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大唐国际发电股份有限公司
DATANG INTERNATIONAL POWER GENERATION CO., LTD.

(a sino-foreign joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 00991)

**OVERSEAS REGULATORY ANNOUNCEMENT
AND
ANNOUNCEMENT ON RESOLUTIONS
OF THE BOARD OF DIRECTORS
AND
APPOINTMENT OF VICE-CHAIRPERSON OF THE
BOARD OF DIRECTORS
AND
CHANGE OF MEMBER OF STRATEGIC DEVELOPMENT
AND RISK CONTROL COMMITTEE**

Special Notice:

The board of directors (the "Board") and all directors (the "Directors") of the Company warrant that there are no false representations and misleading statements contained in, or material omissions from, this announcement, and severally and jointly accept the responsibility for the truthfulness, accuracy and completeness of the contents of this announcement.

This announcement is made pursuant to Rules 13.10(B) and 13.51 (2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

The seventh meeting of the eighth session of the Board (the "Meeting") of Datang International Power Generation Co., Ltd. (the "Company") was held at the meeting room of 5/F, InterContinental Hotel, No. 11 Financial Street, Xicheng District, Beijing, the People's Republic of China (the "PRC") on Friday, 24 January 2014. The written notice of the Meeting was dispatched to all Directors on 14 January 2014. There were 15 Directors eligible for attending the Meeting and 13 of them attended the Meeting. Directors Li Hengyuan and Jiang Guohua were unable to attend to the Meeting in person due to business engagements, and they have authorised Directors Dong Heyi and Zhao Jie respectively to attend the Meeting and vote on their behalf. The Meeting was held in compliance with the provisions stipulated in the "Company Law" ("Company Law") and the "Articles of Association of Datang International Power Generation Co., Ltd." (the "Articles of Association"). Four supervisors of the Company were present at the Meeting. Chen Jinhang, the chairman of the Company, presided over the Meeting. The following resolutions were approved

unanimously by the attending Directors and their authorised proxies by way of voting by show of hands at the Meeting:

1. The “Resolution on the Election of the Vice-Chairperson of the Eighth Session of the Board” was considered and approved.

Voting results: 15 voted in favour, 0 voted against and 0 abstained.

The Board approved Mr. Wu Jing to hold the office as the vice-chairperson of the eighth session of the Board. The term of office of Mr. Wu will be effective from 24 January 2014 to 30 June 2016.

For biographical details of Mr. Wu Jing, please refer to note 1 of the Supplemental Notice of 2014 First Extraordinary General Meeting dated 7 January 2014, published on China Securities Journal, Shanghai Securities News as well as the website of the Shanghai Stock Exchange (www.sse.com.cn), and the Announcement of Resolutions Passed at the 2014 First Extraordinary General Meeting and Changes in Directors dated 24 January 2014, published on the website of The Hong Kong Exchanges and Clearing Limited (www.hkex.com.hk).

2. The “Resolution on the Adjustment in Professional Committee” was considered.

Voting results: 15 voted in favour, 0 voted against and 0 abstained.

The Board approved Mr. Wu Jing to hold the office as a member the Strategic Development and Risk Control Committee, and Mr. Cao Jingshan ceased to be the member of this committee;

After the adjustment, the Strategic Development and Risk Control Committee will still be composed of eight Directors.

3. The “Resolution on Provision for Inventory Impairment, Retirement of Assets and Write-Off of Preliminary Project Expenses” was considered and approved.

Voting results: 15 voted in favour, 0 voted against and 0 abstained.

(1) Approved the provision for inventory impairment amounted to RMB304,003,900 for Inner Mongolia Datang International Xilinhaote Mining Company Limited coal No.4. It is expected that it will result in a decrease in the Company’s profit for 2013 by RMB304,003,900 and a decrease in the Company’s net profit attributable to parent company for 2013 by RMB182,402,300;

(2) Approved the retirement of certain fixed assets and inventory materials of Inner Mongolia Datang International Tuoketuo Power Generation Company Limited (“Tuoketuo Power Generation Company”) and Hebei Datang International Wangtan Power Generation Company Limited (“Wangtan Power Generation Company”) which are qualified for

retirement. The retired inventory materials of Tuoketuo Power Generation Company valued at RMB25,528,900 and price inclusive of tax amounted to the total sum of RMB29,868,800. The cost of retired fixed assets of Wangtan Power Generation Company was RMB57,982,700 while the accumulated depreciation and the net value were RMB28,263,600 and RMB29,719,100 respectively. It is expected that the retirement of the fixed assets and inventory materials will result in a decrease in Company's profit for 2013 by RMB55,248,000 and a decrease in Company's net profit attributable to parent company for 2013 by RMB27,090,500;

- (3) Approved write-off the project expenses of 18 preliminary projects with low economic efficiency and inconsistent with corporate development strategy. The amount of write-off amounted to the total sum of RMB115,305,000 and it is expected that it will result in a decrease in Company's profit for 2013 by RMB115,305,000 and a decrease in Company's net profit attributable to parent company for 2013 by RMB84,517,000;

For details about the above-mentioned provision for inventory impairment, retirement of assets and write-off of preliminary project expenses, please refer to the Company's corresponding announcement issued on the same day.

4. The “Resolution on the Issuance of Debt Financing Instruments” was considered and approved.

Voting results: 15 voted in favour, 0 voted against and 0 abstained.

- (1) Approved the Company to apply to the National Association of Financial Market Institutional Investors for registering the issue of medium-term notes with a principal amount of not exceeding RMB 6 billion and short-term debentures with a principal amount of not exceeding RMB5 billion for a period of 12 months from the date of approval by shareholders at the extraordinary general meeting and to be issued in tranches within the effective period of the registration;
- (2) Approved the authorisation of any two of the Company's Directors or the management of the Company to conduct all relevant matters in relation to the registration and issuance of the medium-term notes and short-term debentures; including but not limited to the determination of the amount, term, specific terms, conditions and other relevant matters of each tranche of the medium-term notes and short-term debentures based on the needs of the Company and market conditions, and the execution of all necessary legal documents;
- (3) Approved the submission of the above-mentioned matters to the general meeting of the Company for shareholders' consideration and approval.

5. The “Resolution on Certain Continuing Connected Transactions of the Company for 2014” was considered and approved.

- (1) The Framework Agreement of Sale of Natural Gas, the Sale and Purchase Contract of Chemical Products (Keqi) and the Procurement Contract of Chemical Products (Keqi) to be entered into between Keqi Coal-based Gas Company and Energy and Chemical Marketing Company.

Voting results: 11 voted in favour, 0 voted against and 4 abstained.

- i. Approved the Framework Agreement of Sale of Natural Gas to be entered into between Inner Mongolia Datang International Keshiketeng Coal-based Gas Company Limited (“Keqi Coal-based Gas Company”), the Company’s subsidiary, and Datang Energy and Chemical Marketing Company Limited (“Energy and Chemical Marketing Company”), the Company’s wholly-owned subsidiary. The agreement is effective from 18 December 2013 to 31 December 2014. During the term of the agreement, Keqi Coal-based Gas Company agreed to sell coal-based natural gas to Energy and Chemical Marketing Company with a maximum annual transaction amount of approximately RMB4.029 billion;
- ii. Approved the Sale and Purchase Contract of Chemical Products (Keqi) to be entered into between Keqi Coal-based Gas Company and Energy and Chemical Marketing Company. The agreement is effective from 1 January 2014 to 31 December 2014. During the term of the agreement, Keqi Coal-based Gas Company agreed to sell chemical products to Energy and Chemical Marketing Company with a maximum annual transaction amount of RMB623 million;
- iii. Approved the Procurement Contract of Chemical Products (Keqi) to be entered into between Keqi Coal-based Gas Company and Energy and Chemical Marketing Company. The agreement is effective from 1 January 2014 to 31 December 2014. During the term of the agreement, Keqi Coal-based Gas Company will purchase all kinds of chemical raw material from Energy and Chemical Marketing Company with a maximum annual transaction amount of approximately RMB135 million.

- (2) The Sale and Purchase Contract of Chemical Products (Duolun) to be entered into between Duolun Coal Chemical Co., Ltd and Energy and Chemical Marketing Company

Voting results: 12 voted in favour, 0 voted against and 3 abstained.

- i. Approved the Sale and Purchase Contract of Chemical Products (Duolun) to be entered into between Datang Inner Mongolia Duolun Coal Chemical Company Limited (“Duolun Coal Chemical Co., Ltd.”) and Energy and Chemical Marketing Company. The contract is for a term effective from 1 January 2014 to 31 December 2014;

- ii. During the term of the agreement, Duolun Coal Chemical Co., Ltd. agreed to sell chemical products to Energy and Chemical Marketing Company with a maximum annual transaction amount of approximately RMB3.63 billion;
- iii. During the term of the agreement, Duolun Coal Chemical Co., Ltd. agreed to procure chemical raw material from Energy and Chemical Marketing Company with a maximum annual transaction amount of approximately RMB1.16 billion.

(3) The Directors (including the independent non-executive Directors' preliminary comments) are of the view that the above agreements are conducted in the ordinary usual course of business of the Company, and are fair and reasonable and are in the interest of the Company and the shareholders as a whole.

(4) Pursuant to the Listing Rules of the Hong Kong Stock Exchange, Keqi Coal-based Gas Company and Duolun Coal Chemical Co., Ltd. are connected persons of the Company. The transactions under the agreements set out above are considered as continuing connected transactions; therefore the connected Directors have abstained from voting on the above resolution.

(5) Approved to submit the above resolution to the general meeting for shareholders' consideration and approval.

Further announcement will be made by the Company when the agreements are signed.

Since the above-mentioned resolutions numbered 4 and 5 shall be submitted to the general meeting for shareholders' consideration and approval, the Company will issue a notice of the general meeting as and when appropriate.

By Order of the Board
Zhou Gang
Secretary to the Board

Beijing, the PRC, 24 January 2014

As at the date of this announcement, the directors of the Company are:

*Chen Jinhang, Hu Shengmu, Wu Jing, Fang Qinghai, Zhou Gang,
Li Gengsheng, Cao Xin, Cai Shuwen, Liu Haixia, Guan Tiangang,
Dong Heyi*, Ye Yansheng*, Li Hengyuan*, Zhao Jie*, Jiang Guohua**

** Independent non-executive directors*