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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in China Suntien Green Energy Corporation Limited, you should at once hand this circular, together with the accompanying proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

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**China Suntien Green Energy Corporation Limited\***

**新天綠色能源股份有限公司**

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

**(Stock Code: 00956)**

**2023 ANNUAL GENERAL MEETING**

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China Suntien Green Energy Corporation Limited will convene the 2023 annual general meeting at 9:30 a.m. on Friday, 7 June 2024 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC. The notice of AGM is set out on pages AGM-1 to AGM-4 of this circular.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the accompanying proxy form published and despatched with this circular and the notice of AGM in accordance with the instructions printed thereon. For holders of H shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited in person or by post not less than 24 hours before the time fixed for holding the AGM (i.e. on or before 9:30 a.m. on Thursday, 6 June 2024 in respect of the AGM) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or at any other adjourned meeting should you so wish.

\* *For identification purposes only*

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions have the following meanings:*

“A Shares(s)”	means ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each subscribed for and paid up in RMB, which is listed on the Main Board of the Shanghai Stock Exchange and traded in Renminbi
“AGM” or “Annual General Meeting”	means the 2023 annual general meeting of the Company to be held at 9:30 a.m. on Friday, 7 June 2024 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC
“Articles of Association”	means the articles of association of the Company, as amended from time to time
“Board of Directors” or “Board”	means the board of directors of the Company
“Board of Supervisors”	means the board of supervisors of the Company
“Company”	means China Suntien Green Energy Corporation Limited (新天綠色能源股份有限公司), a joint stock limited company incorporated on 9 February 2010 in the PRC with limited liability
“controlling shareholder”	has the same meaning ascribed to it under the Listing Rules
“Directors”	means directors of the Company
“General Mandate”	means the general mandate to be granted to the Board of Directors by the Shareholders to issue A Shares and H Shares representing no more than 20% of the respective total number of A Shares and H Shares of the Company in issue at the date of the passing of the relevant resolutions
“Group”	means the Company and its subsidiaries
“H Share(s)”	means overseas listed foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is listed on The Stock Exchange of Hong Kong Limited and traded in Hong Kong dollars

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## DEFINITIONS

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“HK\$”	means Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	means the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Directors”	means the independent non-executive Directors of the Company
“Latest Practicable Date”	means 13 May 2024, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing Rules”	means the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“PRC” or “China”	means the People’s Republic of China, excluding, for the purpose of this circular only, Hong Kong, Macau Special Administrative Region, and Taiwan region
“Report of the Board of Directors”	means the Company’s Work Report of the Board of Directors for 2023
“Report of the Board of Supervisors”	means the Company’s Work Report of the Board of Supervisors for 2023
“RMB”	means Renminbi, the lawful currency of the PRC
“SFO”	means the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Shares”	means shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the A Shares and H Shares
“Shareholders”	means holders of the Shares
“subsidiaries”	has the same meaning ascribed to it under the Listing Rules
“Supervisors”	means the supervisors of the Company

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## LETTER FROM THE BOARD OF DIRECTORS

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### **China Suntien Green Energy Corporation Limited\*** **新天綠色能源股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 00956)**

**Board of Directors:**

*Non-executive Directors:*

Dr. Cao Xin (*Chairman*)  
Dr. Li Lian Ping  
Mr. Qin Gang  
Mr. Wang Tao

*Executive Directors:*

Mr. Tan Jian Xin (*President*)  
Mr. Mei Chun Xiao

*Independent Non-executive Directors:*

Mr. Guo Ying Jun  
Mr. Chan Yik Pun  
Dr. Lin Tao

**Registered Office and Headquarters:**

9th Floor, Block A, Yuyuan Plaza  
No. 9 Yuhua West Road  
Shijiazhuang City, Hebei Province  
the PRC

**Principal place of business  
in Hong Kong:**

Suite 2103,  
Prudential Tower  
The Gateway, Harbour City  
Kowloon  
Hong Kong

16 May 2024

*To the Shareholders*

Dear Sirs and Madams,

### **2023 ANNUAL GENERAL MEETING**

#### **I. INTRODUCTION**

On behalf of the Board of Directors, I invite you to attend the AGM to be held at 9:30 a.m. on Friday, 7 June 2024 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC.

The purpose of this circular is to provide you with the notice of AGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM.

\* For identification purposes only

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## LETTER FROM THE BOARD OF DIRECTORS

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### II. BUSINESSES TO BE CONSIDERED AT THE AGM

Resolutions will be proposed at the AGM as special resolutions to approve the following:

- (1) resolution on amendments to the Articles of Association and change of legal representative
- (2) resolution on amendments to the Rules of Procedure of General Meetings of the Company
- (3) resolution on the authorization to the Board of Directors to exercise the General Mandate to issue Shares

Resolutions will be proposed at the AGM as ordinary resolutions to approve the following:

- (4) resolution on the registration of the issuance of perpetual medium-term notes with an aggregate amount of RMB3 billion by the Company
- (5) resolution on the report of the Board of Directors of the Company for 2023
- (6) resolution on the report of the Board of Supervisors of the Company for 2023
- (7) resolution on the financial report of the Company for 2023
- (8) resolution on the report of the final accounts of the Company for 2023
- (9) resolution on the 2023 profit distribution proposal of the Company
- (10) resolution on the 2023 annual report of the Company
- (11) resolution on the plan for distribution of dividends to Shareholders of the Company for the next three years (2024-2026)
- (12) resolution on the appointment of the audit institution of the Company for 2024

In order to enable you to have a better understanding of the resolutions to be proposed at the AGM and to make a decision with sufficient and necessary information, we have provided detailed information to the Shareholders in this circular.

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## LETTER FROM THE BOARD OF DIRECTORS

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### III. BUSINESSES OF THE AGM

#### 1. Resolution on amendments to the Articles of Association and change of legal representative

Reference is made to the announcement of the Company dated 25 April 2024 in relation to the proposed amendments to the Articles of Association. In view of the abolition of the Mandatory Provisions of the Articles of Association of Companies to be Listed Overseas (《到境外上市公司章程必備條款》) with effect from 31 March 2023 and the recent rule amendments to the Listing Rules in relation to the expansion of the paperless listing regime, the Company proposes to amend the Articles of Association. Upon the approval of the Articles of Association by the AGM becoming effective, the authorised representative of the Company will be changed from Dr. Cao Xin, the Chairman, to Mr. Tan Jian Xin, the President.

The comparison table of amendments to the Articles of Association is set out in Appendix I to this circular.

#### 2. Resolution on amendments to the Rules of Procedure of General Meetings of the Company

In view of the abolition of the Mandatory Provisions of the Articles of Association of Companies to be Listed Overseas with effect from 31 March 2023 and the recent rule amendments to the Listing Rules in relation to the expansion of the paperless listing regime, the Company proposes to amend the Rules of Procedure of General Meetings of the Company.

The comparison table of amendments to the Rules of Procedure of General Meetings of the Company is set out in Appendix II to this circular.

#### 3. Resolution on the authorization to the Board of Directors to exercise the General Mandate to issue Shares

At the 2022 annual general meeting held on 16 May 2023, the Board of Directors was granted the General Mandate to issue new Shares. The authorization, if not exercised before the AGM to be held on 7 June 2024, shall lapse upon the conclusion of the AGM.

In order to ensure flexibility and discretion for the Board of Directors to issue new Shares, the Company proposes to grant a new General Mandate to the Board of Directors by way of a resolution at the AGM to allot, issue or deal with additional A Shares and H Shares not exceeding 20% of the respective total number of A Shares and H Shares of the Company in issue as at the date of the passing of the resolution. As at the Latest Practicable Date, the Shares in issue of the Company comprised 2,348,088,677 A Shares and 1,839,004,396 H Shares. Subject to the passing of the resolution to approve the General Mandate and assuming that no additional Shares will

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## LETTER FROM THE BOARD OF DIRECTORS

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be issued before the AGM, the Company will be allowed to issue a maximum of 469,617,735 A Shares and 367,800,879 H Shares in accordance with the General Mandate.

The General Mandate shall be effective from the passing of the resolution until the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held in accordance with the Articles of Association or other relevant laws; (iii) the revocation or variation of the mandate granted under the above-mentioned resolution by a special resolution passed by the Shareholders of the Company at a general meeting. Any exercise of the power by the Board of Directors under the General Mandate shall comply with the relevant requirements of the Listing Rules, the Articles of Association and the relevant laws and regulations of the PRC. The Board currently has no plans to issue new Shares under the General Mandate.

#### **4. Resolution on the registration of the issuance of perpetual medium-term notes with an aggregate amount of RMB3 billion by the Company**

Reference is made to the announcement of the Company dated 25 April 2024 in relation to the proposed offering of perpetual medium-term notes. The Company plans to make a public offering of and to apply for the registration of the issuance of perpetual medium-term notes with an aggregate amount of RMB3 billion in the PRC (the “**Bonds Issuance**”) in order to further broaden financing channels, optimize debt structures and reduce financial expenses.

Details of the proposal for the Bonds Issuance are as follows:

**(1) Issuer**

China Suntien Green Energy Corporation Limited.

**(2) Size of offering**

The total registered amount of the Bonds is RMB3 billion. Subject to the market conditions and the actual capital requirements, the Bonds will be issued in one or multiple tranches during the validity term of the registration as and when appropriate.

**(3) Term of the Issuance**

The issuance shall have a basic term of not more than 5 years and can be set at 3+N or 5+N years, etc., which will be finally determined according to market conditions and investors’ preference. The Company shall be entitled to exercise a renewal option in respect of the Bonds at the end of each specified term. When the Company exercises the renewal option, the Bonds will be renewed for one additional term. In the event that no renewal option is exercised, the Bonds will become payable in full.



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## LETTER FROM THE BOARD OF DIRECTORS

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**(4) *Use of proceeds***

The proceeds are intended to be used for the replenishment of the working capital of the Company, repayment of debts, project investment and construction and other purposes approved by the National Association of Financial Market Institutional Investors.

**(5) *Offer price and interest rate***

The Bonds will be issued at par value with the final issuance interest rate determined based on the results of centralized book building.

**(6) *Target subscribers***

The national inter-bank bond market institutional investors (other than those prohibited by the national laws and regulations).

**(7) *Arrangement of Guarantees***

No guarantees for the Bonds Issuance.

**(8) *Validity period of the resolution***

Following the approval of the resolution regarding the offering of the Bonds at the general meeting of the Company, such resolution shall be effective and continue to be valid throughout the term of registration, issuance, and existence of the Bonds.

**5. Resolution on the report of the Board of Directors of the Company for 2023**

The full text of the Report of the Board of Directors for 2023 is set out in Appendix III to this circular.

**6. Resolution on the report of the Board of Supervisors of the Company for 2023**

The full text of the Report of the Board of Supervisors for 2023 is set out in Appendix IV to this circular.

**7. Resolution on the financial report of the Company for 2023**

The full text of the financial report of the Company for 2023 is set out in the section headed “Financial Report” in the 2023 annual report of the Company.

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## LETTER FROM THE BOARD OF DIRECTORS

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### **8. Resolution on the report of the final accounts of the Company for 2023**

A summary of the final accounts of the Company for 2023 prepared under the Chinese Accounting Standards for Business Enterprises is as follows:

#### *(1) Completion of production and operation of the Group*

In 2023, the Group had a wind power consolidated installed capacity of 6,293.75 MW, an installed capacity under management of 6,554.35 MW, as well as an attributable installed capacity of 5,878.71 MW. The Group had a photovoltaic consolidated installed capacity of 126.12 MW, an installed capacity under management of 296.12 MW, as well as an attributable installed capacity of 201.30 MW. In 2023, its wind power generation and photovoltaic power generation was 14,081 million kWh with 2,419 utilization hours and 173 million kWh with 1,376 utilization hours, respectively. In 2023, the Group recorded a natural gas transmission volume of 5,114 million cubic meters and a sales volume of 4,503 million cubic meters.

#### *(2) Scope of consolidation for the overall financial position (consolidated statements) of Suntien*

Based on the Chinese Accounting Standards for Business Enterprises, as at the end of the year, the Company's consolidated total assets amounted to RMB79,017 million and total liabilities amounted to RMB52,276 million. The gearing ratio was 66.16% and net assets amounted to RMB26,741 million. Current liabilities amounted to RMB18,693 million and non-current liabilities amounted to RMB33,583 million. Total Shareholders' equity amounted to RMB26,741 million, of which equity attributable to owners of parent company amounted to RMB21,877 million and minority interests amounted to RMB4,864 million. Comparing the indicators in the Consolidated Income Statement with those of last year, the Company recorded operating revenue of RMB20,282 million, representing an increase of 9.27% as compared with last year; profit before tax of RMB3,368 million, representing an increase of 2.22% as compared with last year; and net profit attributable to Shareholders of the Company of RMB2,207 million, representing a decrease of 3.71% as compared with last year.

## LETTER FROM THE BOARD OF DIRECTORS

### (3) Use of proceeds

In order to enhance the profitability and sustainable development capabilities, lower debt-to-asset ratio and enhance risk resistance capacity, the Company commenced a non-public offering of A shares in 2021, which was completed on 6 January 2022. The Company's use of proceeds from the above offering was as follows:

*Unit: RMB Yuan*

No.	Items	Proceeds to be invested	Actual use of proceeds during the Reporting Period <sup>(1)</sup>	Unutilised net proceeds as at 31 December 2023 <sup>(1)</sup>	Expected timetable
1	Tangshan LNG Project (Phase I and Phase II)	2,397,971,114.80	706,203,002.24	281,309,101.48	By the end of 2027
2	Tangshan LNG Terminal Outbound Pipelines Project (Caofeidian-Baodi section)	699,029,487.22	355,504,800.79	143,615,353.14	2024
3	Tangshan LNG Terminal Outbound Pipelines Project (Baodi-Yongqing section)	236,797,375.06	59,721,069.74	922,706.63	2024
4	Replenishment of working capital and repayment of bank loans	1,211,257,206.39	872,000.00	25,228.02	2024
	<b>Total</b>	<b><u>4,545,055,183.47</u></b>	<b><u>1,122,300,872.77</u></b>	<b><u>425,872,389.27</u></b>	-

Notes: (1) The amounts set out in these columns are the proceeds and the accrued bank interest (including wealth management gain) generated therefrom. The related bank interest was also applied to the corresponding use of the proceeds in accordance with the regulations.

(2) As at 31 December 2023, interest income (including gain on wealth management) accrued on the proceeds amounted to RMB68.9309 million.

### 9. Resolution on the 2023 annual report of the Company

In accordance with the relevant requirements of laws and regulations, the Listing Rules and the Articles of Association, the 2023 annual report has been published on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)), the website of the HKEXnews of the Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the website of the Company (<http://www.suntien.com>) on 15 April 2024.

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## LETTER FROM THE BOARD OF DIRECTORS

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### **10. Resolution on the 2023 profit distribution proposal of the Company**

In 2023, the Company's net profit attributable to shareholders of the parent company was RMB2,207,473,530.19 as presented in the audited consolidated statements. The Company proposes to distribute a cash dividend of RMB2.14 (tax inclusive) for every 10 shares, and based on the total number of issued shares of the Company on the convention date of the Board meeting (i.e. 26 March 2024) at which the 2023 profit distribution proposal was approved, being 4,187,093,073 shares, the total cash dividend will amount to RMB896,037,917.62 (tax inclusive). The balance of the undistributed profits of the Company will be carried forward to the next year. The total cash dividend proposed in the plan accounts for 40.59% of the net profit attributable to shareholders of parent company in the Company's consolidated statements for 2023. Should there be any change to the total share capital of the Company after the date of the aforementioned Board meeting before the date of equity registration for the implementation of the interest distribution, the Company will keep the distribution amount per share unchanged and make corresponding adjustment to the total distribution amount.

Since the convention date of the aforementioned Board meeting and up to the Latest Practicable Date, the Company granted 18.6 million shares to the incentive scheme participants under the 2023 A-Share Restricted Share Incentive Scheme, and the registration procedure for the grant is being processing, which is expected to be completed before the date of the AGM. Upon completion of the registration of the incentive shares by the Participants at the Shanghai Branch of China Securities Depository and Clearing Co., Ltd., the total share capital of the Company which is entitled to participate in the profit distribution will be increased from 4,187,093,073 shares to 4,205,693,073 shares, and the total cash dividend for profit distribution for 2023 will be adjusted from RMB896,037,917.62 (tax inclusive) to RMB900,018,317.62 (tax inclusive), accounting for 40.77% of the net profit attributable to shareholders of parent company in the Company's consolidated statements for 2023.

Subject to the approval of the above profit distribution proposal by the Shareholders at the AGM, the Company will make further announcement on the dividend payment arrangement in a timely manner in accordance with the relevant regulations of the place where the Shares are listed.

### **11. Resolution on the plan for distribution of dividends to Shareholders of the Company for the next three years (2024-2026)**

The Company has always attached importance to reasonable investment returns to investors and has maintained the continuity and stability of its profit distribution policy. To this end, in accordance with the relevant provisions of the Notice on Further Implementation of Matters Relevant to the Cash Dividend Distribution of Listed Companies and the Regulatory Guidelines for Listed Companies No. 3 – Distribution of Cash Dividends of Listed Companies (2023 Revision), the Company formulated the Plan for Distribution of Dividends to Shareholders for the Next Three Years (2024-2026).

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## LETTER FROM THE BOARD OF DIRECTORS

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The details of the resolution on the plan for distribution of dividends to Shareholders for the next three years (2024-2026) are set out in Appendix V to this circular.

### **12. Resolution on the appointment of the audit institution of the Company for 2024**

The Company proposes to re-appoint Ernst & Young Hua Ming LLP as the auditor of the Company for 2024 for a term until the conclusion of the 2024 annual general meeting. The financial statement audit fee for 2024 is RMB2.5 million in total (tax inclusive).

The Company proposes to appoint Ernst & Young Hua Ming LLP as the internal control auditor of the Company for 2024 for a term until the conclusion of the 2024 annual general meeting. The internal control audit fee for 2024 is RMB0.75 million in total (tax inclusive).

### **13. The duty reports of independent directors**

According to the Articles of Association, independent Directors are required to issue a report on their work at the annual general meeting of the Company. The reports will be submitted to the Shareholders for consideration, but no Shareholders' approval is required. The duty reports of the independent directors of the Company are set out in Appendix VI to this circular for the information of the Shareholders.

## **IV. AGM**

The Company will convene the AGM on Friday, 7 June 2024 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC. A notice convening the AGM is set out on pages AGM-1 to AGM-4 of this circular.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the form of proxy in accordance with the instructions printed thereon. Holders of H Shares shall return the form of proxy to Computershare Hong Kong Investor Services Limited in person or by post not less than 24 hours before the time fixed for holding the AGM (i.e. on or before 9:30 a.m. on Thursday, 6 June 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or at any other adjourned meeting should you so wish.

Arrangements for holders of A Shares to attend the AGM will be separately announced by the Company on the website of the Shanghai Stock Exchange as and when appropriate.

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## LETTER FROM THE BOARD OF DIRECTORS

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### V. VOTING BY POLL

According to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. Accordingly, the Chairman of the AGM will exercise his power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the AGM.

### VI. RECOMMENDATIONS

The Board considers that all the resolutions proposed at the AGM are in the interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of those resolutions to be proposed at the AGM.

Yours faithfully,  
**Cao Xin**  
*Chairman*

Articles before amendment	Articles after amendment
Article 5 The chairman of the Company is the legal representative of the Company.	Article 5 The <b>president</b> of the Company is the legal representative of the Company.
<p>Article 57 When convening an annual general meeting, written notification shall be made to the shareholders registered in the shareholders register twenty (20) days (or (when convening an extraordinary general meeting, then) fifteen (15) days) before the convening of the meeting of those matters to be discussed at the meeting and the date and location of the meeting. Where laws, administrative regulations, departmental rules, regulatory documents and the relevant stock exchange or the regulatory authority of the place where the Company's shares are listed stipulate otherwise on the notice period of annual general meeting and/or extraordinary general meeting, such provisions shall prevail.</p> <p>The date of meeting shall not be included in the calculation of the period for issuing such notice.</p> <p><del>In relation to the issuance of the notice under this provision, the date of dispatch of notice represents the date that the Company or the share registrar as appointed by the Company delivers the relevant notice at the post office for posting (for holders of H shares) or the date on which the Company issue an official notice of the meeting (for holders of domestic shares).</del></p>	<p>Article 57 When convening an annual general meeting, written notification shall be made to the shareholders registered in the shareholders register twenty (20) days (or (when convening an extraordinary general meeting, then) fifteen (15) days) before the convening of the meeting of those matters to be discussed at the meeting and the date and location of the meeting. Where laws, administrative regulations, departmental rules, regulatory documents and the relevant stock exchange or the regulatory authority of the place where the Company's shares are listed stipulate otherwise on the notice period of annual general meeting and/or extraordinary general meeting, such provisions shall prevail.</p> <p>The date of meeting shall not be included in the calculation of the period for issuing such notice.</p>

Articles before amendment	Articles after amendment
<p><del>Article 62 The notice of a general meeting shall be delivered to the shareholders (whether or not such shareholders are entitled to vote at the meeting) by hand or by prepaid mail; the recipient's address shall be the address as shown in the register of shareholders of the Company. For the holders of domestic shares, the notice of the meeting may also be given by way of public announcement.</del></p> <p><del>The aforesaid public announcement shall, before the convening of the meeting, be published in the website of the stock exchange where the Company's shares are listed and the media in compliance with the conditions stipulated by the CSRC. Once a public announcement has been made, this shall be regarded as notice received by all holders of domestic shares.</del></p> <p><del>Subject to laws, administrative regulations, regulatory documents and the relevant rules of the securities regulatory authority of the place where the shares of the Company are listed and the fulfilment of the necessary procedures under the relevant rules, for the shareholders of foreign invested shares listed overseas, the Company may also issue a notice of the shareholders' meeting by publishing an announcement on the website of the Company and the website designated by the Hong Kong Stock Exchange or other means permitted under the Hong Kong Listing Rules and the Articles of Association, in lieu of sending notices to the shareholders of foreign invested shares listed overseas by personal delivery or prepaid mail.</del></p>	<p>Article 62 Unless otherwise provided in the Articles of Association of the Company, the notice of a general meeting shall be delivered to the shareholders (whether or not such shareholders are entitled to vote at the meeting) by means of an announcement, by mail, or by such means as may be permitted by the relevant stock exchange or regulatory authorities in the place where the Company's shares are listed.</p> <p>The aforesaid public announcement shall, pursuant to the notice period requirement under these Articles of Association, be published in the media that comply with the conditions stipulated by the CSRC and on the websites of the relevant stock exchanges where the shares of the Company are listed as well as on the website of the Company.</p>



Articles before amendment	Articles after amendment
<p>Article 184 <del>The Company shall make its financial report available for inspection by the shareholders of the Company twenty (20) days before the convening of its annual general meeting. Every shareholder of the Company shall have the right to obtain the financial reports as mentioned in this Chapter.</del></p> <p><del>A copy of either the financial report, accompanied by the balance sheet (including every document required by law to be annexed thereto) and profit and loss account or income and expenditure account, or the summary financial report shall, at least 21 days before the date of the annual general meeting, be delivered or sent by post to the registered address of every shareholder.</del></p>	<p>Deletion</p>
<p>Article 229 <del>If sent or delivered by mail, the corporate communication shall be put into a clearly addressed and postage-prepaid envelope and such corporate communication is deemed to be delivered or sent 48 hours after the envelope is put into post box.</del></p> <p><del>The corporate communication sent to shareholders of domestic shares by the Company shall be announced in one or more media designated by the securities authority of the State Council, and once the announcement is published, such corporate communication shall be deemed to be received by all shareholders of the domestic shares.</del></p>	<p>Article 228 Subject to the requirements of laws, administrative regulations and the listing rules of the stock exchanges of the place where the shares of the Company are listed, a notice of the Company shall be delivered:</p> <ul style="list-style-type: none"> <li>(I) by hand;</li> <li>(II) by mail;</li> <li>(III) by way of public announcement on the websites of stock exchanges where the shares are listed and of the Company;</li> <li>(IV) by mean of facsimile or email;</li> <li>(V) other means recognised by the relevant stock exchanges or regulatory authorities where the shares of the Company are listed or as provided for in these Articles of Association.</li> </ul> <p>If a notice is given by the Company by means of public announcement, once such public announcement has been made, this shall be deemed as notice received by all relevant persons.</p>

Articles before amendment	Articles after amendment
<p>Article 230 <del>Even the preceding text clear provides requirements to provides and/or distributed written form of company communications to shareholders, However,</del> in relation to the way the Company to provides and/or distributes company communications to the shareholders in accordance with the Hong Kong Listing Rules requirements, <b>provided that either written or implied agreement has been received from shareholders</b> in accordance with the related laws and regulations and the requirements of the Hong Kong listing rules as amended from time to time, the Company <b>is entitled to</b> use electronic way or the website of the Company to publish the communications information of the Company to the shareholders of the Company. Corporate communications include, but are not limited to: circulars, annual reports, interim report, quarterly results, notice of general meeting, as well as other types of corporate information as listed in the Hong Kong Listing Rules.</p>	<p><b>Article 229</b> In relation to the way the Company provides and/or distributes <b>corporate</b> communications to the shareholders in accordance with the Hong Kong Listing Rules requirements, <b>the Company may</b>, in accordance with the related laws and regulations and the requirements of the Hong Kong listing rules as amended from time to time, <b>send or provide corporate communications to the shareholders of the Company by electronic means or by way of announcement on the websites of the Hong Kong Stock Exchange and/or the Company.</b> Corporate communications include, but are not limited to: circulars, annual report, interim report, quarterly results, notice of general meeting, as well as other types of corporate <b>communications</b> as listed in the Hong Kong Listing Rules.</p>

*Note:* Due to the amendments to several articles in the Article of Association, the numbering of articles shall be adjusted accordingly. The cross-references to the numbering of articles in the Article of Association shall also be amended accordingly. The changes in the numbering of articles and chapters as a result of the above amendments to the Articles of Association are not shown separately. Other than the above amendments, the contents of the other provisions of the Articles of Association remain unchanged.

**APPENDIX II                      COMPARISON TABLE OF AMENDMENTS TO THE  
RULES OF PROCEDURE OF GENERAL MEETINGS**

Articles before amendment	Articles after amendment
<p><del>Article 22 Notice of a general meeting shall be served on the shareholders (whether or not entitled to vote at the meeting) by personal delivery or prepaid mail to the address of the shareholders as shown in the register of shareholders. For holders of domestic shares, notices of general meeting may be given by way of announcement.</del></p> <p><del>The announcement referred to in the preceding paragraph shall be published on the website of the stock exchange where the Company's shares are listed and the media that meet the conditions stipulated by the China Securities Regulatory Commission before the meeting; after the publication of announcement, all holders of domestic shares shall be deemed to have received the notice of the relevant general meeting.</del></p> <p><del>Subject to laws, administrative regulations, regulatory documents and the relevant rules of the securities regulatory authority of the place where the shares of the Company are listed and the fulfilment of the necessary procedures under the relevant rules, for the shareholders of foreign invested shares listed overseas, the Company may also issue a notice of the general meeting by publishing an announcement on the website of the Company and the website designated by the Hong Kong Stock Exchange or other means permitted under the Hong Kong Listing Rules and these Rules, in lieu of sending notices to the shareholders of foreign invested shares listed overseas by personal delivery or prepaid mail.</del></p>	<p><b>Article 22 Unless otherwise provided in the Articles of Association of the Company, the notice of a general meeting shall be delivered to the shareholders (whether or not such shareholders are entitled to vote at the meeting) by means of an announcement, by mail, or by such means as may be permitted by the relevant stock exchange or regulatory authorities in the place where the Company's shares are listed.</b></p> <p><b>The aforesaid public announcement shall, pursuant to the notice period requirement under the Articles of Association, be published in the media that comply with the conditions stipulated by the CSRC and on the websites of the relevant stock exchanges where the shares of the Company are listed as well as on the website of the Company.</b></p>

**APPENDIX II                      COMPARISON TABLE OF AMENDMENTS TO THE  
RULES OF PROCEDURE OF GENERAL MEETINGS**

Articles before amendment	Articles after amendment
<p><del>The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the meeting and the resolutions passed at the meeting.</del></p>	
<p>Article 26 Where the Company convenes a general meeting, the board of directors or the convener of the general meeting shall determine a date for ascertainment of the shareholding (the record date). Upon the close of such date (the record date), the shareholders who remain on the register shall be deemed as the shareholders of the Company. The interval between the record date and the meeting date shall not exceed 7 working days. Once the record date is confirmed, no change shall be made.</p> <p><del>No registrations shall be modified within 20 days preceding the convening of a general meeting or within 5 days prior to the benchmark date for dividend distribution by the Company.</del></p>	<p>Article 26 Where the Company convenes a general meeting, the board of directors or the convener of the general meeting shall determine a date for ascertainment of the shareholding (the record date). Upon the close of such date (the record date), the shareholders who remain on the register shall be deemed as the shareholders of the Company. The interval between the record date and the meeting date shall not exceed 7 working days. Once the record date is confirmed, no change shall be made.</p> <p><b>Where laws, administrative regulations, departmental rules, regulatory documents, and relevant stock exchange or the regulatory authority of the place where the Company's shares are listed stipulate on the period of closure of the register of members prior to the convening of a general meeting or the benchmark date of the Company for determination of dividend distribution, such provisions shall prevail.</b></p>

**China Suntien Green Energy Corporation Limited**  
**Work Report of the Board of Directors for 2023**

In 2023, in accordance with the requirements of the Company Law, Securities Law and other laws and regulations, regulatory documents, the Articles of Association and other rules of China Suntien Green Energy Corporation Limited (the “Company”), we earnestly performed the duties of the Board of Directors conferred by the general meeting, effectively facilitated the implementation of the resolutions passed at general meetings, promoted the standardized operation of the Company to ensure its scientific decision-making and promote the improvement in its corporate governance standard and the carrying out of various businesses. The work of the Board of Directors during the year is hereby reported as follows:

**I. OPERATIONAL PERFORMANCE OF THE COMPANY IN 2023**

The year 2023 is the first year to fully implement the spirit of the 20th CPC National Congress. Under the leadership of the Board of Directors, the management of the Company led all cadres and staff in anchoring strategic objectives for the 14th Five-Year Plan period, implementing fine management philosophy, and ensuring stability and improvement with a pragmatic work style and solid work attitude.

As at the end of 2023, the Company recorded total consolidated assets of RMB79.017 billion. In 2023, the Company recorded operating revenue of RMB20.282 billion, total profit of RMB3.368 billion and net profit of RMB2.734 billion, of which net profit attributable to shareholders of the parent company amounted to RMB2.207 billion.

**II. BASIC INFORMATION AND WORK OF THE BOARD OF DIRECTORS**

**(I) Composition and changes of the Board of Directors**

The Board of the Company comprises of 9 Directors, including 4 non-executive Directors, 2 executive Directors and 3 independent non-executive Directors. During the reporting period, Wu Hui Jiang, a non-executive director of the Company, resigned and Wang Tao was elected as a non-executive director.

**(II) Meetings of the Board of Directors**

In 2023, the Company's Board of Directors held 15 meetings, and convened one annual general meeting and three extraordinary general meetings. A number of resolutions were considered, including regular reports, final accounts for the year, profit distribution, connected transactions, issuance of GDRs, management of proceeds, and appointment of senior management. The procedures for convening and holding of all meetings, qualifications of attendants, qualifications of conveners and the voting procedures complied with the requirements of the laws, regulations and the Articles of Association, and the resolutions passed were legal and valid. During the reporting period, the Board of Directors strictly followed the requirements of the Company Law and Articles of Association and earnestly implemented the resolutions passed at the meetings. The details are as follows:

<b>Session</b>	<b>Date of meeting</b>	<b>Resolutions</b>
Ninth extraordinary meeting of the fifth session of the Board of Directors	5 January 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"> <li>1. Resolution on the Issuance and Listing of GDRs on the SIX Swiss Exchange</li> <li>2. Resolution on the Plan to Issue and List GDRs on the SIX Swiss Exchange</li> <li>3. Resolution on the Report on the Use of the Previously-Raised Proceeds of the Company</li> <li>4. Resolution on the Plan for the Use of Proceeds from the Issuance of GDRs</li> <li>5. Resolution on the Authorizations to the Board and the Authorized Person(s) of the Board to Exercise Full Power to Deal with Matters Relating to the Issuance and Listing of GDRs on the SIX Swiss Exchange</li> <li>6. Resolution on the Validity Period of the Resolution in Respect of Issuance and Listing of GDRs on the SIX Swiss Exchange</li> <li>7. Resolution on Accumulated Profit Distribution Plan before Issuance and Listing of GDRs on the SIX Swiss Exchange</li> </ol>

Session	Date of meeting	Resolutions
		8. Resolution on Amendments to the Articles of Association Applicable upon Listing of GDRs of the Company  9. Resolution on Amendments to the Rules of Procedure of the General Meetings Applicable upon Listing of GDRs of the Company  10. Resolution on Amendments to the Rules of Procedure of the Board of Directors Applicable upon Listing of GDRs of the Company  11. Resolution on Formulation of Regulations for Confidentiality and Document Administration Relating to the Offshore Issuance and Listing of Securities of China Suntien Green Energy Corporation Limited  12. Resolution on Convening the 2023 First Extraordinary General Meeting of the Company
Tenth extraordinary meeting of the fifth session of the Board of Directors	11 January 2023	The Resolution on Depositing the Proceeds by Way of Agreed Deposit was considered and approved
Eleventh extraordinary meeting of the fifth session of the Board of Directors	7 March 2023	The following resolutions were considered and approved:  1. Resolution on Change of Vice President of the Company  2. Resolution on the Tenure System and Contractual Management of the Company's Management  3. Resolution on Signing of a Contract on Use of the LNG Terminal between HECIC New-energy Supply Chain Management Co., Ltd. and Caofeidian Suntien Liquefied Natural Gas Co., Ltd.

Session	Date of meeting	Resolutions
Fourth meeting of the fifth session of the Board of Directors	23 March 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"><li data-bbox="767 412 1294 480">1. Resolution on the 2022 Work Report of the Board of Directors of the Company</li><li data-bbox="767 519 1329 587">2. Resolution on the 2022 Performance Report of the Audit Committee of the Company</li><li data-bbox="767 625 1294 693">3. Resolution on the 2022 Work Report of the Independent Directors of the Company</li><li data-bbox="767 732 1294 800">4. Resolution on the 2022 Work Report of the President of the Company</li><li data-bbox="767 838 1294 906">5. Resolution on the 2022 Operation Activities Analysis Report of the Company</li><li data-bbox="767 944 1337 1012">6. Resolution on the 2022 Internal Audit and Risk Management Work Report of the Company</li><li data-bbox="767 1051 1337 1119">7. Resolution on the 2022 Financial Report of the Company</li><li data-bbox="767 1157 1294 1225">8. Resolution on the Report on the 2022 Final Accounts of the Company</li><li data-bbox="767 1264 1342 1332">9. Resolution on the Description of the Operations and Financing of the Company for 2023</li><li data-bbox="767 1370 1342 1481">10. Resolution on the Provision for Impairment and Recognition of Asset Losses of the Company for 2022</li></ol>



Session	Date of meeting	Resolutions
		<ol style="list-style-type: none"><li data-bbox="770 304 1281 368">11. Resolution on the 2022 Profit Distribution Proposal of the Company</li><li data-bbox="770 410 1337 474">12. Resolution on the Placement and Actual Use of the Proceeds of the Company for 2022</li><li data-bbox="770 517 1342 623">13. Resolution on the Authorization to the Board of Directors to Exercise the General Mandate to Issue Shares</li><li data-bbox="770 666 1347 772">14. Resolution on the 2022 Annual Report Summary and Report, Result Announcement, Corporate Social Responsibility Report and ESG Report</li><li data-bbox="770 815 1331 921">15. Resolution on the Continuous Risk Assessment Report (2022) of Hebei Construction &amp; Investment Group Finance Co., Ltd.</li><li data-bbox="770 963 1326 1027">16. Resolution on the Internal Control Assessment Report of the Company for 2022</li><li data-bbox="770 1070 1299 1134">17. Resolution on the Appointment of the Audit Institution for the Company for 2023</li><li data-bbox="770 1176 1347 1347">18. Resolution on Formulation of Regulations for Confidentiality and Document Administration Relating to the Offshore Issuance and Listing of Securities of China Suntien Green Energy Corporation Limited</li></ol>

Session	Date of meeting	Resolutions
Twelfth extraordinary meeting of the fifth session of the Board of Directors	19 April 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"> <li>1. Resolution on the Nomination of Non-executive Directors for the Fifth Session of the Board of Directors of the Company</li> <li>2. Resolution on the Use of Part of the Idle Proceeds for Cash Management</li> <li>3. Resolution on the Use of Part of the Idle Proceeds for Temporary Replenishment of Working Capital</li> <li>4. Resolution on Convening the 2022 Annual General Meeting</li> </ol>
Thirteenth extraordinary meeting of the fifth session of the Board of Directors	28 April 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"> <li>1. Resolution on the 2023 First Quarterly Report of the Company</li> <li>2. Resolution on Reviewing the 2023 Risk Assessment Report and Comprehensive Risk Management Report</li> </ol>
Fourteenth extraordinary meeting of the fifth session of the Board of Directors	16 May 2023	The Resolution on Change of Members of the Strategic and Investment Committee of the Fifth Session of the Board of Directors was considered and approved
Fifteenth extraordinary meeting of the fifth session of the Board of Directors	14 June 2023	The Resolution on Signing of a Contract on the Purchase and Sale of Liquefied Natural Gas between HECIC New-energy Supply Chain Management Co., Ltd. and Caofeidian Suntien Liquefied Natural Gas Co., Ltd. was considered and approved

Session	Date of meeting	Resolutions
Fifth meeting of the fifth session of the Board of Directors	30 June 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"><li data-bbox="770 414 1316 517">1. Resolution on Reviewing of the 2023 First Quarterly Production and Operation Activities Analysis of the Company</li><li data-bbox="770 559 1337 729">2. Resolution on Entering into of a Supplementary Agreement to the Contract on Use of the LNG Terminal between HECIC New-energy Supply Chain Management Co., Ltd. and Caofeidian Suntien Liquefied Natural Gas Co., Ltd.</li><li data-bbox="770 772 1321 942">3. Resolution on Entering into of a Cooperation Agreement on Use of the LNG Terminal between HECIC New-energy Supply Chain Management Co., Ltd. and Caofeidian Suntien Liquefied Natural Gas Co., Ltd.</li><li data-bbox="770 985 1321 1087">4. Resolution on Engaging Gram Capital Limited as Independent Financial Adviser of the Company</li><li data-bbox="770 1129 1281 1193">5. Resolution on Convening the 2023 Second Extraordinary General Meeting</li></ol>

Session	Date of meeting	Resolutions
Sixth meeting of the fifth session of the Board of Directors	29 August 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"><li data-bbox="767 412 1342 480">1. Resolution on the 2023 Interim Work Report of the President of the Company</li><li data-bbox="767 519 1294 625">2. Resolution on Analysis of the 2023 Interim Production and Operation Activities of the Company</li><li data-bbox="767 663 1337 732">3. Resolution on the Placement and Actual Use of the Proceeds for First Half of 2023</li><li data-bbox="767 770 1331 915">4. Resolution on Reviewing Interim Results Announcement and Interim Report and Semi-annual Report Summary and Report as at 30 June 2023</li><li data-bbox="767 953 1331 1059">5. Resolution on the Continuous Risk Assessment Report (Mid-2023) of Hebei Construction &amp; Investment Group Finance Co., Ltd.</li><li data-bbox="767 1098 1342 1272">6. Resolution on Signing of a Natural Gas Pipeline Service Contract between HECIC New-energy Supply Chain Management Co., Ltd. and Caofeidian Suntien Liquefied Natural Gas Co., Ltd.</li></ol>

Session	Date of meeting	Resolutions
Sixteenth extraordinary meeting of the fifth session of the Board of Directors	20 October 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"> <li>1. Resolution on the Renewal of Financial Service Framework Agreement between the Company and Hebei Construction &amp; Investment Group Finance Co., Ltd.</li> <li>2. Resolution on the Renewal of an Asset Financing Service Framework Agreement between the Company and Huihai Financial Leasing Co., Ltd.</li> <li>3. Resolution on Engaging Gram Capital Limited as Independent Financial Adviser of the Company</li> <li>4. Resolution on the Risk Assessment Report of Hebei Construction &amp; Investment Group Finance Co., Ltd.</li> <li>5. Resolution on Entrustment of Management of Assets and Related Party Transactions of the Company</li> <li>6. Resolution on Convening the 2023 Third Extraordinary General Meeting of the Company</li> </ol>
Seventeenth extraordinary meeting of the fifth session of the Board of Directors	27 October 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"> <li>1. Resolution on Reviewing the 2023 Third Quarterly Report of the Company</li> <li>2. Resolution on the 2022 Assessment Results and Remuneration Payment Plan for the Company's Managers</li> </ol>

Session	Date of meeting	Resolutions
Eighteenth extraordinary meeting of the fifth session of the Board of Directors	3 November 2023	The following resolutions were considered and approved:  1. Resolution on Amendments to the Articles of Association  2. Resolution on Amendments to the Rules of Procedure of the General Meetings  3. Resolution on Amendments to the Rules of Procedure of the Board of Directors  4. Resolution on Amendments to the Working Rules for Independent Directors
Nineteenth extraordinary meeting of the fifth session of the Board of Directors	24 November 2023	The Resolution on Entering into of a Natural Gas Service Framework Agreement between the Company and Hebei Gas Co., Ltd. and Caofeidian Suntien Liquefied Natural Gas Co., Ltd. was considered and approved

Session	Date of meeting	Resolutions
Seventh meeting of the fifth session of the Board of Directors	28 December 2023	<p>The following resolutions were considered and approved:</p> <ol style="list-style-type: none"> <li>1. Resolution on the 2023 Restricted A Share Incentive Scheme (Draft) of China Suntien Green Energy Corporation Limited and its Summary</li> <li>2. Resolution on Administrative Measures for the 2023 Restricted A Share Incentive Scheme of China Suntien Green Energy Corporation Limited</li> <li>3. Resolution on Administrative Measures for Appraisal for the Implementation of Appraisal for the 2023 Restricted A Share Incentive Scheme of China Suntien Green Energy Corporation Limited</li> <li>4. Resolution on the Authorization to the Board and its Delegated Persons by the General Meeting to Exercise Full Power to Deal with Matters Relating to the 2023 Restricted A Share Incentive Scheme</li> <li>5. Resolution on the Nomination of Executive Directors for the Fifth Session of the Board of Directors of the Company</li> <li>6. Resolution on the Nomination of Independent Non-executive Directors for the Fifth Session of the Board of Directors of the Company</li> <li>7. Resolution on the First Extraordinary General Meeting for 2024, the First A Share Class Meeting for 2024, and the First H Share Class Meeting for 2024</li> <li>8. Resolution on Reviewing of the 2023 Third Quarterly Production and Operation Activities Analysis of the Company</li> </ol>

**(III) General Meetings**

In 2023, the Board of Directors of the Company held 1 annual general meeting and 3 extraordinary general meetings. A number of resolutions were considered, including the annual report, profit distribution, issuance of GDRs, adjustment of directors, entering into a new Financial Service Framework Agreement, entering into a new Asset Financing Services Framework Agreement, and entrustment of management of assets. The procedures for convening and holding of all meetings, qualifications of attendants, qualifications of conveners and the voting procedures complied with the requirements of the laws, regulations and the Articles of Association, and the resolutions passed were legal and valid. During the reporting period, the Board of Directors strictly implemented the resolutions passed at the meetings.

**(IV) Performance of duties of dedicated committees under the Board of Directors**

In 2023, the Audit Committee, the Remuneration and Appraisal Committee, the Nomination Committee and the Strategic and Investment Committee under the Board of Directors conscientiously performed their duties and convened meetings of various committees according to their respective duties and authorities and the relevant requirements of the rules of the Company, gave professional opinions and suggestions on the scientific decision-making of the Board of Directors, and played a positive role in promoting the development of the Company. During the reporting period, the Audit Committee held six meetings; the Remuneration and Appraisal Committee held two meetings; the Nomination Committee held three meetings.

**(V) Performance of duties of Directors**

All Directors of the Company conscientiously and diligently performed their duties by attending all the meetings on time, understanding and reviewing the resolutions and relevant materials for the meetings, gave advice and suggestions on the operation and development of the Company, and carefully voted on the resolutions at the meetings. Their decisions were made based on the interests and demands of minority shareholders. The scientific decision-making of the Board of Directors was actually improved in this way. In addition, they earnestly implemented the resolutions passed by the Board of Directors and general meetings to promote the Company to carry out work in a smooth and orderly manner.

Independent directors of the Company independently performed their duties and actively participated in the decision-making of major issues of the Company in compliance with the requirements of laws and regulations including the Company Law, the Securities Law, the Articles of Association and the Independent Directors Working System. During the reporting period, all independent directors attended meetings on time, strictly reviewed the resolutions and made independent, objective and fair judgment for the resolutions, gave full play to the important role of independent directors, provided effective support for the scientific decision-making of the Board of Directors, and effectively safeguarded the legitimate interests of the Company and its shareholders.



During the reporting period, no objections were raised by any Director of the Company to the resolutions and other relevant matters considered by the Board of Directors.

**(VI) Risk management and internal controls**

In 2023, the Company continued to focus on its strategic deployment and adhered to its established objectives and principles for operation to steadily and orderly implement various risk management initiatives. The Company mainly carried out the annual risk assessment, the material risk warning and the response to material risks for its risk management. Based on the actual risk management, the preparation of the Annual Risk Assessment Report was completed. The material risk warning indicators for the systems of the Company were updated and improved, the monitoring and control of material risk warning indicators was completed on a quarterly basis, and the Material Risk Warning Indicators Monitor and Control Report was prepared and completed.

Based on the risk response strategy formulated at the beginning of the year and taking into account the risk warnings this year, practical and feasible risk response measures were stipulated, and corresponding risk prevention work was carried out on a quarterly basis, to implement the established mitigation measures for risks and hidden dangers, thereby keeping the risks and hidden dangers which may have an impact on the operation of the Company under control. Currently, relevant risks of the Company are generally manageable.

**(VII) Investor relations management**

The Company believes that effective communication with shareholders is essential for enhancing investor relations and investors' understanding on the business and strategy of the Company. The Company highly appreciates shareholders' opinions and advice, and actively organises various investor relations activities to maintain its communication with shareholders and to meet the reasonable demands of shareholders in a timely manner. The Company publishes annual reports, interim reports, main monthly/quarterly operating data, and other latest information to ensure that its shareholders can keep abreast of the Company's operational position. The Company has also organized on-site-visits to facilitate shareholders' understanding on business operations, as well as offline or online occasions such as roadshows on results and meetings with shareholders and summits to report on the Company's latest operational position.

### III. MAIN WORK PLANS FOR FUTURE DEVELOPMENT

#### (I) Following the strategy of “based in Hebei, presence nationwide” and continuing to intensify the development of new energy

The Company will continue to promote the setup of wind and photovoltaic projects inside and outside of Hebei Province in accordance with the idea of scaling up regional development, and actively promote the integrated development of multiple energy sources.

In terms of onshore wind power, the Company will continue to follow the strategy of “based in Hebei and presence nationwide”, to develop large-scale wind and photovoltaic power bases with the focus on sandy desert, Gobi and desert, and plan to advance a number of pilot decentralized wind power projects in resource-rich and power-load areas, further strive for new resource reserves, closely follow up integrated energy hub projects in Hebei Province, push forward the implementation of existing reserve projects, and the technological transformation and upgrading of existing old wind farms. Outside Hebei Province, the Company will further expand its projects based on the projects already in operation as well as existing and planned outbound transmission channels. At the same time, the Company will increase the intensity of onshore wind power resources reserves and development, vigorously implement the platform strategy, innovate in the cooperation model, seek the transformation of the reserve resources, and make use of its resources and project experience to develop cross-provincial cooperation. In addition, the Company plans to promote the development of projects covering sections including source, grid, load and storage and multi-energy complementary projects, and maximize synergies between its two main businesses, namely new energy and natural gas, so as to achieve “dual peak shaving” effects on the power grid and gas network. Plans were mapped out for industry chain extension demonstration projects, including wind-to-hydrogen, wind-to-ammonia, wind, light and hydrogen storage integration projects.

As for offshore wind power, the Company will leverage its offshore wind power projects, such as the Puti Island project in Laoting, Tangshan, which has already been put into operation, to seize the new opportunities from offshore wind power development in Hebei Province. This includes undertaking relevant work such as new sector integration among marine ranching, offshore oil and gas fields, and offshore wind power hydrogen production, to actively promote the implementation of province-controlled waters plans and projects. Additionally, the Company will prepare in advance for the application of state-controlled waters demonstration projects.

In terms of photovoltaic power generation business, on the one hand, on the premise of ensuring power grid transmission, the Company will step up its efforts in resources reserve and development, and promote the construction of large-scale centralized photovoltaic power stations, such as the agriculture-, fishery- and forestry-photovoltaic power symbiosis projects. On the other hand, we will moderately develop distributed or building-integrated photovoltaic projects. The Company will also actively explore a variety of photovoltaic development modes, such as wind-solar coupling

hydrogen production, photovoltaic hydrogen storage, wind-solar-gas multi-energy complementary integration, and steadily develop its photovoltaic power generation business.

**(II) Improving our presence along the natural gas chain and enhancing the synergistic development of the natural gas industry chain**

The Company will continue to adopt the “long-term agreement + spot” procurement model to build a diversified and stable resource pool, which helps reduce its dependence on a single upstream gas source. At the same time, leveraging its geographical advantages, the Company aims to enhance the synergistic development capability of the “Xingang-Caofeidian-Supply Chain” LNG trading chain. This will involve integrating the Caofeidian Terminal and outbound pipelines, existing pipelines, and market resources within the province, along with planned gas power plant projects. The goal is to gradually build an integrated natural gas operation model that better aligns with the Company’s actual situation.

In terms of the upstream, with the commissioning of the Tangshan LNG Wharf and Ancillary Gas Pipeline Projects, we will create an integrated operation model with gasification pipeline and liquid distribution services as the mainstay, supplemented by tank capacity leasing, government reserves, window period auctions and others, thus extending the natural gas industry chain. We aim to improve our presence along the natural gas chain and strengthen the capacity of natural gas storage and load shifting by actively promoting negotiations with international LNG suppliers to obtain high-quality long-term agreements and spot resources while seeking low-priced LNG resources in Hebei.

In terms of the midstream industrial chain, we will continue to promote the interconnection of existing pipelines, new major trunk pipelines, such as the Tangshan LNG outbound pipelines, national gas pipelines and pipelines in nearby provinces, accelerate the construction of pipeline networks in the province, and form a connected “province-wide network” as soon as possible in order to enhance the flexibility of natural gas resources deployment and steadily improve the Company’s security of natural gas supply. At the same time, the Company will keep increasing investment in digital and intelligent transformation to further improve the efficiency of pipeline transmission and reduce the costs of pipeline operation.

As for the downstream industrial chain, we will steadily promote business development in regional markets and expand urban gas projects within the pipeline coverage. The Company will actively leverage its advanced management level and rich operating experience to promote the timely and steady M&A and consolidation of natural gas enterprises in relevant cities, and increase its market share in the downstream. In addition, we will further tap potential in existing regional markets by adopting diversified sales strategies to accelerate the acquisition of industrial and commercial users, public welfare users and residential users, and adopt diversified sales strategies to increase the penetration rate of the Company’s existing markets.

**(III) Setting up diversified energy storage market, and solving the problem of new energy consumption through multiple channels.**

The Company will focus on the huge demand for energy storage and peak adjustment for the establishment of a new power system based on new energy sources, optimize the layout of a number of independent energy storage, pumped storage, gas-fired power plants and other demonstration projects, and explore the development of new energy storage models such as chemical energy storage, compressed air energy storage and flywheel energy storage, so as to promote the efficient consumption of new energy sources.

Leveraging on its resources and strengths in Hebei Province, the Company will steadily advance the approval, construction and commissioning of pumped-storage projects while maintaining a reasonable rate of return. The Company will facilitate the remaining two facilities of the Fengning pumped-storage power station to be put into operation on schedule, propel the preliminary work of certain selected pumped-storage power stations of which development agreements have been executed, strive for obtaining approval as early as possible, and make all-out efforts in supporting the development of Hebei into a strong new energy power.

At the same time, the Company will seek diversified growth starting with hydrogen business, and integrate its advantages over wind and photovoltaic into the hydrogen energy industrial chain. The Company will translate its experience in integrated project of hydrogen production from wind power as well as from wind and solar coupling power into expansion of its projects of hydrogen production from renewable energy sources, explore viable business models and further develop its renewable energy and hydrogen business in parallel.

**(IV) Robustly expanding overseas business presence**

In order to meet China's demand for natural gas and ensure stable natural gas price and supply, the Company will continue to seize industry opportunities and actively discuss cooperation with international natural gas suppliers to secure quality upstream gas sources overseas, and further extend its long-term natural gas procurement pipeline in the international market to provide the Company with a variety of natural gas suppliers and pricing options. The Company will continue to actively develop overseas LNG trading by utilizing relatively flexible financing policy overseas and the international platform of its Hong Kong subsidiary.

What's more, the Company will stick to the national strategic plan of carbon peaking and neutrality. Based on its domestic experience in new energy development and advanced technologies, the Company will look for suitable overseas investment projects and M&A candidates to strengthen its international business presence, and promote the expansion of overseas projects following the pragmatic and steadfast principle.

**(V) Fulfilling environmental, social and governance responsibilities and continuing to promote the high-quality development of the whole society**

The Company is committed to fulfilling its environmental, social and governance responsibilities, and setting an example for the industry. On the one hand, the Company will continue to vigorously develop wind power, photovoltaic and other new energy sources to help China accelerate the transformation towards clean energy and low carbon. On the other hand, adhering to the concept of “people-oriented and harmonious development”, the Company strives to build a diversified and equal working platform, and offer good welfare to its employees in accordance with relevant laws and regulations. In addition, the Company focuses on maintaining high standards of corporate governance, continues to optimize its internal management mechanism, increase shareholder value and protect shareholders interests, and actively participates in social activities such as poverty alleviation and charity events so as contribute to the high-quality development of the whole society.

This report is subject to consideration and approval by the general meeting of the Company.

*Board of Directors*

**China Suntien Green Energy Corporation Limited**

26 March 2024

**China Suntien Green Energy Corporation Limited**  
**Work Report of the Board of Supervisors for 2023**

In 2023, in strict accordance with the requirements and stipulations of the Company Law, Articles of Association and Rules of Procedure for the Board of Supervisors, the Board of Supervisors of China Suntien Green Energy Corporation Limited (the “Company”) conscientiously performed its duties and comprehensively supervised various work of the Company including standardized operation, financial position, major decision-making, the procedures for convening general meetings and the performance of duties by the directors and senior management, actively safeguarded the interests of the Company and shareholders, and promoted the healthy and sustainable development of the Company. The work of the Board of Supervisors during the year is hereby reported as follows:

**I. BASIC INFORMATION OF THE BOARD OF SUPERVISORS AND THE CONVENING OF MEETINGS**

The Board of Supervisors of the Company comprises three members and there was no change in its composition during the reporting period, of which Ms. Gao Jun served as external Supervisor (the chairman of the Board of Supervisors) of the Company, Mr. Zhang Dongsheng served as independent Supervisor of the Company, and Mr. Cao Zhijie served as staff Supervisor of the Company.

During the year, nine meetings were held by the Company, details of which are as follows:

- (I) On 5 January 2023, the Company held the fourth extraordinary meeting of the fifth session of the Board of Supervisors, at which the “Resolution on the Issuance and Admission of GDRs on the SIX Swiss Exchange”, “Resolution on the Proposal on the Issuance and Admission of GDRs on the SIX Swiss Exchange”, “Resolution on the Report on the Use of Proceeds Previously Raised by the Company”, “Resolution on the Plan for the Use of Proceeds from the Issuance of GDRs”, “Resolution on the Validity Period of the Resolutions in respect of the Issuance and Admission of GDRs on the SIX Swiss Exchange”, “Resolution on the Distribution of Accumulated Profits Prior to the Issuance and Admission of GDRs on the SIX Swiss Exchange”, and “Resolution on Amendments to the Rules of Procedure of the Board of Supervisors Applicable to the Company after the Admission of GDRs” were considered and approved.
- (II) On 11 January 2023, the Company held the fifth extraordinary meeting of the fifth session of the Board of Supervisors, at which the “Resolution on Depositing the Proceeds by Way of Agreed Deposit” was considered and approved.
- (III) On 23 March 2023, the Company held the second meeting of the fifth session of the Board of Supervisors, at which the “Resolution on the 2022 Work Report of the Board of Supervisors of the Company”, “Resolution on the 2022 Work Report of the President of the Company”, “Resolution on the 2022 Financial Report of the Company”, “Resolution on the Report on the 2022 Final Accounts of the Company”, “Resolution on the Explanation of the Company’s Operation and

Financing for 2023”, “Resolution on the Provision for Impairment and Recognition of Asset Loss by the Company for 2022”, “Resolution on the 2022 Profit Distribution Proposal of the Company”, “Resolution on the Placement and Actual Use of the Proceeds of the Company for 2022”, and “Resolution on the 2022 Annual Report Summary and Report and Result Announcement” were considered and approved.

- (IV) On 19 April 2023, the Company held the sixth extraordinary meeting of the fifth session of the Board of Supervisors, at which the “Resolution on the Use of Part of the Idle Proceeds for Cash Management” and “Resolution on the Use of Part of the Idle Proceeds for Temporary Replenishment of Liquidity” were considered and approved.
- (V) On 28 April 2023, the Company held the seventh extraordinary meeting of the fifth session of the Board of Supervisors, at which the “Resolution on the First Quarterly Report of the Company for 2023” was considered and approved.
- (VI) On 29 August 2023, the Company held the third meeting of the fifth session of the Board of Supervisors, at which the “Resolution on the 2023 President Half-year Work Report of the Company”, “Resolution on the Placement and Actual Use of the Proceeds for First Half of 2023 of the Company”, and “Resolution on Reviewing the Interim Results Announcement and Report as at 30 June 2023 and Summary and Report of 2023 Interim Report” were considered and approved.
- (VII) On 27 October 2023, the Company held the eighth extraordinary meeting of the fifth session of the Board of Supervisors, at which the “Resolution on Reviewing the 2023 Third Quarterly Report of the Company” was considered and approved.
- (VIII) On 3 November 2023, the Company held the ninth extraordinary meeting of the fifth session of the Board of Supervisors, at which the “Resolution on Amendments to the Rules of Procedure for the Board of Supervisors” was considered and approved.
- (IX) On 28 December 2023, the Company held the tenth extraordinary meeting of the fifth session of the Board of Supervisors, at which the “Resolution on the 2023 Restricted A Share Incentive Scheme (Draft) of China Suntien Green Energy Corporation Limited and its Summary”, “Resolution on Administrative Measures for 2023 Restricted A Share Incentive Scheme of China Suntien Green Energy Corporation Limited”, “Resolution on Administrative Measures for the Appraisal for Implementation of 2023 Restricted A Share Incentive Scheme of China Suntien Green Energy Corporation Limited” and “Resolution on Verification of the List of the Participants for 2023 Restricted A Share Incentive Scheme of the Company” were considered and approved.

**II. OPINIONS OF THE BOARD OF SUPERVISORS ON THE RELATED MATTERS OF THE COMPANY****(I) Monitoring the Company's operation**

Members of the Board of Supervisors of the Company attended meetings of the Board of Directors and shareholders' general meetings to review each resolution submitted to those meetings and supervised the business activities of the Company. The Board of Supervisors is of the opinion that the Company has strictly complied with all laws and regulations and the Articles of Association of the Company when conducting its business activities, and that the Company has not involved in business activities which violate laws and regulations or fall beyond its legally approved scope of business.

**(II) Monitoring the performance of the Company's Directors and senior management**

Members of the Board of Supervisors of the Company attended meetings of the Board of Directors to review each resolution of the Board of Directors and supervised the performance of the Company's Directors and senior management by inspecting the Company's routine management of operations. The Board of Supervisors is of the opinion that the Company's Directors and senior management have diligently and dutifully fulfilled their duties, and no illegal, non-compliant behavior or behavior which harms the interests of the Company and its shareholders in the course of discharging their duties has been found.

**(III) Monitoring the Company's financial condition**

The Board of Supervisors carefully reviewed the relevant financial information and auditors' report of the Company. The Board of Supervisors is of the opinion that the preparation of the financial statements has been in conformity with the financial reporting standards, and the report was consistent with past practice that presented an accurate, complete, true, and fair view to the financial conditions and operating results of the Company.

**(IV) Monitoring the Company's related (connected) transactions**

The Board of Supervisors reviewed the information of the related (connected) transactions between the Company and the controlling Shareholder. The Board of Supervisors is of the opinion that such related (connected) transactions are conducted on normal commercial terms, are fair, justified, and reasonable and have not caused any harm to the interests of the Company and other shareholders of the Company.



**(V) Monitoring the Company's information disclosure**

The Board of Supervisors reviewed the relevant documents publicly disclosed by the Company. The Board of Supervisors is of the opinion that the Company has conducted information disclosure strictly in accordance with laws and regulations including the Listing Rules, and the information publicly disclosed is true, accurate and complete without false or misleading statements.

**III. WORK PLAN OF THE BOARD OF SUPERVISORS FOR THE YEAR 2024**

In 2024, the Board of Supervisors of the Company will continue to perform supervisory duties faithfully and diligently in strict accordance with the rules and regulations including the Company Law, Articles of Association and Rules of Procedure of the Board of Supervisors. We will standardize the work of the Board of Supervisors, further improve the corporate governance structure of the Company, standardize the operation and management of the Company, and safeguard the interests of the Company and its shareholders.

**(I) Conscientiously perform duties and do a good job in daily supervision**

We will be present at the meetings of the Board of Directors and general meetings of the Company, supervise and inspect the production and operation management, financial position and conducts of directors and senior management of the Company, convene meetings of the Board of Supervisors in accordance with the relevant rules, consider material matters of the Company and issue opinions of the Board of Supervisors to prevent unfair transactions from encroaching on the interests of investors and the Company.

**(II) Actively participate in trainings to improve duty performance standard**

Members of the Board of Supervisors will actively participate in relevant trainings and earnestly study the relevant laws, regulations, and rules, have an in-depth understanding of the operation and management of the Company, and supervise various aspects of the operation of the Company. We will continue to promote the self-construction of the Board of Supervisors, give full play to our due functions, actively supervise the construction and effective operation of the Company's internal control system, and effectively improve our duty performance standard, so as to promote the sustainable, stable and healthy development of the Company.

This report is subject to consideration and approval by the general meeting of the Company.

*Board of Supervisors*  
**China Suntien Green Energy Corporation Limited**  
26 March 2024

**China Suntien Green Energy Corporation Limited**  
**The Plan for Distribution of Dividends to Shareholders**  
**for the Next Three Years (2024-2026)**

The Company has always attached importance to reasonable investment returns to investors and has maintained the continuity and stability of its profit distribution policy. In accordance with the requirements of laws and regulations such as the Notice on Further Implementation of Matters Relevant to the Cash Dividend Distribution of Listed Companies and the Regulatory Guidelines for Listed Companies No. 3-Distribution of Cash Dividends of Listed Companies (2023 Revision), and the relevant provisions of the Articles of Association of the Company, the Company formulated the Plan for Distribution of Dividends to Shareholders for the Next Three Years (2024-2026) of China Suntien Green Energy Corporation Limited. The details are as follows:

**I. Principal Factors Considered in Preparing the Plan by the Company**

Focusing on its development strategy during the period covered by the Plan, the Company has made reasonable systematic arrangements for dividend distribution on the basis of a comprehensive analysis of factors such as the characteristics of the industry in which it operates, shareholders' investment return requirements, the cost of social capital, the external financing environment and the actual operating conditions, and has established a consistent, stable and scientific return plan and mechanism for investors, so as to ensure the continuity and stability of its profit distribution policy and to effectively take into account the reasonable return on investment for investors and the sustainable development of the Company.

**II. Basic Principles of the Profit Distribution Policy of the Company**

The Company adopts an active profit distribution policy and emphasizes on reasonable investment returns to investors. The profit distribution policy of the Company shall be consistent and stable, taking into account the long-term interests of the Company, the entire interests of shareholders as a whole, and the sustainable development of the Company. The profit distribution shall be up to the distributable profit and shall not harm the Company's ability to continue as a going concern. In discussing and determining the profit distribution policy, the Board of Directors, the Board of Supervisors and the general meeting shall give full consideration to the opinions of independent directors and public investors.

**III. The Plan for Distribution of Dividends to Shareholders of the Company for the Next Three Years (2024-2026)****1. *Methods of profit distribution***

The Company may distribute profit in cash, shares or in combination of both, and cash dividend shall take precedence in profit distribution.

**2. *Condition and Percentage of Dividend Distribution***

Dividends may be distributed subject to the following conditions:

- (1) the distributable profit realized by the Company (i.e. the profit after tax offsetting loss and allocating reserves) for the year is a positive value;
- (2) a standard auditor's report without qualified opinions has been issued by the auditors for the financial report of the Company for the year.

The Company may distribute profit in cash when it has realized profit with no uncovered loss, and there is sufficient cash for cash dividend distribution without affecting the normal operation of the Company. The profits distributed by the Company in the form of cash dividends every year shall not be less than 20% of the distributable profits attributable to the shareholders of the Company realized in that year. The distributable profit that has not been distributed for the year can be carried forward for distribution in subsequent years. The profit distribution by the Company shall not exceed the total distributable profit or affect the Company's sustainable operation ability.

**3. *Percentage and Intervals of Cash Dividends***

The Board shall propose differentiated cash dividend policies after taking into full consideration the characteristics of the industry in which the Company operates, its stage of development, business model, profitability and whether there are any arrangements for significant capital expenses:

- (1) If the Company is at mature stage and there are no arrangements for significant capital expenses, in making profit distribution, cash dividends shall account for at least 80% of the total profit to be distributed;
- (2) If the Company is at mature stage and there are arrangements for significant capital expenses, in making profit distribution, cash dividends shall account for at least 40% of the total profit to be distributed;
- (3) If the Company is at growth stage and there are arrangements for significant capital expenses, in making profit distribution, cash dividends shall account for at least 20% of the total profit to be distributed;

- (4) If the stage of development of the Company is difficult to identify and there are arrangements for significant capital expenses, in making profit distribution, cash dividends shall account for at least 20% of the total profit to be distributed.

The “arrangements for significant capital expenses” above means that the proposed total expenses of the Company in investments, acquisition of assets or purchase of equipment and buildings for the next 12 months reach or exceed 20% of the latest audited net assets of the Company and are more than RMB50 million in absolute value.

In principle, the Company shall distribute dividends in cash each year following the approval at the annual general meeting, and the Board of the Company may propose interim cash dividends in view of the Company’s profitability and capital needs.

#### **IV. Procedures for Review on Profit Distribution Plan of the Company**

- (1) The annual profit distribution proposal of the Company shall be raised and prepared by the Board of Directors in accordance with the requirements of the Articles of Association and in view of the profitability and capital supply and needs. Subject to the consideration and approval by the Board, the profit distribution proposal will be submitted to the general meeting for consideration and approval by the shareholders. Independent directors may seek opinions from minority shareholders, prepare and submit a distribution proposal directly to the Board for consideration.
- (2) When considering the profit distribution plan at the general meeting, the shareholders shall be provided with the method of online voting by the Company, or the Board, independent directors and shareholders satisfying the relevant conditions may solicit voting proxy from shareholders, in particular the minority shareholders, in respect of the voting on the profit distribution proposal during the period from the date of equity registration for the shareholders’ meeting to the date of the shareholders’ meeting.
- (3) Subject to the conditions for cash dividends set out in the Articles of Association, if the Company is facing material investment opportunity, great prospects for investment, significant capital needs or other special circumstances, and the Company does not desire to implement the cash dividend proposal for the time being, the Board of the Company shall give specific explanation of the specific reason for no distribution of cash dividends, the purpose and plan of uses of funds that would otherwise be distributed as dividends and disclose the same in regular reports, which shall be proposed at the shareholders’ meeting for consideration and shall be disclosed on the media designated by the Company.

- (4) If any adjustment or change to the policy for cash dividends stipulated in the Articles of Association is indeed necessary, they shall be made for the purpose of protecting the interests of the shareholders. The Board shall thoroughly discuss the rationale of the adjustment or change to the profit distribution plan and adopt it as a resolution before submission to the shareholders' meeting for consideration. When being considered at the shareholders' meeting, it shall be approved by more than 2/3 voting rights held by shareholders attending the shareholders' meeting.

**China Suntien Green Energy Corporation Limited**

*Board of Directors*

26 March 2024

**China Suntien Green Energy Corporation Limited**  
**Duty Report of Independent Directors for 2023 (Guo Ying Jun)**

In 2023, in accordance with the Company Law, the Measures for the Administration of Independent Directors of Listed Companies and other relevant laws and regulations, as well as the requirements of the regulatory rules of the stock exchange in the place of listing and the relevant provisions of the Articles of Association and Working Rules for Independent Directors of the Company, as an independent Director of the fifth session of the Board of Directors of China Suntien Green Energy Corporation Limited (hereinafter referred to as the “Company”), I diligently and conscientiously fulfilled the duties and obligations of an independent Director, earnestly exercised the rights granted by the Company and shareholders, actively participated in the meetings of shareholders, the Board of Directors and dedicated committees of the Company, played a positive role in promoting the scientific decision-making and standardized operation of the Board of Directors, and effectively safeguarded the legitimate rights and interests of the Company and all shareholders, especially minority shareholders. I would like to report on my performance of duties as an independent Director in the year 2023 as follows:

**I. BASIC INFORMATION OF INDEPENDENT DIRECTOR**

**(i) Personal work experience, professional background and part-time employment**

I, Guo Ying Jun, aged 50, am currently an independent non-executive Director of the Company, an associate professor and a supervisor of postgraduates for master’s degree at the School of Electrical Engineering, Hebei University of Science and Technology, and the director of Hebei Engineering Laboratory for Wind Power/ Photovoltaic Coupling Hydrogen Production and Comprehensive Utilization. I worked in the Mechatronics Engineering Technology Center of Hebei University of Science and Technology from July 1996 to August 2001, and studied for a master’s degree in control theory and control engineering at Beijing Institute of Technology from September 2001 to March 2004. I have been working at the School of Electrical Engineering, Hebei University of Science and Technology since April 2004 and was a visiting scholar at the University of Manchester, UK, from 13 August to 12 September 2011.

Currently, except for teaching in Hebei University of Science and Technology and serving as an independent non-executive Director of the Company, I have no part-time jobs in other companies.

**(ii) Description of Independence**

As an independent Director of the Company, I, my immediate family members and main social relations do not work in the Company or its affiliated enterprises, nor do I work in affiliated enterprises of the Company, and I have the independence and qualifications to serve as an independent Director of the Company as required by the Administrative Measures for the Independent Directors of Listed Companies of the China Securities Regulatory Commission, the Articles of Association of the Company

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## APPENDIX VI      DUTY REPORTS OF INDEPENDENT DIRECTORS

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and Working Rules for Independent Directors of the Company. In the process of performing my duties, I ensure that I can make objective and independent professional judgment, safeguard the interests of all shareholders, especially small and medium-sized investors, and nothing has affected my independence as an independent Director of the Company.

### II. OVERVIEW OF PERFORMANCE OF DUTIES OF INDEPENDENT DIRECTORS IN THE YEAR

#### (i) Attendance at Board meetings and general meetings

In 2023, the Company held a total of 15 Board meetings and 4 general meetings. I attended the Board meetings and the general meetings on time. When I attended the Board meetings, I carefully considered the relevant resolutions and fully expressed my own opinions and suggestions. Besides, I did not raise any objections to the resolutions and voted for them without opposition or abstention.

Name of Director	Required attendance at Board meetings during the year	Attendance at Board meetings				Whether or not absent from two consecutive meetings	Attendance at general meetings
		Attendance in person	Attendance by means of communication	Attendance by proxy	Absence		
Guo Ying Jun	15	15	7	0	0	No	4

#### (ii) Dedicated committees

In 2023, in accordance with the relevant provisions of the dedicated committees of the Board of Directors of the Company, I served as a member of the Audit Committee, the Nomination Committee, and the Remuneration and Appraisal Committee, among which I also served as the convenor of the Nomination Committee. During the reporting period, as the convenor of the Nomination Committee, I convened three meetings of the Nomination Committee, and attended six meetings of the Audit Committee and two meetings of the Remuneration and Appraisal Committee as a member. The dedicated committees ran smoothly, I carefully considered the relevant proposals, and the relevant proposals were successfully considered by the dedicated committees which played a positive role in scientific decision-making of the Board of Directors.

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**APPENDIX VI DUTY REPORTS OF INDEPENDENT DIRECTORS**

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<b>Categories of dedicated committees</b>	<b>Name of members</b>
Audit Committee	Wan Yim Keung, Daniel, Qin Gang and Guo Ying Jun
Nomination Committee	Guo Ying Jun, Cao Xin, Li Lian Ping, Wan Yim Keung, Daniel and Lin Tao
Remuneration and Appraisal Committee	Lin Tao, Cao Xin, Qin Gang, Guo Ying Jun and Wan Yim Keung, Daniel

**(iii) Communication with the Accounting Firm**

In 2023, I attended six Audit Committee meetings as a member, during which I, together with other Audit Committee members, received a presentation from Ernst & Young Hua Ming LLP focusing on the 2022 annual audit results, the results of the 2023 interim agreed-upon procedures, and the 2023 annual audit plan, which included, inter alia, the following: the scope of the audit, the areas of focus of the audit, the key financial information analysis, internal control audit and annual audit plan.

**(iv) Communication with the Minority Shareholders**

In 2023, as an independent Director, I attended the 2022 annual results presentation of the Company held on 27 March 2023 at the southern base of SSE Roadshow Centre and the Company's 2023 third quarter results presentation held on 17 November 2023 at the northern base of SSE Roadshow Centre. The relevant investor seminars were held in the form of on-site communication and video broadcast combining with internet interaction.

**(v) On-site work**

In 2023, as an independent Director, I ensured my on-site working hours through the following various methods with a view to achieving better results in discharging my duties. First, by attending shareholders' meetings, and meetings of the Board and dedicated committees, I seriously considered relevant proposals and actively expressed fair and objective independent opinions. Second, I actively participated in training to enhance my ability to perform the duties. During the reporting period, I participated in the "4th follow-up training for the independent directors of listed companies in 2023" organised by the Shanghai Stock Exchange in Chongqing, and the 69th Seminar on Enhancing Continuing Professional Development for Corporate Governance Professionals organised by the Hong Kong Chartered Governance Institute. Third, I gained an in-depth understanding of the Company's strategic development, production and operation through on-site investigations, professional seminars, etc., and put forward constructive opinions and recommendations with an independent, rigorous and scientific attitude and professional knowledge and experience to assist the Company's steady development. During the reporting period, I visited and investigated the Tangshan offshore wind power project and Tangshan LNG Terminal Project of the Company together with some investors and analysts.



**(vi) The Company's Cooperation with the Work of Independent Directors**

The Company places great emphasis to the creation of various favourable internal and external conditions, and the provision of good services to the independent Directors, so as to provide better protection for the independent Directors in their performance of duties. First, the Company has done a good job in providing continuous training under the relevant listing rules. The Company promptly arranged for independent Directors to attend special training sessions held by the Shanghai Stock Exchange and the Hong Kong Chartered Governance Institute to help the independent Directors improve their understanding and knowledge of the listing rules. Second, it did a good job in reporting of the operation of the listed company, reported to the independent Directors on major production and operations on a monthly basis and on related party transactions on a quarterly basis, and organized and arranged for the independent Directors to visit the site of the Company's projects for on-site inspections, so as to ensure that the independent Directors are kept abreast of the latest operating conditions of the Company in a timely manner. Third, the Company ensured the communication and co-ordination of independent Directors in the performance of their duties. It provided conditions for independent Directors to communicate directly with the management of the Company, and the certified public accountants responsible for annual audit, etc. Meanwhile, the Company actively cooperated with the appointment of various intermediaries to provide the necessary reference basis for independent Directors to express their opinions.

**III. KEY ISSUES FOR INDEPENDENT DIRECTORS IN THE PERFORMANCE OF DUTIES DURING THE YEAR**

In 2023, as an independent Director, I was highly concerned about matters such as the disclosure of related party transactions, financial reporting, internal control assessment reports, nomination or removal of Directors and senior management members, and made independent, objective and impartial judgments on the above matters in view of ensuring that there were no potential conflicts of interest with the controlling shareholders, de facto controller, Directors and senior management.

**(i) Disclosable Related Party Transactions**

During the reporting period, as an independent Director, I conducted prior review and in-depth communication with the Company regarding related party transactions that the Company was required to disclose, such as the renewal of the framework agreement on asset financing services, the renewal of the framework agreement on financial services with the Group's financial company, and the entrusted management of assets. Upon review, I believed that the relevant matters were on normal commercial terms, in the interests of the Company and its shareholders as a whole, and were not detrimental to the interests of the Company and its shareholders, especially minority shareholders.

**(ii) Financial Information and Internal Control Evaluation Reports in Financial and Accounting Reports and Regular Reports**

As an independent Director not specialized in accounting, I have expressed my opinions at the Board meetings with respect to financial information contained in regular reports and internal control evaluation reports of the Company based on carefully reading the regular reports, internal control evaluation reports and internal control audit reports, and in particular, on making reference to the professional audit opinions of the accounting firms. As a Director, I have also signed the relevant written confirmations in respect of the regular reports for the reporting period. I was of the opinion that the relevant financial information fairly reflected the Company's financial position, results of operations and cash flows for the current period, that the information contained in the relevant regular reports were true, accurate and complete, that there were no false representations, misleading statements contained therein or material omissions therefrom, and that the internal control over financial reporting in all material respects was effective.

**(iii) Engagement or Dismissal of Accounting Firm in charge of the Accounting Matters of the Company**

During the reporting period, the Company did not change its accounting firm and re-appointed Ernst & Young Hua Ming LLP as the audit institution for the financial report and internal control of the Company for 2023, mainly attributable to its qualification for the engagement in securities services related business and its experience and ability to provide audit services to listed companies, which meets the Company's needs for the audit of financial report and internal control, as well as the maintenance of continuity of the Company's audit work. As an independent Director, I believed that the consideration and voting procedures for the above-mentioned matter complied with the relevant laws, regulations and the Articles of Association, and that there was no circumstance which was detrimental to the interests of the Company and its shareholders as a whole, especially the minority shareholders.

**(iv) Nomination or Removal of Directors or Appointment or Dismissal of Senior Management**

During the reporting period, the Company nominated one senior management member, two non-executive Directors and one independent non-executive Director. In respect of the above matters, I, as the chairman of the Nomination Committee, took into consideration the professional background, personal biography, terms of office and the diversity of members of the Board or the management, adhering to fundamental guidance of enhancing the effectiveness of the governance of Company at all levels.

- (v) **Remuneration of Directors and Senior Management, Formulation or Change of Share Option Incentive Scheme and Employee Stock Ownership Scheme, Fulfillment of the Conditions for Granting Entitlements and Exercising Entitlements Granted to the Participants, and Arrangement of Stock Ownership Scheme by Directors and Senior Management in the Subsidiaries Proposed to be Spun-off.**

During the reporting period, the Company completed the realization of the 2022 remuneration of senior management. As a member of the Remuneration and Appraisal Committee, I conducted a careful review of the annual assessment of the senior management and the remuneration payment plan and believed that the relevant remuneration payment plan was in compliance with the requirements of the relevant remuneration and evaluation system of the Company. Meanwhile, as an independent Director, I carefully considered the relevant resolutions in relation to the implementation of the Restricted A Share Incentive Scheme of the Company and I believed that the implementation of the Scheme would be beneficial to the further establishment and improvement of long-term incentive mechanism of the Company, attraction and retention of outstanding talents, and would be beneficial to the long-term growth of the Company.

#### **IV. OVERALL CONCLUSIONS AND SUGGESTIONS**

As an independent Director of Suntien Green Energy, in 2023, I faithfully, diligently and conscientiously performed my duties as an independent Director in accordance with the provisions and requirements of the relevant laws and regulations, played an independent role, and made due efforts in promoting the improvement and optimization of corporate governance structure as well as safeguarding the interests of the Company as a whole and the legitimate rights and interests of all shareholders, especially the minority shareholders.

In 2024, I will continue to conscientiously fulfill my obligations as an independent Director in the spirit of honesty and diligence. I will further improve my communication, exchange and cooperation with the Board of Directors, the Board of Supervisors and management of the Company, give full play to my role of expertise and independence, promote the standardized operation of the Company and safeguard the interests of the Company.

Report is hereby given.

*Independent Director: Guo Ying Jun*

**China Suntien Green Energy Corporation Limited**  
**Duty Report of Independent Directors for 2023 (Lin Tao)**

In 2023, in accordance with the Company Law, the Measures for the Administration of Independent Directors of Listed Companies and other relevant laws and regulations, as well as the requirements of the regulatory rules of the stock exchange in the place of listing and the relevant provisions of the Articles of Association and Working Rules for Independent Directors of the Company, as an independent Director of the fifth session of the Board of Directors of China Suntien Green Energy Corporation Limited (hereinafter referred to as the “Company”), I diligently and conscientiously fulfilled the duties and obligations of an independent Director, earnestly exercised the rights granted by the Company and shareholders, actively participated in the meetings of shareholders, the Board of Directors and dedicated committees of the Company, played a positive role in promoting the scientific decision-making and standardized operation of the Board of Directors, and effectively safeguarded the legitimate rights and interests of the Company and all shareholders, especially minority shareholders. I would like to report on my performance of duties as an independent Director in the year 2023 as follows:

**I. BASIC INFORMATION OF INDEPENDENT DIRECTOR**

**(i) Personal work experience, professional background and part-time employment**

I, Lin Tao, aged 53, am currently an independent non-executive Director of the Company. I am a professor of the Department of Internet of Things Engineering of the School of Artificial Intelligence and Data Science, and tutor of master’s students of the Department of Computer Science and Technology, Control Theory and Control Engineering of Hebei University of Technology, and obtained a doctoral degree in control theory and control engineering from Hebei University of Technology. I have been working at the School of Artificial Intelligence and Data Science of Hebei University of Technology since July 1993, and studied at Tianjin University for a master’s degree from September 1996 to October 1999, and at Hebei University of Technology for a doctoral degree from April 2003 to April 2007. From September 2010 to August 2013, I completed my post-doctoral research work at the post-doctoral research station of Hebei University of Technology.

Currently, except for teaching in Hebei University of Technology and serving as an independent non-executive Director of the Company, I have no part-time jobs in other companies.

**(ii) Description of Independence**

As an independent Director of the Company, I, my immediate family members and main social relations do not work in the Company or its affiliated enterprises, nor do I work in affiliated enterprises of the Company, and I have the independence and qualifications to serve as an independent Director of the Company as required by the Administrative Measures for the Independent Directors of Listed Companies of the China Securities Regulatory Commission, the Articles of Association of the Company

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**APPENDIX VI                      DUTY REPORTS OF INDEPENDENT DIRECTORS**

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and the Working Rules for Independent Directors of the Company. In the process of performing my duties, I ensure that I can make objective and independent professional judgment, safeguard the interests of all shareholders, especially small and medium-sized investors, and nothing has affected my independence as an independent Director of the Company.

**II. OVERVIEW OF PERFORMANCE OF DUTIES OF INDEPENDENT DIRECTORS IN THE YEAR**

**(i) Attendance at Board meetings and general meetings**

In 2023, the Company held a total of 15 Board meetings and 4 general meetings. I attended the Board meetings and the general meetings on time. When I attended the Board meetings, I carefully considered the relevant resolutions and fully expressed my own opinions and suggestions. Besides, I did not raise any objections to the resolutions and voted for them without opposition or abstention.

Name of Director	Required attendance at Board meetings during the year	Attendance at Board meetings				Whether or not absent from two consecutive meetings	Attendance at general meetings
		Attendance in person	Attendance by means of communication	Attendance by proxy	Absence		
Lin Tao	15	15	14	0	0	No	4

**(ii) Dedicated committees**

In 2023, in accordance with the relevant provisions of the dedicated committees of the Board of Directors of the Company, I served as a member of the Nomination Committee and the Remuneration and Appraisal Committee, among which I also served as the chairman of the Remuneration and Appraisal Committee. During the reporting period, as the convenor of the Remuneration and Appraisal Committee, I convened two meetings of the Remuneration and Appraisal Committee, and attended three meetings of the Nomination Committee as a member. The dedicated committees ran smoothly, I carefully considered the relevant proposals, and the relevant proposals were successfully considered by the dedicated committees, and played a positive role in scientific decision-making of the Board of Directors.

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**APPENDIX VI DUTY REPORTS OF INDEPENDENT DIRECTORS**

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<b>Categories of dedicated committees</b>	<b>Name of members</b>
Nomination Committee	Guo Ying Jun, Cao Xin, Li Lian Ping, Wan Yim Keung, Daniel and Lin Tao
Remuneration and Appraisal Committee	Lin Tao, Cao Xin, Qin Gang, Guo Ying Jun and Wan Yim Keung, Daniel

**(iii) Communication with the Accounting Firm**

As an independent Director who is not an accounting professional and does not serve as a member of the Company's Audit Committee, in 2023, as an independent Director, I communicated with the accounting firm mainly on the results of the annual audit and the results of the interim agreed-upon procedures in the consideration of the annual report and the interim report, in order to confirm the accuracy and reliability of the relevant financial information.

**(iv) Communication with the Minority Shareholders**

In 2023, as an independent Director, I attended the 2023 interim results presentation of the Company held on 6 September 2023 at the Northern base of SSE Roadshow Centre. The relevant investor seminar was held in the form of on-site communication and video broadcast combining with internet interaction.

**(v) On-site work**

In 2023, as an independent Director, I ensured my on-site working hours through the following various methods with a view to achieving better results in discharging my duties. First, by attending shareholders' meetings, and meetings of the Board and dedicated committees, I seriously considered relevant proposals and actively expressed fair and objective independent opinions. Second, I actively participated in training to enhance my ability to perform the duties. During the reporting period, I participated in the "4th follow-up training for the independent directors of listed companies in 2023" organised by the Shanghai Stock Exchange in Chongqing, and the 69th Seminar on Enhancing Continuing Professional Development for Corporate Governance Professionals organised by the Hong Kong Chartered Governance Institute. Third, I gained an in-depth understanding of the Company's strategic development, production and operation through on-site investigations, professional seminars, etc., and put forward constructive opinions and recommendations with an independent, rigorous and scientific attitude and professional knowledge and experience to assist the Company's steady development. During the reporting period, I visited and investigated the Tangshan offshore wind power project and Tangshan LNG Terminal Project of the Company together with some investors and analysts.

**(vi) The Company's Cooperation with the Work of Independent Directors**

The Company places great emphasis to the creation of various favourable internal and external conditions, and the provision of good services to the independent Directors, so as to provide better protection for the independent Directors in their

performance of duties. First, the Company has done a good job in providing continuous training under the relevant listing rules. The Company promptly arranged for independent Directors to attend special training sessions held by the Shanghai Stock Exchange and the Hong Kong Chartered Governance Institute to help the independent Directors improve their understanding and knowledge of the listing rules. Second, it did a good job in reporting of the operation of the listed company, reported to the independent Directors on major production and operations on a monthly basis and on related party transactions on a quarterly basis, and organized and arranged for the independent Directors to visit the site of the Company's projects for on-site inspections, so as to ensure that the independent Directors are kept abreast of the latest operating conditions of the Company in a timely manner. Third, the Company ensured the communication and co-ordination of independent Directors in the performance of their duties. It provided conditions for independent Directors to communicate directly with the management of the Company, and the certified public accountants responsible for annual audit, etc. Meanwhile, the Company actively cooperated with the appointment of various intermediaries to provide the necessary reference basis for independent Directors to express their opinions.

### **III. KEY ISSUES FOR INDEPENDENT DIRECTORS IN THE PERFORMANCE OF DUTIES DURING THE YEAR**

In 2023, as an independent Director, I was highly concerned about matters such as the disclosure of related party transactions, financial reporting, internal control assessment reports, nomination or removal of Directors and senior management members, and made independent, objective and impartial judgments on the above matters in view of ensuring that there were no potential conflicts of interest with the controlling shareholders, de facto controller, Directors and senior management.

#### **(i) Disclosable Related Party Transactions**

During the reporting period, as an independent Director, I conducted prior review and in-depth communication with the Company regarding related party transactions that the Company was required to disclose, such as the renewal of the framework agreement on asset financing services, the renewal of the framework agreement on financial services with the Group's financial company, and the entrusted management of assets. Upon review, I believed that the relevant matters were on normal commercial terms, in the interests of the Company and its shareholders as a whole, and were not detrimental to the interests of the Company and its shareholders, especially minority shareholders.

#### **(ii) Financial Information and Internal Control Evaluation Reports in Financial and Accounting Reports and Regular Reports**

As an independent Director not specialized in accounting, I have expressed my opinions at the Board meetings with respect to financial information contained in regular reports and internal control evaluation reports of the Company based on carefully reading the regular reports, internal control evaluation reports and internal control audit reports, and in particular, on making reference to the professional audit opinions of the accounting firms. As a Director, I have also signed the relevant written

confirmations in respect of the regular reports for the reporting period. I was of the opinion that the relevant financial information fairly reflected the Company's financial position, results of operations and cash flows for the current period, that the information contained in the relevant regular reports were true, accurate and complete, that there were no false representations, misleading statements contained therein or material omissions therefrom, and that the internal control over financial reporting in all material respects was effective.

**(iii) Engagement or Dismissal of Accounting Firm in charge of the Accounting Matters of the Company**

During the reporting period, the Company did not change its accounting firm and re-appointed Ernst & Young Hua Ming LLP as the audit institution for the financial report and internal control of the Company for 2023, mainly attributable to its qualification for the engagement in securities services related business and its experience and ability to provide audit services to listed companies, which meets the Company's needs for the audit of financial report and internal control, as well as the maintenance of continuity of the Company's audit work. As an independent Director, I believed that the consideration and voting procedures for the above-mentioned matter complied with the relevant laws, regulations and the Articles of Association, and that there was no circumstance which was detrimental to the interests of the Company and its shareholders as a whole, especially the minority shareholders.

**(iv) Nomination or Removal of Directors or Appointment or Dismissal of Senior Management**

During the reporting period, the Company nominated one senior management member, two non-executive Directors and one independent non-executive Director. In respect of the above matters, I have expressed affirmative opinions.

**(v) Remuneration of Directors and Senior Management, Formulation or Change of Share Option Incentive Scheme and Employee Stock Ownership Scheme, Fulfillment of the Conditions for Granting Entitlements and Exercising Entitlements Granted to the Participants, and Arrangement of Stock Ownership Scheme by Directors and Senior Management in the Subsidiaries Proposed to be Spun-off**

During the reporting period, the Company completed the realization of the 2022 remuneration of senior management. As the chairman of the Remuneration and Appraisal Committee, I focused on verifying the accuracy of the assessment results and the consistency between the remuneration payment plan and the relevant remuneration system of the Company to ensure the relevant remuneration payment plan is in compliance with the requirements of the relevant system of the Company, is beneficial to the sustainable and stable development of the Company, and is not detrimental to the interests of the Company and minority shareholders. Meanwhile, the Company has also initiated the Restricted A Share Incentive Scheme during the year, and the relevant resolutions were considered and approved by the Remuneration and Appraisal Committee and the Board in December 2023. I consider that the implementation of the



Restricted A Share Incentive Scheme is beneficial to the further establishment and improvement of long-term incentive mechanism of the Company, can attract and retain outstanding talents, fully mobilize the enthusiasm of Directors, senior managers and other key personnel of the Company, effectively combine the interests of shareholders, the Company and the personal interests of operators, and jointly pay attention to the long-term development of the Company.

#### **IV. OVERALL CONCLUSIONS AND SUGGESTIONS**

In 2023, the Administrative Measures for Independent Directors of Listed Companies came into effect, with clearer identity of independent Directors, and their duties have become more explicit and their protection more adequate. During the year, I studied the latest institutional requirements for independent Directors and actively participated in relevant specialised training provided by the Shanghai Stock Exchange. As an independent Director of Suntien Green Energy, I have faithfully, diligently and conscientiously fulfilled my duties as an independent Director and played an independent role.

In 2024, I will conscientiously perform duties and exercise my powers in regard to the requirements of the latest regime for independent Directors and promote the regular operation of the Company.

Report is hereby given.

*Independent Director: Lin Tao*

**China Suntien Green Energy Corporation Limited**  
**Duty Report of Independent Directors for 2023 (Wan Yim Keung, Daniel)**

With effect from February 2024, I have ceased to be an independent non-executive Director of China Suntien Green Energy Corporation Limited (hereinafter referred to as the “Company”) with the approval of the general meeting of shareholders. In 2023, in accordance with the Company Law, the Measures for the Administration of Independent Directors of Listed Companies and other relevant laws and regulations, as well as the requirements of the regulatory rules of the stock exchange in the place of listing and the relevant provisions of the Articles of Association and Working Rules for Independent Directors of the Company, as an independent Director of the fifth session of the Board of Directors, I diligently and conscientiously fulfilled the duties and obligations of an independent Director, earnestly exercised the rights granted by the Company and shareholders, actively participated in the meetings of shareholders, the Board of Directors and dedicated committees of the Company, played a positive role in promoting the scientific decision-making and standardized operation of the Board of Directors, and effectively safeguarded the legitimate rights and interests of the Company and all shareholders, especially minority shareholders. I would like to report on my performance of duties as an independent Director in the year 2023 as follows:

**I. BASIC INFORMATION OF INDEPENDENT DIRECTOR**

**(i) Personal work experience, professional background and part-time employment**

I, Wan Yim Keung, Daniel, aged 65, am currently the vice chairman and chief executive officer of Haifu International Finance Holding Group Limited. I obtained master’s degrees in business administration from The Chinese University of Hong Kong and the University of Wales. I am a Fellow of Description of Independence of the Institute of Chartered Accountants, a Fellow of the Hong Kong Institute of Certified Public Accountants, and a Fellow of the Institute of Chartered Accountants in England and Wales. I was the managing director and chief financial officer of Shui On Land Limited, the general manager of The Bank of East Asia, Ltd. and the Chief financial officer of the BEA Group, and the chief executive officer of First Pacific Bank. Besides, I also served as a part-time member of the Central Policy Unit of Hong Kong, chairman of the Investment Committee of the Travel Industry Compensation Fund, member of the Advisory Board of CFO Asia Magazine, member of the Travel Industry Compensation Fund Management Board, member of the Board of Review (Inland Revenue), member of the Small and Medium Enterprises Committee, member of the Auditing Standards Committee of the Hong Kong Society of Accountants, member of the Accounting Standards Advisory Panel of the Hong Kong Society of Accountants, member of the Taxation Committee of the Taxation Institute of Hong Kong and co-opted member of the Tax Liaison Committee.

During my tenure as an independent non-executive Director of the Company in 2023, except for the positions of Vice Chairman and Chief Executive Officer of Haifu International Finance Holding Group Limited, and executive director of Bonjour Holdings Limited, I had no part-time jobs in other companies.

## APPENDIX VI DUTY REPORTS OF INDEPENDENT DIRECTORS

### (ii) Description of Independence

As an independent Director of the Company, I, my immediate family members and main social relations do not work in the Company or its affiliated enterprises, nor do I work in affiliated enterprises of the Company, and I have the independence and qualifications to serve as an independent Director of the Company as required by the Administrative Measures for the Independent Directors of Listed Companies of the China Securities Regulatory Commission, the Articles of Association of the Company and the Working Rules for Independent Directors of the Company. In the process of performing my duties, I can ensure objective and independent professional judgment, safeguard the interests of all shareholders, especially small and medium-sized investors, and nothing has affected my independence as an independent Director of the Company.

## II. OVERVIEW OF PERFORMANCE OF DUTIES OF INDEPENDENT DIRECTORS IN THE YEAR

### (i) Attendance at Board meetings and general meetings

In 2023, the Company held a total of 15 Board meetings and 4 general meetings. Except for the seventh meeting of the fifth session of the Board of Directors held on 28 December 2023, which I was unable to attend due to illness, I attended other relevant meetings on time. When I attended the Board meetings, I carefully considered the relevant resolutions and fully expressed my own opinions and suggestions. Besides, I did not raise any objections to the resolutions and voted for them without opposition or abstention.

Name of Director	Required attendance at Board meetings during the year	Attendance at Board meetings				Whether or not absent from two consecutive meetings	Attendance at general meetings
		Attendance in person	Attendance by means of communication	Attendance by proxy	Absence		
Wan Yim Keung, Daniel	15	14	14	0	1	No	4

### (ii) Dedicated committees

In 2023, in accordance with the relevant provisions of the dedicated committees of the Board of Directors of the Company, I served as a member of the Audit Committee, the Nomination Committee, and the Remuneration and Appraisal Committee, among which I also served as the chairman of the Audit Committee. During the reporting period, as the convener of the Audit Committee, I convened six meetings of the Audit Committee, and attended three meetings of the Nomination

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**APPENDIX VI DUTY REPORTS OF INDEPENDENT DIRECTORS**

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Committee and two meetings of the Remuneration and Appraisal Committee as a member. The dedicated committees ran smoothly, I carefully considered the relevant proposals, and the relevant proposals were successfully considered by the dedicated committees, and played a positive role in scientific decision-making of the Board of Directors.

<b>Categories of dedicated committees</b>	<b>Name of members</b>
Audit Committee	Wan Yim Keung, Daniel, Qin Gang and Guo Ying Jun
Nomination Committee	Guo Ying Jun, Cao Xin, Li Lian Ping, Wan Yim Keung, Daniel and Lin Tao
Remuneration and Appraisal Committee	Lin Tao, Cao Xin, Qin Gang, Guo Ying Jun and Wan Yim Keung, Daniel

**(iii) Communication with the Accounting Firm**

In 2023, I convened six Audit Committee meetings as a convener of Adult Committee, during which I, together with other Audit Committee members, received a presentation from Ernst & Young Hua Ming LLP focusing on the 2022 annual audit results, the results of the 2023 interim agreed-upon procedures, and the 2023 annual audit plan, which included, inter alia, the following: the scope of the audit, the areas of focus of the audit, the key financial information analysis, internal control audit and annual audit plan.

For example, when considering the audit results for 2022, the following main comments were made: the amount of unadjusted audit differences of the Company for the current year was not significant, but the net profit attributable to shareholders of the listed company for the year 2022 declined slightly compared with the previous year, and we should endeavour to maintain an increase in the annual profit in the future.

**(iv) Communication with the Minority Shareholders**

As a Director of the Company who is a permanent resident in Hong Kong, when the Company published its results or during its roadshows in Hong Kong, I participated in various meetings with the minority shareholders in accordance with the standardized arrangements of the Company.

**(v) On-site work**

In 2023, as an independent Director, I ensured my on-site working hours through the following various methods with a view to achieving better results in discharging my duties. First, by attending shareholders' meetings, meeting of the Board meetings dedicated committees, I seriously considered relevant proposals and actively expressed fair and objective independent opinions. Second, I was active to participate in trainings

to enhance the ability to perform my duties. During the reporting period, I attained the Advanced Seminar on Corporate Regulation of Chinese Companies Listed Overseas of The Hong Kong Chartered Governance Institute.

**(vi) The Company's Cooperation with the Work of Independent Directors**

The Company places great emphasis to the creation of various favourable internal and external conditions, and the provision of good services to the independent Directors, so as to provide better protection for the independent Directors in their performance of duties. First, the Company has done a good job in providing continuous training under the relevant listing rules. The Company promptly arranged for independent Directors to attend special training sessions held by the Shanghai Stock Exchange and the Hong Kong Chartered Governance Institute to help the independent Directors improve their understanding and knowledge of the listing rules. Second, it did a good job in reporting of the operation of the listed company, reported to the independent Directors on major production and operations on a monthly basis and on related party transactions on a quarterly basis, and organized and arranged for the independent Directors to visit the site of the Company's projects for on-site inspections, so as to ensure that the independent Directors are kept abreast of the latest operating conditions of the Company in a timely manner. Third, the Company ensured the communication and co-ordination of independent Directors in the performance of their duties. It provided conditions for independent Directors to communicate directly with the management of the Company, and the certified public accountants responsible for annual audit, etc. Meanwhile, the Company actively cooperated with the appointment of various intermediaries to provide the necessary reference basis for independent Directors to express their opinions.

**III. KEY ISSUES FOR INDEPENDENT DIRECTORS IN THE PERFORMANCE OF DUTIES DURING THE YEAR**

In 2023, as an independent Director, I was highly concerned about matters such as the disclosure of related party transactions, financial reporting, internal control assessment reports, nomination or removal of Directors and senior management members, and made independent, objective and impartial judgments on the above matters in view of ensuring that there were no potential conflicts of interest with the controlling shareholders, de facto controller, Directors and senior management.

**(i) Disclosable Related Party Transactions**

During the reporting period, as an independent Director, I conducted prior review and in-depth communication with the Company regarding related party transactions that the Company was required to disclose, such as the renewal of the framework agreement on asset financing services, the renewal of the framework agreement on financial services with the Group's financial company, and the entrusted management of assets. Upon review, I believed that the relevant matters were on normal commercial terms, in the interests of the Company and its shareholders as a whole, and were not detrimental to the interests of the Company and its shareholders, especially minority shareholders.

**(ii) Financial Information and Internal Control Evaluation Reports in Financial and Accounting Reports and Regular Reports**

As an independent Director specialising in accounting, I also served as the chairman of the Audit Committee of the Company and, in conjunction with my own expertise, devoted more efforts to carefully reviewing the Company's regular reports on financial information, internal control and other information, as well as communicating in-depth with the accounting firm on relevant professional issues. In recent years, the Company's business development and financial performance have remained steadfast and no major deficiencies have been found in its internal control, and the audit work of Ernst & Young Hua Ming LLP has continued to maintain a high professional standard.

As a Director, I have signed the relevant written confirmations in respect of the regular reports for the reporting period. I was of the opinion that the relevant financial information fairly reflected the Company's financial position, results of operations and cash flows for the current period, that the information contained in the relevant regular reports were true, accurate and complete, that there were no false representations, misleading statements contained therein or material omissions therefrom, and that the internal control over financial reporting in all material respects was effective.

**(iii) Engagement or Dismissal of Accounting Firm in charge of the Accounting Matters of the Company**

During the reporting period, the Company did not change its accounting firm and re-appointed Ernst & Young Hua Ming LLP as the audit institution for the financial report and internal control of the Company for 2023, mainly attributable to its qualification for the engagement in securities services related business and its experience and ability to provide audit services to listed companies, which meets the Company's needs for the audit of financial report and internal control, as well as the maintenance of continuity of the Company's audit work. As an independent Director, I believed that the consideration and voting procedures for the above-mentioned matter complied with the relevant laws, regulations and the Articles of Association, and that there was no circumstance which was detrimental to the interests of the Company and its shareholders as a whole, especially the minority shareholders.

**(iv) Nomination or Removal of Directors or Appointment or Dismissal of Senior Management**

During the reporting period, the Company nominated one senior management member, two non-executive Directors and one independent non-executive Director. In respect of the above matters, I have expressed affirmative opinions.

**(v) Remuneration of Directors and Senior Management, Formulation or Change of Share Option Incentive Scheme and Employee Stock Ownership Scheme, Fulfillment of the Conditions for Granting Entitlements and Exercising Entitlements Granted to the Participants, and Arrangement of Stock Ownership Scheme by Directors and Senior Management in the Subsidiaries Proposed to be Spun-off**

During the reporting period, the Company completed the realization of the 2022 remuneration of senior management. As a member of the Remuneration and Appraisal Committee, I conducted a careful review of the annual assessment of the senior management and the remuneration payment plan and believed that the relevant remuneration payment plan was in compliance with the requirements of the relevant remuneration and evaluation system of the Company. Meanwhile, as an independent Director, I carefully considered the relevant resolutions in relation to the implementation of the Restricted A Share Incentive Scheme of the Company and I believed that the implementation of the Scheme would be beneficial to the further establishment and improvement of long-term incentive mechanism of the Company, attraction and retention of outstanding talents, and would be beneficial to the long-term growth of the Company.

**IV. OVERALL CONCLUSIONS AND SUGGESTIONS**

As an independent Director of Suntien Green Energy, in 2023, I faithfully, diligently and conscientiously performed my duties as independent Director in accordance with the provisions and requirements of the relevant laws and regulations, played an independent role, and made due efforts in promoting the development of the Company as well as safeguarding the interests of the Company as a whole and the legitimate rights and interests of all shareholders, especially the minority shareholders.

I have ceased to be an independent non-executive director of the Company with effect from February 2024. I hereby wish the Company's business to continue to develop rapidly, with further improved governance structure.

Report is hereby given.

*Independent Director: Wan Yim Keung, Daniel*

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## NOTICE OF ANNUAL GENERAL MEETING

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### China Suntien Green Energy Corporation Limited\* 新天綠色能源股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)  
(Stock Code: 00956)

#### NOTICE OF 2023 ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 2023 annual general meeting (the “AGM”) of China Suntien Green Energy Corporation Limited (the “Company”) will be held at 9:30 a.m. on Friday, 7 June 2024 at the Conference Room, 5/F, Yun-Ray Ambassador Hotel, Shijiazhuang City, Hebei Province, the PRC, for the consideration and approval of the following matters:

#### AS SPECIAL RESOLUTIONS

1. Resolution on amendments to the Articles of Association of the Company and change of legal representative
2. Resolution on amendments to the Rules of Procedure of General Meetings of the Company
3. Resolution on the authorization to the Board of Directors to exercise the General Mandate to issue Shares

In respect to the general mandate granted by the Company to the board of directors to allot, issue or deal with additional A shares and H shares not exceeding 20% of the respective total number of A shares and H shares of the Company in issue and to authorize the board of directors to make such amendments to the articles of association of the Company as it thinks fit to reflect the new capital structure following the allotment or issuance of shares pursuant to such mandate:

**“THAT:**

- A. (a) Subject to paragraph (c) and the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), the articles of association of the Company and the relevant laws and regulations of the People's Republic of China (the “PRC”), the board of directors be and is hereby generally and unconditionally authorized to exercise all the rights of the Company during the Relevant Period (as defined below) to allot, issue or deal with, either separately or in combination, additional A shares

\* For identification purposes only



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## NOTICE OF ANNUAL GENERAL MEETING

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and H shares of the Company, and may make or grant such offers, agreements, options and rights to exchange or convert shares as may be necessary for the exercise of such rights;

- (b) The approval in paragraph (a) shall confer upon the board of directors during the Relevant Period (as defined below) the power to enter into or grant such offers, agreements, options and rights to convert or exchange shares which might require the exercise of such power after the expiry of the Relevant Period;
- (c) the number of A shares and H shares which may be allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to share options or otherwise) as approved by the board of directors pursuant to paragraph (a) shall not exceed 20% of the respective total number of A shares and H shares of the Company in issue as at the date of the passing of this resolution;
- (d) the board of directors may exercise such power only in compliance with the Company Law of the PRC and the Listing Rules, as amended from time to time, and subject to the approval of the China Securities Regulatory Commission and/or other relevant government authorities of the PRC; and
- (e) for the purpose of this resolution:

“Relevant Period” means the period from the date of the passing of this resolution until the earliest of:

- (i) the conclusion of the next annual general meeting of the Company; or
- (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held in accordance with the articles of association of the Company or other relevant laws; or
- (iii) the date on which the mandate set out in this resolution is revoked or varied by a special resolution of the shareholders of the Company at a general meeting.

- B. the board of directors be and is hereby authorized to make such relevant amendments to the articles of association of the Company as may be necessary to reflect the new capital structure following the allotment or issuance of shares as provided in sub-paragraph (a) of paragraph (A) of this resolution.”

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## NOTICE OF ANNUAL GENERAL MEETING

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### AS ORDINARY RESOLUTIONS

4. Resolution on the registration of the issuance of perpetual medium-term notes with an aggregate amount of RMB3 billion by the Company
5. Resolution on the report of the Board of Directors of the Company for 2023
6. Resolution on the report of the Board of Supervisors of the Company for 2023
7. Resolution on the financial report of the Company for 2023
8. Resolution on the report of the final accounts of the Company for 2023
9. Resolution on the 2023 profit distribution proposal of the Company
10. Resolution on the 2023 annual report of the Company
11. Resolution on the plan for distribution of dividends to Shareholders of the Company for the next three years (2024-2026)
12. Resolution on the appointment of the audit institution of the Company for 2024

### THE MATTER TO BE LISTENED TO

13. To listen to the duty reports of independent directors for 2023

By order of the Board  
**China Suntien Green Energy Corporation Limited**  
**Mr. Tan Jian Xin**  
*Executive Director/President*

Shijiazhuang City, Hebei Province, the PRC, 16 May 2024

*Notes:*

1. Pursuant to the Listing Rules, any vote taken by shareholders at a general meeting must be taken by poll. Accordingly, voting on the resolutions set out in the notice of the AGM will be conducted by way of poll. Results of the poll voting will be published on the Company's website at [www.suntien.com](http://www.suntien.com) and the HKExnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the AGM.
2. Any shareholder entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies to attend and vote on behalf of him/her. Such proxy need not be a shareholder of the Company.
3. In order to be valid, the proxy form together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's registered office and headquarters in the PRC (for holders of A shares) or the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited (for holders of H shares), at least 24 hours (i.e. on or before 9:30 a.m. on 6 June 2024 in respect of the AGM) before the AGM or any adjourned meeting thereof. Computershare Hong Kong Investor Services Limited is located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of a proxy form will not preclude a shareholder from attending and voting at the AGM or any adjourned meeting thereof should he/she so wish.

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## NOTICE OF ANNUAL GENERAL MEETING

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4. The H share register of members of the Company will be closed, for the purpose of determining the entitlement of holders of H shares to attend the AGM, from Tuesday, 4 June 2024 to Friday, 7 June 2024 (both days inclusive), during which period no transfer of H shares will be registered. In order to attend the AGM, all instruments of transfers, accompanied by the relevant share certificates, must be lodged for registration with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Monday, 3 June 2024. H-Share holders who are registered with Computershare Hong Kong Investor Services Limited on or before the aforementioned date are entitled to attend the AGM.
5. The Board proposed the distribution to its Shareholders of a final dividend of RMB2.14 per 10 shares (tax inclusive) for the year ended 31 December 2023, subject to approval by the shareholders at the AGM.

In order to determine the Shareholders who are entitled to the receipt of the abovementioned final dividend, the H share register of members of the Company will be closed from Friday, 14 June 2024 to Wednesday, 19 June 2024 (both days inclusive). To be eligible to receive the final dividend for the year ended 31 December 2023, unregistered holders of H Shares of the Company must lodge their relevant share transfer documents with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 13 June 2024.

The Board hereby further announces that the expected dividend payment date is Wednesday, 31 July 2024 and the dividend will be paid to the H shareholders whose names appear on the register of H Shares of the Company on Wednesday, 19 June 2024, subject to the approval by the shareholders on the final dividend payment arrangement. Details of the dividend payment will be announced after the AGM in due course.

6. In case of joint shareholdings, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
7. The AGM is expected to be held for less than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
8. A shareholder or his proxy should produce proof of identity when attending the AGM.
9. The Company's registered office and headquarters in the PRC is 9th Floor, Block A, Yuyuan Plaza, No. 9 Yuhua West Road, Shijiazhuang City, Hebei Province, the PRC.

*As at the date of this notice, the non-executive Directors of the Company are Dr. Cao Xin, Dr. Li Lian Ping, Mr. Qin Gang and Mr. Wang Tao; the executive Directors of the Company are Mr. Tan Jian Xin and Mr. Mei Chun Xiao; and the independent non-executive Directors of the Company are Mr. Guo Ying Jun, Mr. Chan Yik Pun and Dr. Lin Tao.*