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中国神华能源股份有限公司

CHINA SHENHUA ENERGY COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 01088)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the second extraordinary general meeting for 2025 (the “**Extraordinary General Meeting**”) of China Shenhua Energy Company Limited (the “**Company**”) will be held at He Meeting Room, 2F, Gehua New Century Hotel Beijing, 19 Gulouwai Avenue, Chaoyang District, Beijing, the People’s Republic of China at 2:30 p.m. on Friday, 24 October 2025 for the purpose of considering and, if thought fit, passing the following resolutions:

AS ORDINARY RESOLUTION:

1. To consider and approve the resolution regarding the interim dividend distribution of the Company for the six months ended 30 June 2025: the Board proposed the distribution of interim dividend for the six months ended 30 June 2025 of RMB0.98 per share (tax inclusive), totalling approximately RMB19,471 million (tax inclusive) (the “**2025 Interim Dividend**”).

AS SPECIAL RESOLUTION:

2. To consider and, if thought fit, to approve the grant of the General Mandate to issue Shares to the Board and the authorised person(s) of the Board:
 - (i) Subject to the conditions set out in paragraph (ii) below, to grant a general mandate to the Board during the Relevant Period (as defined below) to, having regard to market conditions and the needs of the Company, resolve to issue, either separately or concurrently, additional shares of the issued A shares and/or H shares of the Company, and to resolve, or to delegate authority to resolve, on such matters as may be required for the exercise of such mandate

(including authorising the Board, during the Relevant Period, to resolve, or to delegate authority to resolve, on such matters for the exercise of such mandate which may need to be exercised after the expiry of the Relevant Period).

- (ii) The aggregate number of A shares and/or H shares which the Board may resolve to issue, either conditionally or unconditionally (whether pursuant to the exercise of share options or otherwise), shall not in each case exceed 20% of the total number of the relevant class of shares of the Company in issue as at the date of passing of this proposal by the general meeting.
- (iii) To authorise the Board, when exercising the aforesaid general mandate, to formulate and implement specific issuance plans, including but not limited to: (1) the class and number of shares to be issued; (2) the pricing method and/or issue price (including any price range); (3) the commencement and termination dates of the issue; (4) the specific use of proceeds; (5) the power to resolve, or to delegate authority to resolve, such matters as may be required for the exercise of the aforesaid mandate; and (6) any other matters which are required to be included in a specific issuance plan pursuant to applicable laws, regulations, other normative documents, and the requirements of the relevant regulatory authorities and stock exchanges of the place of listing.
- (iv) To authorise the Board to approve and execute all acts, documents, and other matters necessary for, or in connection with, the issuance; and to consider, approve, and execute on behalf of the Company agreements relating to the issuance, including but not limited to subscription agreements and underwriting agreements.
- (v) To authorise the Board to consider, approve, and execute on behalf of the Company the statutory documents required to be submitted to the relevant regulatory authorities in connection with the issuance, to complete the relevant approval procedures in accordance with the requirements of regulatory authorities and the Company's place of listing, and to handle all necessary filings, registrations, and filing procedures with the relevant government authorities in Hong Kong and/or any other relevant regions and jurisdictions (as applicable).
- (vi) To authorise the Board to make such amendments to the agreements and statutory documents referred to in paragraphs (iv) and (v) above as may be required by the domestic and overseas regulatory authorities.
- (vii) To authorise the Board to approve the increase of the Company's registered capital following the issuance of new shares, to make such appropriate and necessary amendments to the Articles of Association relating to the total share capital, shareholding structure, and other related matters, to complete the statutory approval, registration, and filing procedures domestically and abroad,

and to take any other necessary actions and handle any necessary formalities to implement the share issuance and the increase of the Company's registered capital pursuant to this proposal.

- (viii) To approve that the Board, subject to obtaining the aforesaid mandate, may, unless otherwise required by laws and regulations, sub-delegate the aforesaid mandate to authorised person(s) of the Board to jointly or severally sign, execute, amend, complete, and deliver all agreements, contracts, and documents in relation to the issuance of shares under the general mandate.
- (ix) The Board may only exercise the aforesaid mandate in accordance with all applicable laws, regulations, and rules, including the Company Law, the Securities Law of the People's Republic of China, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the requirements of any other government or regulatory authority.

Save where the Board has resolved, or has delegated authority to resolve, during the Relevant Period, on matters in relation to the issuance of A shares and/or H shares for the exercise of such mandate and such resolutions may need to continue to be carried out or implemented after the expiry of the Relevant Period, the aforesaid mandate shall only be valid during the Relevant Period. The "Relevant Period" as referred to in this proposal shall be the period commencing from the date of passing of this proposal by the general meeting by way of a special resolution until the earliest of the following dates:

- (a) the date falling 12 months after the date of passing of this proposal by the general meeting;
- (b) the date on which the mandate set out in this proposal is revoked or varied by a special resolution passed at any general meeting of the Company.

If, during the Relevant Period, the Board or its authorised person(s) has signed necessary documents, completed necessary procedures or taken the relevant actions, and such documents, procedures or actions may need to be performed, carried out or continued at or after the end of the aforesaid Relevant Period until completion, the Relevant Period shall be extended accordingly.

By order of the Board
China Shenhua Energy Company Limited
Song Jinggang
Chief Financial Officer and Secretary to the Board of Directors

Beijing, 29 September 2025

Notes:

1. ELIGIBILITY FOR ATTENDING THE EXTRAORDINARY GENERAL MEETING

Holders of H shares of the Company whose names appear on the register of members of the Company kept by the share registrar of the Company, Computershare Hong Kong Investor Services Limited on Friday, 24 October 2025 are entitled to attend the Extraordinary General Meeting.

The register of members will be closed from Tuesday, 21 October 2025 to Friday, 24 October 2025 (both days inclusive) to determine the identity of the shareholders of H shares who are entitled to attend and vote at the Extraordinary General Meeting. In order to be eligible for attending and voting at the Extraordinary General Meeting, transferees of H shares must lodge their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited, the Company's share registrar for H shares at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Monday, 20 October 2025 to effect the transfer of shares.

2. PROXY

- (1) Each shareholder entitled to attend and vote at the Extraordinary General Meeting may appoint one or more proxies in writing to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.
- (2) The proxies shall be appointed in writing by shareholders. The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other documents of authorisation must be notarised.
- (3) To be valid, the notarially certified power of attorney or other documents of authorisation, and the form of proxy must be delivered to the Office of the Board of Directors of the Company (at Room 1003, Block A, Shenhua Tower, 22 Andingmen Xibinhe Road, Dongcheng District, Beijing, the People's Republic of China, Postal Code: 100011) for holders of domestic shares and to the H share registrar of the Company for holders of H shares not less than 24 hours before the time fixed for convening the Extraordinary General Meeting or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the meeting if he/she so wishes. The H share registrar of the Company is Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- (4) A proxy may exercise the right to vote by showing his/her hand or by poll. However, if a shareholder appointed more than one proxy, such proxies shall only exercise the right to vote by poll.

3. REGISTRATION PROCEDURES FOR ATTENDING THE EXTRAORDINARY GENERAL MEETING

- (1) A shareholder or his/her proxy should produce proof of identity when attending the Extraordinary General Meeting. If a corporate shareholder appoints its legal representative or other person authorised by the board of directors or other governing body to attend the meeting, such legal representative or the person shall produce a copy of the resolution of the board of directors or other governing body of such shareholder appointing such person to attend the meeting.
- (2) Shareholders who intend to attend the Extraordinary General Meeting should return the reply slip of such meeting to the Company on or before Tuesday, 21 October 2025.
- (3) Shareholders of the Company may return the reply slip personally, by post, email or by facsimile to the Company
- (4) Non-registered H shareholders who hold shares of the Company through Hong Kong Securities Clearing Company Limited, banks, brokers or other custodians are advised to consult them directly for assistance in appointment of proxy.

4. CLOSURE OF REGISTER OF MEMBERS

- (1) The register of members will be closed from Tuesday, 21 October 2025 to Friday, 24 October 2025 (both days inclusive) to determine the identity of the shareholders of H shares who are entitled to attend and vote at the Extraordinary General Meeting. In order to be eligible for attending and voting at the Extraordinary General Meeting, transferees of H shares must lodge their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited, the Company's share registrar for H shares at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Monday, 20 October 2025 to effect the transfer of shares.
- (2) Holders of H shares of the Company whose names appear on the register of members of the Company kept by the share registrar of the Company, Computershare Hong Kong Investor Services Limited on Friday, 7 November 2025 are entitled to 2025 Interim Dividend.

The register of members will be closed from Saturday, 1 November 2025 to Friday, 7 November 2025 (both days inclusive) to determine the identity of the shareholders of H shares who are entitled to 2025 Interim Dividend. In order to be eligible for the 2025 Interim Dividend, transferees of H shares must lodge their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited, the Company's share registrar for H shares at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, 31 October 2025 to effect the transfer of shares.

5. PROCEDURES ON DEMANDING A POLL

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

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

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

6. In accordance with the Company Law and the articles of association of the Company, shareholder(s) individually or jointly holding 1% or more of the shares of the Company may put forward provisional proposals at a general meeting. The contents of the provisional proposals shall meet the requirements of the articles of association of the Company and regulatory rules in the place where the shares are listed (including review on qualifications of serving as independent non-executive directors, etc.).

7. MISCELLANEOUS

- (1) The Extraordinary General Meeting is expected to be held for less than half a day. Shareholders who attend the meeting, personally or by proxy, shall bear their own travelling and accommodation expenses.
- (2) The share registrar of the Company for H shares is Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

- (3) The registered address of the Company:

22 Andingmen Xibinhe Road, Dongcheng District, Beijing, the PRC

Postal Code: 100011

Telephone: (+86)10 5813 3355/(+86)10 5813 3399

Facsimile: (+86)10 5813 1814

- (4) Contact methods for the meeting of the Company

Department: Office of the Board of Directors

Room 1003, Block A Shenhua Tower, 22 Andingmen Xibinhe Road

Dongcheng District, Beijing, the PRC

Postal Code: 100011

Contact Person: Ms. Cheng

Telephone: (+86)10 5813 1088

Facsimile: (+86)10 5813 1814

Email: ir@csec.com

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

“PRC” the People’s Republic of China

“RMB” Renminbi, the lawful currency of the PRC

As at the date of this notice, the Board comprises the following: Mr. Zhang Changyan as executive director, Mr. Kang Fengwei and Mr. Li Xinhua as non-executive directors, Dr. Yuen Kwok Keung, Dr. Chen Hanwen and Mr. Wang Hong as independent non-executive directors, and Ms. Jiao Lei as employee director.