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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

RESOLUTIONS OF THE BOARD OF DIRECTORS

Special Notice:

The board of directors (the “**Board**”) and all directors of the Company (the “**Directors**”) 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 Rule 13.10B of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”).

The thirtieth meeting of the eighth session of the Board of Datang International Power Generation Co., Ltd. (the “**Company**”) was conducted by way of written resolution on 2 February 2016 (Tuesday). There were 15 Directors eligible for attending the meeting and 15 of them attended the meeting. The convening of the meeting was in compliance with the provisions stipulated in the “Company Law” and the “Articles of Association of Datang International Power Generation Co., Ltd.”. The following resolutions were approved unanimously at the meeting:

I. The “Resolution on Undertaking of the Operation and Maintenance Work of Flue Gas Desulfurization and Denitrification Equipment of Concession Operations for Coal-Fired Power Generation Units of Datang Environment” was considered and approved.

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

1. Agreed the Company to enter into the “Framework Agreement of the Operation and Maintenance Work of Flue Gas Desulfurization and Denitrification Equipment” with Datang Environment Industry Group Co., Ltd. (“**Datang Environment**”). The agreement is effective from 1 January 2016 to 31 December 2016. During the term of the agreement, the power generation enterprise under the Company will undertake the operation and maintenance work of flue gas desulfurization and denitrification equipment of Datang Environment and its branches and subsidiaries. The total amount of equipment operation and maintenance fees is expected to be no more than RMB200 million;
2. The Directors (including the independent Directors) were of the view that the abovementioned transactions were conducted on normal commercial terms and in the ordinary course of business of the Company, and were fair, reasonable and in the interests of the shareholders of the Company as a whole;
3. Pursuant to the listing rules of the place where the Company is listed, Datang Environment is a connected person of the Company. The matters in relation to the undertaking of the operation and maintenance work of flue gas desulfurization and denitrification equipment of concession operations for coal-fired power generation units of the abovementioned companies constitute continuing connected transactions of the Company; pursuant to the Rules Governing the Listing of Securities of the Shanghai Stock Exchange, connected Directors, namely, Chen Jinhang, Hu Shengmu and Liang Yongpan, have abstained from voting for the resolution.

The Company will issue a relevant announcement separately after the relevant agreement is entered into.

II. The “Resolution on Provisions for Impairment” was considered and approved.

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

1. Agreed the Company to make provisions for impairment of the following items in the year of 2015:
 - (i) Provision for asset impairment of RMB1,370.8037 million in aggregate;
 - (ii) Provision for bad debts of RMB1,249.1968 million in aggregate;
 - (iii) Provision for inventory impairment of RMB347.3709 million in aggregate;
 - (iv) Provision for long-term investment impairment of RMB2,958.0195 million in aggregate;
2. The provisions for impairment of the abovementioned items in the year of 2015 resulted in a decrease in the Company’s profit on a consolidated basis for 2015 by RMB2,967.3713 million, a decrease in the Company’s net profit attributable to the parent company in the consolidated statements by RMB2,062.4630 million and a decrease in the parent company’s net profit by RMB1,380.7646 million;
3. The Directors (including independent Directors) were of the view that the abovementioned provisions for impairment follow and comply with the requirements under the “Accounting Standards for Business Enterprises” and relevant accounting policies of the Company, fairly reflect the asset value of the Company, ensure the standardized operation of the Company, and do not prejudice the legitimate interests of the Company and its minority shareholders;
4. Agreed that the abovementioned matters shall be submitted to the general meeting of the Company for consideration.

For details of the abovementioned provisions for impairment, please refer to the relevant announcement issued by the Company on the same date.

As the Resolution No. 2 mentioned above shall be submitted to the general meeting of the Company for consideration, the Company will propose the resolution at the next general meeting to be convened for consideration and approval in due course.

Announcement is hereby given.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 2 February 2016

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

Chen Jinhang, Hu Shengmu, Wu Jing, Liang Yongpan, Ying Xuejun, Cao Xin, Cai Shuwen, Liu Haixia, Guan Tiangang, Yang Wenchun, Jiang Guohua, Feng Genfu*, Luo Zhongwei*, Liu Huangsong*, Jiang Fuxiu**

** Independent non-executive Directors*