龍源電力集團股份有限公司
CHINA LONGYUAN POWER GROUP CORPORATION LIMITED*

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

(Stock Code: 00916)

CONNECTED TRANSACTION
TRANSFER OF 30% EQUITY INTEREST IN UNITED POWER

TRANSFER

14 2025, 30% 60% 1

LISTING RULES IMPLICATIONS

58.72% 14=.07 14= 14=

( ) ( ) 0.1% 5%, 14=

I. TRANSFER AGREEMENT

14 [illegible] 2025, [illegible], 30% [illegible] 60% [illegible] 1 [illegible]

Date

14 [illegible] 2025

Parties

[illegible] ([illegible])
[illegible] ([illegible])
[illegible] ([illegible])
[illegible] ([illegible])

Transaction Proposal

[illegible] 30% [illegible], [illegible] 60% [illegible] (the "**Subject Equity Interest**"), [illegible]

[illegible]

Transaction Price and Pricing Basis

.* (北京國融興華資產評估有限責任公司) (**Guo Rong Xing Hua**),

.* (《龍源電力集團股份有限公司、國能(北京)電氣技術有限公司擬轉讓股權涉及的聯合動力技術有限公司股東全部權益價值資產評估報告》) (**Valuation Report**), 31 2025 (**Valuation Benchmark Date**), -6,181,408,300, 30% -1,854,422,490.

30% 1.

(**Transitional Period**),

Completion

30 100% (1 1).

Liability for Default

II. FURTHER INFORMATION ON THE VALUATION

100% 100%

14.61

(**Profit Forecast**).

(**Baker Tilly**),

14.60=

Experts and Consent

Name	Qualification

11 2025

III. FINANCIAL IMPACT OF THE DISPOSAL AND USE OF PROCEEDS

2023.

1,

IV. REASONS FOR AND BENEFITS OF THE DISPOSAL

V. LISTING RULES IMPLICATIONS

58.72%

VI. GENERAL INFORMATION

Information on the Company

Information on CHN Energy New Energy

Information on CHN Energy Electrical

[illegible] = [illegible] & [illegible] & [illegible] 60.81% [illegible] 39.19% [illegible] ., [illegible]. ([illegible] 600795).

Information on CHN Energy

= [illegible] = [illegible] = [illegible] = [illegible]

Information on United Power

[illegible] ([illegible]) [illegible] = [illegible]

[illegible] *0'000*

	For the year ended 31 December 2024	For the year ended 31 December 2023
[illegible] ([illegible])	-307,158.68	-440,739.41
[illegible] ([illegible])	-307,726.52	-454,908.77

	As at 30 June 2025	As at 30 September 2025
[illegible]	850,427.17	859,575.22
[illegible]	-695,319.15	-713,718.84

VII. DEFINITIONS

* (國家能源投資集團有限責任公司),
4,908,598,141 (58.72%)

.* (國能(北京)電氣技術有限公司),

.* (國家能源集團新能源有限責任公司),

* (龍源電力集團股份有限公司),
(00916) =
(001289)

( )

( ) ( )

.* (內蒙古聯合動力新能源有限公司),

60%

14 2025

.* (國電聯合動力技術有限公司),

30%
70%

( ) .,
.* (國能聯合動力智慧能源(張家口)有限公司),

100%

%

China Longyuan Power Group Corporation Limited*
Gong Yufei

, 14 2025

=

APPENDIX I: GENERAL INFORMATION, KEY INPUT PARAMETERS AND ASSUMPTIONS REGARDING THE VALUATION

VALUATION OF UNITED POWER

I. VALUATION METHODS

1. Analysis of the applicability of the asset-based approach

2. Analysis of the applicability of the income approach

3. Analysis of the applicability of the market approach

II. VALUATION ASSUMPTIONS

(I) Basic Assumptions

1.

2.

3.

(II) General Assumptions

1.

2.

3.

4.

(III) Special Assumptions

1.

2.

3.

4.

5.

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8.

9. [illegible]

10. [illegible]

11. [illegible]

12. [illegible]

13. [illegible]

14. [illegible]

15. [illegible]

III. FORECAST IDEAS FOR MAIN VALUATION PARAMETERS

(I) For Asset-based Approach

(1) Accounts receivables

(2) Prepayments

(3) Inventories

1)

2)

=

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0.5

(4) Contract assets

=

(5) Long-term equity investment

(6) Machinery and equipment

=

=

1.

(1)

+ + + =

1)

2025

2)

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31011 2019).

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(31010 2019),

(31011 2019),

4)

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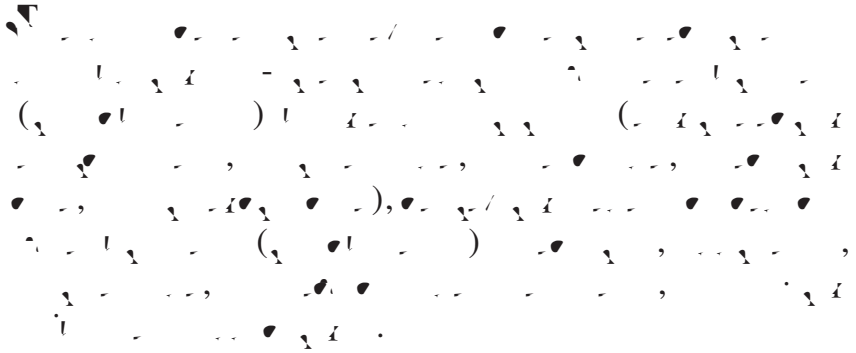
. 39 2019

1 2016.

6)

7)

8)



9)

(2)

1)

2)

)/ ×100%

3)

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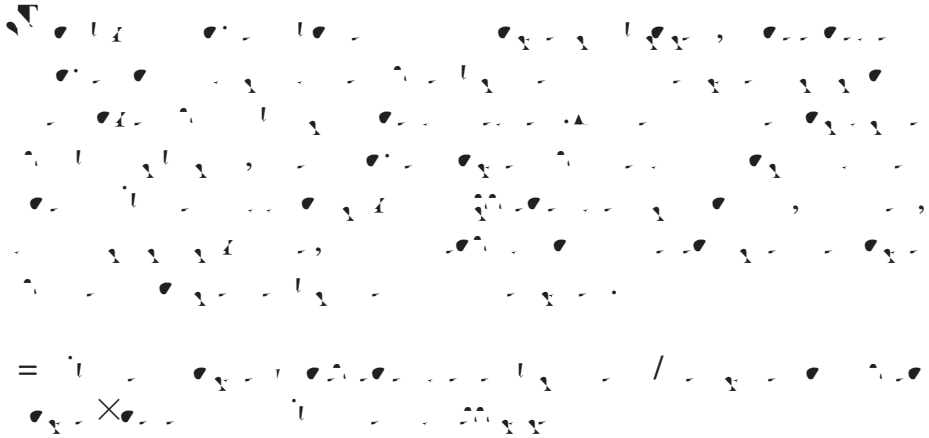
(3)



(7) Other intangible assets

1)

$$P = \sum_{t=1}^{n} \frac{kRt}{(1+i)^t}$$

IV. VALUATION CONCLUSION

(I) Relevant Valuation Results

1. Valuation results under asset-based approach

=

9,710,218,300,

5,740,323,300, 3,969,895,000

40.88%

11,935,216,300,

11,921,731,500,

13,484,800 0.11%

-2,224,998,100,

-6,181,408,300,

3,956,410,200.

Summary table of valuation results under asset-based approach

31 2025

=

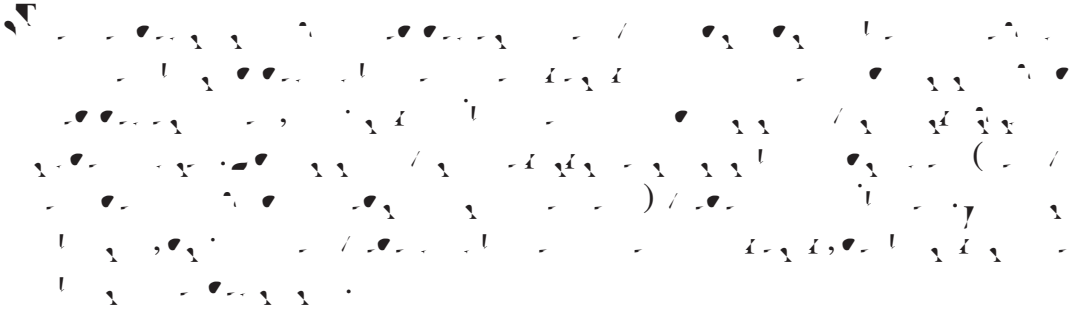
0'000

Item	Book value	Appraised value	Appreciation/ depreciation	Rate %
	=		-=	/= ×100%
1	792,010.65	793,178.07	1,167.42	0.15
2	179,011.18	-219,145.74	-398,156.92	-222.42
3				
4				

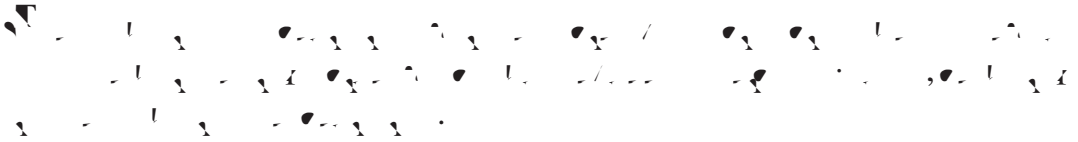
Item		Book value	Appraised value	Appreciation/ depreciation	Rate %
		=		-=	/= ×100%
5					
6		173,408.41	-245,552.90	-418,961.31	-241.60
7					
8					
9					
10		1,548.14	2,775.25	1,227.11	79.26
11					
12					
13					
14		66.79	66.79		
15		3,511.93	23,089.20	19,577.27	557.45
16					
17					
18		51.52	51.52		
19		31.93	31.93		
20		392.47	392.47		
21	**Total assets**	**971,021.83**	**574,032.33**	**-396,989.50**	**-40.88**
22		878,408.77	878,408.77		
23		315,112.86	313,764.38	-1,348.48	-0.43
24	**Total liabilities**	**1,193,521.63**	**1,192,173.15**	**-1,348.48**	**-0.11**
25	**Net assets (owners' equity)**	**-222,499.81**	**-618,140.83**	**-395,641.02**	**–**

(II) Changes in Valuation Conclusion as Compared to Book Value and Reasons

1. Other receivables



2. Inventories



3. Long-term equity investment

4. Equipment assets

(1)

(2)

(3)

5. Intangible assets – others

6. Intangible assets – intellectual properties

7. Deferred revenue

(III) Validity period of valuation conclusion

31 2025 30 2026.

VALUATION OF INNER MONGOLIA UNITED POWER

I. VALUATION METHODS

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(1)

(2)

(1)

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II. VALUATION ASSUMPTIONS

(I) Basic Assumptions

1.

2.

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(II) General Assumptions

1.

2.

3.

4.

5.

6.

(III) Special Assumptions

1.

2.

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7.

8.

9. [illegible]

10. [illegible]

11. [illegible]

III. FORECAST IDEAS FOR MAIN VALUATION PARAMETERS

(I) For Asset-based Approach

(1) Accounts receivables

[illegible]

(2) Buildings

(1)

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(31010 2019) (《陸上風電場工程概算定額》(31010 2019))

(31011 2019) (《陸上風電場工程設計概算編製規定及費用標準》(31011 2019))

2025 (《巴彥淖爾市2025年3月建築工程信息價》)

2019 113) (《關於調整內蒙古自治區建設工程計價依據增值稅稅率的通知》內建標 2019 113號)

②

(31011
2019) =
8.65% ( ).

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3.23%.

(( ) + (( ))× × /2

④

(2019 .39 2019) (《2019年第39號關於深化增值稅改革有關政策的公告》)

2019 . 113),

(ii)

)×100%

(iii)

×

(3) Machinery and equipment

=

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2025

(《2025機電產品價格查詢系統》)

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(/ 31011 2019).

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(31010 2019),
(31011
2019),

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= (2016 .36),

1 2016.

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(11)

=

(4) Intangible assets – land use rights

(1)

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=

(5) Valuation results under asset-based approach

582,795,800, 597,021,700, 14,225,900 2.44%

395,191,500, 395,191,500,

187,604,300, 201,830,200, 14,225,900 7.58%.

Summary table of valuation results under asset-based approach

31 2025

= *0'000*

Item		Book value =	Appraised value	Appreciation/ depreciation -=	Rate % / = ×100%
1		10,126.86	10,126.86		
2		48,152.72	49,575.30	1,422.58	2.95
3					
4					
5					
6					
7					
8					
9					
10		47,925.71	49,330.78	1,405.07	2.93
11					
12					
13					
14					
15		227.01	244.52	17.51	7.71
16					
17					
18					
19					
20					
21	**Total assets**	**58,279.58**	**59,702.17**	**1,422.59**	**2.44**

Item		Book value =	Appraised value	Appreciation/ depreciation -=	Rate % = ×100%
22		7,937.84	7,937.84		
23		31,581.30	31,581.30		
24	**Total liabilities**	**39,519.15**	**39,519.15**	**–**	**–**
25	**Net assets (owners' equity)**	**18,760.43**	**20,183.02**	**1,422.59**	**7.58**

(6) Changes in valuation conclusion as compared to book value and reasons

1)

2)

3)

4)

(II) For Income Approach

(I) Selection of specific methods and models under the income approach

1.

$$= \sum_{=} \frac{}{+} + \frac{}{+}$$

2.

$$WACC = K_e \times \frac{E}{E+D} + K_d \times (1-t) \times \frac{D}{E+D}$$

▼

▼ (=).

K_e r_f MRP β_L r_c

▼

β

3.

(1)

(2)

(3)

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(II) Determination of the revenue period

100

100

2023. 20

2043.

(III) Revenue forecast for the forecast period

1.

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2.

(1)

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3.

.*(國能聯合動力智慧能源(張家口)有限公司),

4.

5%

0.03%

13%

5.

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50,000 2025, 2% 2026

6.

7.

(2008 . 156)
= 50%
= 13%.

8.

=

=

9.

10.

.* (內蒙古聯合動力新能源有限公司)

(《西部地區鼓勵類產業目錄》).

= 1

=

(= 2020 . 23) (《財政部稅務總局國家發展改革委關於延續西部大開發企業所得稅政策的公告》(2020年23號公告)), 1 2021 31 2030, 15%

=

(2009 . 80) (《國家稅務總局關於實施國家重點扶持的公共基礎設施項目企業所得稅優惠問題的通知》(國稅發 2009 80號)), 50%

2023, 0% 2023 2025, 7.5% 2026 2028, 15% 2029 2030, 25% 2031 .

11.

12.

13.

14.

(IV) Determination of discount rate

1.

=

$$WACC = R_d \times (1 - T) \times \frac{D}{D+E} + R_e \times \frac{E}{D+E}$$

2.

$$R_e = R_f + \mathrm{ERP} \times \beta + \varepsilon$$

β

ε

3.

(1)

=

(2)

24

(3)

(4)

50%

(5)

4. *( )*

2.08%.

5. [illegible]

[illegible]

[illegible]

[

(3) ( )

( ).

(4)) ( )

10
2024 6.35%.

6. *β*

7. *β* / β (β)
(β)

8. *β* / β

βL=(1+(1-T)×D/E)×*βU*

▼ *β* β

β β

9. β

β

β

= β

0.35+0.65 β

β, β β.

10. *(ε)*

(ε) =

(ε)

11.

$$Re = Rf + \beta \times (Rm - Rf) + \varepsilon$$

12.

, 1.95%.

13. =

=

$$WACC = R_d \times (1 - T) \times \frac{D}{D+E} + R_e \times \frac{E}{D+E}$$

(V) Value of operating assets

571,667,900, (2025 2030);

0'000

Item	April – December 2025	2026	2027	2028	2029	2030
I. Operating revenue	4,254.85	5,916.23	5,916.23	5,916.23	5,916.23	5,916.23
	4,254.85	5,916.23	5,916.23	5,916.23	5,916.23	5,916.23
	2,478.95	3,227.95	3,227.95	3,227.95	3,227.95	3,227.95
	2,188.25	2,937.25	2,937.25	2,937.25	2,937.25	2,937.25
	290.70	290.70	290.70	290.70	290.70	290.70
	95.19	95.16	95.16	95.16	95.16	109.17
=	7.55	8.42	8.52	8.62	8.73	8.84
=						70.03
( )						
( )						
( )						
= ( )						
( )						

Item	April – December 2025	2026	2027	2028	2029	2030
II. Operating profit	1,673.16	2,584.70	2,584.60	2,584.50	2,584.39	2,640.30
=						
III. Total profit	1,673.16	2,584.70	2,584.60	2,584.50	2,584.39	2,640.30
	0.00%	7.50%	7.50%	7.50%	15.00%	15.00%
		193.85	193.84	193.84	387.66	396.05
IV. Net profit	1,673.16	2,390.85	2,390.75	2,390.66	2,196.73	2,244.26
=						
V. Operating profit before interest and tax	1,673.16	2,390.85	2,390.75	2,390.66	2,196.73	2,244.26
=	1,900.27	2,533.69	2,533.69	2,533.69	2,533.69	2,533.69
	-512.96	-755.43	-745.43	-745.43	-745.43	-605.37
=						
VI. Enterprise's free cash flow	4,086.39	5,679.97	5,669.88	5,669.78	5,475.85	5,383.32
	6.29%	6.16%	6.16%	6.16%	6.02%	6.02%
	0.38	1.25	2.25	3.25	4.25	5.25
	0.9774	0.9272	0.87	0.82	0.78	0.73
VII. Discounted free cash flow	3,993.98	5,266.19	4,951.80	4,664.39	4,246.25	3,937.46
VIII. Cumulative discounted free cash flow	57,166.79					

(VI) Valuation of other assets and liabilities

1.

29,805,000.

2.

3.

-33,472,900.

(VII) Determination of enterprise value

1.

568,000,000

2.

329,008,900.

3.

238,990,000

(III) Valuation conclusion and analysis

*(北京國融興華資產評估有限責任公司), *(龍源電力集團股份有限公司) *(國能(北京)電氣技術有限公司), 31 2025.

1. Valuation results under asset-based approach

582,795,800, 597,021,700, 14,225,900 2.44%

395,191,500, 395,191,500,

187,604,300,
201,830,200, 14,225,900
7.58%.

Summary table of valuation results under asset-based approach

31 2025

=

0'000

Item		Book value =	Appraised value	Appreciation/ depreciation -=	Rate % / =×100%
1		10,126.86	10,126.86		
2		48,152.72	49,575.30	1,422.58	2.95
3					
4					
5					
6					
7					
8					
9					
10		47,925.71	49,330.78	1,405.07	2.93
11					
12					
13					
14					
15		227.01	244.52	17.51	7.71
16					
17					
18					
19					
20					
21	**Total assets**	**58,279.58**	**59,702.17**	**1,422.59**	**2.44**

Item		Book value =	Appraised value	Appreciation/ depreciation -=	Rate % / = ×100%
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23		31,581.30	31,581.30		
24	**Total liabilities**	**39,519.15**	**39,519.15**	**–**	**–**
25	**Net assets (owners' equity)**	**18,760.43**	**20,183.02**	**1,422.59**	**7.58**

2. Valuation results under income approach

= 31 2025,
., .* 238,990,000,
51,385,700 27.39%.

3. Determination of valuation conclusion

37,159,800, 15.55%

1.

2.

238,990,000.

VALUATION OF ZHANGJIAKOU UNITED POWER

I. VALUATION METHODS

II. VALUATION ASSUMPTIONS

(I) Basic Assumptions

1.

2.

3.

(II) General Assumptions

1.

2.

3.

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6.

(III) Special Assumptions

1.

2.

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5.

6.

7.

8.

9.

10.

11.

III. FORECAST IDEAS FOR MAIN VALUATION PARAMETERS

(I) For Asset-based Approach

(1) Accounts receivables

(2) Long-term equity investment

(3) Buildings

1.

+ + =

(1)

(2019) (《陸上風電場建築工程概算定額》(2019))

=

(31011 2019) (《陸上風電場工程設計概算編製規定及費用標準》(31011 2019))

=

2025 (《張家口市2025年3月建築工程信息價》)

(2)

(31011 2019)

(3)

3.23%.

/2

(4)

(《2019年第39號關於深化增值稅改革有關政策的公告》)

2019) (河北省住房和城鄉建設廳關於重新調整《建築業營改增河北省建築工程計價依據調整辦法》的通知冀建建市2019 3號文件),

2.

)×100%

3.

×

(4) Machinery and equipment

×

(1)

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2025

(《2025機電產品價格查詢系統》)

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(31011 2019).

③

(31010 2019) (《陸上風電場工程概算定額》(31010 2019)),

(31011 2019),

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(2016 .36),

1 2016.

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(2)

(3)

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(1)

(2)

( )/ ×100%

(3)

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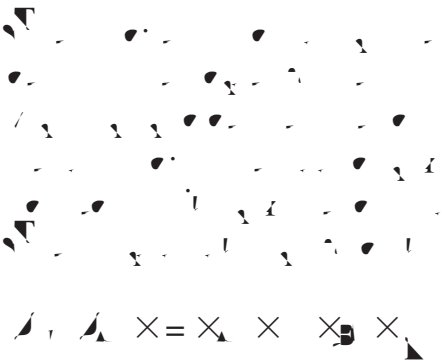
×

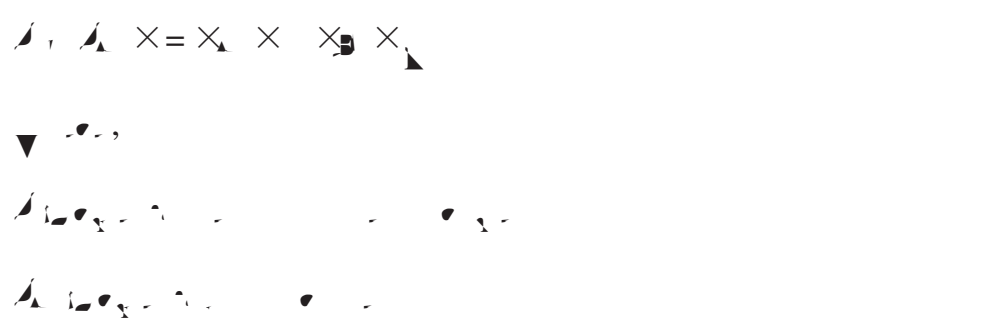
1)

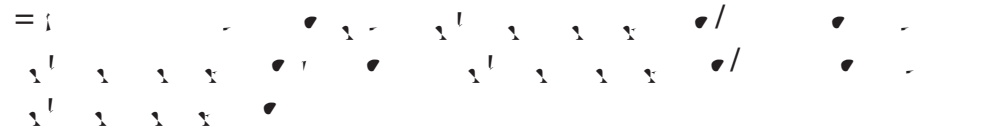
(5) Intangible assets – land use rights

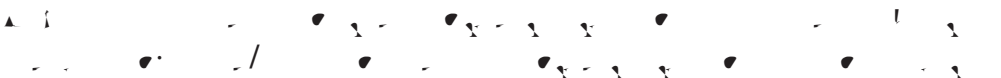
(城鎮土地估價規程),

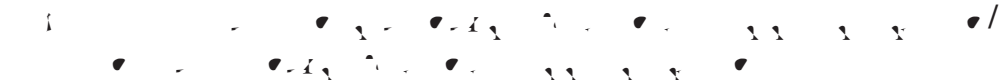
1.











(6) Valuation results and appreciation/depreciation analysis under asset-based approach

= ( ) ., .* (國能聯合動力智慧能源(張家口)有限公司), 741,750,700, 875,078,400, 133,327,700 17.97%

507,466,600, 507,466,600, /

234,284,200, 367,611,900, 133,327,700 56.91%.

Summary table of valuation results under asset-based approach

31 2025

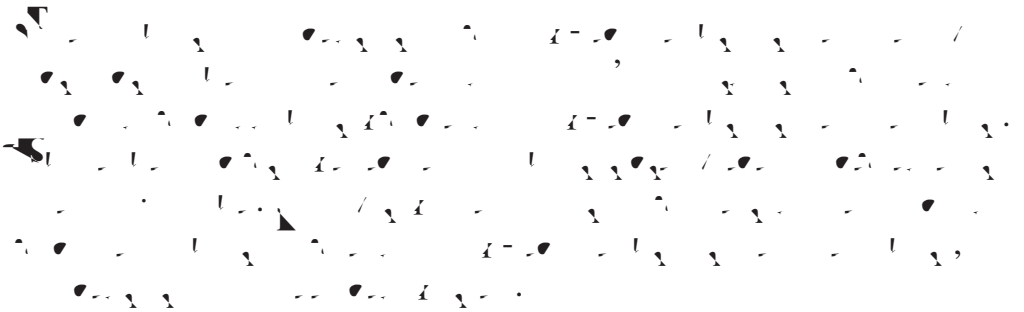
= ( ) ., .*

0'000

Item		Book value =	Appraised value	Appreciation/ depreciation -=	Rate % /=×100%
1		15,986.90	15,986.90		
2		58,188.18	71,520.95	13,332.77	22.91
3		12,274.00	23,899.00	11,625.00	94.71
4		43,852.19	43,878.96	26.77	0.06
5		1,958.24	3,639.24	1,681.00	85.84
6		103.75	103.75		
7	**Total assets**	**74,175.07**	**87,507.84**	**13,332.77**	**17.97**
8		17,856.40	17,856.40		
9		32,890.25	32,890.25		
10	**Total liabilities**	**50,746.66**	**50,746.66**	**-**	**-**
11	**Net assets (owners' equity)**	**23,428.42**	**36,761.19**	**13,332.77**	**56.91**

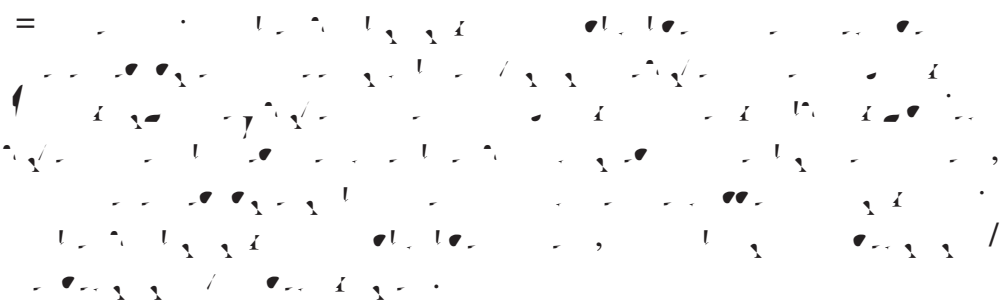
(7) Changes in valuation conclusion as compared to book value and reasons

1. =



2. =

=



3. =

1)

2)

4. =

2022 . 5) (《康保縣第十七屆人民政府第十四次常務會議紀要》(常務會議紀要 2022 5號)

420,000

800,000 1

= 2022.

5. =

6. =

(II) For Income Approach

(I) Selection of specific methods and models under the income approach

1.

$$= \sum_{=} \frac{}{+} + \frac{}{+}$$

)

).

2.

$$WACC = K_e \frac{E}{E+D} + K_d (1-t) \frac{D}{E+D}$$

$$K_e = r_f + MRP_L + r_c$$

3.

(1)

(2)

(3)

(4)

(II) Determination of the revenue period

50 ( ) 500 2020. 20 ( ) 2040.

50 ( ) 500 2021. 20 ( ) 2041.

(III) Revenue forecast for the forecast period

1.

= ×

* (1)

×

2.

(1)

(2)

(3)

3.

( ) 7%
5%,
0.03%

13%

4.

=

5.

6.

2008 . 156)
= 50%
13%.

7.

8.

(1)

(2)

9.

=

(2009 80) (《國家稅務總局關於實施國家重點扶持的公共基礎設施項目企業所得稅優惠問題的通知》(國稅發 2009 80號)),

50%

(12.5%)

25%.

( ) 2020

( ) 2021.

2020 2022, 0%;

2023 2025, 12.5%;

2026 , 25%.

2021 2023, 0%;

2024 2026, 12.5%;

2027 , 25%.

10.

11.

12.

13.

(IV) Determination of discount rate

1.

=

=

=

$$WACC = R_d \times (1 - T) \times \frac{D}{D+E} + R_e \times \frac{E}{D+E}$$

2.

$$R_e = R_f + \mathrm{ERP} \times \beta + \varepsilon$$

▼ R_f

β

ε

3.

(1) =

(2) 24

(3)

(4) 50%

(5)

4. [illegible]

[illegible] Rf 2.08%.

5. [illegible]

[illegible] (Rm) [illegible]

[illegible] 12 [illegible] (1 [illegible] 2020 [illegible] 38), [illegible] 300 [illegible] 10 [illegible]

(1)

300

300

(2) 10-

300,

2025 2015 2024,

(3) ( )

( ).

(4)) ( )

10

2024 6.35%.

6. β

7. β (β)

(β)

8. β

βL (1+(1)×) × βU

βL β

βU β

9. β

β

β =

β

0.35+0.65 βL

β, βL β.

β 0.8564.

10. *(ε)*

(ε) =
(ε)

2%

11.

Re $Rf + \beta \times (Rm - Rf) + \varepsilon$

9.52%

12.

, 2.85%.

13. =

=

$$WACC = R_d \times (1 - T) \times \frac{D}{D + E} + R_e \times \frac{E}{D + E}$$

(V) Calculation process and results

(= 2025 2029);

Table of valuation results of operating assets

0'000

Item	April – December 2025	Future financial years 2026	2027	2028	2029
	3,632.04	6,915.14	7,174.97	6,401.53	8,980.35
	6.43%	6.29%	6.16%	6.16%	6.16%
( )	0.38	1.25	2.25	3.25	4.25
	0.9769	0.9257	0.8715	0.8209	0.7733
	3,548.15	6,401.34	6,252.98	5,255.02	6,944.51
	73,120.84				

(VI) Valuation of other assets and liabilities

1.

30,109,600.

2.

116,465,300 ( ).

(VII) Valuation results under income approach

1.

877,783,300

2.

362,017,500.

3.

516,000,000

(III) Valuation conclusion and analysis

= = ., .* (北京國融興華資產評估有限責任公司), * (龍源電力集團股份有限公司) ( ) , .* (國能(北京)電氣技術有限公司), ( ) ., .* 31 2025.

1. Valuation results under asset-based approach

= ( ) ., .*, 741,750,700, 875,078,400, 133,327,700 17.97%

507,466,600,
507,466,600,

234,284,200,
367,611,900, 133,327,700
56.91%.

Summary table of valuation results under asset-based approach

31 2025

=

0'000

Item		Book value =	Appraised value	Appreciation/ depreciation -=	Rate % /= ×100%
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9		32,890.25	32,890.25		
10	**Total liabilities**	**50,746.66**	**50,746.66**	**-**	**-**
11	**Net assets (owners' equity)**	**23,428.42**	**36,761.19**	**13,332.77**	**56.91**

2. Valuation results under income approach

= 31 2025,
516,000,000,
281,715,800 120.25%.

3. Determination of valuation conclusion

148,388,100, 28.76%

1.

2. ( )

( ) .,* 516,000,000.

2006, 20
, 6

Independent assurance report on the calculations of discounted cash flow forecast in connection with the valuation of 100% equity interest in Guodian United Power Technology Co., Ltd. (國電聯合動力技術有限公司) (the "Target Company") and its subsidiaries (together referred to as the "Target Group")

To the Board of Directors of China Longyuan Power Group Corporation Limited (the "Company")

(/**Forecast**) = = ., .* (北京國融興華資產評估有限責任公司) 22 = 2025 31 2025 (/**Valuation**) 14.61 (/**Listing Rules**).

Directors' Responsibilities

(/**Directors**) (/**Assumptions**)

Our Independence and Quality Management

= = (/**HKICPA**),

Our Responsibility

Opinion

Other Matter

Baker Tilly Hong Kong Limited

, 14 2025

Chan Sai Ho

07705

,

14 2025 (/**Announcement**) , (,)

30%

(,,) 60%) (/**Transfer**) (,,)

(/**Assets Valuation Reports**),

14.61 =

14 2025 ,

=

=

the Board of Directors of
China Longyuan Power Group Corporation Limited*

14 2025