

**Terms of Reference for the Remuneration and Assessment Committee of
the Board of Directors of China Longyuan Power Group Corporation Limited**

Article 1 The Terms of Reference herein is prepared in accordance with the Company Law of the People's Republic of China,

(1) offer proposals to the Board of Directors on all remuneration policies and structure of Directors and senior management of the issuer, and on the establishment of a formal and transparent procedure for developing policies on s953(h (re)7(munn)-7tra74(ti)-3(o;))TET EMC P MCID 14

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