

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



**東方電氣股份有限公司**  
**DONGFANG ELECTRIC CO., LTD.**

*(A joint stock limited company incorporated in the People's Republic of China)*

(Stock Code: 1072)

## **REVISED NOTICE OF 2024 ANNUAL GENERAL MEETING**

**REVISED NOTICE IS HEREBY GIVEN** that the 2024 annual general meeting (the “AGM”) of Dongfang Electric Corporation Limited (the “**Company**”) will be held at the conference room of the Company, No. 18 Xixin Road, High-Tech District (Western District), Chengdu City, Sichuan Province, the PRC at 9:00 a.m. on Tuesday, 24 June 2025 for the purpose of considering and, if thought fit, passing the following resolutions:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the resolution on the 2024 work report of the Board of the Company.
2. To consider and approve the resolution on the 2024 work report of the Supervisory Committee of the Company.
3. To consider and approve the resolution on the 2024 annual report of the Company.
4. To consider and approve the resolution on the 2024 profit distribution plan of the Company.
5. To consider and approve the resolution on the 2024 audited financial statements of the Company.
6. To consider and approve the resolution on the 2025 financial budget and investment plan of the Company.
7. To consider and approve the resolution on the appointment of the auditor of the Company for 2025.

## SPECIAL RESOLUTIONS

8. To consider and approve the resolution on the amendments to the Articles of Association.
9. To consider and approve the resolution on the amendments to the Rules of Procedure for General Meeting.
10. To consider and approve the resolution on the amendments to the Rules of Procedure for the Board.

## ORDINARY RESOLUTIONS

11. To consider and approve the resolution on the removal a non-independent Director.
12. To consider and approve the resolution on the election of a non-independent Director.

By Order of the Board  
**Dongfang Electric Corporation Limited**  
**Feng Yong**  
*Joint Company Secretary*

Chengdu, Sichuan Province, the PRC  
13 June 2025

As at the date of this notice, the directors of the Company are as follows:

*Directors:* *Yu Peigen, Zhang Yanjun, Zhang Shaofeng and  
Sun Guojun*

*Independent Non-executive Directors:* *Huang Feng, Zeng Daorong and Chen Yu*

*Notes:*

1. For resolutions no.1 to no. 5 and no.7, shareholders may refer to the overseas regulatory announcements and the 2024 annual report published on the website of the Hong Kong Stock Exchange on 31 March 2025 and 29 April 2025.
2. For resolutions no. 6 and no. 8 to no. 10, shareholders may refer to the 2024 AGM circular published on the website of the Hong Kong Stock Exchange on 4 June 2025.

3. For resolution no. 11 and no. 12, upon the recommendation of Dongfang Electric Corporation by temporary written resolution, the controlling shareholder of the Company, has nominated Mr. Luo Qianyi (“**Mr. Luo**”) as non-executive Director of the eleventh session of the Board of the Company and Mr. Yu Peigen ceased to be a Director of the Company, the Board nominated Mr. Luo as a candidate of non-independent Director of the Company on 13 June 2025, and his term of office commences from the approval of the appointment as resolved by shareholders and will end upon the expiry of the eleventh session of the Board.

Members of the management team of Dongfang Electric Corporation concurrently serving as directors in the Company will not be receiving any form of remuneration from the Company since 1 January 2015 pursuant to the requirements by Zhong Fa [2014] No. 12 and Guo Zi Fa Fen Pei [2015] No. 83. If Mr. Luo is elected as a non-independent Director of the Company at the AGM, he will not receive any remuneration from the Company.

The biographical details of Mr. Luo are as follows:

Mr. Luo Qianyi, born in September 1965, graduated from the Department of Management Science of University of Science and Technology Beijing, with a master’s degree in management engineering, and the School of Economics & Management of University of Science and Technology Beijing, and holds an on-the job postgraduate degree in management science and engineering, with a doctorate degree in management. He is a professorate senior accountant. He successively served as an officer of the finance department of China North Industries (Group) Corporation; a principal staff member and a deputy division director of the finance and accounting bureau of China Weapon Industry Corporation; the general manager assistant and a deputy chief accountant, the director of the general finance division, the director of the financial accounting division, a deputy general manager and the general accountant of China Yanxing Corporation; the director of the finance, accounting and audit department, the chief accountant and a member of the Party group of China North Industries Group Corporation; the chief accountant, a member of the Party group, a director and a deputy secretary of the Party group of State Grid Corporation of China; and a director, the general manager and a deputy secretary of the Party Committee of China National Machinery Industry Corporation. Mr. Luo has served as the chairman and secretary of the Party group of Dongfang Electric Corporation since June 2025.

As at the date of this notice, save as disclosed above, Mr. Luo confirms that he: (i) does not have any relationship with any other directors, supervisors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company; (ii) does not hold any other positions in the Company or other members of the Company and its subsidiaries; (iii) did not hold any directorships in any other listed companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (iv) does not have or is not deemed to have any interest within the meaning of Part XV of the SFO (Chapter 571 of the Laws of Hong Kong) in any shares or underlying shares of the Company or its associated corporations; and (v) has no other matters in relation to his appointment that need to be brought to the attention of the Shareholders or disclosed pursuant to Rule 13.51(2) (h) to Rule 13.51(2) (v) of the Listing Rules.

According to Article 81 of the Articles of Association of the Company, “When the Company convenes a shareholders’ general meeting, the board of directors, the supervisory committee and the shareholders individually or jointly holding 3% or more shares of the Company is/are entitled to make proposals to the Company.”

As such, the Board agreed to seek shareholders' consideration and approval at the AGM of the Company regarding the proposal in relation to the election of Mr. Luo Qianyi as the non-independent Director of the Company.

4. In order to determine the entitlement to attend and vote at the AGM, Holders of the Company's H Shares should note that the register of members of the Company will be closed from Thursday, 19 June 2025 to Tuesday, 24 June 2025 (both days inclusive) during which period no transfers of H Shares will be effected. All transfer documents accompanied by the relevant share certificates must be lodged with the Company's Share Registrar in respect of H Shares, namely Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, 18 June 2025. Holders of the Company's H Shares who intend to attend the AGM should deliver the completed and signed reply slip for attending at the AGM, a copy of each of the shareholding document(s), copies of their identity cards or passports (with the pages showing the names of such Shareholders) by hand, by post (postal code: 611731) or by facsimile (fax number: (86) 28 8758 3551), to the correspondence address of the Company (No. 18 Xixin Road, High-Tech District (Western District), Chengdu City, Sichuan Province, the PRC) with the attention to the office of the Board on or before Monday, 23 June 2025. The record date and arrangements in respect of the holders of A Shares who are entitled to attend the AGM will be determined and announced separately in the PRC by the Company.
5. Any Shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint a proxy or more proxies (who need(s) not be a Shareholder of the Company) to attend the AGM and vote thereat in his/her/its stead. For Shareholders of the Company who appoint more than one proxy, the voting right can only be exercised by their proxies on a poll.
6. Any Shareholder of the Company who intends to appoint a proxy to attend the AGM shall put it in writing, to be signed by the appointer or his/her/its attorney duly authorized in writing. If any appointer is a corporation, the proxy form must be affixed with the common seal of such Shareholder, or signed by any of its directors or attorney duly authorized in writing. If the proxy form is signed by an attorney authorized by the appointer, the power of attorney or other authority must be notarially certified. The notarially certified power of attorney or other authority together with the instrument appointing the proxy must be delivered to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders only) not later than 24 hours before the time appointed for the holding of the AGM. Completion and return of the proxy form will not affect the rights of the Shareholders of the Company to attend and vote at the AGM in person.
7. Since the AGM proxy form sent together with the Notice of AGM dated 4 June 2025 (the **"First AGM Proxy Form"**) did not contain the proposed additional resolution as set out in this revised notice, a new proxy form (the **"Revised AGM Proxy Form"**) is sent together herewith. Any shareholder who intends to appoint a proxy to attend the AGM but has not yet lodged the First AGM Proxy Form is required to complete and return the Revised AGM Proxy Form in accordance with the instructions printed thereon. In such case, the First AGM Proxy Form should not be lodged with the Company. Any shareholder who has already lodged the First AGM Proxy Form with the Company should also complete and return the Revised AGM Proxy Form in accordance with the instructions printed thereon. For the holders of H Shares, the Revised AGM Proxy Form shall be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. The Revised AGM Proxy Form must be served not less than 24 hours before the time scheduled for holding the AGM (or any adjournment thereof) (the **"Closing Time"**).

8. Any shareholder who has already lodged the First AGM Proxy Form with the Company should note that:
- (i) if no Revised AGM Proxy Form is lodged with the Company, the First AGM Proxy Form will be treated as a valid proxy form lodged by him/her, if correctly completed. The proxy so appointed pursuant to the First AGM Proxy Form will be entitled to vote in accordance with the instructions given by the shareholders or at his/her discretion (if no such instructions) on any resolutions properly put to the AGM including the proposed additional resolution as set out in this revised notice.
  - (ii) if the Revised AGM Proxy Form is lodged with the Company before the Closing Time, the Revised AGM Proxy Form will be treated as a valid proxy form lodged by the shareholder if correctly completed.
  - (iii) if the Revised AGM Proxy Form is lodged after the Closing Time, the Revised AGM Proxy Form will be invalid. The First AGM Proxy Form previously lodged by the shareholder will also be revoked. The purported proxy so appointed by invalid or revoked proxy form (whether appointed under the First AGM Proxy Form or the Revised AGM Proxy Form) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, shareholders are advised not to lodge the Revised AGM Proxy Form after the Closing Time. In such case, if such shareholders wish to vote at the meeting, they will have to attend in person and vote at the meeting by themselves.
9. Proxies of holders of H Shares shall bring along the instrument(s) for appointing a proxy (if applicable) and the proxies' identity cards or passports to attend the AGM.
10. An ordinary resolution shall be passed by the Shareholders (including proxies) representing more than half of the votes represented by the Shareholders (including proxies) present at the AGM. A special resolution shall be passed by the Shareholders (including proxies) representing more than two-third of the votes represented by the Shareholders (including proxies) present at the AGM.
11. The AGM will last for not more than one day. Shareholders and proxies attending the AGM of the Company should be responsible for their own accommodation, travelling and other relevant expenses.
12. Contact details of the Company are set out as follows:

Correspondence address: No. 18 Xixin Road, High-Tech District (Western District), Chengdu City, Sichuan Province, the PRC

Contact person: Mr. Liu Zhi

Telephone: (86) 28 8758 3666

Fax: (86) 28 8758 3551

Email address: dsb@dongfang.com

Postal code: 611731