



亚洲电力投资股份有限公司

ASIA POWER CORPORATION LIMITED

(Company Registration No.: 199701487C)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Asia Power Corporation Limited (the "**Company**") will be held at Republic of Singapore Yacht Club, Nautica I, Level 2, 52 West Coast Ferry Road, Singapore 126887 on 30 April 2014 at 9:30 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolution (on a poll to be taken) to be passed in accordance with the requirements of the listing manual ("**Listing Manual**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Delisting Resolution**):

DELISTING RESOLUTION

Approval for the Voluntary Delisting of the Company

That:

- (a) the voluntary delisting of the Company from the Official List of the SGX-ST under Rules 1307 and 1309 of the Listing Manual (the "**Delisting Proposal**"), pursuant to which the Exit Offer (as defined in the circular to the shareholders of the Company dated 15 April 2014 (the "**Circular**")) would be made to the shareholders of the Company on the terms and conditions set out in the Circular, be and is hereby approved; and
- (b) the directors of the Company and each of them be and is hereby authorised and empowered to complete and to do all such acts and things as they may consider necessary or expedient to give effect to the Delisting Proposal and/or this Resolution, with such modification thereto (if any) as they or he shall think fit in the interests of the Company.

By Order of the Board

Xue Liang

Executive Chairman and Chief Executive Officer

Singapore

15 April 2014

Notes:

A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company.

The instrument appointing a proxy must be deposited at the registered office of the Company at 24 Raffles Place, #27-03, Clifford Centre, Singapore 048621, not less than 48 hours before the time set for the Extraordinary General Meeting or any postponement or adjournment thereof.

For further information pertaining to the Delisting Proposal, please refer to the Circular, an electronic copy of which is available on the website of the SGX-ST at www.sgx.com.