

**黑龙江省华富电力投资有限公司  
第三届三次董事会会议决议纪要**

时 间：2006 年 12 月 13 日

地 点：华富公司会议室

主持人：任福康

出席人：任福康 杨国明 栾恩连（代孙光） 孟岩（代官明海）  
苏云强 王忠伟 孟宪武

记录人：刘文辉

议 题：

- 1、审议《关于华富公司转让华富富锦风电公司股权的议案》；
- 2、审议《关于华富公司为哈尔滨第二电业局贷款提供担保的议案》；
- 3、审议《关于华富公司对穆棱风电公司 3000 万元委托贷款的议案》；
- 4、审议《关于华富公司对穆棱风电公司 4000 万元委托贷款的议案》；
- 5、审议《关于投资华富依兰风电项目的议案》。

本次会议在董事长任福康同志的主持下，经全体与会董事认真讨论，一致通过如下决议：

- 1、通过《关于华富公司转让华富富锦风电公司股权的议案》，同意公司将持有黑龙江华富风力发电富锦有限责任公司 924.4 万股（占

富锦风电公司总股本的 9.36%) 以每股人民币 1.07 元的价格全部转让给黑龙江中宇投资有限公司。

2、通过《关于华富公司为哈尔滨第二电业局贷款提供担保的议案》、同意公司为哈尔滨第二电业局一年期流动资金贷款 8700 万元 (利率为 5.508%) 提供全额担保。

3、通过《关于华富公司对穆棱风电公司 3000 万元委托贷款的议案》, 同意公司利用自有资金向穆棱风电公司委托贷款 3000 万元人民币, 期限一年, 年利率 6.12%。

4、通过《关于华富公司对穆棱风电公司 4000 万元委托贷款的议案》, 同意公司利用自有资金委托光大银行向穆棱风电公司提供 4000 万元贷款, 期限一年, 年利率 6.12%。

5、通过《关于投资华富依兰风电项目的议案》, 同意公司在依兰投资设立华富依兰风电公司, 注册资本金 1 亿元人民币, 其中华富公司出资 8000 万元人民币。依兰风电一期工程除资本金外的其余建设资金拟通过商业银行贷款解决。一期工程安装 33 台单机容量 1500kW 的风力发电机组, 总装机容量 49.5MW, 一期工程静态投资为 53453.19 万元。公司将尽全力控制该项目工程造价, 力争将千瓦造价控制在 10000 元/千瓦以下。

董事签名:

任福林 杨国明

2011年 王立 姜德

姜恩连(代张) 姜德

## 关于投资华富依兰风电项目的议案

各位董事：

依兰鸡冠山风电场位于依兰县城东南约 15 公里的鸡冠砬子山上，华富公司从 2004 年 7 月在鸡冠山开始测风，根据测风塔的测风数据分析，代表年年平均风速（50 米）7.23m/s，平均风功率密度 494.57w/m<sup>2</sup>，年有效风速（3—25m/s）小时数为 7491 小时，盛行风向西风，盛行风向稳定，有效风小时数多，没有破坏性风速，风的品质好，风力资源丰富，具有很好的开发前景，同时该项目符合 CDM 项目要求，可获得相应的 CER 收益，提高该项目收益率。一期工程规划容量 49.5MW，风电场规划总容量 99MW。

一期工程拟安装 33 台单机容量 1500kW 的风力发电机组，总装机容量 49.5MW，年理论发电量 19040 万 kWh，预计年上网电量 11187 万 kWh，年可利用小时数 2260 小时，所发出的电量通过风电场 110kV 升压站，经同塔双回 28km 长 110kV 架空线路送至达连河 220kV 变电所。

一期工程静态投资为 53453.19 万元，其中风电场投资 49863.29 万元，基本预备费 1495.9 万元，接入系统风电场至达连河变 110kV 架空线路投资为 1723 万元，达连河变电所出口投资为 240 万元，佳地调侧光缆通信投资 131 万元。

目前，依兰鸡冠山风电场一期工程已经黑龙江省发展和改革委员会黑发改能源[2006]1079 号文件核准，为加快推进依兰鸡冠山风电场一期工程项目，公司拟在依兰投资设立华富依兰风电公司，注册资

本金 1 亿元人民币，其中华富公司出资 8000 万元人民币。依兰风电一期工程除资本金外的其余建设资金拟通过商业银行贷款解决。公司将尽全力控制该项目工程造价，力争将千瓦造价控制在 10000 元/千瓦以下。

请予审议。

2006 年 12 月 13 日

Resolution of the third meeting of the third Board of Directors  
of Heilongjiang Province Huafu Electrical Investment Co., Ltd.

Date: 13 December 2006

Venue: Boardroom of Huafu

Presider: Ren Fukang

Attendee: Ren Fukang, Yang Guoming, Luan Enlian (substitute for Sun Guang), Meng Yan  
(substitute for Guan Minghai), Su Yunqiang, Wang Zhongwei, Meng Xianwu

Recorder: Liu Wenhui

Agenda:

1. Discuss the “Proposal on the transfer of the shares of Huafu Fujin Wind Power Company owned by Huafu Company”
2. Discuss the “Proposal on offering guarantee for the loan of Harbin No. 2 Electrical Administration”
3. Discuss the “Proposal on Huafu company’s RMB 30 million entrust loan to Muling Wind Power Company”
4. Discuss the “Proposal on Huafu company’s RMB 40 million entrust loan to Muling Wind Power Company”
5. Discuss the “Proposal on the investment in the Huafu Yilan Wind Power Project”

Presided by Chairman of the Board Mr. Ren Fukang and with the diligent discussion of all attendees, the meeting resolved the following:

1. The “Proposal on the transfer of the shares of Huafu Fujin Wind Power Company owned by Huafu Company” was approved and Huafu company was approved to transfer the 924,400 shares (9.36% of the total capital stock) of Heilongjiang Huafu Wind Power Fujin Co., Ltd. to Heilongjiang Zhongyu Investment Co., Ltd. with the transfer price of RMB 1.07 per share.
2. The “Proposal on offering guarantee for the loan of Harbin No. 2 Electrical Administration” was approved and the company was approved to provide full guarantee for Haebin No. 2 Electrical Adminstration for their RMB 87 million one year working capital loan (interest rate 5.508%).
3. The “Proposal on Huafu company’s RMB 30 million entrust loan to Muling Wind Power Company” was approved and the company was approved to provide RMB 30 million of entrust loan to Muling Wind Power Company with its own capital for one year with the interest rate of 6.12%.
4. The “Proposal on Huafu company’s RMB 40 million entrust loan to Muling Wind Power Company” was approved and the company was approved to provide RMB 40 million of entrust loan to Muling Wind Power Company through Everbright Bank with its own capital for one year with the interest rate of 6.12%.
5. The “Proposal on the investment in the Huafu Yilan Wind Power Project” was approved and the company was approved to invest and establish Huafu Yilan Wind Power Company at Yilan with the registered capital of RMB 100 million, of which Huafu company will provide RMB 80 million. Extra capital needed for the construction of Yilan Wind Power Phase I

Project will be sourced through bank loan. The Phase I project will install 33 units of 1500 kW wind turbines to realize a total installed capacity of 49.5 MW. The static investment of the project is RMB 534,531,900. The company will make all efforts to control the total costs of the project and try to achieve a construction cost below RMB 10,000 per kW.

Signed by: Ren Fukang, Wang Zhongwei, Meng Xianwu, Luan Enlian  
Su Yunqiang, Yang Guoming, Meng Yan

## Proposal on the investment in the Huafu Yilan Wind Power Project

Dear Directors,

Dongning wind farm is located on the Jiguanlazishan mountain, 15 km to the southeast of Yilan County. Huafu company has been monitoring the wind resources at Jiguanlazishan since July 2004 and the data collected showed that the annual average wind speed at 50 m level of the site was 7.23 m/s, the annual average wind power density was 494.57 W/m<sup>2</sup>, and the annual effective speed (3-25 m/s) period was 7491 hours. The prevailing wind direction was from west and the direction was steady. The effective speed period was long and no devastating wind speed was observed. The wind quality was good and wind resources was rich and a good investment prospect can be expected. Meanwhile the project meets the requirements of CDM and can get extra revenues from the sales of CERs, which will improve the return rate of the project. The planned capacity for the phase I project is 49.5MW and the total capacity of the wind farm is planned to be 99 MW.

The phase I project will install 33 units of 1500 kW wind turbines to realize a total installed capacity of 49.5 MW. The theoretical power generation of the project is expected to be 190.40GWh annually and the expected power export is 111.87 GWh per annum. The annual utilization hour is 2260 hours. The power generated by the project will be stepped up at the on-site 110kV sub-station and transmitted to Dalianhe 220kV substation via the 28 km 110kV overhead transmission line.

The static investment of the phase I project is RMB 534,531,900, of which the construction investment is RMB 498,632,900, contingency is RMB 14,959,000, investment of the transmission line is RMB 17,230,000, the investment for the exit interface at Dalianhe substation is RMB 2.4 million and the investment in cable communication is RMB 1.31 million.

The project has been approved by the Development and Reform Commission of Heilongjiang Province with the approval document number of Hei Fagai Nengyuan [2006]1079. In order to proceed with the project, the company plans to establish Huafu Yilan Wind Power Company, with the registered capital of RMB 100 million, of which RMB 80 million will be provided by Huafu Company. Extra capital needed for the construction of Dongning Wind Power Phase I Project will be sourced through bank loan. The company will make all efforts to control the total costs of the project and try to achieve a construction cost below RMB 10,000 per kW.

Please consider and discuss.

13 December 2006