

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 (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) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”).

The thirty-sixth meeting of the eighth session of the Board of Datang International Power Generation Co., Ltd. (the “**Company**”) was held at 1608 Conference Room, head office of the Company, No. 9 Guangningbo Street, Xicheng District, Beijing at 10:30 a.m. on 30 June 2016 (Thursday). The written notice of the meeting was dispatched on 20 June 2016. There were 15 Directors eligible for attending the meeting and 9 of them attended the meeting. Directors Hu Shengmu, Wu Jing, Liang Yongpan, Cai Shuwen, Liu Haixia and Jiang Guohua were unable to attend the meeting in person due to business engagements and they had authorized Directors Chen Jinhang, Ying Xuejun, Cao Xin, Guan Tiangang and Jiang Fuxiu, respectively, to attend the meeting and vote on their behalf. The meeting was held in compliance with the provisions stipulated in the “Company Law” and the “Articles of Association of Datang International Power Generation Co., Ltd.” (the “**Articles of Association**”), and was lawful and valid. Four supervisors of the Company were present at the Meeting. Mr. Chen Jinhang, the Chairman, presided over the meeting. The following resolutions

were approved unanimously by the attending Directors and their authorized proxies by show of hands and formed at the meeting:

1. “RESOLUTION ON THE ENTERING INTO OF THE TRANSFER AGREEMENT IN RELATION TO COAL CHEMICAL AND CONNECTED PROJECT WITH ZHONGXIN ENERGY AND CHEMICAL TECHNOLOGY COMPANY LIMITED” WAS CONSIDERED AND APPROVED

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

It is agreed that the Company enters into the “Transfer Agreement in Relation to Coal Chemical and Connected Project” with Zhongxin Energy and Chemical Technology Company Limited (“**Zhongxin Energy and Chemical**”) and transfers the coal chemical and connected project to Zhongxin Energy and Chemical by way of transfer agreement to implement the plan on transfer.

Please refer to the relevant announcement published by the Company on the same date for details.

2. “RESOLUTION ON THE PROVISION OF ENTRUSTED LOAN TO DUOLUN COAL CHEMICAL COMPANY AND XILINHAOTE MINING” WAS CONSIDERED AND APPROVED

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

1. It is agreed that the Company or Datang Energy and Chemical Company Limited (“**Energy and Chemical Company**”), a wholly-owned subsidiary of the Company, enters into an entrusted loan framework agreement with Datang Inner Mongolia Duolun Coal Chemical Company Limited (“**Duolun Coal Chemical Company**”) through a commercial bank and provides an entrusted loan of not more than RMB1.1 billion in aggregate to Duolun Coal Chemical Company during the effective period of the agreement; the term of the entrusted loan shall not exceed six months since the effective date of the entrusted loan framework agreement;
2. It is agreed that the Company or Energy and Chemical Company, a wholly-owned subsidiary of the Company, enters into an entrusted loan framework agreement with Inner Mongolia Datang International Xilinhaote Mining Company Limited (“**Xilinhaote Mining**”) through a commercial bank and provides an entrusted loan of not more than RMB100 million to Xilinhaote Mining; the term of the entrusted loan shall not exceed six months since the effective date of the entrusted loan framework agreement.

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

Pursuant to the listing rules of the place where the Company is listed, relevant matters of the above-mentioned resolutions No. 1 and No. 2 constitute connected transactions of the Company and connected Directors have abstained from voting for the above-mentioned resolutions. The independent Directors of the Company concur with the above-mentioned resolutions and are of the view that the aforementioned transactions are objective, fair, reasonable and in the interests of the shareholders of the Company as a whole.

As the above-mentioned resolution No. 1 is subject to consideration and approval at the general meeting of the Company, the Company will issue a notice of the relevant general meeting in due course.

Announcement is hereby given.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 30 June 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, Zhu Shaowen, Jiang Guohua, Feng Genfu*, Luo Zhongwei*, Liu Huangsong*, Jiang Fuxiu**

* *Independent non-executive Directors*