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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)

**ANNOUNCEMENT
RESOLUTIONS PASSED AT THE
2016 FOURTH EXTRAORDINARY GENERAL MEETING
AND
APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE
DIRECTOR**

**RESOLUTIONS PASSED AT THE 2016 FOURTH EXTRAORDINARY
GENERAL MEETING**

Datang International Power Generation Co., Ltd. (the “**Company**”) held its 2016 fourth extraordinary general meeting (the “**EGM**”) at 9:30 a.m. on 29 December 2016 (Thursday) at 1608 Conference Room of the Company, No. 9 Guangningbo Street, Xicheng District, Beijing, the People’s Republic of China (the “**PRC**”). The convening of the EGM complied with the requirements of the Company Law of the PRC and the Articles of Association.

As at the date of the EGM, the total number of issued shares of the Company entitling the holders at the EGM to vote for or against all resolutions, other than ordinary resolution numbered (1), were 13,310,037,578 shares (the “**Shares**”). Shareholders of the Company or their authorised proxies, who attended the EGM or voted online, represented 8,556,166,332 Shares with voting right, which is approximately 64.28% of the total issued Shares of the Company. According to the requirements of the Articles of Association, Mr. Ying Xuejun, a director of the Company, jointly elected by over half of directors, presided over the EGM.

China Datang Corporation and its associates, as of the date of the EGM, which hold an aggregate of 4,260,977,414 Shares with voting right, representing approximately 49.80% of the Shares of the Company with voting right, were required to and did, abstain from voting on ordinary resolution numbered (1) at the EGM.

The following resolutions were passed at the EGM by way of poll:

ORDINARY RESOLUTIONS		Number of Votes		Passing Rate (%)
		FOR	AGAINST	
1.	To consider and approve the “Resolution on Entering into Financial Services Agreement with China Datang Finance Co., Ltd.”	3,977,065,633	317,383,285	92.6095
2.	To consider and approve the “Resolution on Appointing an Independent Director” (<i>Note 4</i>)	8,551,372,194	4,794,138	99.9440
SPECIAL RESOLUTION				
3.	To consider and approve the “Resolution on Amendments to the Articles of Association”	8,555,305,132	121,200	99.9985

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

At the EGM, Mr. Liu Jizhen was appointed as an independent non-executive director of the Company with effect from the date of this announcement. The biography of Mr. Liu Jizhen is set out under Note 4 below.

Notes:

1. Unless the context states otherwise, capitalised terms used in this announcement shall have the same meanings as defined in the Notice of 2016 Fourth Extraordinary General Meeting dated 14 November 2016 and the Supplemental Notice of 2016 Fourth Extraordinary General Meeting dated 13 December 2016 of the Company.
2. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for the vote-takings of all resolutions at the EGM.
3. Save as disclosed herein, none of the shareholders of the Company who were entitled to attend the EGM had to vote only against on the resolutions at the EGM. None of the shareholders who were entitled to attend the EGM had to abstain from voting in favor on the resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
4. Biography of Mr. Liu Jizhen:

Liu Jizhen, aged 65, is a professor, a tutor of doctoral students and an academician of the Chinese Academy of Engineering. Mr. Liu has served as the head of the Faculty of Power of North China Power College since July 1990; has served as the vice dean of the North China Power College, the vice principal of the North China Electric Power University and the principal of Baoding Campus since August 1993; has served as the principal of the School of Water Resources and Hydropower Engineering, Wuhan University since June 1998; and served as the principal of the North China Electric Power University from January 2001 to November 2016. He currently serves as the head of the State Key Laboratory of Alternate Electrical Power System with Renewable Energy Sources, the chief scientist of the “973 Programme”. He concurrently serves as the vice president of the China Electricity Council, the vice president of Chinese Society

for Electrical Engineering, the vice president of Chinese Society of Power Engineering and a Fellow of the Institution of Engineering and Technology (FIET). Mr. Liu has been engaging in theoretical researches, technology development, engineering application and talent cultivation in various fields for many years, including thermal power generation control and development and utilisation of new energy sources, and has obtained innovative and systemic research results. He has extensive experience in power technology innovation and application and other aspects.

The term of office of Mr. Liu Jizhen will commence from the date of this announcement to the conclusion of the ninth session of the Board (i.e. 30 June 2019). Mr. Liu will be entitled to an allowance of an independent non-executive director (i.e. RMB100,000 per year after tax) set out in the allowance criteria for the directors of the ninth session of the Board as considered and approved at the 2016 third extraordinary general meeting of the Company. As at the date of this announcement, Mr. Liu does not have any interest in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong Special Administrative Region). He has not been subject to any public sanctions by any statutory or regulatory authority.

Save as disclosed above, Mr. Liu has not held any directorship in any public listed companies in the past three years and does not have any relationship with any directors, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company. Save as disclosed above, there are no other matters concerning the proposed appointment of Mr. Liu Jizhen as an independent director of the Board that need to be brought to the attention of the shareholders and the Stock Exchange and there are no other matters which shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 29 December 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*, Liu Jizhen**

* *Independent non-executive Directors*