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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
ANNOUNCEMENT ON 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 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 fifth meeting of the ninth session of the Board (the “**Meeting**”) of Datang International Power Generation Co., Ltd. (the “**Company**”) was convened at 10:30 a.m. on 27 October 2016 (Thursday) at the 1608 Conference Room of the Company, 9 Guangningbo Street, Xicheng District, Beijing. The written notice of the Meeting was dispatched on 13 October 2016. There were 14 Directors eligible for attending the Meeting and 12 of them attended the meeting. The Directors Chen Jinhang and Guan Tiangang were unable to attend the Meeting in person due to business engagement, and they have authorized the Directors Liu Chuandong and Liu Haixia respectively to attend the Meeting and vote on their behalf. 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 “**Articles of Association**”), and was lawful and valid. Four supervisors of the Company were present at the Meeting.

Mr. Wang Xin, vice chairman of the Company, presided the Meeting. The following resolutions were approved unanimously by the attending Directors or their authorized proxies by way of voting by show of hands at the Meeting:

I. The “Resolution on the Entering into of the “Agreement of Power Generation Right Transaction 2016” with Tuoketuo No. 2 Power Generation Company Limited” was considered and approved

Voting results: 11 voted in favour, 0 voted against and 3 abstained

1. Agreed that Datang International Power Generation Co., Ltd. Beijing Gao Jing Thermal Power Plant, as owned by the Company, (“**Gaojing Thermal Power Plant**”) to enter into the “Agreement of Power Generation Right Transaction 2016” (the “**Substitutive Power Agreement**”) with Inner Mongolia Datang International Tuoketuo No. 2 Power Generation Company Limited (a subsidiary of the Company) (“**Tuoketuo No. 2 Power Generation Company**”), Beijing Electric Power Corporation of State Grid and the north branch of State Grid, as agreed by the four parties with a term commencing from the effective date of the agreement to 31 December 2016;
2. Agreed that during the term of the Substitutive Power Agreement, Gaojing Thermal Power Plant and Tuoketuo No. 2 Power Generation Company shall conduct substitutive power generation transaction for the year of 2016 according to the rules of substitutive power generation management and execution of the place where the power grid is located. Both parties expect that the substitutive transaction amount would not exceed RMB150 million;

After signing the above Substitutive Power Agreement, the Company will separately publish the relevant announcement.

II. The “Explanation on the 2016 Third Quarterly Report” was considered and approved

Voting results: 14 voted in favour, 0 voted against and 0 abstained

Agreed that the Company to publish the 2016 third quarterly report.

III. The “Resolution on the Entering into of the Financial Services Agreement with China Datang Finance Co., Ltd.” was considered and approved

Voting results: 11 voted in favour, 0 voted against and 3 abstained

1. Agreed that the Company to continue to enter into the “Financial Services Agreement” (the “**Agreement**”) with China Datang Finance Co., Ltd. (“**Datang Finance Company**”), the controlling subsidiary of China Datang Corporation, and the total daily maximum balance of deposits of the Company and its subsidiaries with Datang Finance Company shall not exceed RMB15 billion during the term of the Agreement. The term of the Agreement shall be 3 years, commencing from 1 January 2017 to 31 December 2019;
2. Agreed that matters including the signing of the Agreement and the relevant deposit arrangement shall be submitted to the general meeting for shareholders’ consideration and approval;

After signing the Agreement, the Company will separately publish the relevant announcement.

IV. The “Resolution on Entrusting Datang Research Institute to undertake technical consultancy work for the entire process of each infrastructure project of Datang International” was considered and approved

Voting results: 11 voted in favour, 0 voted against and 3 abstained

1. Agreed that the Company to enter into the “Technical Consultancy Framework Agreement for the Entire Process” (the “**Framework Agreement**”) with China Datang Corporation Science and Technology Research Institute Company Limited (“**Datang Research Institute**”), a wholly-owned subsidiary of China Datang Corporation, and the term of the Framework Agreement shall commence from the effective date of the Framework Agreement to 31 December 2017;
2. Agreed that during the effective term of the Framework Agreement, Datang Research Institute (and its branches and subsidiaries) will provide technical consultancy service for the entire process for each infrastructure project owned by the Company with total estimated amount not exceeding RMB114 million;

After signing the Framework Agreement, the Company will separately publish the relevant announcement.

Relevant matters of the abovementioned resolutions numbered I, III and IV constitute connected transactions of the Company pursuant to the listing rules of the listing place of the Company, and connected Directors have abstained from voting on the abovementioned resolutions. Independent Directors of the Company agreed with the abovementioned resolutions, and were of the view that the abovementioned transactions were conducted in the ordinary course of business of the Company on normal commercial terms, and were fair and reasonable, and were in the interest of shareholders of the Company as a whole.

As the abovementioned resolution numbered III shall be submitted to the general meeting for shareholders' consideration, the Company will issue a notice of the relevant general meeting in due course.

This announcement is hereby given.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 27 October 2016

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

Chen Jinhang, Liu Chuandong, Wang Xin, Liang Yongpan, Ying Xuejun, Zhu Shaowen, Cao Xin, Zhao Xianguo, Liu Haixia, Guan Tiangang, Feng Genfu, Luo Zhongwei*, Liu Huangsong*, Jiang Fuxiu**

* *Independent non-executive Directors*