Extraordinary General Meeting, transferees of H shares must lodge their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited, the Company's share registrar for H shares at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on 24 October 2022 (Monday) to effect the transfer of shares.

5. PROCEDURES ON DEMANDING A POLL

Subject to the listing rules of the stock exchange on which the shares of the Company have been listed, a poll may be demanded in respect of any resolutions by the following persons before or after a vote is carried out by a show of hands:

- (1) the chairman of the meeting; and
- (2) at least two shareholders or their proxies entitled to vote thereat; or
- (3) one or more shareholders (including their authorised proxies) separately or jointly representing 10% or more of all shares carrying the right to vote at the meeting.

Unless a poll is demanded, the chairman of the meeting shall declare the result of a proposal put to vote on a show of hands. A demand for a poll may be withdrawn by the person who made the demand.

6. In accordance with the Articles of Association of the Company, shareholder(s) individually or jointly holding more than 3% shares of the Company may submit provisional motions in a general meeting. The contents of the provisional motions shall meet the requirements of the Articles of Association of the Company and regulatory rules in the place where the shares are listed (including review on qualifications of serving as independent non-executive directors).

7. MISCELLANEOUS

- (1) Shareholders and their proxies who wish to attend the on-site meetings in person shall pay attention to and comply with the pandemic prevention and control requirements in Beijing in advance, arrange their itinerary properly and deliver the reply slip as required to the Company. In case of changes in the requirements for pandemic prevention and control, the Company may adjust the convening method of the meeting. Shareholders and their proxies are advised to pay continuous attention to the subsequent announcements of the Company. Shareholders of the Company and their proxies are recommended to appoint the chairman of the Extraordinary General Meeting as proxy to vote as a priority.
- (2) The Extraordinary General Meeting is expected to be held for less than half a day. Shareholders who attend the meeting, personally or by proxy, shall bear their own travelling and accommodation expenses.
- (3) The share registrar of the Company for H shares is Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong.
- (4) The registered address of the Company:

22 Andingmen Xibinhe Road, Dongcheng District, Beijing, China
Postal Code: 100011
Telephone: (+86) 10 5813 3355/(+86)10 5813 3399
Facsimile: (+86) 10 5813 1814

- (5) Contact methods for the meeting:

Department:	Office of the Board of Directors Room 1805, Block A Shenhua Tower, 22 Andingmen Xibinhe Road Dongcheng District, Beijing, the People's Republic of China
Postal Code:	100011
Contact Person:	Ms. Cheng
Telephone:	(+86) 10 5813 1088
Facsimile:	(+86) 10 5813 1814
Email:	ir@csec.com

- (6) In this notice, the following expressions shall have the following meanings unless the context otherwise requires:

“Member(s) of the Group”	including the Company and its subsidiaries that the Company controls
“Financial Services Agreement”	the financial services agreement dated 26 March 2021 entered into between the Company and Finance Company
“Supplemental Agreement”	the supplemental agreement to the Financial Services Agreement dated 23 September 2022 entered into between the Company and Finance Company

As at the date of this notice, the Board comprises the following: Mr. Lv Zhiren and Mr. Xu Mingjun as executive directors, Mr. Jia Jinzhong and Mr. Yang Rongming as non-executive directors, Dr. Yuen Kwok Keung, Dr. Bai Chong-En and Dr. Chen Hanwen as independent non-executive directors, and Ms. Liu Xiaolei as employee director.