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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)

WHITEWASH THIRD SUPPLEMENTAL ANNOUNCEMENT

**(I) CONNECTED TRANSACTION IN RESPECT OF THE
PROPOSED A-SHARE ISSUANCE AND H-SHARE ISSUANCE
(II) SPECIFIC MANDATES
(III) APPLICATION FOR WHITEWASH WAIVER
(IV) POSTPONEMENT OF EGM AND CLASS MEETINGS
(V) EXTENSION OF CLOSURE OF H-SHARE REGISTER
OF MEMBERS**

Reference is made to (i) the whitewash circular dated 9 February 2017 (the “**Whitewash Circular**”) published by Datang International Power Generation Co., Ltd. (the “**Company**”) in respect of the proposed allotment and issue of shares to the controlling shareholder of the Company; (ii) the supplemental notices and revised proxy forms of the EGM, A-Share Class Meeting and H-Share Class Meeting published by the Company on 9 February 2017; and (iii) the supplemental announcement dated 21 February 2017 (“**Whitewash Second Supplemental Announcement**”) published by the Company in respect of, among other things, the postponement of the EGM and the Class Meetings.

Unless otherwise defined, terms undefined herein shall have the meanings ascribed to them in the Whitewash Circular and the Whitewash Second Supplemental Announcement.

IMPLICATIONS OF THE NON-PUBLIC STOCK OFFERINGS AMENDMENT DECISION AND THE QA

The Company has been advised by its PRC legal adviser, its financial advisers to the H-Share Issuance and its sponsor to the A-Share Issuance that the Non-Public Stock Offerings Amendment Decision and the QA (the “**New PRC Regulations**”) do not affect the terms of the H-Share Issuance. However, the New PRC Regulations would affect the terms of the A-Share Issuance as follows:

- (a) the maximum number of A-Share Subscription Shares that may be allotted and issued for the A-Share Issuance shall not exceed 2,662,007,515 (subject to CSRC Approval and before any adjustments); and
- (b) the A-Share Issue Price may not be pre-determined since the A-Share Price Referencing Date, against which the A-Share Issue Price shall be determined, is a future date, being the first day of the non-public issuance period, which is the date the Company notifies CDC in writing to pay for the subscription amount in respect of the A-Share Subscription Shares and shall be any day within the six-month period after the CSRC Approval in respect of the A-Share Issuance has been obtained by the Company.

In view of the implications of the New PRC Regulations on the terms of the A-Share Issuance, the Company and CDC are in the process of considering the revisions to the terms of the A-Share Issuance to comply with the requirements of the New PRC Regulations and at the same time having regard to factors including but not limited to the issue price of the A-Share Subscription Shares and the gross proceeds proposed to be raised from the A-Share Issuance. In this connection, the Company will be issuing a supplemental circular to the Whitewash Circular (the “**Whitewash Supplemental Circular**”) to inform Shareholders about the revisions to the terms of the A-Share Issuance.

POSTPONEMENT OF EGM AND CLASS MEETINGS

As the Company requires more time to prepare the necessary documents, including but not limited to the Whitewash Supplemental Circular, the EGM, the A-Share Class Meeting and the H-Share Class Meeting will be further postponed to 28 March 2017 (Tuesday).

The Whitewash Supplemental Circular as well as the second supplemental notice and second revised proxy form in respect of each of the postponed EGM, the A-Share Class Meeting and the H-Share Class Meeting and any other applicable documents will be despatched to the Shareholders as and when appropriate. Shareholders should refer to the said supplemental notices for details of the date and time of the postponed EGM, the A-Share Class Meeting, the H-Share Class Meeting and other relevant matters.

The notices of attendance for the EGM, A-Share Class Meeting and H-Share Class Meeting published by the Company on 25 January 2017 are still valid for the postponed EGM, A-Share Class Meeting and H-Share Class Meeting, unless the Shareholders inform the Company that they no longer intend to attend the EGM, A-Share Class Meeting and H-Share Class Meeting through mail, facsimile or by phone (the details of which are set out in such notices of attendance) on or before 8 March 2017. Completion of and return of the notices of attendance shall not preclude Shareholders from attending the EGM, A-Share Class Meeting and H-Share Class Meeting and voting at these meetings.

According to the Articles, the Company shall calculate the number of voting shares represented by Shareholders who intend to attend the EGM, A-Share Class Meeting and H-Share Class Meeting on the basis of the written replies it has received 20 days before the date of the EGM and the Class Meetings. In the event that the number of voting shares represented by Shareholders who intend to attend the EGM, A-Share Class Meeting and H-Share Class Meeting is less than one half of the total number of the voting shares of the Company (in relation to the EGM) or the total number of A-Shares (in relation to the A-Share Class Meeting) or the total number of H-Shares (in relation to the H-Share Class Meeting), the Company shall, within five days, notify its Shareholders again of the matters to be considered and approved at the relevant meetings and the date and place of such meetings by way of an announcement. The Company may hold the EGM, A-Share Class Meeting and H-Share Class Meeting after such announcement has been made.

EXTENSION OF CLOSURE OF H-SHARE REGISTER OF MEMBERS

Due to the postponement of the EGM and the H-Share Class Meeting, in order to determine the H-Shareholders who will be entitled to attend and vote at the EGM and/or the H-Share Class Meeting, the period of closure of the H-Share register of members of the Company as stated in the notices of the EGM and the H-Share Class Meeting published on 9 February 2017 will be extended to the date of the postponed EGM and the H-Share Class Meeting.

CLARIFICATION

Due to an inadvertent typographical error, it was inadvertently stated (1) on page 331 of the Chinese version of the Whitewash Circular; and (2) page 4 of the Chinese version of the Whitewash Second Supplemental Announcement that the name of Mr. Xia Donglin, one of the directors of China Datang Corporation* (中國大唐集團公司), is 夏東林. The Company would like to clarify that the Chinese name of Mr. Xia Donglin is 夏冬林.

By Order of the Board
Ying Xuejun
Company Secretary

Beijing, the PRC, 3 March 2017

As at the date of this announcement, the Board comprises: (a) two executive Directors, namely Wang Xin and Ying Xuejun; (b) eight non-executive Directors, namely Chen Jinhang, Liu Chuandong, Liang Yongpan, Zhu Shaowen, Cao Xin, Zhao Xianguo, Liu Haixia and Guan Tiangang (Mdm.); and (c) five independent non-executive Directors, namely Feng Genfu, Luo Zhongwei, Liu Huangsong, Jiang Fuxiu and Liu Jizhen.

The Directors jointly and severally accept full responsibility for the accuracy of the information (other than those relating to CDC and parties acting in concert with it) contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.

As at the date of this announcement, the directors of CDC comprises Chen Jinhang, Chen Feihu, Sun Hanhong, Sun Xinguo, Chen Qiliang, Xia Donglin and Wang Wanchun.

The directors of CDC jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to CDC and parties acting in concert with it, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.