

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 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 ninth meeting of the ninth session of the Board (the “**Meeting**”) of Datang International Power Generation Co., Ltd. (the “**Company**”) was convened on Thursday, 9 February 2017 by way of written resolutions. 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., and was lawful and valid. The following resolutions were approved unanimously at the Meeting:

I. THE “RESOLUTION ON PROPOSAL FOR NON-PUBLIC ISSUANCE OF A-SHARES OF THE COMPANY (SECOND REVISION)” WAS CONSIDERED AND APPROVED

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

Based on the impact of the non-public issuance of A-shares on the profitability of the Company and the further specification and corresponding amendments made to the relevant contents of analysis on diluted current returns, the amendments to the proposal for the non-public issuance of A-shares of the Company are also made accordingly. Upon consideration, the Board of the Company agreed on the Proposal for Non-public Issuance of A-shares (Second Revision).

The connected Directors, namely Chen Jinhang, Liu Chuandong and Liang Yongpan, had avoided voting.

For details, please refer to the Proposal for Non-public Issuance of A-shares (Second Revision) published by the Company on the same date.

II. THE “RESOLUTION ON DILUTION OF IMMEDIATE RETURN AND REMEDIAL MEASURES ON NON-PUBLIC ISSUANCE OF SHARES AND UNDERTAKINGS OF CONTROLLING SHAREHOLDERS, DIRECTORS AND SENIOR MANAGEMENT ON REMEDIAL MEASURES (REVISED)” WAS CONSIDERED AND APPROVED

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

For details, please refer to the Announcement in relation to the Risk Alert and Remedial Measures for Dilution of Immediate Return on Non-Public Issuance of Shares of Datang International Power Generation Co., Ltd. (Revised) published by the Company on the same date.

The above-mentioned resolutions will be submitted to the general meeting and/or class meetings of the Company for consideration.

Announcement is hereby given.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 9 February 2017

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*